Delivering meaningful growth

Annual report 2020

GBL

Our purpose

Living up to our responsibilities

In a world where business is often seen as short-term, financially driven and disconnected from the concerns of society at large, GBL's values have never been more relevant. At a time when many are questioning the role of business and its impact on the planet, it is important to restate the centrality of wealth creation to our progress and our well-being. This is why, now more than ever, we are focused on what impact we can have on the world, and how as an organisation with influence, GBL is doing its part to create a more *meaningful* future.

The value of a multi-generational perspective

GBL's family heritage gives it a unique perspective. Our time horizons are multigenerational. More than an investor, GBL is an owner and steward of companies, deeply embedded in the fabric of the countries and societies in which it operates, an owner that takes pride in being associated with strong companies and contributing in a *meaningful* way to their success.

We have a clear duty to ensure that the benefits of that rich heritage of knowledge, knowhow and experience are passed on to the next generation of business leaders taking their rightful place at the top of the great companies of tomorrow.

An engaged investor

GBL believes that by delivering *meaningful* growth and nurturing great companies, financial rewards will follow. It is conservative by nature. Conservative in the original sense of the term, in that its primary goal is to preserve and grow capital, investing for the long-term but also ready to adapt and evolve.

The depth and longevity of its relationships are what enable GBL to be a valuable contributor to the challenges companies are taking on. GBL is an informed external voice at the table, showing respect where it is due but also opening new perspectives where needed to make the changes that will propel them successfully into the next stage of their evolution.

Finding a better balance

We recognize the importance of finding the right balance between our need to seek financial returns, with the imperative to preserve the integrity of our planet and the health of the people and society who inhabit it. Striking that balance is GBL's commitment as we emerge from the challenge of the Covid pandemic to build back better and deliver *meaningful* growth.

GBL

Delivering meaningful growth

Re

20

__20

re - think
re - invest
re - humanize
re - ignite
re - assure
re - brand
re - generate
re - connect
re - model
re - purpose

Key information for shareholders

FINANCIAL CALENDAR

APRIL 27, 2021:	ORDINARY GENERAL MEETING 2021
MAY 6, 2021:	RESULTS AS OF MARCH 31, 2021
JULY 30, 2021:	HALF-YEAR 2021 RESULTS
NOVEMBER 4, 2021:	RESULTS AS OF SEPTEMBER 30, 2021
MARCH 2022:	ANNUAL RESULTS 2021
APRIL 26, 2022:	ORDINARY GENERAL MEETING 2022

Note: some of the above-mentioned dates depend on the dates of the Board of Directors and are thus subject to change

ORDINARY GENERAL MEETING

Shareholders are invited to attend the Ordinary General Shareholders' Meeting to be held on Tuesday April 27, 2021 at 3pm.

Given the exceptional situation related to the coronavirus and the police measures taken by the government restricting meetings, shareholders will not be able to physically attend the Meeting and will only be able to exercise their rights by voting remotely prior to the Meeting or by proxy and by asking their questions by writing prior to the Meeting.
The company closely monitors the situation and will inform shareholders, by press release and on its website, about any change related to the attendance to the Meeting.

PROPOSED DIVIDEND

The profit allocation related to the 2020 financial year will be submitted for approval to the Ordinary General Meeting on April 27, 2021, for a total amount of EUR 395.9 million, compared to EUR 508.3 million granted for the previous year.

Coupon n° 23

Gross dividend per share[1][2]: **EUR 2.50 (- 20.6%)**
Total amount[2]: **EUR 395.9 million**
Net dividend[1][2][3]: **EUR 1.75**

May 4, 2021: Ex-dividend date
May 5, 2021: Record date of the positions eligible
May 6, 2021: Payment date

The dividend will be payable as from May 6, 2021, either by bank transfer to registered shareholders or by transfer to the bank account of the owner of the dematerialized shares. The financial service is provided by ING Belgium bank (System Paying Agent).

INVESTOR RELATIONS

Additional information can be found on our website (www.gbl.be), among which:

// Historical information
// Annual and half-yearly reports as well as press releases in relation to quarterly results
// Net asset value
// Our press releases
// Our investments
// Transparency declarations

Online registration in order to receive investor information (notifications of publication, press releases, etc) is available on our website.

Investor relations: Sophie Gallaire // sgallaire@gbl.be // tel.: +32 2 289 17 70

(1) Amount calculated based on the number of dividend-entitled shares (158,368,260 corresponding to the total number of GBL shares issued and outstanding, net of treasury shares held by Group Brussels Lambert S.A.)
(2) Subject to the approval of the Ordinary General Meeting of April 27, 2021
(3) It being reminded that the withholding tax rate has been uniformly set at 30% for the GBL dividend since January 1, 2016

GBL key figures 2020
(at year-end 2020)

€2.9bn

Liquidity profile to support the strategy's deployment

€20.5bn

Net asset value

9.5%

Annualized TSR since launch of portfolio rebalancing strategy in 2012 + 228bps vs. reference index

€13.3bn

Market capitalization

Active asset rotation of

€21.2bn

Since 2012

GBL key Events 2020

January
Finalisation of the exit from Total

February
Increased participation in SGS

March
Covid-19 management

June
Simplification of ownership structure

July
Revision of dividend policy

7.3%

LTV
Conservative financial policy at investment holding level

A+ / A1 credit ratings

One of Europe's highest-rated investment holding companies

€250m

Second share buyback program fully executed

<20bps

Opex to net asset value
<15bps taking into account yield enhancement income

September

A+ / A1 credit ratings

September

Stronger ESG integration and nomination of Head of ESG

September

Reinforcement of Sienna Capital through nomination of a new CEO

September

Third share buyback program authorized up to €250m

October

Successful issuance of €450m of exchangeable bonds into GEA shares

Throughout 2020

High level of investment maintained throughout the crisis: €1.5bn

Dear Shareholders,

This past year has seen us tested as societies and individuals by a global pandemic of a kind not experienced for generations. It has claimed the lives of dear friends and loved ones and caused economic and personal hardship for many others. It has accelerated radical changes in the way we live our lives, in how we work and how we access goods and services. It has also affected our perspective on our lives and on society more generally.

Looking back over the past year, I am convinced 2020 will be seen as a turning point for the world, maybe for humanity, certainly for GBL. Despite all the tragedy and heartbreak, some positives have come out of the adversity.

We have seen an amazing degree of resilience at all levels, and a rediscovery of the importance of family, friendships and community. Our awareness of inequalities in our society has been heightened and our determination to address them galvanized. Some might have expected the pandemic to push environmental concerns down the list of society's priorities. In fact, the opposite has occurred: deepening concern about the impact of climate change has strengthened our resolve to take meaningful action.

We have seen an incredible response in the agility and adaptability of so many businesses in the face of these unprecedented challenges. Businesses have also stepped up their leadership with philanthropic initiatives.

We have observed the acceleration of the digital transformation of our economy and adoption of e-commerce and remote working, trends which I believe are now irreversible and will continue even as we emerge from the pandemic.

And we have seen a remarkable demonstration of what science can achieve, with the development of not just one but a number of effective vaccines in the space of barely a year.

I have been struck by the dedication that has been shown throughout society: from the doctors and nurses battling the virus to scientists racing tirelessly to create Covid-19 vaccines to key workers in many fields who have kept vital services going at significant personal risk.

Against this background, GBL has managed to press forward with many of its key strategic objectives. The group has simplified its ownership structure, reducing complexity and increasing transparency in a way which should increase the liquidity of the GBL shares over time.

In the current volatile environment, financial discipline has remained a top priority for GBL. Our strong financial position has enabled us to move quickly and seize emerging opportunities. I am convinced that these decisions will prove their worth in the near future.

I have been heartened by the growing awareness that business has to step up and recognize that with influence comes responsibility. We have always been aware of our obligations as engaged investors participating in board level decisions over strategy, capital allocation and shareholder remuneration. These challenging times have underscored our wider responsibilities within society, such as the imperative to promote inclusion and the advancement of women, including on our own Board. This reflects our broader commitments and support for Environmental, Social and Governance (ESG) leadership. More and more, shareholders and investors are looking for such leadership.

I remain convinced of the vital importance of our enduring values of character, constancy, and humanity. These values are fundamental to our group philosophy and are embodied in our people and their actions. They have proven their relevance this past year in the steps taken to strengthen our companies and in our strategic recognition of how our enterprises can help improve society. The discipline and resilience, the values and the broad perspective of our team will continue to serve well our employees, shareholders and the communities where we do business in the years ahead. Our group is indeed facing the future with confidence, purpose and compassion.

Paul Desmarais, Jr.

Chairman of the Board of Directors of GBL

“2020 has been pivotal in the development of our Group.”

Dear Shareholders,

This has been a humbling year in so many ways, and while the challenges that we have been faced with are like no others experienced for generations, I am optimistic we can overcome this crisis and achieve great things in the years ahead.

Firstly, I would like to express my personal gratitude to my colleagues at GBL, as well as to the talented and dedicated managers of our portfolio companies, for the effort, calmness and creativity shown over the past year.

Over the course of this unprecedented year, GBL’s net asset value increased by 0.7% to EUR 20.5 billion and outperformed the Stoxx Europe 50 (down by 8.7%). Whilst we are disappointed by the absolute performance and attribute it largely to the extraordinarily challenging environment, we believe that this outperformance was driven by the resilience and the strong focus of our portfolio companies. We are also confident in their ability to take advantage of an improved macroeconomic environment, as we come out of this sanitary crisis. In 2020 GBL maintained and distributed a dividend of EUR 3.15 per share for FY2019, implying an attractive yield of 3.4% (1). At the same time, we maintained a strong balance sheet positioning us well to seize new investment opportunities.

(1) Indicative dividend yield based on a dividend of EUR 3.15 per share and GBL’s stock price of EUR 93.96 at year-end 2019

Notwithstanding these challenging times, our commitment towards investors remains intact: delivering attractive total shareholder return outperforming our reference index over the long term, through a combination of net asset value growth and a sustainable dividend. Since the launch of our portfolio rebalancing strategy in 2012, we have consistently outperformed our reference index, delivering an annualized total shareholder return of 9.5% vs. 7.3% for the Stoxx Europe 50 at the end of 2020, representing a 228bps outperformance, and we aim to achieve double-digit returns.

We believe our ability to drive performance comes from the quality, diversification and resilience of our portfolio as well as our ability to identify new quality investment opportunities. Over the past few years we have made a number of asset rotation decisions, notably increasing our exposure to private assets, consistently seeking strong long-term growth potential. Our ability to rotate the portfolio is supported by our unique network and sourcing capabilities, as well as our reputation for fruitfully partnering with management teams as an engaged investor focused on long-term value creation.

Having taken advantage of 2019's buoyant market conditions to crystalize important capital gains, we entered 2020 in a strong financial position with EUR 4.0 billion of liquidity. As a result we continued paying a healthy dividend to our shareholders while maintaining our ability to rapidly deploy capital in support of our long-term investment goals. We made some key strategic investments at satisfactory entry points in terms of valuation, and took advantage of market dislocation in the early part of the year. After having deployed EUR 1.5 billion of capital in reinforcement into Sienna Capital and SGS and in new investment in Mowi and returned EUR 0.5 billion to our shareholders, we ended 2020 with EUR 2.9 billion of liquidity.

In March 2020, our controlling shareholders moved ahead with planned improvements in liquidity and governance by simplifying GBL's ownership structure. The exchange offer launched by Parjointco Switzerland S.A. was declared successful on June 9, 2020 and has resulted in our free float increasing from 50% to 72%. This is expected to favourably impact the liquidity of our stock.

In a highly volatile and uncertain market, the discount to net asset value widened to 35% compared with a historic average of 25% [1], a level we believe not reflective of our fundamentals. In light of this discount, we accelerated the execution of our share buyback program, completing our second EUR 250 million share buyback tranche and getting in September a third EUR 250 million tranche authorized.

(1) Average discount over the last five years

In September, following a thorough assessment, S&P and Moody's assigned GBL long-term issuer credit ratings of A+ and A1, respectively, with a stable outlook, thus positioning us as one of Europe's highest-rated investment holding companies. The issues of EUR 450 million of bonds exchangeable into GEA shares in October 2020 and EUR 500 million institutional bonds beginning of 2021 were executed at efficient terms optimised by those credit ratings. The high oversubscription on both placements reflected the strength of GBL as a rated issuer.

We proposed a dividend of EUR 2.50 per share (1) for FY2020 to be paid in 2021. It represents an attractive yield at 3.0% (2), particularly in the current low or negative interest rate environment. In order to provide significant visibility to our shareholders, we committed to paying between 75% and 100% of cash earnings in dividends from 2021 onwards. This revised dividend policy will preserve our financial flexibility to take advantage of further attractive investment opportunities and maximise value over the long term by allowing us to accelerate net asset value growth.

Over the course of the year, we remained focused on providing necessary support to our portfolio companies as they navigated a period of heightened volatility. We have been encouraged by their resilience and adaptability in the face of tremendous uncertainty, capitalizing on their positions as leaders in their respective sectors. With our support, their Boards have shown great effectiveness and leadership, acting decisively to safeguard the health and safety of their employees, to provide free of charge essential equipment, and financial support for healthcare workers and communities around the world; taking steps to maintain strong balance sheets; tightly monitoring the impact of the crisis on operations, and ensuring appropriate measures to mitigate the impact on performance and liquidity. We are convinced that, as a result of these actions, our portfolio companies will emerge stronger and more competitive. Net leverage within our portfolio remains at levels we regard as healthy, and we believe that a number of our portfolio companies are well positioned financially to take advantage of M&A opportunities in the near future.

Sienna Capital, our alternative asset platform, is now c.25% weighted towards technology and digital, primarily through investments in Globality and Marcho Partners. It has initiated a significant strategic repositioning during the year, a key element of which is the development of the capability to manage third party funds alongside the deployment of its own capital. Such a diversification in third party asset management is expected to lead to incremental revenue expansion by securing a highly visible stream in management fees, while also improving operating leverage through a common investment platform.

We have also accelerated the reinforcement of our ESG ambitions, notably by pursuing our commitment in relation to climate and further integrating our latest thinking into our investment process, driven by our new Head of ESG.

Moreover, GBL has a new logo and mission statement reiterating our purpose. With a more contemporary look & feel, the logo is meant to convey that GBL creates wealth for its shareholders by supporting our portfolio companies to grow and create value. Our restated purpose to "deliver meaningful growth" represents our commitment to delivering net asset value growth that is significant in absolute terms as well as sustainable.

(1) Subject to the approval of GBL's General Shareholders' Meeting
(2) Indicative dividend yield based on a FY20 dividend of EUR 2.50 per share and GBL's stock price of EUR 82.52 at year-end 2020

Our financial performance has been impacted by the pandemic and the challenging economic and market environment. As a result of the lower dividend contribution from our portfolio companies, cash earnings were down by 26% to EUR 440 million. The consolidated net result at the end of December 2020 was down 45% to EUR 391 million. In such a context, we maintained our financial discipline as reflected by the conservative level of LTV at 7.3% at year-end.

While the rollout of mass vaccination offers hope of an end to repeated lockdowns and a return to economic growth, it is still far from clear how quickly we will see a return to normal economic conditions. 2020 has been a test of resilience and I am convinced that the measures we have taken so far, and particularly the speed, agility and decisiveness with which we have reacted to the crisis, position us well for the recovery and the years ahead. We will also continue to actively evolve our portfolio and deploy capital in new differentiated investment opportunities with a view to deliver an attractive total shareholder return going forward.

Ian Gallienne

CEO of GBL

Business model

Delivering meaningful growth

Who we are
Staying true to our values

How we create value
Identifying investment opportunities, managing the portfolio and exerting influence

How we create wealth
Preserving and growing wealth

Family shareholder based - Multi-generational perspective

Strong business heritage - Resilience through the cycle

Engaged investor - Committed for the long-term

Identifying sector-leading global companies

An influential voice on the board

Working for the common good

Seeking to achieve consistently increasing portfolio worth

Delivering attractive returns to shareholders through capital appreciation and dividend yield

Benchmarking performance against conventional market and ESG metrics

Who we are

Staying true to our values

How we create value

How we create wealth

FAMILY SHAREHOLDER BASED - MULTI-GENERATIONAL PERSPECTIVE

- A spirit of entrepreneurship with a multi-generational perspective on business
- Responsible and meaningful growth to nurture great companies
- Agile decision process with the support of a stable controlling shareholder

STRONG BUSINESS HERITAGE - RESILIENCE THROUGH THE CYCLES

- Applying decades of accumulated industrial and managerial experience to new challenges and situations
- Ability to embrace new industries and ways of working without compromising on our principles or fundamental values
- A+ / A1 ratings reflecting our robust balance sheet and financial flexibility

AN ENGAGED INVESTOR - COMMITTED TO THE LONG-TERM

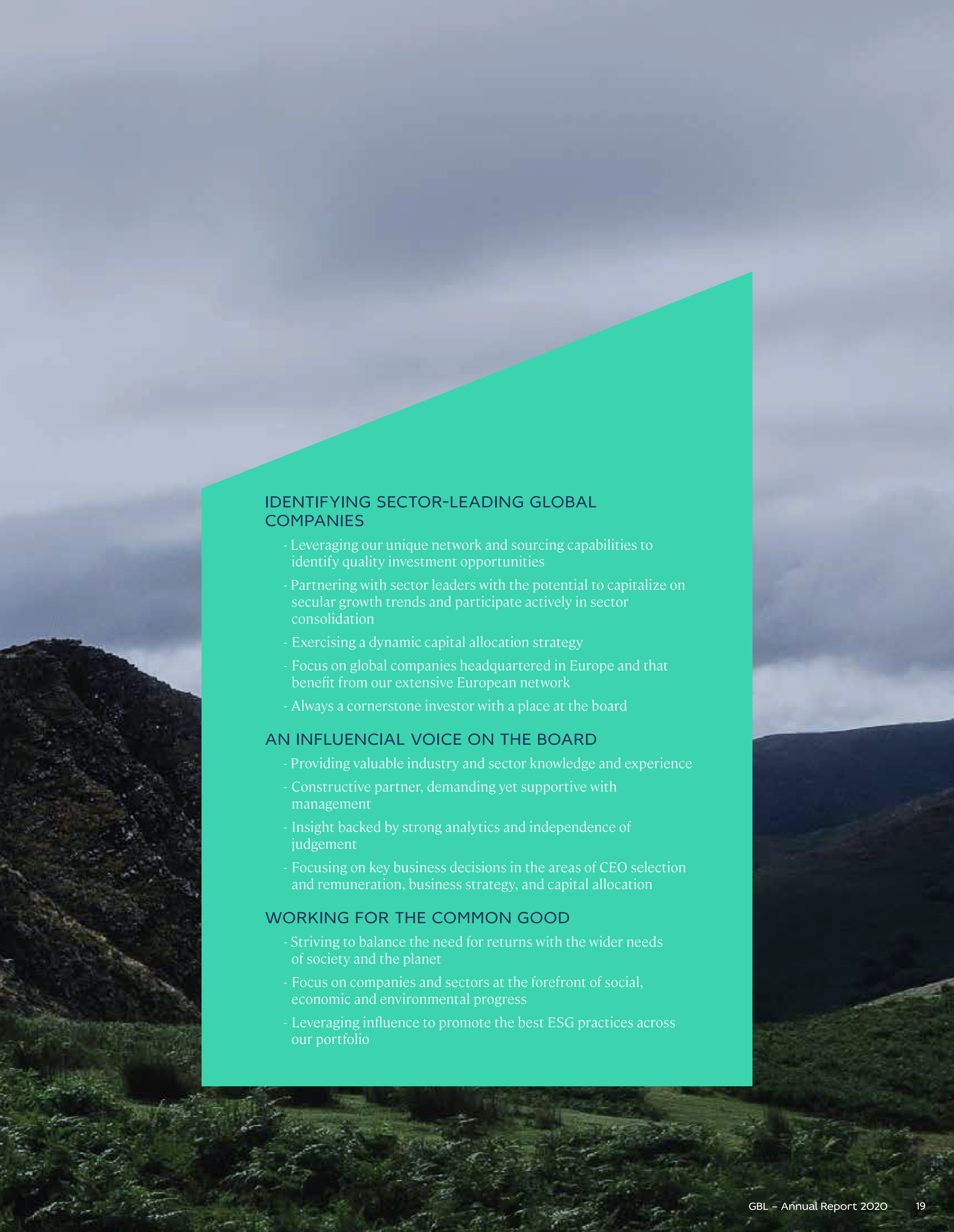
- Aligned with long-term trends driving the economy and society
- Focus on attractive industries and sectors with potential to grow steadily over time
- Willing to remain invested as and where we see value
- Always prioritizing the long-term view when it comes to decisions in support of our portfolio companies

Who we are

How we create value

Identifying investment opportunities, managing the portfolio and exerting influence

How we create wealth



IDENTIFYING SECTOR-LEADING GLOBAL COMPANIES

- Leveraging our unique network and sourcing capabilities to identify quality investment opportunities
- Partnering with sector leaders with the potential to capitalize on secular growth trends and participate actively in sector consolidation
- Exercising a dynamic capital allocation strategy
- Focus on global companies headquartered in Europe and that benefit from our extensive European network
- Always a cornerstone investor with a place at the board

AN INFLUENCIAL VOICE ON THE BOARD

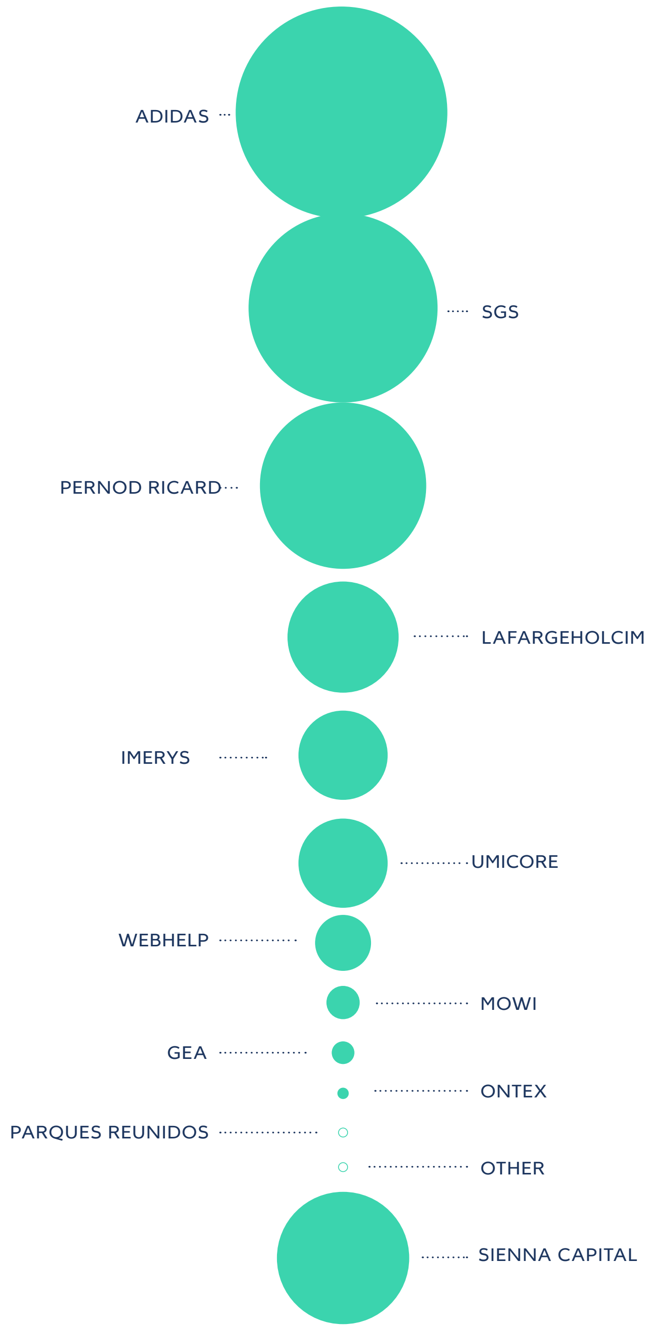
- Providing valuable industry and sector knowledge and experience
- Constructive partner, demanding yet supportive with management
- Insight backed by strong analytics and independence of judgement
- Focusing on key business decisions in the areas of CEO selection and remuneration, business strategy, and capital allocation

WORKING FOR THE COMMON GOOD

- Striving to balance the need for returns with the wider needs of society and the planet
- Focus on companies and sectors at the forefront of social, economic and environmental progress
- Leveraging influence to promote the best ESG practices across our portfolio

Portfolio Overview

Total amount
EUR 21.3 billion



THINK HEALTH

Growing health issues awareness

THINK CONSUMER EXPERIENCE

Start with the consumer experience and work backwards

Sectorial exposure

- **38%** CONSUMER GOODS
- **29%** INDUSTRY
- **17%** BUSINESS SERVICES
- **12%** SIENNA CAPITAL & OTHER
- **5%** DIGITAL

Investment type

- **48%** GROWTH
- **20%** VALUE
- **19%** GROWTH/YIELD
- **12%** SIENNA CAPITAL & OTHER

Geographic exposure

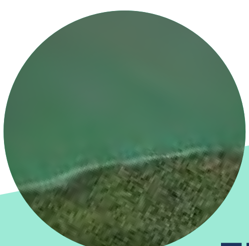
- **28%** FRANCE
- **26%** SWITZERLAND
- **21%** GERMANY
- **12%** SIENNA CAPITAL & OTHER
- **9%** BELGIUM
- **3%** NORWAY
- **>0%** SPAIN

Asset cyclicality

- **59%** RESILIENT
- **29%** CYCLICAL
- **12%** SIENNA CAPITAL & OTHER

THINK
TECHNOLOGY

Digital transformation and disruption



THINK
SUSTAINABILITY

Resource scarcity and regeneration challenges

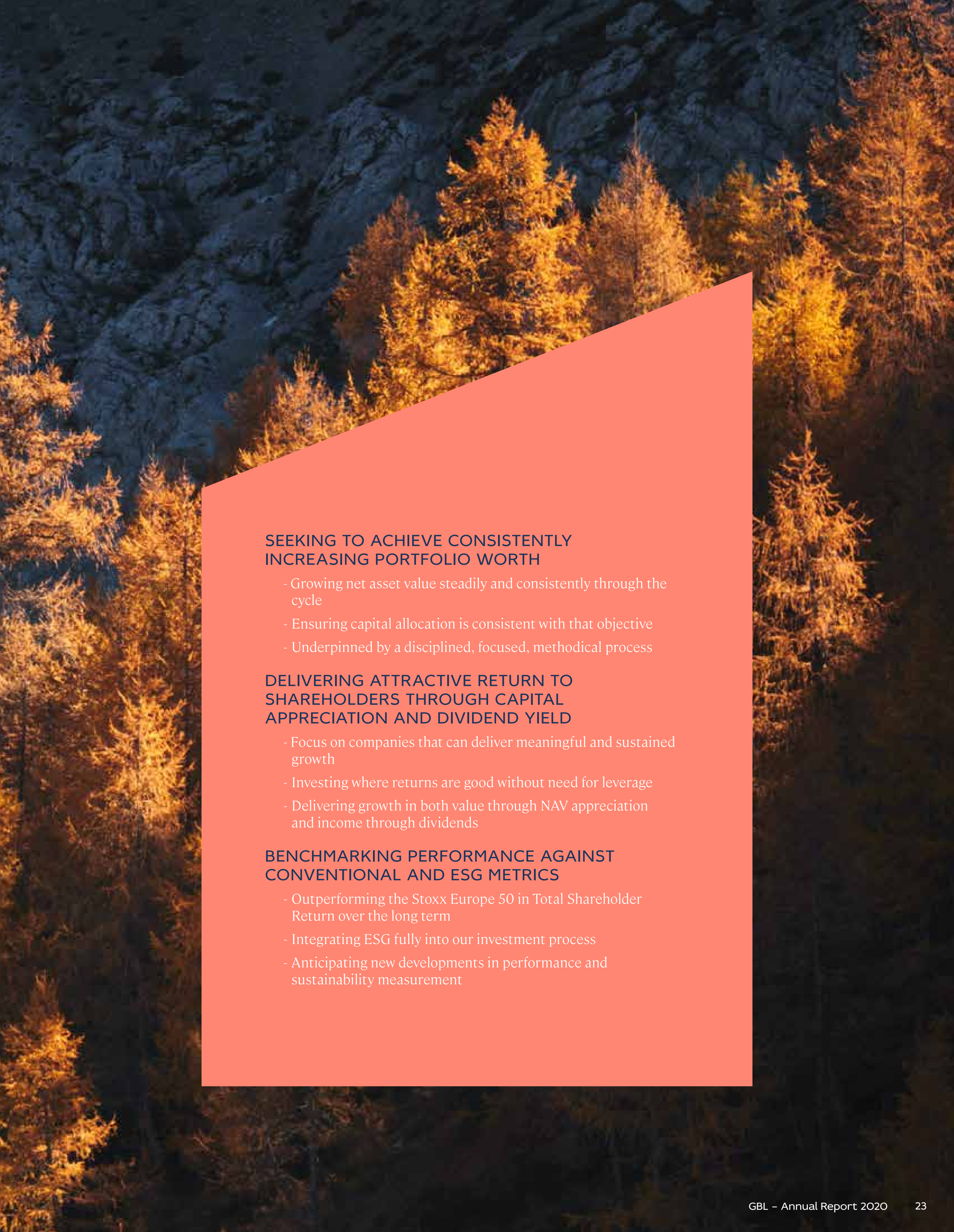
Mega-trends shaping our economy and guiding our asset rotation decisions

Who we are

How we create value

How we create wealth

Preserving and growing wealth



SEEKING TO ACHIEVE CONSISTENTLY INCREASING PORTFOLIO WORTH

- Growing net asset value steadily and consistently through the cycle
- Ensuring capital allocation is consistent with that objective
- Underpinned by a disciplined, focused, methodical process

DELIVERING ATTRACTIVE RETURN TO SHAREHOLDERS THROUGH CAPITAL APPRECIATION AND DIVIDEND YIELD

- Focus on companies that can deliver meaningful and sustained growth
- Investing where returns are good without need for leverage
- Delivering growth in both value through NAV appreciation and income through dividends

BENCHMARKING PERFORMANCE AGAINST CONVENTIONAL AND ESG METRICS

- Outperforming the Stoxx Europe 50 in Total Shareholder Return over the long term
- Integrating ESG fully into our investment process
- Anticipating new developments in performance and sustainability measurement

Key events 2020

1 **2 Jan**
Iran: drone strike on general Soleimani

2 **7 Jan**
Covid-19: WHO officially notified of first case

3 **11 Jan**
Covid-19: first death reported

4 **14 Jan**
European Commission: European Green Deal Investment Plan Presentation

5 **16 Jan**
Trump: Impeachment trial begins

6 **23 Jan**
Covid-19: Wuhan goes in lockdown

7 **31 Jan**
Brexit: UK no longer part of EU

15 **March**
Unprecedented monetary policy adjustment to limit the economic/ financial collapse

16 **3 Apr**
50% of world population (3.9bn) locked down

17 **8 Apr**
US: Biden becomes the presumptive Democratic nominee when Bernie Sanders drops out

18 **9 Apr**
OPEC+ agreement to cut production by 9.7mn bl/day (more than 10% of global demand)

19 **21 Apr**
Brent: - 72% drop since January 1st to 20$/bl

20 **April**
Strongest historical jump in US unemployment rate (14.7% from 4.4% in March)

21 **22 May**
China announces “not setting a specific target for economic growth” for the first time since 1994

29 **9 Aug**
Belarus: Presidential election leading to series of protests

30 **10 Aug**
Escalation in maritime dispute between Turkey and Greece over energy resources in eastern Mediterranean Sea

31 **11 Aug**
US: Kamala Harris selected as running mate for Joe Biden

32 **13 Aug**
Middle East: normalization UAE-Israel relations

33 **August**
USA: deadly wildfires on West Coast

34 **Feb-Sep**
Starlink: SpaceX launches satelites to offer universal internet access

35 **13 Oct**
Artemis Accords: Principles for cooperation in civil exploration of moon and Mars

8

Jan-March

Australia: Deadly wildfires/bushfires on southeast coast

9

5 Feb

Trump: Senate acquits Trump in impeachment trial

10

1 March

Historical peak reached on the VIX at 53.5

11

10 March

Italy: Nationwide lockdown

12

11 March

Covid-19: WHO declares Covid-19 a pandemic

13

16 March

Dow Jones: Decrease by 2,997 points, the worst drop since 1987

14

18 March

ECB Pandemic Emergency Purchase Program launched

22

25 May

Black Lives Matter: Death of George Floyd

23

27 May

European Commission (EC) proposes major recovery plan for Europe of EUR 750 billion, in form of loans and grants financed with bonds issue by the EC

24

15 Jun

Border tensions between China and India, with 20 dead Indian soldiers

25

30 Jun

Hong Kong: National Security Law is passed

26

1 Jul

Russia: President Putin consolidates power through constitutional amendments, including extension of presidential term limits (allowing him to remain in power until 2036)

27

July

European Commission: EU leaders' agreement on EUR 750 billion recovery plan

28

4 Aug

Lebanon: Explosions at Beirut port

36

26-29 Oct

China: 5th Plenum of the Chinese Communist Party, which outlined the 14th Five-Year Plan (2021-2025), and a medium-term strategy renamed "Vision 2035"

37

October

New containment measures implemented in Europe:
Ireland: October 21
Spain: October 25
France: October 30
England: October 31
Germany: November 2
Italy: November 5

38

3-7 Nov

US: News networks announce Joe Biden had won the US presidential election

39

6 Nov

China: Ant Group's IPO halted

40

Nov-Dec

Launch of vaccination campaign (UK: Dec. 8, USA: Dec.14, Israel: Dec.19, Germany, France: Dec. 27) following Pfizer BioNTech successful phase III trial (interim results announcement of 90% effectiveness on November 9)

41

14-18 Dec

National authorities reported to WHO that new SARS-CoV-2 variants were identified leading to international bordure closures

42

24 Dec

The UK and EU achieve a comprehensive free trade agreement

ESG

Dear Shareholders,

Covid-19 has accelerated the development of several structural trends and notably been a catalyst in raising awareness and building momentum on ESG (environmental, social and governance). 2020 was the year of ESG investing. ESG is no longer a nice-to-have. In a world post-Covid, ESG themes drive fund flows, valuations, and headlines. Notwithstanding the pandemic, 2020 saw more than USD 300bn invested globally in sustainable assets, roughly a doubling versus the prior year. In industries exposed to climate change, assets with a clear path toward carbon neutrality benefit from a 50-100% valuation premium versus non-aligned ones (1). Today, the finance industry stands at a crossroad when it comes to its purpose. This disruptive trend is quickening the need to recognize the long-term implications of ESG trends on asset pricing, accelerate ESG integration and innovation, and express clear ambitions for the decades to come.

As a patrimonial and engaged investor, GBL believes that responsible investment is key to ensure the best interests for its shareholders and all stakeholders, by seeking sustainable growth of its portfolio assets and ultimately long-term value creation. In our view, shareholder value is inextricably linked to the proactive integration of material ESG factors into company culture and strategy. GBL believes that organizations that are agile and able to anticipate, manage and integrate ESG risks and opportunities into their strategy are best positioned to create and to preserve value over the long term.

Over our truly long-term investment horizon, ESG factors, including governance, climate change, resource scarcity or diversity, have the potential to be significant drivers of risks and opportunities to profitability and shareholder value. A comprehensive investment strategy which accounts for these long-term trends requires management of investee companies to rigorously engage in reconciling short-term versus long-term risks and opportunities. In that context, ESG considerations are fundamental to the way GBL conducts business, not only in its investment activities, but also notably as a company, an employer and a contributor to the communities in which it operates.

Leveraging on (i) our long-term investment horizon, (ii) our ability to deploy our own capital, (iii) our institutional and professional investor status, (iv) our reference shareholder positions and active involvement in the governance bodies of our portfolio companies, and (v) a seasoned investment and management team, GBL is offering today one of the most solid ESG integration opportunities within the financial industry.

The coming decade is presenting unique challenges which need to be tackled with the appropriate strategic vision, ESG policy, processes, investment tools, targets and key performance indicators to ensure that our portfolio companies strive through the forthcoming increasing pricing of sustainability externalities.

Leveraging on our earlier commitment to the United Nations Global Compact and our support toward the Principles for Responsible Investment, GBL's Board of Directors approved in March 2021 an updated ESG Policy. Detailing commitments for 2025-2030, this ESG Policy is another key milestone on our ESG journey. Climate change, diversity, transparency and the promotion of access to sustainable finance are center stage in our 2025-2030 commitments. These have been carefully established to ensure that progress can be tracked and achieved in these critical areas.

(1) Based on EV/EBITDA average multiples for S&P Global Clean Energy Index and S&P Global Natural Resources Energy Index (2013-2020)

"Climate change, diversity, transparency and the promotion of access to sustainable finance are center stage in our 2025-2030 commitments."

As a responsible investor, we support the recognition of the Paris Agreement signed under the United Nations Framework Convention on Climate Change and the objective to keep temperature rise below 2° Celsius by 2050. We commit to continue to work alongside our portfolio companies to ensure the definition and implementation of strategies sustaining the induced net-zero path. In 2021, we will formalize our commitment to the Science Based Targets initiative to ensure that by 2030, all our portfolio companies have their own SBTi commitments in place (www.sciencebasedtargets.org).

Collectively, we also need to look beyond ESG ratings and going forward, GBL will concentrate its interactions with selected few. Beyond GBL, we strongly encourage our participations to operate such selectivity vis-à-vis ESG rating providers and to seek a more direct pricing and validation of their ESG achievements by the financial markets via the issuance of sustainable finance products in line with their financial needs and ESG capabilities.

Today, after more than 25 years of involvement in the ESG industry, I am very proud of establishing GBL ESG function as a center of expertise to support our Board of Directors, management and investment team's ESG integration efforts and to drive our ambitions for the years to come.

François Perrin

HEAD OF ESG

SIENNA CAPITAL
Key figures
2020

€2.5bn

Net asset value ("NAV")

€1.8bn

NAV of assets invested with external fund managers

€0.7bn

Direct and co-investments

10

External fund managers

~25%

Portfolio's exposure to technology & digital

150+

Underlying portfolio companies

SIENNA CAPITAL
Key Events
2020

March

€150m commitment to Sagard 4

2nd quarter

€250m commitment to Sienna Capital Opportunity Fund SCSp, as part of the strategic objective to manage external capital

August

$110m commitment to C2 Capital's global export-to-China fund

October

$600m of capital raised through listing of the SPAC Avanti Acquisition Corp.

SIENNA CAPITAL

Sienna Capital, GBL's asset management platform, provides an important source of additional diversification and attractive risk-adjusted returns. Sienna Capital has grown rapidly since its creation in 2013, having since committed more than EUR 3 billion in capital. Sienna Capital has become a significant recurring contributor to GBL's cash earnings, including via a contribution of EUR 58 million in 2020.

Performance in 2020 was strong with several significant achievements, including the strengthening of the team. Year-end net asset value ("NAV") reached EUR 2.5 billion, approximately 12% of GBL's total NAV, up by 41% from EUR 1.8 billion at year-end 2019. Sienna Capital has capital invested in 10 managers and a total of 20 funds. The NAV in these funds represents EUR 1.8 billion or 73% of the total. In addition, we have committed capital to 10 direct investments and co-investments. The NAV in these co-investments represents EUR 0.7 billion, or 27% of the total.

The underlying portfolio delivered a solid double-digit return, anchored notably by its strong exposure to digital. Technology and digitally-focused investments now represent approximately 25% of Sienna Capital's total portfolio. One of our technology-focused fund managers is Marcho Partners where Sienna Capital made a EUR 175 million initial investment. Marcho Partners is a hedge fund founded by Carl Anderson which was up more than 100% in 2020. One of our technology direct investments is a EUR 100 million investment in Globality, an artificial-intelligence powered platform for the sourcing of business services co-founded in Silicon Valley by Joel Hyatt and Lior Delgo.

Another notable achievement in 2020 was the successful launch in October of the NYSE-listed blank check company Avanti Acquisition Corp together with NNS Group. The Avanti SPAC raised USD 600 million and is currently looking for an attractive partner in Europe to take advantage of a rapid listing in the U.S. alongside long-term partners.

Sienna Capital's platform has been built on two pillars. The first, which today represents 73% of total NAV, involves partnering either as seed investor or alongside other investors with external fund managers providing attractive investment opportunities across a range of alternative assets. These notably include private equity, growth and venture capital, healthcare, technology and hedge funds.

Over the years, Sienna Capital has established such partnerships with a range of specialist managers. Overall, Sienna Capital has partnered with 10 managers, thereby enabling it to deploy capital successfully and profitably into more than 150 underlying portfolio companies.

The second pillar, which today represents 27% of Sienna Capital's total NAV, invests directly either as principal or co-investor into private equity. Working with partners including KKR and Carlyle has enabled Sienna Capital to build up an attractive global portfolio of direct private equity investments. In addition to Globality, another promising investment to date includes Upfield, the former Unilever spreads business.

In 2020 Sienna Capital began building out an additional pillar which will entail the creation of a series of Sienna Capital-branded funds across verticals managed by specialist teams. Verticals could include such asset classes as real estate, private equity and private credit. These funds will raise third party capital to invest alongside Sienna Capital in investment opportunities that it will originate including by being able to tap into the group's rich network of relationships. Consistent with the declared objective of establishing a new family of own branded funds, we will launch in 2021 the Sienna Capital Opportunity Fund SCSp with a seed commitment of EUR 250 million from the parent group.

To attract talented teams to the platform when launching new verticals, management is further developing Sienna Capital's ability to offer support for a variety of non-investment-related activities, such as assistance with fundraising, accounting and reporting, compliance, IT, legal and HR. The offering will be known as 'Sienna Capital Services' and will accelerate the development of Sienna Capital.

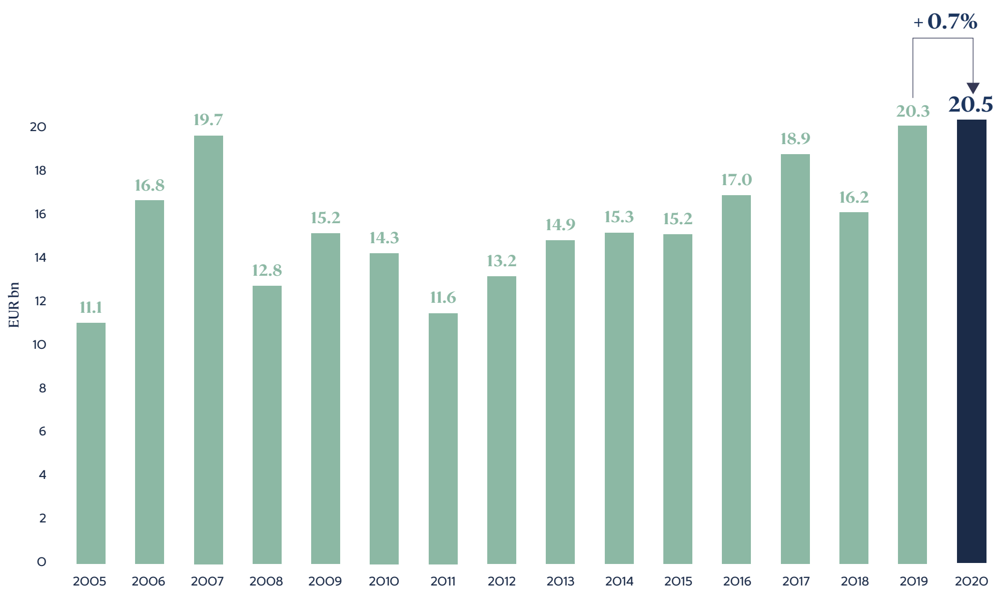
Next steps in the pursuit of Sienna Capital's asset management ambitions will also include opportunistic M&A. The ultimate ambition is for a group of high-calibre managers on the Sienna Capital platform to become a leading alternative asset manager investing third-party capital from institutional clients.

A new CEO, Pedro Arias, formerly of Amundi, is now leading Sienna Capital. Pedro Arias created Amundi's Alternative and Real Assets platform in 2013. Under his leadership, it has since grown to EUR 55 billion of assets under management, investing across the real estate, private equity, private debt, renewable energy infrastructure sectors. It also offers a multi-management capability. With this background, Pedro Arias is well qualified to lead Sienna Capital's next development phase.

Sienna Capital's approach provides a good example in practice of GBL's philosophy, deploying capital in areas which require a long-term investment horizon, generate compelling economics and leverage the group's network and differentiated sourcing capabilities.

Net asset value

Net asset value



WE AIM AT DELIVERING CONTINUOUS AND SUSTAINABLE GROWTH OF OUR INTRINSIC VALUE OVER THE LONG TERM

Growth of intrinsic value is pursued by GBL through an efficient portfolio management leading to value creation over the long term.

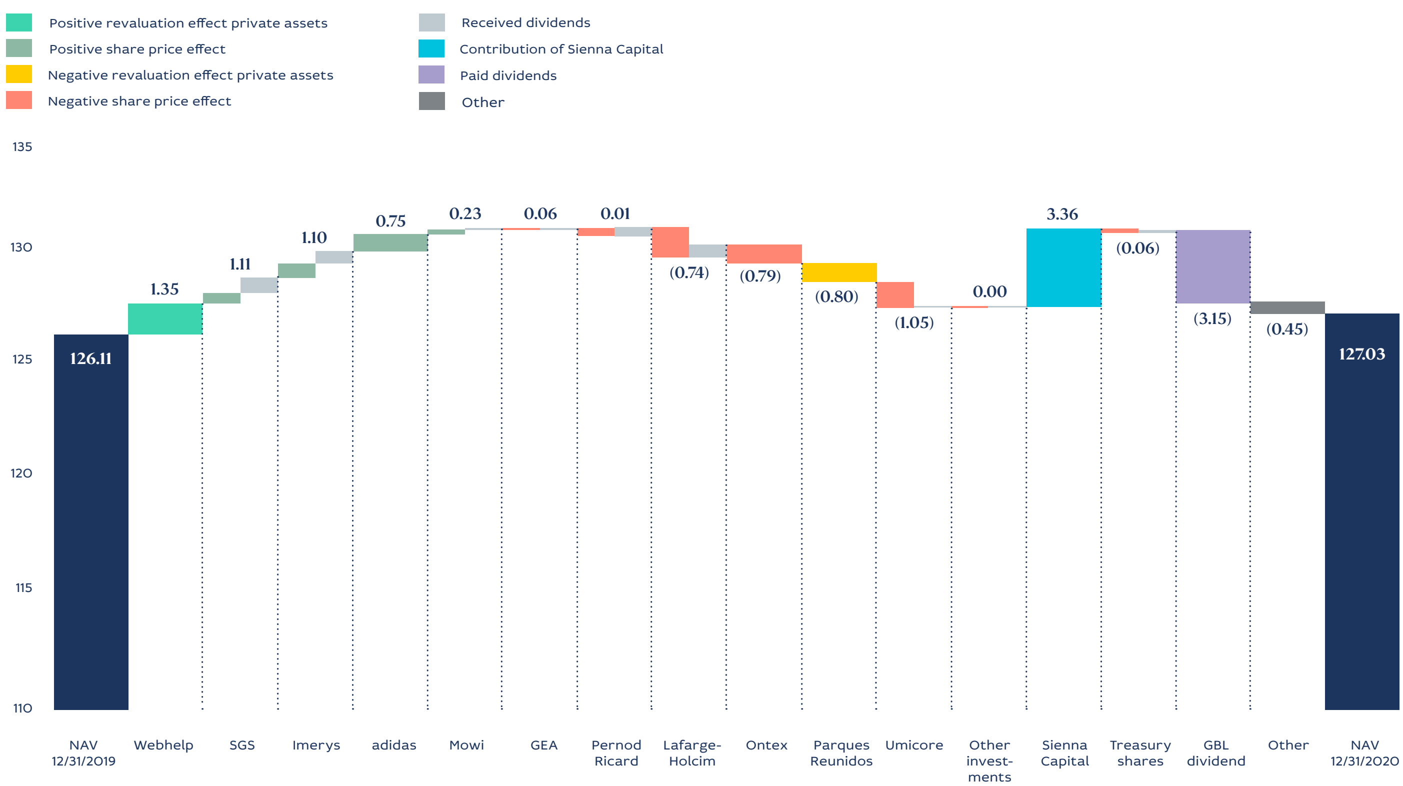
Since the initiation of the rebalancing strategy in 2012, GBL's net asset value has increased by 6.6% per year.

CHANGE IN NET ASSET VALUE IN 2020

As of December 31, 2020, GBL's net asset value totalled EUR 20.5 billion (EUR 127.03 per share) compared with EUR 20.3 billion (EUR 126.11 per share) at the end of 2019, up 0.7% (EUR 0.92 per share). Relative to the share price of EUR 82.52, the discount as of end of December 2020 was 35.0%, up 9.5% compared with the end of 2019 (25.5%).

The table on the next page sets out and compares the components of the net asset value at year-end 2020 and year-end 2019.

In EUR per share



HISTORICAL DATA OVER 10 YEARS

In EUR million	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011
Net asset value at the end of the year	**20,497.9**	20,349.4	16,192.7	18,888.0	16,992.2	15,188.1	15,261.0	14,917.4	13,247.3	11,560.6
Portfolio	**21,339.5**	20,626.6	16,686.1	18,825.7	16,300.4	15,457.2	15,064.7	15,413.6	12,908.0	12,254.9
Net cash/(net debt)	**(1,563.1)**	(767.7)	(693.0)	(442.8)	224.7	(740.0)	(233.1)	(911.7)	(26.6)	(1,007.9)
Treasury shares	**721.4**	490.4	199.6	505.0	467.1	470.9	429.4	415.5	365.9	313.7
Year-on-year change (in %)	**+ 0.7**	+ 25.7	- 14.3	+ 11.2	+ 11.9	- 0.5	+ 2.3	+ 12.6	+ 14.6	- 19.3
In EUR										
Net asset value per share	**127.03**	126.11	100.35	117.06	105.31	94.13	94.58	92.45	82.10	71.65
Share price	**82.52**	93.96	76.08	89.99	79.72	78.83	70.75	66.73	60.14	51.51
Discount (in %)	**35.0**	25.5	24.2	23.1	24.3	16.3	25.2	27.8	26.7	28.1

BREAKDOWN OF NET ASSET VALUE AS OF DECEMBER 31, 2020

	December 31, 2020			December 31, 2019		
	Portfolio % in capital	Share price In EUR (1)	In EUR million	Portfolio % in capital	Share price In EUR (1)	In EUR million
Listed and private assets			**18,818.5**			18,841.6
adidas	**6.84**	**297.90**	**4,085.6**	6.80	289.80	3,951.3
SGS	**18.93**	**2,471.76**	**3,539.5**	16.75	2,442.42	3,094.5
Pernod Ricard	**7.60**	**156.80**	**3,119.2**	7.49	159.40	3,170.9
LafargeHolcim	**7.57**	**45.01**	**2,099.9**	7.57	49.47	2,308.2
Imerys	**54.64**	**38.66**	**1,794.2**	53.99	37.68	1,617.2
Umicore	**18.02**	**39.29**	**1,744.2**	17.99	43.36	1,922.3
Webhelp	**61.45**		**1,043.8**	64.72		866.7
Mowi	**5.85**	**18.24**	**551.7**	0.84	23.14	100.1
GEA	**8.51**	**29.28**	**449.7**	8.51	29.48	452.7
Ontex	**19.98**	**11.00**	**181.0**	19.98	18.75	308.5
Parques Reunidos	**23.00**		**106.3**	23.00		235.3
Total	**0.01**	**35.30**	**9.4**	0.62	49.20	797.6
Other			**94.0**			16.3
Sienna Capital			**2,521.1**			1,785.0
Portfolio			**21,339.5**			20,626.6
Treasury shares			**721.4**			490.4
Bank debt and institutional bonds			**(2,285.8)**			(2,601.7)
Cash/quasi.cash/trading			**722.7**			1,834.1
Net asset value (total)			**20,497.9**			20,349.4
Net asset value (in EUR per share) (2)			**127.03**			126.11
Share price (in EUR per share)			**82.52**			93.96
Discount (in %)			**35.0**			25.5

(1) Share price converted in EUR based on (i) the ECB fixing of 1.0854 CHF/EUR as of December 31, 2019 and 1.0802 CHF/EUR as of December 31, 2020 for SGS and LafargeHolcim and (ii) the ECB fixing of 9.8638 NOK/EUR as of December 31, 2019 and 10.4703 NOK/EUR as of December 31, 2020 for Mowi
(2) Based on 161,358,287 shares

PORTFOLIO'S RECONCILIATION WITH THE IFRS CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2020, GBL's portfolio included in the net asset value amounted to EUR 21,340 million (EUR 20,627 million as of December 31, 2019).

The reconciliation of this item with the IFRS consolidated financial statements is set out below:

In EUR million	December 31, 2020	December 31, 2019
Portfolio value as presented in:		
Net asset value	**21,339.5**	20,626.6
Segment information (Holding) - pages 162 to 165	**15,953.7**	16,268.4
Participations in associates	***78.5***	*144.8*
Other equity investments	***15,875.3***	*16,123.7*
Reconciliation items	**5,385.8**	4,358.2
Value of Sienna Capital, consolidated in the Sienna Capital segment	**2,521.1**	1,785.0
Fair value of Imerys, consolidated using the full consolidation method in IFRS	**1,794.2**	1,617.2
Fair value of Webhelp, consolidated using the full consolidation method in IFRS	**1,043.8**	866.7
Valuation difference of Parques Reunidos between net asset value (fair value) and IFRS (equity method)	**27.8**	90.5
Reclassification of ENGIE shares, included in gross cash in 2016 and shown under other equity investments	**(1.1)**	(1.3)

SECTOR PEERS

	Net asset value [1]	Country of headquarters [1]	Market capitalisation as of year-end 2020 [2]	Listed assets (in % of the last disclosed portfolio value) [1]	LTV [1]
Investor AB	EUR 54.4 billion [3]	Sweden	EUR 45.6 billion	65%	4.1%
EXOR	EUR 18.7 billion	Italy	EUR 16.0 billion	65%	14.2%
IndustriVärden	EUR 12.1 billion	Sweden	EUR 11.7 billion	100%	5.9%
Kinnevik	EUR 11.1 billion	Sweden	EUR 11.5 billion	84%	-
Wendel	EUR 6.5 billion	France	EUR 4.4 billion	45%	6.4%
GBL	**EUR 20.5 billion**	**Belgium**	**EUR 13.3 billion**	**83%**	**7.3%**

(1) Source: Public disclosures by GBL's peers in EUR (or converted in EUR) for the reporting date as of year-end 2020 (with exception of EXOR: reporting date as of 06/30/2020 and Wendel: reporting date as of 09/30/2020)
(2) Source: Bloomberg
(3) Adjusted net asset value (source: Investor AB)

Given (i) its geographical mandate, (ii) its positioning as engaged owner deploying permanent capital, (iii) its portfolio being primarily exposed to Investment Grade listed global companies, (iv) its size, GBL evolves in a narrow sector universe in which it identifies the peers mentioned above.

"Efficient management, creating value over the long term."

Portfolio review

An actively managed portfolio

DEPLOYING CAPITAL IN HIGH-QUALITY SECTOR LEADERS

GBL initiated the rebalancing of its portfolio in 2012 with the objective of diversifying and strengthening its growth and resilience, and optimizing potential to create value over the long term.

This transformation has been achieved through a significant portfolio rotation, with disposals and acquisitions totaling EUR 21 billion. It has led to a substantial shift from high-yielding cyclical assets in the energy and utilities sectors into growth assets in the consumer goods, industry and business services sectors.

GBL seeks to invest in high-quality companies with a leading position in their sector, primarily investment grade and with robust business models:

- focused on both organic and external growth as an important lever of long-term value creation;
- developed in a sustainable manner by high-quality management teams having a clear strategic vision; and
- supported by sound cash generation profile and solid financial structure.

In addition, GBL is seeking to further diversify its investment universe, portfolio and dividend contributors by expanding its alternative asset platform, Sienna Capital (see more details in the Sienna Capital section in pages 84 to 93).

	adidas	SGS	Pernod Ricard	LafargeHolcim	IMERYS	umicore	Webhelp	MOWI	GEA	Ontex	Parques Reunidos
Sector ranking [1]	#2	#1	#2	#1	#1	Top 3	European leader	#1	#1	Top 5	#2 in Europe
Issuer's credit rating (S&P / Moody's) [2]	A+ / A2	Unrated / A3	BBB+ / Baa1	BBB / Baa2	BBB- / Baa3	Unrated	Unrated	Unrated	Unrated / Baa2	BB- / Ba3	Unrated

Note: as of December 31, 2020
Source: (1) GBL and (2) Bloomberg

CONTRIBUTING TO LONG-TERM VALUE CREATION AS AN ENGAGED AND RESPONSIBLE INVESTOR

GBL is an engaged investor with a long-term investment horizon that is able to deploy permanent capital. The objective is to contribute to unlocking value through its involvement in the key decision-making governance bodies of its portfolio companies. Acting as an engaged owner and board member, GBL focuses on:

- the strategic roadmap of its portfolio companies, and more specifically organic growth and M&A;
- the selection, nomination and remuneration of key executive management; and
- shareholder remuneration (dividend policy and share buyback programs) and capital allocation.

GBL's principal contribution to value creation is through sharing its experience, expertise and network across its portfolio. While an engaged shareholder, GBL avoids involvement in the daily management of its portfolio companies.

In accordance with its objective of creating long-term and sustainable value, and consistent with its role as a responsible investor, GBL requires its portfolio companies to ensure application of ESG best practices consistent with international standards (see more details in the ESG section in pages 94 to 121).

	adidas	SGS	Pernod Ricard	LafargeHolcim	IMERYS	umicore	Webhelp	MOWI	GEA	Ontex	Parques Reunidos
Initial investment	2015	2013	2006	2005	1987	2013	2019	2020	2017	2015	2017
GBL's ranking in the shareholding	#1	#1	#3	#1	#1	#1	#1	#3	#3	#1	#3
Board of Directors	1/16	3/10	1/13	1/12	3/12	2/9	3/5	0/10	1/12	2/7	1/9
Audit Committee	0/4	1/3	0/3	0/4	1/4	1/3	n.a.	0/2	0/4	1/3	1/4
Nomination and / or Remuneration Committee	1/3 - 1/4	1/3	0/3 - 1/4	1/5	1/3 - 1/4	1/4	n.a.	0/3	0/3	1/4	n.a.
Strategic Committee	n.a.	n.a.	1/5	n.a.	3/6	n.a.	n.a.	n.a.	1/6	1/4	n.a.

Note: as of December 31, 2020

Portfolio management strategy

GBL'S APPROACH TO ASSET ROTATION IS BASED ON A CONTINUOUS ASSESSMENT OF THE POTENTIAL OF ITS PORTFOLIO TO GENERATE RETURNS OVER THE LONG TERM

CLEAR INVESTMENT CRITERIA

GBL performs extensive analysis on the way in, focusing as much on the potential upside as on the downside protection.

Opportunities are evaluated on the basis of the following grid which is composed of qualitative and quantitative investment criteria:

Attractive end markets with long-term tailwinds

- Further growth / consolidation potential
- Resilience across economic cycles
- Exposure to long-term growth drivers
- Favorable competitive industry dynamics
- Barriers to entry

ESG compliance

- ESG strategy and commitments (with reporting and relevant governance bodies in place for listed investment opportunities)

Core shareholder position, with effective governance

- Potential to become largest shareholder, able to exert influence
- Potential for Board representation
- Strong management team

Leading market position with a clear and sustainable business model

- Good organic growth prospects
- Strong cash flow generation capabilities
- ROCE exceeding WACC
- Low financial gearing (where listed)
- Well-positioned with regards to industry or digital disruption

Valuation

- Objective of double-digit TSR over the long term
- Satisfactory dividend yield (where listed)

CONTINUOUS ASSESSMENT

As an investor able to deploy permanent capital, GBL's investment horizon is not constrained by holding periods. Investments can be held for as long as required to optimize their value.

Investments are subject to continuous and rigorous assessment which includes monitoring potential risks and defining a potential exit strategy. The focus is on preserving capital and limiting downside risk through the analysis of the following criteria:

- **Potential for further value creation**
- **Valuation risk**
  - Multiples above historical average
  - Prospective TSR below internal targets
- **Company-specific risk**
  - Risk of disruption to business model as a result of digitalization or technological innovation
  - Other company risks including competition, ESG and geopolitics
- **Portfolio concentration risk**

  Single asset not to account for more than 20-25% of:
  - Portfolio value; and/or
  - Cash earnings.

INVESTMENT UNIVERSE

GBL carries out investments within the following universe:

- targeted companies are headquartered in Europe and may be listed or private;
- GBL aspires to hold a position of core shareholder in the capital of its portfolio companies and play an engaged role in the governance, through majority stakes or minority positions with influence;
- equity investments range primarily between EUR 250 million and EUR 2 billion, and may potentially be conducted in co-investment alongside other leading investment institutions;
- GBL intends to reinforce the diversification of its portfolio by pursuing the development of its alternative investments through its platform Sienna Capital.

adidas

EUR
19.8 billion
in net sales

More than
20%
of sales through e-commerce

Capital held by GBL
6.8%

More than
60,000
employees

#1
in Europe
in sporting goods

GBL's representation in the statutory bodies
1 out of 16

adidas is the European leader in sports equipment

PROFILE

adidas is a global leader specialised in the design, development, production and distribution of sporting goods (footwear, clothing and equipment). Distribution is done through its own stores retail network, e-commerce and independent distributors.

adidas

PERFORMANCE IN 2020

The group's business recovered quickly after having hit the low point in the second quarter, thanks to the decisive actions taken to mitigate the negative impact from the coronavirus pandemic. Full-year net sales decreased by 14% in currency-neutral terms. In Euro terms, net sales decreased by 16% to EUR 19,844 million (EUR 23,640 million in 2019). E-commerce delivered exceptional growth of 53% in currency-neutral terms in 2020, reaching significantly more than EUR 4 billion in net sales and accounting for more than 20% of total net sales. Led by e-commerce, currency-neutral net sales in the group's Direct-to-Consumer business increased by 7% for the full year.

The group recorded an operating profit of EUR 751 million in 2020 (EUR 2,660 million in 2019), resulting in an operating margin of 3.8% (11.3% in 2019). The operating profit development was significantly impacted by several coronavirus-related charges especially in the first half of 2020. These mainly consisted of product takebacks in Greater China, purchase order cancellation costs, the increase in inventory and bad debt allowances as well as the impairment of retail stores and the Reebok trademark, with a combined negative impact of around EUR 500 million during the year.

Net income from continuing operations decreased to EUR 429 million in 2020 (EUR 1,918 million in 2019). Basic earnings per share from continuing operations declined to EUR 2.15 (EUR 9.70 in 2019).

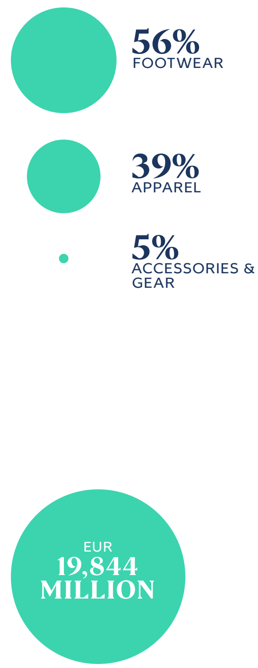
Adjusted net financial debt amounted to EUR 3,148 million at the end of December 2020, compared to EUR 4,173 million in 2019. In the course of 2020, the group has optimized its capital structure at highly attractive conditions through several financing activities and received strong first-time investment grade credit ratings by both S&P and Moody's.

The Executive Board and Supervisory Board decided to resume the group's dividend payments and will propose paying a dividend of EUR 3.00 per dividend-entitled share for the financial year 2020 to the group's shareholders at the Annual General Meeting on May 12, 2021.

IN FIGURES

Geographic breakdown of 2020 net sales

Breakdown of 2020 net sales per product category



Key financial data

Simplified income statement (in EUR million)	2020	2019	2018(1)
Net sales	**19,844**	23,640	21,915
Operating profit	**751**	2,660	2,368
Net income from continuing operations	**429**	1,918	1,709
Net income (group's share)	**432**	1,976	1,702
Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**6,454**	6,796	6,377
Non-controlling interests	**237**	261	(13)
Adjusted net cash/(adjusted net financial debt)	**(3,148)**(2)	(4,173)(2)	959
Adjusted net financial debt/EBITDA (x)	**1.5**	1.1	n.a.
Market data (in EUR/share)			
Basic earnings from continuing operations	**2.15**	9.70	8.46
Dividend	**3.00**(3)	-	3.35

(1) First-time application of IFRS 16 as of January 1, 2019. 2018 figures are not restated
(2) To reflect changes in adidas' financial policy, the defintion of net cash/net financial debt was changed to include the present value of future lease and pension liabilities
(3) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Sebastian Steffen,
Head of Investor Relations
Tel.: +49 9132 84 2920
investor.relations@adidas.com
www.adidas-group.com

GBL and adidas

INVESTMENT CASE

The sporting goods industry is expected to grow at 6-7% p.a. over the next few years, driven by secular trends:

- Athleisure: a global fashion trend towards more casual dress
- Health & Wellness: growing awareness on improving health and quality of life, further increased by the radical changes within the global society resulting from the Covid-19 pandemic
- Boom in sport and sportswear adoption in China.

adidas is a strong brand in the design and distribution of sporting goods, (i) number 1 in Europe and number 2 worldwide and (ii) supported by strong innovation capability throughout multiple sponsorship agreements.

There is potential for growth in sales, mainly supported by:

- Digital: strong increase in e-commerce sales, accelerated throughout 2020 by the transformation of our economy and further adoption of online shopping and remote working under the effects of the Covid-19 lockdowns
- Omni-channel approach: strong sales dynamics from both e-commerce and "own stores" (Direct-to-Consumer model)
- The Chinese market, which has experienced strong momentum over the last few years
- The increasing share of "sport-inspired" lifestyle products in adidas' product range
- The US market, where further market share gains are possible
- Speed initiatives: clear objectives to reduce the time-to-market of products.

Potential for EBIT margin improvement is driven by (i) the ongoing disposal of the Reebok brand, (ii) cost efficiency / overhead optimization mainly through economies of scale and (iii) increased profitability in the USA.

Solid balance sheet with strong cash conversion allows for attractive shareholders' remuneration.

Market data and information on GBL's investment

Stock market data	**2020**	**2019**	**2018**
Number of shares issued (in thousands)	**200,416**	200,416	200,416
Market capitalisation (in EUR million)	**59,704**	58,081	36,556
Closing share price (in EUR/share)	**297.90**	289.80	182.40

GBL's investment	**2020**	**2019**	**2018**
Percentage of share capital (in %)	**6.8**	6.8	7.8
Percentage of voting rights (in %)	**6.8**	6.8	7.8
Market value of the investment (in EUR million)	**4,086**	3,951	2,863
Dividends collected by GBL (in EUR million)	-	43	35
Representation in statutory bodies	**1**	1	1

Annualized TSR (%)

	1 year	**3 years**	**5 years**
adidas	**2.8**	22.3	28.4
STOXX Europe 600 Consumer Goods	**11.3**	13.0	11.8

SGS

CHF
900 million
in adjusted operating income

More than
2,600
offices and laboratories

Capital held by GBL
18.9%

Over
89,000
employees

#1
worldwide

GBL's representation in the statutory bodies
3 out of 10

SGS is the world leader in inspection, verification, testing and certification

PROFILE

SGS provides tailored inspection, verification, testing and certification solutions to its customers to make their commercial activities faster, simpler and more efficient. Its worldwide network consists of more than 89,000 employees at more than 2,600 offices and laboratories.

SGS

PERFORMANCE IN 2020

Revenue reached CHF 5.6 billion, down by 15.1% (a decline of 8.8% at constant currency), notably driven by the disposal of the Petroleum Services Corporation in 2019, in addition to the Covid-19 pandemic impact.

Adjusted operating income decreased from CHF 1,063 million in prior year to CHF 900 million in 2020, a decline of 15.3% (a decline of 8.0% at constant currency). The decrease occurred in H1 2020 while H2 2020 adjusted operating income remained stable on a reported basis and increased significantly at constant currency.

The adjusted operating income margin of 16.1% remained stable in 2020 at historical rate but increased by 20bps at constant currency. This improvement was driven by the structural cost optimization program implemented in H2 2019, strong cash collection (resulting in a lower allowance for expected credit losses) and additional measures taken in 2020 due to the pandemic.

Profit attributable to equity holders decreased from CHF 660 million in 2019 to CHF 480 million in 2020, a decrease of 27.3% over prior year.

Cash flow from operating activities increased by 3.2% from CHF 1,149 million in prior year to CHF 1,186 million. Free cash flow increased significantly by 12.6% from CHF 673 million in prior year to CHF 758 million in 2020 driven by strong working capital management. Operating net working capital as a percentage of revenue improved from 0.3% in prior year to (2.5%) in 2020.

As of December 31, 2020, the group's net financial debt position amounted to CHF 1,478 million versus CHF 762 million in prior year. Two CHF bonds amounting to CHF 500 million in total were successfully issued.

IN FIGURES

Geographical breakdown of 2020 revenue

45% EUROPE, AFRICA AND MIDDLE EAST

36% ASIA PACIFIC

20% AMERICAS

CHF **5.6 BILLION**

2020 revenue by activity

19% CONSUMER AND RETAIL

18% AGRICULTURE, FOOD AND LIFE

15% INDUSTRIAL

14% OIL, GAS AND CHEMICALS

11% MINERALS

8% ENVIRONMENT, HEALTH AND SAFETY

8% CERTIFICATION AND BUSINESS ENHANCEMENT

7% GOVERNMENTS AND INSTITUTIONS

CHF **5.6 BILLION**

Key financial data

Simplified income statement (in CHF million)	**2020**	**2019**	**2018**
Revenue	**5,604**	6,600	6,706
Adjusted EBITDA (1)	**1,324**	1,521	1,337
Adjusted operating income (1)	**900**	1,063	1,050
Operating income (EBIT)	**795**	1,082	946
Profit attributable to equity holders	**480**	660	643
Simplified balance sheet (in CHF million)			
Shareholders' equity (group's share)	**1,060**	1,514	1,668
Non-controlling interests	**74**	81	75
Net financial debt (2)	**1,478**	762	772
Net financial debt/ adjusted EBITDA (x) (2)	**1.1**	0.5	0.6
Market data (in CHF/share)			
Diluted earnings	**63.82**	87.18	84.32
Dividend	**80** (3)	80	78

(1) Before amortization of acquired intangibles and non-recurring items
(2) Without the consideration of the lease liabilities recognized for IFRS 16
(3) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Toby Reeks, Investor Relations
Tel.: +41 22 739 99 87
sgs.investor.relations@sgs.com
www.sgs.com

GBL and SGS

INVESTMENT CASE

The industry is characterised by high barriers to entry, fragmentation and attractive fundamentals:

- Global need across industries for safety and traceability
- Expansion and ageing of infrastructure
- Outsourcing of activities
- Development of regulations and compliance demands
- Growing complexity of products
- New digital growth areas including e-commerce
- Consolidation in multiple sectors.

In this sector, SGS offers a particularly attractive profile:

- World leader
- Best in class profitability, returns and cash flow generation
- Diversified portfolio
- Ideally positioned to take advantage of growth opportunities
- Resilient across economic cycles
- Solid balance sheet in support of M&A and attractive shareholder remuneration.

Market data and information on GBL's investment

Stock market data	**2020**	**2019**	**2018**
Number of shares issued (in thousands)	**7,566**	7,566	7,634
Market capitalisation (in CHF million)	**20,201**	20,057	16,871
Closing share price (in CHF/share)	**2,670**	2,651	2,210

GBL's investment	**2020**	**2019**	**2018**
Percentage of share capital (in %)	**18.9**	16.7	16.6
Percentage of voting rights (in %)	**18.9**	16.7	16.6
Market value of the investment (in EUR million)	**3,539**	3,094	2,485
Dividends collected by GBL (in EUR million)	**108**	87	82
Representation in statutory bodies	**3**	3	3

Annualized TSR (%) [1]

	1 year	**3 years**	**5 years**
SGS	**4.2**	7.7	10.3
STOXX Europe 600 Industrial Goods & Services	**6.3**	8.1	10.5

(1) TSR computed in euros

Pernod Ricard
Créateurs de convivialité

86
direct affiliates worldwide

96
production sites

Capital held by GBL
7.6%

19,000
employees

#2
in Wine & Spirits worldwide

GBL's representation in the statutory bodies
1 out of 13

Pernod Ricard, the world's number two player in Wines & Spirits, holds a leading position globally

PROFILE

Since its inception in 1975, Pernod Ricard has built up the most premium portfolio in the industry and has become the world's number two player in the Wine & Spirits market through organic growth and acquisitions, including Seagram in 2001, Allied Domecq in 2005 and Vin&Spirit in 2008. This portfolio includes notably 13 strategic international brands, 15 strategic local brands, specialty brands and 4 strategic wine brands, produced and distributed by the group through its own worldwide distribution network.

Pernod Ricard
Créateurs de convivialité

PERFORMANCE IN FY20

Net sales for 2019/2020 (“FY20”) totalled EUR 8,448 million, with an organic decline of - 9.5% (- 8.0% reported), with a favourable FX impact linked mainly to the USD appreciation vs. Euro. Net sales growth in the first half of 2019/2020 (“H1 FY20”) was robust but the second half of 2019/2020 (“H2 FY20) was impacted by Covid-19.

Due to the Covid-19 impact in H2 FY20, FY20 profit from recurring operations (“PRO”) was EUR 2,260 million, an organic decline of - 13.7% and -12.4% reported. The FY20 organic PRO margin erosion was limited to - 131 bps.

Net profit (group’s share) amounted to EUR 329 million, - 77% on a reported basis vs. the prior year, and was impacted by a EUR 1 billion asset impairment triggered by Covid-19.

Recurring free cash flow was EUR 1,003 million, reflecting the impact of Covid-19 on the business.

Net financial debt increased by EUR 1,804 million vs. June 30, 2019 to EUR 8,424 million due to lower free cash flow, an increase in the M&A cash-out, a EUR 523 million share buyback (prior to suspension of the program in April), an increase in the dividend payout to c.50% (vs. 41% in FY19), additional lease liabilities following the IFRS 16 norm application and a negative translation adjustment mainly due to the EUR/USD evolution.

PERFORMANCE IN H1 FY21

Net sales for the first half of 2020/2021 (“H1 FY21”) totalled EUR 4,985 million, with an organic decline of - 3.9% (- 8.9% reported), with an unfavourable FX impact linked mainly to the Euro appreciation vs. USD and emerging market currencies.

H1 FY21 PRO declined by - 2.4% organically, with an organic operating margin improvement of + 51 bps, thanks to dynamic management of resources and favourable phasing.

IN FIGURES

Geographic breakdown of FY20 net sales

41% ASIA/REST OF THE WORLD

30% EUROPE

29% AMERICAS

EUR **8,448 MILLION**

Geographic breakdown of FY20 PRO

41% ASIA/REST OF THE WORLD

32% AMERICAS

27% EUROPE

EUR **2,260 MILLION**

Key financial data

Simplified income statement (in EUR million)	06/30/2020	06/30/2019	06/30/2018
Net sales	**8,448**	9,182	8,722[1]
Profit from recurring operations	**2,260**	2,581	2,358
Net profit (group’s share)	**329**	1,455	1,577
Simplified balance sheet (in EUR million)			
Shareholders' equity (group’s share)	**13,968**	15,987	14,797
Non-controlling interests	**243**	195	181
Net financial debt	**8,424**	6,620	6,962
Net financial debt/EBITDA (x)[2]	**3.2**	2.3	2.6
Market data (in EUR/share)			
Diluted net earnings from recurring operations	**5.45**	6.23	5.69
Dividend	**2.66**	3.12	2.36

(1) FY18 figures restated for IFRS 15 norm application
(2) At average rates

FINANCIAL COMMUNICATION
Julia Massies, Vice-President, Financial Communication & Investor Relations
Tel.: +33 1 70 93 17 03
julia.massies@pernod-ricard.com
www.pernod-ricard.com

GBL and Pernod Ricard

INVESTMENT CASE

The spirits market is supported by favourable long term trends, in particular:

- Expanding urban population, especially in emerging markets
- Growing market share compared to beer and wine
- Premiumization by consumers.

Pernod Ricard has a steady and diversified growth and profitability profile:

- Number two player worldwide with one of the industry's most complete brand portfolios
- Systematic upmarket move thanks to its superior-quality and innovative products
- Numerous high potential brands, including recent successful acquisitions
- Leading positions in categories such as cognac, whisky and rum
- Unique geographical exposure with twin-engines of growth in China and India.

After several years of focus on deleveraging, Pernod Ricard has recently increased its shareholder returns through an increased payout ratio and a share buyback program.

Market data and information on GBL's investment

Stock market data	2020	2019	2018
Number of shares issued (in thousands)	**261,877**	265,422	265,422
Market capitalisation (in EUR million)	**41,062**	42,308	38,035
Closing share price (in EUR/share)	**156.80**	159.40	143.30

GBL's investment	2020	2019	2018
Percentage of share capital (in %)	**7.6**	7.5	7.5
Percentage of voting rights (in %)	**12.7**	12.0	11.8
Market value of the investment (in EUR million)	**3,119**	3,171	2,851
Dividends collected by GBL (in EUR million)	**53**	62	47
Representation in statutory bodies	**1**	2	2

Annualized TSR (%)

	1 year	3 years	5 years
Pernod Ricard	**0.1**	7.8	10.2
STOXX Europe 600 Food & Beverage	**(5.5)**	4.5	4.7

LafargeHolcim

CHF
385 million
reduction of fixed costs on a like-for-like basis

Around
70
countries where LafargeHolcim is active

Capital held by GBL
7.6%

Around
70,000
employees

#1
worldwide in building solutions

GBL's representation in the statutory bodies
1 out of 12

LafargeHolcim is the leading global construction materials and solutions company

PROFILE

LafargeHolcim is the world leader in construction materials and solutions. The company offers the most innovative cement, concrete, and aggregates solutions to meet its customers' needs. The group employs about 70,000 persons in around 70 countries and has a balanced presence in developing and mature markets.

LafargeHolcim

PERFORMANCE IN 2020

Net sales of CHF 23,142 million decreased by 5.6% on a like-for-like basis compared to the prior year and by 13.4% on a reported basis. The like-for-like decline mainly results from the pandemic-related disruption, mostly in the first half of the year, before returning to prior-year levels in the second half of the year. In the context of the global crisis, all currencies depreciated against the Swiss Franc, which generated a negative translation effect of - 7.4%.

Recurring EBIT reached CHF 3,676 million, down by 10.4% in total and by 1.9% on a like-for-like basis for the full year, with a largely "V-shaped" recovery across all regions delivering an improvement in the fourth quarter of 14.1% on a like-for-like basis compared to the prior-year period.

Net income before impairments and divestments (group's share) was CHF 1,900 million, 7.5% lower than in 2019 reflecting the above-mentioned recurring EBIT decline, partly offset by the reduction of restructuring, litigation and other non-recurring costs, along with the continuous improvement of the financial expenses and income tax rate.

Earnings per share before impairments and divestments were down by 8.7% to reach CHF 3.07 for the full year 2020 vs. CHF 3.37 for 2019.

Free cash flow after leases was at CHF 3,249 million vs. CHF 3,019 million in 2019, up by 7.6%, reflecting the success of the "Health, Cost & Cash" action plan.

Net financial debt amounted to CHF 8.5 billion at year-end 2020, a reduction of CHF 1.6 billion compared to the prior year. The ratio of net financial debt to recurring EBITDA now stands at 1.4x, over-delivering on the 2022 target.

Return on invested capital was 7.4% in 2020, equivalent to the previous year, as the group remains on track to achieve its 2022 target of above 8.0% at constant scope.

IN FIGURES

Breakdown of 2020 net sales by segment [1]

- 60% CEMENT
- 18% READY-MIX CONCRETE
- 15% AGGREGATES
- 7% SOLUTIONS AND PRODUCTS

Geographical breakdown of 2020 net sales [1]

- 31% EUROPE
- 25% NORTH AMERICA
- 23% ASIA PACIFIC
- 10% MIDDLE EAST AND AFRICA
- 10% LATIN AMERICA

(1) Breakdown based on net sales excluding corporate/eliminations

Key financial data

Simplified income statement (in CHF million)	2020	2019	2018[1]
Net sales	**23,142**	26,722	27,466
Recurring EBIT	**3,676**	4,102	3,781
Net income (group's share)	**1,697**	2,246	1,502
Simplified balance sheet (in CHF million)			
Shareholders' equity (group's share)	**26,071**	28,566	26,925
Non-controlling interests	**2,553**	2,933	3,128
Net financial debt	**8,483**	10,110	13,518
Net financial debt/recurring EBITDA (x)	**1.4**	1.5	2.2
Market data (in CHF/share)			
Earnings before impairment and divestments	**3.07**	3.37	2.63
Dividend	**2.00**[2]	2.00	2.00

(1) Pre-IFRS 16
(2) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Swetlana Iodko,
Head of Investor Relations
Tel.: +41 58 858 87 87
investor.relations@lafargeholcim.com
www.lafargeholcim.com

GBL and LafargeHolcim

INVESTMENT CASE

The building materials industry is supported by:
- Increasing urbanization
- Demand for sustainable construction
- Rising living standards, driving quality housing and infrastructure needs.

LafargeHolcim is well positioned to address those megatrends:
- Leader in the building materials and solutions sector
- Portfolio exposed towards the most promising regions in terms of growth
- Improving operating performance and strength of the balance sheet.

The following challenges are however faced by the group:
- Industry dynamics have been challenging in selected regions and may continue to be
- Increasingly ESG requirements and awareness will require significant investments.

Market data and information on GBL's investment

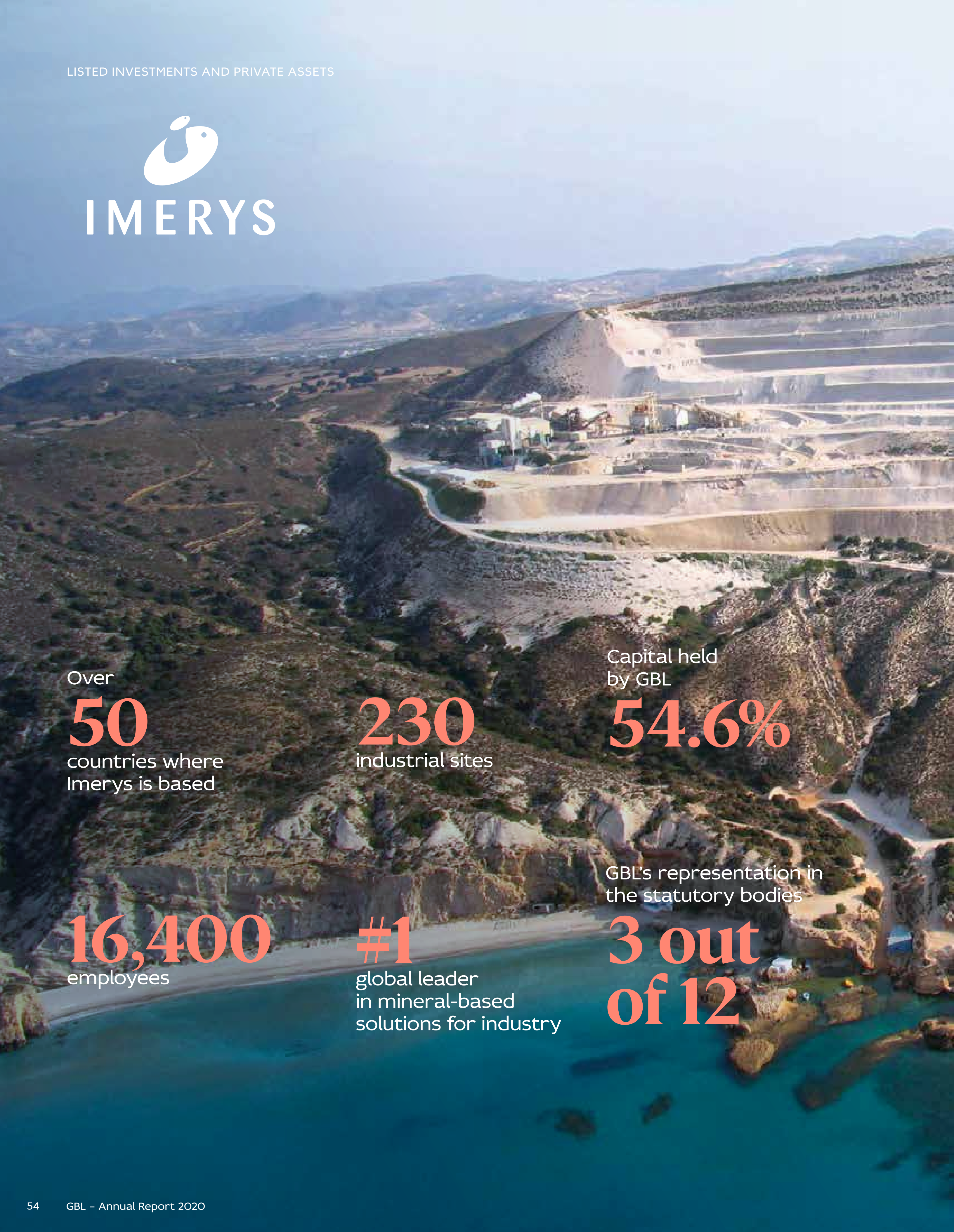
Stock market data	**2020**	**2019**	**2018**
Number of shares issued (in thousands)	**615,929**	615,929	606,909
Market capitalisation (in CHF million)	**29,946**	33,075	24,580
Closing share price (in CHF/share)	**48.62**	53.70	40.50

GBL's investment	**2020**	**2019**	**2018**
Percentage of share capital (in %)	**7.6**	7.6	9.4
Percentage of voting rights (in %)	**7.6**	7.6	9.4
Market value of the investment (in EUR million)	**2,100**	2,308	2,051
Dividends collected by GBL (in EUR million)	**88**	111	97
Representation in statutory bodies	**1**	2	2

Annualized TSR (%) [1]

	1 year	**3 years**	**5 years**
LafargeHolcim	**(4.3)**	2.8	3.3
STOXX Europe 600 Construction & Materials	**(1.6)**	4.8	7.3

(1) TSR computed in euros



IMERYS

Over
50
countries where Imerys is based

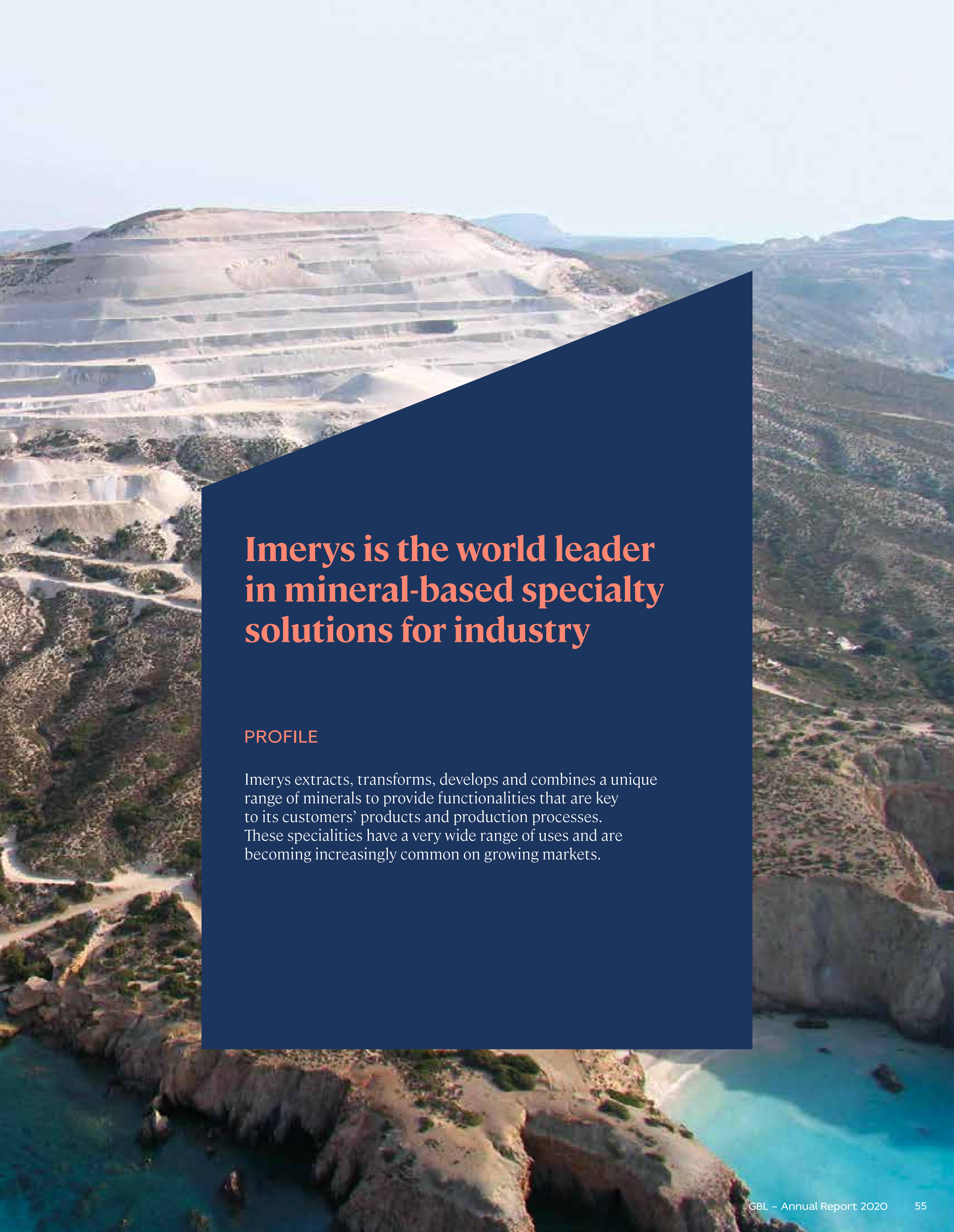
230
industrial sites

Capital held by GBL
54.6%

16,400
employees

#1
global leader in mineral-based solutions for industry

GBL's representation in the statutory bodies
3 out of 12



Imerys is the world leader in mineral-based specialty solutions for industry

PROFILE

Imerys extracts, transforms, develops and combines a unique range of minerals to provide functionalities that are key to its customers' products and production processes. These specialities have a very wide range of uses and are becoming increasingly common on growing markets.

IMERYS

PERFORMANCE IN 2020

Revenue for the full year 2020 was EUR 3,799 million, down by 10.7% year-on-year at constant scope and exchange rates. Group sales volumes were up by 0.7% in the fourth quarter of 2020, showing a continued improvement since the second quarter, which was negatively impacted by the peak of the Covid-19 pandemic. Recovery strengthened across all underlying markets in the fourth quarter.

Revenue included a significant negative currency effect of EUR 91 million (- 2.1%), primarily as a result of the depreciation of the USD against the Euro in the second half of the year. The scope effect was EUR 1 million for the full year 2020, the positive contribution of recent bolt-on acquisitions being offset by the divestment of some non-core operations and the deconsolidation of the North American talc subsidiaries in February 2019.

Current EBITDA reached EUR 631 million for 2020 full-year. The negative volume contribution (EUR 244 million) was partly offset by a positive price mix (EUR 33 million) and the extensive cost reduction measures implemented by the group. The group transformation plan has delivered on its targets (EUR 100 million gross savings on a run-rate base) ahead of plan.

Other income and expenses, after tax, represent an overall charge of EUR 137 million in 2020, mostly coming from asset impairments and targeted business reorganizations. Consequently, net income (group's share) totaled EUR 30 million in 2020.

As of December 31, 2020, net financial debt totaled EUR 1,508 million, which represents 2.4x current EBITDA. The limited cash-out for the dividend distribution (EUR 18 million in 2020 vs. EUR 173 million in 2019) and a positive change in non-operating working capital requirement contributed to the reduction of the net financial debt by EUR 177 million in 2020.

At the General Shareholders' Meeting of May 10, 2021, the Board of Directors will propose a cash dividend of EUR 1.15 per share, representing a total estimated pay out of EUR 97 million equal to 57% of the net income from current operations (group's share). This proposal reflects the Board's confidence in the group's fundamentals and development prospects.

IN FIGURES

Geographic breakdown of 2020 revenues

48% EUROPE, MIDDLE EAST & AFRICA

29% AMERICAS

23% ASIA PACIFIC

Segment breakdown of 2020 revenues

57% PERFORMANCE MINERALS

43% HIGH TEMPERATURE MATERIALS & SOLUTIONS

EUR 3,799 MILLION

Key financial data

Simplified income statement (in EUR million)	**2020**	**2019**	**2018**(1)
Revenue	**3,799**	4,354	4,590
Current EBITDA	**631**	765	793
Current operating income	**299**	439	562
Net income from current operations (group's share)	**167**	277	357
Net income (group's share)	**30**	121	560
Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**2,897**	3,114	3,217
Non-controlling interests	**59**	48	36
Net financial debt	**1,508**	1,685	1,297
Debt-equity ratio (in %)(2)	**51**	53	40
Net financial debt/current EBITDA (x)	**2.4**	2.2	1.6
Market data (in EUR/share)			
Net income from current operations (group's share)(3)	**2.03**	3.50	4.50
Dividend	**1.15**(4)	1.72	2.15

(1) Financial data before application of the IFRS 16 norm and excluding the Roofing division
(2) Computed as the ratio between the net financial debt and total equity
(3) Net income from current operations (group's share) in EUR per share is computed based on the weighted average number of outstanding shares (82,168,061 in 2020, 79,089,697 in 2019 and 79,238,417 in 2018)
(4) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Vincent Gouley, Investor Relations
Tel. : +33 1 49 55 64 69
vincent.gouley@imerys.com
www.imerys.com

GBL and Imerys

INVESTMENT CASE

Growing market benefiting from structural advantages:

- High added value functional solutions providing key properties to customers' products
- Low dependency on fluctuations in commodity prices
- Low substitution risk notably due to the limited proportion in the customers' total costs.

Imerys is a worldwide leader and presents an attractive profile:

- Leader in its sector: #1 or #2 in almost all its markets
- Ongoing transformation plan towards a simpler and more customer-centric organization aiming at accelerating organic growth and improving operating profitability
- Resilience of the business model, notably stemming from GBL's support as a stable reference shareholder having a long-term investment horizon
- Diversity in terms of geographies and customers' end-markets
- Strong cash-flow generation in support to external growth.

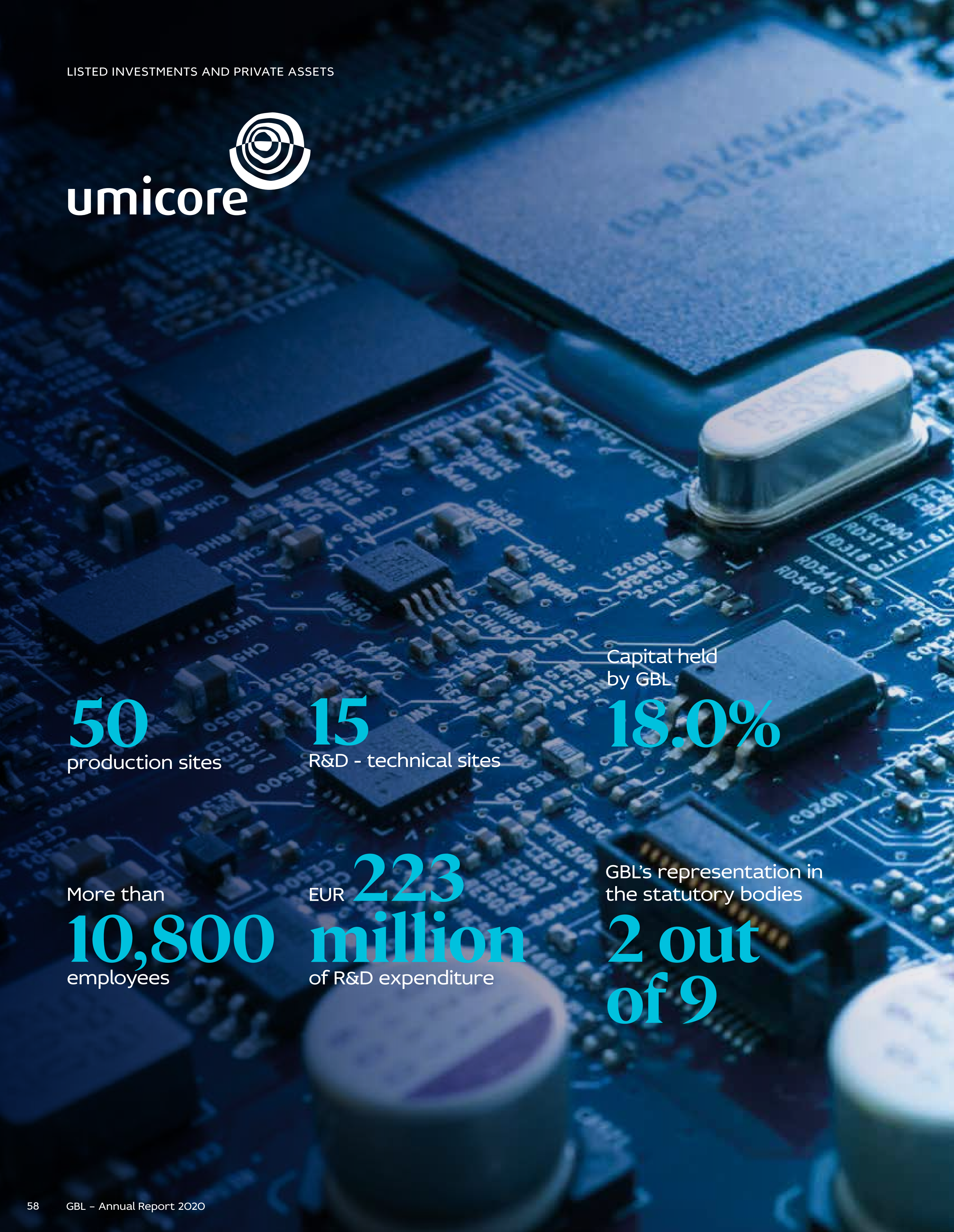
Market data and information on GBL's investment

Stock market data	**2020**	**2019**	**2018**
Number of shares issued (in thousands)	**84,941**	79,500	79,486
Market capitalisation (in EUR million)	**3,284**	2,996	3,337
Closing share price (in EUR/share)	**38.66**	37.68	41.98

GBL's investment	**2020**	**2019**	**2018**
Percentage of share capital (in %)	**54.6**	54.0	53.9
Percentage of voting rights (in %)	**67.6**	67.6	67.7
Market value of the investment (in EUR million)	**1,794**	1,617	1,799
Dividends collected by GBL (in EUR million)	**89**	92	89
Representation in statutory bodies	**3**	3	3

Annualized TSR (%)

	1 year	**3 years**	**5 years**
Imerys	**8.8**	(17.2)	(6.2)
STOXX Europe 600 Construction & Materials	**(1.6)**	4.8	7.3



umicore

50
production sites

15
R&D - technical sites

Capital held by GBL
18.0%

More than
10,800
employees

EUR **223 million**
of R&D expenditure

GBL's representation in the statutory bodies
2 out of 9

Umicore is a leader in materials technology and recycling of precious metals

PROFILE

Umicore is a global group specialized in materials technology and the recycling of precious metals. Its activity is focused on application fields where its expertise in materials science, chemistry and metallurgy is widely recognized. It is centered on three business groups: Catalysis, Energy & Surface Technologies and Recycling.

umicore

PERFORMANCE IN 2020

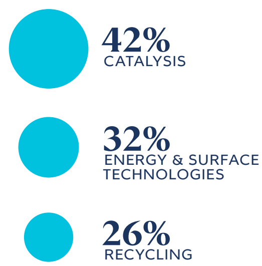
Key figures for 2020:

- Revenues of EUR 3.2 billion (- 4%);
- Adjusted EBITDA of EUR 804 million (+ 7%);
- Adjusted EBIT of EUR 536 million (+ 5%);
- EBIT adjustments of EUR - 237 million, primarily comprising restructuring charges, environmental provisions and impairments;
- ROCE of 12.1% (compared to 12.6% in 2019);
- Adjusted net profit (group's share) of EUR 322 million (+ 3%) and adjusted EPS of EUR 1.34 (+ 3%);
- Cash flow from operations of EUR 603 million (vs. EUR 549 million in 2019), despite a EUR 104 million increase in working capital requirements from higher PGM prices;
- Free cash flow from operations of EUR 167 million (vs. EUR - 39 million in 2019);
- Capital expenditure plans were adjusted at the beginning of the pandemic and capex spend amounted to EUR 403 million (vs. EUR 553 million in 2019);
- Net financial debt at EUR 1,414 million, down from EUR 1,443 million at end of 2019. This corresponds to a Net financial debt / adjusted EBITDA ratio of 1.76x;
- Proposed gross annual dividend of EUR 0.75, of which EUR 0.25 was already paid out in August 2020.

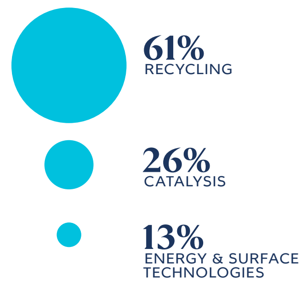
Despite the severe disruption brought by the Covid-19 pandemic in its end-markets, Umicore posted its strongest financial performance ever, boosted by an exceptional PGM price environment. This underscores Umicore's resilience and the merits of its strategy building on the complementarity of its activities. After a solid performance in the first half of 2020, with a strong result in Recycling offsetting the impact of the automotive industry downturn on the results of Catalysis and Energy & Surface Technologies, the second half of the year was marked by a strong sequential improvement in the group's revenues and earnings driven by continued robust operational performance and buoyant metal prices in Recycling, as well as strong growth in Catalysis.

IN FIGURES

Segment split of 2020 revenues excluding metals (corporate not included)



Segment split of 2020 adjusted EBIT (corporate not included)



Key financial data [1]

Simplified income statement (in EUR million)	2020	2019	2018
Turnover	**20,710**	17,485	13,717
Revenues (excluding metal)	**3,239**	3,361	3,271
Adjusted EBITDA	**804**	753	720
Adjusted EBIT	**536**	509	514
Adjusted net profit (group's share)	**322**	312	326
Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**2,557**	2,593	2,609
Non-controlling interests	**65**	67	50
Net financial debt	**1,414**	1,443	861
Debt-equity ratio (in %) [2]	**35**	35	24
Net financial debt/adjusted EBITDA (x)	**1.8**	1.9	1.2
Market data (in EUR/share)			
Diluted earnings	**0.54**	1.19	1.31
Dividend	**0.75** [3]	0.375	0.75

(1) In order to align with the ESMA guidelines on Alternative Performance Measures ("APMs"), Umicore is renaming the reference of "recurring" in its APMs as "adjusted"
(2) Computed as the ratio between the net financial debt and the sum of the net financial debt and total equity
(3) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Evelien Goovaerts,
Head of Investor Relations

Tel. : +32 2 227 78 38
investorrelations@eu.umicore.com
www.umicore.com

GBL and Umicore

INVESTMENT CASE

Umicore operates in industries such as automotive and precious metals' recycling, characterised by high barriers to entry and exposed to strong long-term trends:

- Megatrend of vehicle electrification
- Global focus on improving air quality
- Resource scarcity.

Umicore is a world leader in these fields, notably with the following strengths:

- Solid know-how with pioneering technologies and world class process
- High-quality and increasingly diversified production global footprint
- A recognized leadership in ESG matters, including responsible sourcing of precious metals
- A solid balance sheet to finance ambitious development projects.

Market data and information on GBL's investment

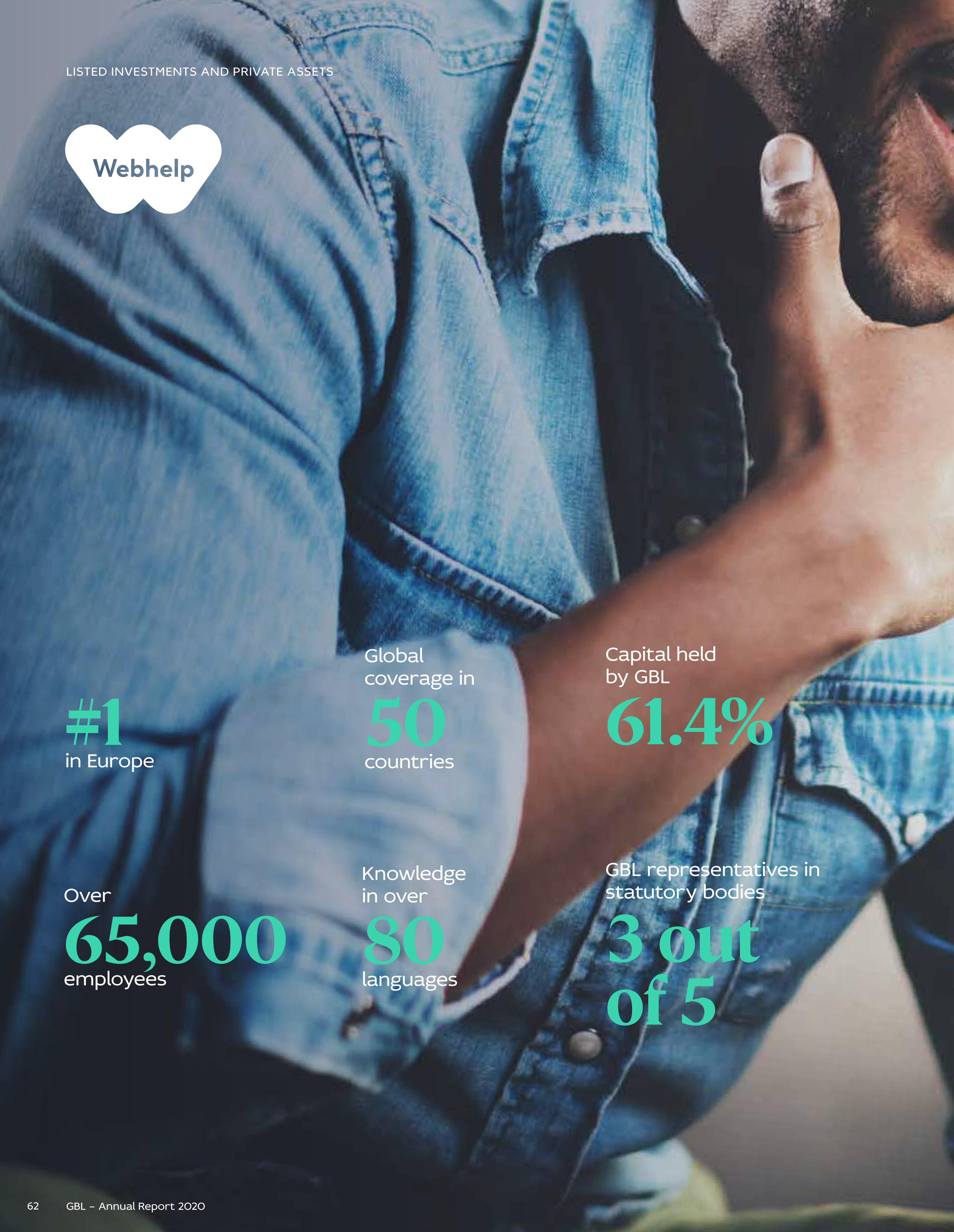
Stock market data	2020	2019	2018
Number of shares issued (in thousands)	**246,400**	246,400	246,400
Market capitalisation (in EUR million)	**9,681**	10,684	8,590
Closing share price (in EUR/share)	**39.29**	43.36	34.86

GBL's investment	2020	2019	2018
Percentage of share capital (in %)	**18.0**	18.0	17.7
Percentage of voting rights (in %)	**18.0**	18.0	17.7
Market value of the investment (in EUR million)	**1,744**	1,922	1,520
Dividends collected by GBL (in EUR million)	**11**	34	30
Representation in statutory bodies	**2**	2	2

Annualized TSR (%)

	1 year	3 years	5 years
Umicore	**(8.8)**	1.5	17.5
STOXX Europe 600 Chemicals	**11.4**	8.9	9.5

Webhelp



#1
in Europe

Global coverage in
50
countries

Capital held by GBL
61.4%

Over
65,000
employees

Knowledge in over
80
languages

GBL representatives in statutory bodies
3 out of 5

Webhelp is the European leader in the CRM – BPO space

PROFILE

Webhelp is a global business process outsourcer (BPO), specializing in customer experience, sales and marketing services and payment services. Services are delivered across all channels including voice, social media and digital channels.

From 50 countries with a strong team of over 65,000 employees, Webhelp's focus is on engineering performance improvements and delivering a lasting transformation in its clients' operating models to further enhance customer experience and drive efficiency gains.

Webhelp

PERFORMANCE IN 2020

From an operational standpoint, Webhelp quickly responded to the pandemic by progressively transferring 70% of its employees to homeworking. This enabled continuity of services and led to resumed growth from April onwards.

Revenue reached EUR 1,637 million, up + 12.4% (on a reported basis) vs. last year, driven by existing clients and strong commercial momentum.

Covid-19 accelerated certain industry trends (including digitalization of the global economy) which benefitted some of Webhelp's core segments.

Thanks to fast business adaptation to the pandemic context and to operational discipline, EBITA grew from EUR 155 million in 2019 to EUR 197 million in 2020, an increase of 23.9%.

Significant focus was also put on cash monitoring which led to free cash flow of EUR 160 million in 2020, an increase of 65% compared to free cash flow of EUR 97 million the previous year.

As of December 31, 2020, the group's net financial debt was reduced by EUR 70 million compared to prior year.

Key financial data [1]

Simplified income statement (in EUR million)	**2020**
Net sales	**1,637**
EBITA	**197**[2]
Net result (group's share)	**36**[2]

(1) Post-IFRS 16
(2) EBITA and net result from operations only. This excludes changes in debt to minority shareholders, as well as other operating charges or consolidation entries recorded at a higher level of Sapiens/Webhelp's segment.

GBL and Webhelp

INVESTMENT CASE

Webhelp operates in an attractive industry:

- Long-term growth in customer engagement driven by a combination of:

  (i) overall volume growth as a result of the ongoing development of e-commerce and digital services, itself accelerated throughout 2020 by the transformation of our economy and further adoption of online shopping and remote working under the effects of the Covid-19 lockdowns, and

  (ii) increased penetration of outsourcing due to technology and scale requirements as well as the increasing complexity of the service (multichannel, etc.)
- High degree of fragmentation providing scope for further consolidation for scaled and international leaders.

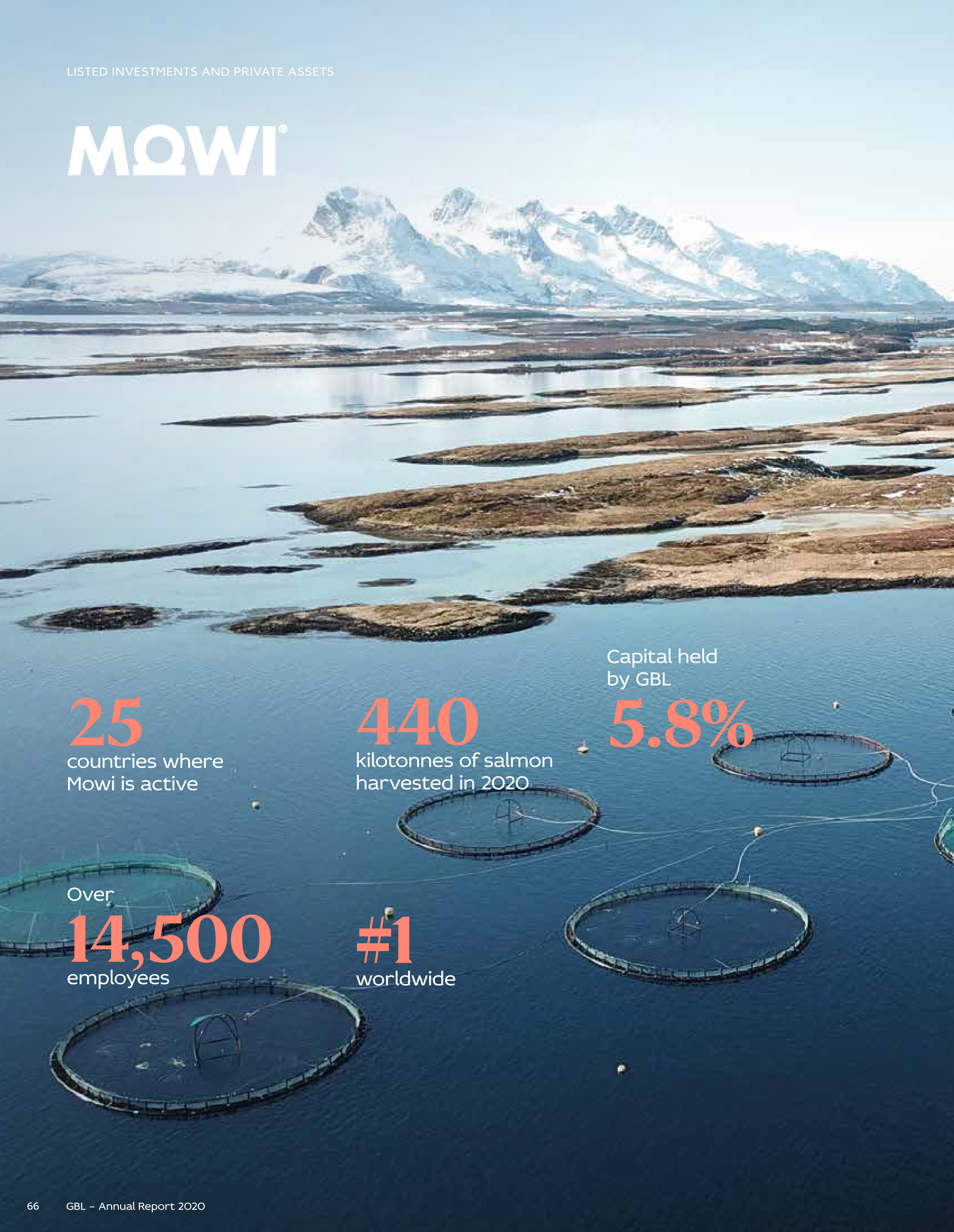
Webhelp is a European leader with a comprehensive product offering and affirmed strategy:

- Strong market position in Europe, with potential for further international expansion
- Leadership position supported by a high-quality and well-diversified portfolio of client relationships, a strong and differentiated delivery platform and best in class capabilities and expertise (analytics, consulting, etc)
- Robust management team, led by talented co-founder Olivier Duha
- Solid track record with a demonstrated success story of profitable growth creating a European champion over the past 20 years
- Unique entrepreneurial culture with a highly coordinated decentralized organization (structured by regions and activities)
- Multiple opportunities for further growth in a still largely fragmented market and development in existing business, as well as in new services and geographies
- Shared strategic vision and ambition with the management and the co-founders.

Market data and information on GBL's investment

GBL's investment	2020	2019
Percentage of share capital (in %)	**61.4**	64.7
Percentage of voting rights (in %)	**61.4**	64.7
Value of the investment (in EUR million)	**1,044**	867
Dividends collected by GBL (in EUR million)	**-**	-
Representatives in statutory bodies	**3**	3

MOWI



Capital held by GBL

5.8%

25

countries where Mowi is active

440

kilotonnes of salmon harvested in 2020

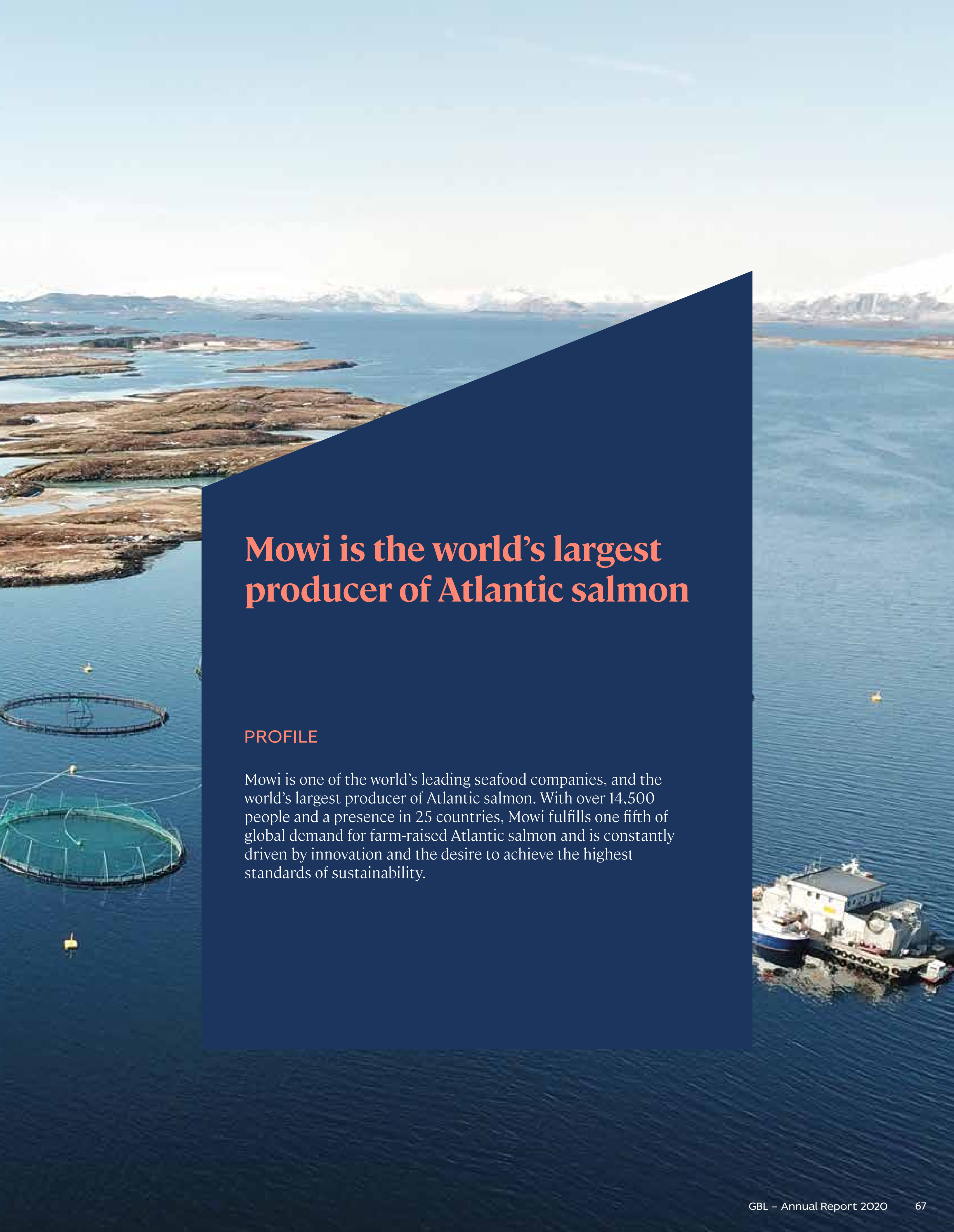
Over

14,500

employees

#1

worldwide



Mowi is the world's largest producer of Atlantic salmon

PROFILE

Mowi is one of the world's leading seafood companies, and the world's largest producer of Atlantic salmon. With over 14,500 people and a presence in 25 countries, Mowi fulfills one fifth of global demand for farm-raised Atlantic salmon and is constantly driven by innovation and the desire to achieve the highest standards of sustainability.

MOWI®

PERFORMANCE IN 2020

Although Covid-19 continued to impact market dynamics in the fourth quarter of 2020, a higher retail share due to seasonality and the fact that the market has adapted to the pandemic made the implications of Covid-19 less severe in the fourth quarter than in the prior six months of 2020. The strength of Mowi's integrated value chain during these unprecedented times was demonstrated yet again as the Consumer Products division continued to capitalise on the shift in consumer demand from foodservice to retail. The company produced more value-added products than ever through its downstream facilities, and the development in the US retail market continues to be particularly strong.

Operational EBIT amounted to EUR 338 million in 2020 (vs. EUR 721 million in 2019) and financial EBIT amounted to EUR 184 million (vs. EUR 617 million in 2019). While operations have been running close to normal despite Covid-19, farming spot prices have been subject to a significant downward pressure mainly due to the Covid-19 lockdown measures.

Although improved through the course of the year, blended farming costs per kg increased somewhat from 2019 on higher feed prices and a lower performing generation harvested in the first half of the year.

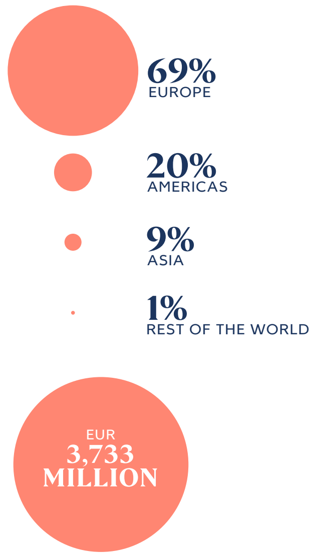
Harvested volumes reached an all-time high of 440 kilotonnes of salmon in 2020 (vs. 436 kilotonnes in 2019).

The 2020 cost savings program has been completed with annual savings of EUR 35 million. A new global cost savings program of EUR 25 million has been initiated.

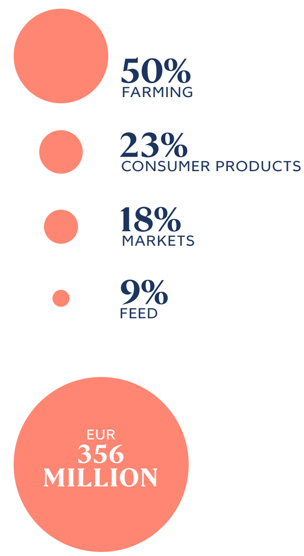
Net financial debt at the end of 2020 was EUR 1,458 million (vs. EUR 1,337 million in 2019), excluding the effects of the IFRS 16 norm (EUR 1,992 million including the effects of the IFRS 16 norm).

IN FIGURES

Geographic breakdown of 2020 operational revenue (other income not included)



Segment breakdown of 2020 operational EBIT (other not included)



Key financial data

Simplified income statement (in EUR million)	**2020**	**2019**	**2018**
Operational revenue	**3,761**	4,135	3,815
Operational EBIT	**338**	721	753
Operational EBITDA	**505**	875	906
EBIT	**184**	617	925
Net profit (group's share)	**118**	478	567
Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**2,762**	2,892	2,877
Non-controlling interests	**2**	0	2
Net financial debt (1)	**1,458**	1,337	1,037
Net financial debt/operational EBITDA (x)	**2.9**	1.5	1.1
Market data (per share)			
Underlying earnings (in EUR)	**0.43**	0.99	1.11
Dividend (in NOK)	**2.92**	10.40	10.40

(1) Total non-current interest-bearing financial debt, minus total cash, plus current interest-bearing financial debt and plus net effect of currency derivatives on interest-bearing financial debt. Effects related to the IFRS 16 norm (leasing) are excluded.

FINANCIAL COMMUNICATION
Kim Galtung Døsvig
Investor Relations Officer
Tel.: +47 908 76 339
kim.dosvig@mowi.com
www.mowi.com

GBL and Mowi

INVESTMENT CASE

The salmon farming industry is well-positioned to benefit from:

- Increasing needs for proteins driven by (i) world population expected to grow to almost 10 billion by 2050 and (ii) rising middle class as a result of fast income growth in emerging countries
- Resource-efficient production, positioning farmed salmon as a climate-friendly protein source in comparison to other animal proteins
- Salmon being favored as a protein source given increasing health awareness in developed markets
- Global need for traceability
- Shift towards increased aquaculture as the supply from wild catch is stagnating in several regions and for many important species.

As the world's largest producer of salmon, Mowi is uniquely positioned to benefit from the industry's growth prospects and is characterized by:

- Unique know how and expertise, with demonstrated innovation capabilities
- Comparatively better resilience and predictability due to its unmatched scale and diversification
- Best-in-class ESG profile.

Market data and information on GBL's investment

Stock market data	**2020**	**2019**	**2018**
Number of shares issued (in thousands)	**517,111**	517,111	516,040
Market capitalisation (in NOK million)	**98,768**	118,005	94,280
Closing share price (in NOK/share)	**191**	228	183

GBL's investment	**2020**	**2019**	**2018**
Percentage of share capital (in %)	**5.8**	0.8	-
Percentage of voting rights (in %)	**5.8**	0.8	-
Market value of the investment (in EUR million)	**552**	100	-
Dividends collected by GBL (in EUR million)	**1**	5	-
Representation in statutory bodies	**0**	0	-

Annualized TSR (%)

	1 year	**3 years**	**5 years**
Mowi	**(20.5)**	13.2	13.7
STOXX Europe 600 Food & Beverage	**(5.5)**	4.5	4.7

GEA engineering for a better world

EUR
532 million
EBITDA before restructuring measures

34%
of revenue derived from the Service business

Capital held by GBL
8.5%

Over
18,000
employees worldwide

#1 or **#2**
for 2/3 of their business

GBL's representation in the statutory bodies
1 out of 12

GEA is one of the largest global suppliers of process technology to the food industry

PROFILE

GEA is a world leader in the supply of equipment and project management for a wide range of processing industries. Its technology focuses on components and production processes for various markets, particularly in the Food & Beverage sectors. The company employs more than 18,000 people worldwide.

GEA engineering for a better world

PERFORMANCE IN 2020

Due to the pandemic, the group order intake of EUR 4,703 million in 2020 was 4.6% below the 2019 level (EUR 4,931 million). After adjusting for currency effects, the decrease was 2.2%. The group recorded shortfalls primarily in the Food and Beverage project business. By contrast, the trend in the Pharma, Chemical, Dairy Processing and Dairy Farming customer industries was positive.

Revenue declined by 5.0% from EUR 4,880 million in 2019 to EUR 4,635 million in 2020. Adjusted for currency effects, revenue in 2020 was down 2.6% year on year. The expectation of a slight decline in revenue (at constant exchange rates) for the fiscal year was thus confirmed. Revenue was down in nearly all customer industries except Beverage and Chemical, which generated revenue growth. The Service business also showed slight growth with an upswing of 1.9%, adjusted for currency effects. Revenue share went up in 2020 from 32.3% in the previous year to 33.6%.

At EUR 532 million, EBITDA before restructuring measures was roughly 11% higher in 2020 than in the previous year (EUR 479 million), despite lower revenue. The EBITDA margin of 11.5% was nearly 170 bps higher than in the previous year. The group initially forecasted EBITDA before restructuring measures of between EUR 430 million and EUR 480 million for the fiscal year. This expectation was increased in July and again in November, ultimately to more than EUR 500 million. The group also met this guidance with EUR 542 million, adjusted for currency effects.

Net liquidity was EUR 402 million as of December 31, 2020, compared to EUR 28 million at the end of the previous year. Alongside the improved operating performance, this substantial increase in liquidity resulted from a sharp reduction in net working capital by EUR 266 million. The net working capital to revenue ratio was nearly halved in 2020 to 7.9% (vs. 14.0% in previous year).

Cash flow from operating activities amounted to EUR 718 million in 2020, once again significantly exceeding the 2019 figure (EUR 483 million). Key factors here were the higher EBITDA and above all the reduction in net working capital already mentioned.

IN FIGURES

Revenue split by division (excluding consolidation adjustments)

- 33% LIQUID & POWER
- 24% SEPARATION & FLOW
- 18% FOOD & HEALTHCARE
- 13% REFRIGERATION
- 12% FARM

EUR 4,635 MILLION

Revenue split by geography

- 23% ASIA PACIFIC
- 22% DACH & EASTERN EUROPE
- 19% NORTH AMERICA
- 17% WESTERN EUROPE, MIDDLE EAST & AFRICA
- 13% NORTH & CENTRAL EUROPE
- 7% LATIN AMERICA

EUR 4,635 MILLION

Key financial data

Simplified income statement (in EUR million)	**2020**	**2019**	**2018**
Order intake	**4,703**	4,931	4,918
Revenue	**4,635**	4,880	4,828
EBITDA before restructuring measures	**532**	479	539[1]
EBIT before restructuring measures	**331**	271	309[1]
Consolidated result	**97**	(171)[2]	113
Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**1,921**	2,090	2,449
Non-controlling interests	**0**	0	1
Net liquidity/(net financial debt)	**402**	28	(72)
Market data (in EUR/share)			
Earnings	**0.54**	(0.95)[2]	0.63
Dividend	**0.85**[3]	0.85	0.85

(1) Pro forma figures for 2018 including IFRS 16 effects from 2019
(2) First half of 2019 includes interest income of EUR 32.7 million due to adjustment of the interest calculation method used to measure provisions for long-term liabilities
(3) Based on information disclosed until March 12, 2021 and subject to the approval of the General Shareholders' Meeting

FINANCIAL COMMUNICATION
Thomas Rosenke and Stephanie Witting, Investor Relations
Tel.: +49 211 9136 1081
ir@gea.com
www.gea.com

GBL and GEA

INVESTMENT CASE

The industry combines favorable long-term trends, consolidation opportunities and high barriers to entry:

- Food & Beverage end-markets driven by urbanization with growing middle class
- Increasing focus on food safety and quality
- Greater interest in energy efficient automation.

In this sector, GEA is a global leader that offers upside potential:

- Global leader with #1 or #2 positions in most of its markets
- Unique technology, know-how and innovation power
- New management team focusing on accelerating medium term organic growth and improving profitability
- Solid cash generation and balance sheet profile
- Good positioning to seize consolidation opportunities.

Market data and information on GBL's investment

Stock market data	2020	2019	2018
Number of shares issued (in thousands)	**180,492**	180,492	180,492
Market capitalisation (in EUR million)	**5,285**	5,321	4,061
Closing share price (in EUR/share)	**29.28**	29.48	22.50

GBL's investment	2020	2019	2018
Percentage of share capital (in %)	**8.5**	8.5	8.5
Percentage of voting rights (in %)	**8.5**	8.5	8.5
Market value of the investment (in EUR million)	**450**	453	346
Dividends collected by GBL (in EUR million)	**13**	13	10
Representation in statutory bodies	**1**	1	1

Annualized TSR (%)

	1 year	3 years	5 years
GEA	**2.9**	(7.0)	(2.2)
STOXX Europe Industrial Engineering	**14.0**	8.3	14.0

More than
30
brands

9
R&D centers

Capital held by GBL
19.98%

About
10,000
employees

19
manufacturing sites

GBL's representation in the statutory bodies
2 out of 7

Ontex is a leading international personal hygiene solutions provider

PROFILE

Ontex is a growing international group specialised in hygienic products for baby, adult and feminine care. Ontex products are distributed in more than 110 countries under the company's own brands and retailer brands. The main sales channels are retail trade, medical institutions and pharmacies.

PERFORMANCE IN 2020

Revenue was down by 3.1% on a like-for-like basis for the full year 2020, and down by 8.5% on a reported basis to EUR 2,087 million. This includes a EUR 130 million unfavorable currency effect from the major depreciation of several key functional currencies against the Euro, notably the Mexican Peso, Brazilian Real and Turkish Lira. The decrease in like-for-like revenue mainly reflects lower demand for personal hygiene products in tracked retail channels from the second quarter onwards as well as contract losses in Europe, partly offset by a resilient performance in Healthcare and growth in Brazil, Turkey and the US.

Adjusted EBITDA amounted to EUR 236 million in 2020 and was down by 3.9% compared with prior year. Adjusted EBITDA margin was up by 55 bps to 11.3%. At constant currencies, adjusted EBITDA stood at EUR 310 million (up by 26.4%) as strong procurement savings and lower raw material indices outweighed the impact of lower sales and operating leverage, inflation on costs and Covid-19 related costs for EUR 14 million. The full year currency impact was unfavorable by EUR 74 million.

Free cash flow stood at EUR 60 million, down by EUR 50 million compared with 2019, on lower cash generation from recurring trade activities and higher outflows related to non-recurring items. Capital expenditure net of disposals was EUR 105 million.

Net financial debt stood at EUR 848 million as of December 31, 2020, a reduction of EUR 14 million vs. December 31, 2019. Leverage remained under control at 3.6x as of December 31, 2020, and the group remained in full compliance with its bank debt leverage covenant as of December 31, 2020. Net financial debt excluding IFRS 16 (Lease liabilities) was EUR 715 million at year-end 2020.

The group generated EUR 66 million of gross gains in relation to the "Transform to Grow" plan in adjusted EBITDA at constant currencies in 2020.

IN FIGURES

Breakdown of 2020 reported revenue per category

56% BABYCARE

33% ADULT INCONTINENCE

10% FEMCARE

2% OTHER

EUR **2,087 MILLION**

Breakdown of 2020 reported revenue per division

42% EUROPE

37% AMERICAS, MIDDLE EAST, AFRICA AND ASIA

21% HEALTHCARE

EUR **2,087 MILLION**

Key financial data

Simplified income statement (in EUR million)	**2020**	**2019**	**2018**
Reported revenue	**2,087**	2,281	2,292
Adjusted EBITDA	**236**	245	264
Adjusted profit/(loss)	**82**	86	108
Profit/(loss)	**54**	37	95

Simplified balance sheet (in EUR million)			
Shareholders' equity (group's share)	**1,098**	1,198	1,184
Non-controlling interests	**0**	0	0
Net financial debt	**848**	861	908
Net financial debt/adjusted EBITDA (x)	**3.6**	3.5	3.4

Market data (in EUR/share)			
Adjusted EPS	**1.01**	1.07	1.33
Dividend	**n.d.**[1]	-	0.41

(1) As of March 12, 2021, no information regarding the FY20 dividend was disclosed. The Board of Directors of Ontex will decide on their proposal for the payment of a dividend related to 2020 ahead of the General Shareholders' Meeting.

FINANCIAL COMMUNICATION
Philip Ludwig,
Head of Investor Relations
and Financial Communication

Tel.: +32 53 333 730
philip.ludwig@ontexglobal.com
www.ontexglobal.com

GBL and Ontex

INVESTMENT CASE

The growth of the industry is expected to be supported by:

- Resilience of the business (hygiene basics)
- Market share gains of retailer brands in Europe
- Ageing population in mature countries, benefitting Adult Incontinence
- Growth in population and product adoption rates for hygiene products in emerging countries.

Ontex is re-positioning its offering to benefit from these trends thanks to:

- Increases in share of retail brands (mainly in Europe) and its own brands
- Premiumization of its products through innovation
- Greater exposure to growing products & categories (including adult incontinence, baby pants and digital)
- Opportunity to enter new geographies (including North America).

The group has potential to increase its margin, through efficiencies and savings programs.

Despite other ongoing priorities, Ontex remains well positioned to consolidate a fragmented industry.

Market data and information on GBL's investment

Stock market data	2020	2019	2018
Number of shares issued (in thousands)	**82,347**	82,347	82,347
Market capitalisation (in EUR million)	**906**	1,544	1,474
Closing share price (in EUR/share)	**11.00**	18.75	17.90

GBL's investment	2020	2019	2018
Percentage of share capital (in %)	**19.98**	19.98	19.98
Percentage of voting rights (in %)	**19.98**	19.98	19.98
Market value of the investment (in EUR million)	**181**	309	295
Dividends collected by GBL (in EUR million)	-	7	10
Representation in statutory bodies	**2**	2	1

Annualized TSR (%)

	1 year	3 years	5 years
Ontex	**(41.2)**	(25.0)	(18.2)
STOXX Europe 600 Personal & Household Goods	**6.2**	6.6	7.4

Parques Reunidos
PASSION FOR LEISURE

Over
60
parks worldwide

#2
European operator of theme parks

Capital held by GBL
23.0%

Over
50 years
of experience

Over
10
countries where Parques Reunidos is active

GBL representatives in statutory bodies
1 out of 9

Parques Reunidos is a leading operator of leisure parks with a global presence

PROFILE

Since its inception in 1967 as a small-sized Spanish operator, Parques Reunidos has become one of the leading operators of leisure parks in Europe and the US, through organic growth and multiple acquisitions, including Bobbejaanland (Belgium, 2004), Mirabilandia (Italy, 2006), Warner (Spain, 2007), Palace Entertainment (US, 2007) and Tropical Islands (Germany, 2018). The company operates amusement, animal and water parks with a portfolio of regional and local parks, which have strong local brands.

Parques Reunidos
PASSION FOR LEISURE

PERFORMANCE IN 2020

Parques Reunidos was significantly affected by the Covid-19 crisis. The group suspended operations of most of its parks throughout March 2020, due to the spread of the pandemic and related local government lockdowns and guidelines. All parks have consequently been closed from mid-March to June 2020, which is part of the peak season for the group.

Operations have been resumed across a large number of parks on a gradual basis as from the end of the second quarter 2020 and during the summer season, with the group enforcing strict hygiene conditions and safety measures.

In response to this unprecedented crisis, Parques Reunidos took important actions on costs and capital expenditures in order to protect the group's liquidity position.

In addition, it raised additional funding, including through an extension of its current debt facility, thereby ensuring that the group would have sufficient liquidity under an extreme downside scenario over the course of 2020.

The group's gradual performance recovery will depend on the pace and shape of the normalization of the sanitary situation.

Parques Reunidos also strengthened its management team with the appointment of a new CEO, Pascal Ferracci (former CEO of Center Parcs Europe), and a new CFO, Enrique Weickert Molina (former CFO of DIA), who are leading the design and execution of the new strategic roadmap focused on improving the customer experience and the organization's efficiency.

Key financial data [1]

Simplified income statement (in EUR million)	**09/30/2019**	**09/30/2018**
Revenue	596	514
Recurring EBITDA	201	179
Recurring EBIT	118	118
Operating profit	(33)	85
Net income (group's share)	(73)	43
Simplified balance sheet (in EUR million)		
Shareholders' equity (group's share)	968	1,055
Non-controlling interests	1	1
Net financial debt [2]	865	584
Debt-equity ratio (in %)	89	55

(1) Data (i) related to the first 9 months of the year for 2018 and 2019 and (ii) not disclosed for 2020
(2) Defined as long-term and short-term borrowings with credit institutions less cash and other cash equivalents

GBL and Parques Reunidos

INVESTMENT CASE

The local and regional leisure park market benefits from structural factors, including:

- Appeal of experience
- "Staycation"[1] effect providing resilience during downturn
- High industry fragmentation with build-up potential

Parques Reunidos is uniquely positioned:

- Large and well-diversified portfolio of parks in multiple countries with well-known local brands
- Multiple avenues of organic and external growth, and operational improvements
- Strong M&A track record with the ability to transfer best practices to newly-acquired parks

(1) Vacation where one returns home each night

Market data and information on GBL's investment

Stock market data	2020	2019	2018
Number of shares issued (in thousands)	**n.a.**	n.a.	80,742
Market capitalisation (in EUR million)	**n.a.**	n.a.	872
Closing share price (in EUR/share)	**n.a.**	n.a.	10.80
	1 year	**3 years**	**5 years**
Percentage of share capital (in %)	**23.0**	23.0	21.2
Percentage of voting rights (in %)	**23.0**	23.0	21.2
Value of the investment (in EUR million)	**106**	235	185
Dividends collected by GBL (in EUR million)	-	4	4
Representatives in statutory bodies	**1**	1	2

CANYON

In December 2020, GBL signed a definitive agreement to acquire a majority stake in Canyon, a leading and fast-growing German direct-to-consumer (DTC) manufacturer of premium bicycles.

Renowned for their performance, Canyon bikes are famous for enabling Richard Antonio Carapaz Montenegro to win the prestigious Giro d'Italia in 2019 and Mathieu van der Poel to win the past three Cyclocross World Championships.

The investment case for Canyon was clear. Fundamentally a great business backed by a great team, its strategic positioning in a growth sector aligns with our strategy of investing notably in companies that deliver growth whilst contributing to global mobility at a time of unprecedented environmental challenges.

CANYON IS A GREAT BUSINESS WITH EXCELLENT FUNDAMENTALS

- One of Europe's biggest and best bicycle brands. Its early adoption of a DTC business model, combined with the company's industry-leading German design and engineering capabilities, have made Canyon the largest DTC player worldwide.
- Massive sales growth and significant upside. Sales have grown at an average annualized rate of 25% over the past three years, largely driven by increasing brand awareness and progressive consumer acceptance of e-commerce. Over the past three years, the company has doubled its annual sales to over €400m. Revenue will be further boosted by Canyon's entry into the US market, further European expansion and the extension of its product range to meet the growing demand for e-bikes.
- A strong leadership and investment team. Its founder, Roman Arnold, will remain as a significant shareholder and Chairman of the Advisory Board with representatives from GBL including Jean-Pierre Millet and Tony Fadell. Jean-Pierre has an extensive track record in private equity, having been head of Carlyle Europe for 15 years prior to founding PrimeStone Capital. Tony is best known as one of the creators of the iPod, the founder of Nest and the Principal at Future Shape; Tony brings his product expertise as well as his passion for cycling to Canyon and will co-invest alongside GBL, as will Jean-Pierre.

CANYON IS PERFECTLY POSITIONED TO BENEFIT FROM STRUCTURAL TRENDS ACCELERATED BY THE PANDEMIC

- Cycling is part of a surging trend in urban micromobility that has seen it become the preferred mode of transport and the hobby of choice for millions of people.
- Countries are boosting their cycling infrastructure to reduce urban emissions, tackle climate change and support citizen wellbeing.
- The pandemic and global lockdowns mean that consumers are now more comfortable buying premium purchases online.

THE ACQUISITION IS ALIGNED WITH GBL'S STRATEGY TO INVEST IN GROWTH INDUSTRIES ALIGNED WITH SUSTAINABILITY AND PARTNERING WITH FOUNDERS AND MANAGEMENT TEAMS

- Canyon is a dynamic business that perfectly aligns with GBL's strategic focus on health and wellness, sustainable mobility and digitalization.
- The acquisition will contribute to GBL's mission of delivering meaningful growth by investing in sustainable and innovative companies that embody our enduring values of character, constancy and humanity.
- GBL will in turn contribute to Canyon by providing long-term, engaged and responsible ownership.

We are excited by this investment and look forward to welcoming Canyon into the GBL family subject to receiving regulatory approval in Q1 of 2021.

SIENNA CAPITAL

SIENNA CAPITAL, THE ASSET MANAGEMENT PLATFORM OF GBL, CONTINUED TO EXPAND BY PARTNERING WITH NEW FUND MANAGERS AND SEIZING ATTRACTIVE CO-INVESTMENT OPPORTUNITIES, ITS 2 HISTORICAL PILLARS.

IN 2020, SIENNA CAPITAL SET THE FOUNDATIONS OF AN ADDITIONAL PILLAR: RAISING AND SERVICING FUNDS ATTRACTING THIRD-PARTY CAPITAL ACROSS MULTIPLE STRATEGIES.

SIENNA CAPITAL

Sienna Capital is an asset management platform which aims at providing diversification and generating superior risk-adjusted returns. Since it was created in 2013, it has partnered as a seed investor or alongside other investors with external managers delivering a strong performance in their area of expertise: private equity, growth and venture capital, healthcare, technology and hedge funds.

Sienna Capital is an active and involved partner with the managers it selects. It adds value by helping to fundraise, attract talents and source investment opportunities as well as by providing advice on sound governance and best practices.

In addition, Sienna Capital has built an attractive global portfolio of opportunistic direct investments and co-investments with managers on the Sienna Capital platform and first-in-class external managers.

In 2020, Sienna Capital started to build out Sienna Capital branded funds raising third-party capital across various "verticals" managed by in-house specialist teams. Verticals could include such asset classes as real estate, private equity and private credit. The development of the platform will be further accelerated by the roll-out of first-class support activities through Sienna Capital Services.

First pillar
10 external fund managers

Second pillar
10 direct/co-investments

2 new strategy verticals

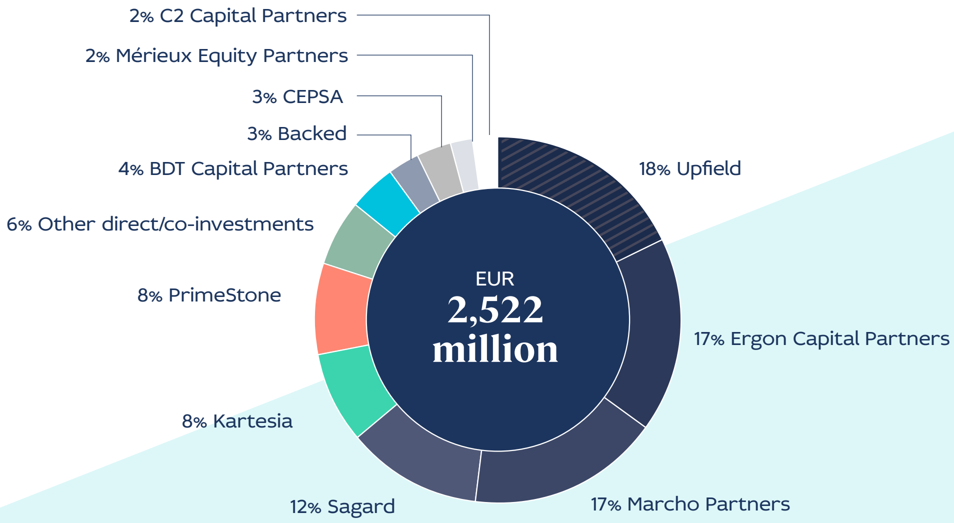
	First pillar										Second pillar				2 new strategy verticals		
	ERGON CAPITAL	MARCHO PARTNERS	SAGARD	KARTESIA	PrimeStone	BDT CAPITAL PARTNERS	BACKED	MERIEUX EQUITY PARTNERS	C2 CAPITAL PARTNERS	CARLYLE	Upfield	CEPSA	Globality	Other direct/ co-investments(3)	SIENNA CAPITAL Opportunity Fund	Avanti Acquisition Corp.	**TOTAL**
Year of initial investment	2005	2019	2002	2013	2015	2015	2017	2014	2020	2019	2018	2019	2020	2019-20	2020	2020	
Share in Sienna Capital's portfolio	17%	17%	12%	8%	8%	4%	3%	2%	2%	0%	18%	3%	0%	6%	0%	0%	**100%**
in EUR million **In 2020**																	
New commitment	-	25	199	-	-	-	-	-	92	-	-	-	100	106	250	6	**777**
Capital invested	77	25	87	31	-	8	19	3	40	9	-	4	-	106	0	6	**417**(1)
Distribution	(4)	(0)	(37)	(59)	(0)	(12)	(6)	(12)	-	-	-	-	-	-	-	-	**(130)**
in EUR million **As of December 31, 2020**																	
Commitment	863	175	584	301	150	103	75	75	92	46	250	99	100	160	250	6	**3,328**
Capital invested	749	175	388	268	150	103	55	64	40	9	250	93	-	153	0	6	**2,504**
Remaining commitment	113	-	196	32	-	-	20	11	52	36	-	8	100	8	250	-	**826**
Realized proceeds	782	0	323	181	1	21	6	22	-	-	-	-	-	-	-	-	**1,335**
Stake value (Sienna Capital's portfolio)	433	418	306	190	198	111	69	60	42	6	450	73	-	161	(0)	6	**2,522**(2)

(1) Difference between the capital invested for an amount of EUR 417 million and the investments in Sienna Capital as mentioned in the economic presentation of the financial position for an amount of EUR 426 million corresponding to the financing needs of the Sienna Capital entity
(2) Difference between Sienna Capital's stake value of EUR 2,522 million and its net asset value of EUR 2,521 million primarily corresponding to Sienna Capital's cash position
(3) Commitments from other direct/co-investments include: Ergon opseo Long Term Value Fund (EUR 45 million), Pollen (EUR 30 million), Ceva Santé Animale (EUR 25 million), Elsan (EUR 25 million), Wella (EUR 25 million), Palex (EUR 5 million) and Telenco (EUR 5 million).

2020 PERFORMANCE

2020 has been an active year for Sienna Capital with new external commitments totalling EUR 527 million. This came in addition to a EUR 250 million commitment to Sienna Capital Opportunity Fund, the first Sienna branded fund. Invested capital was EUR 417 million and divestments EUR 130 million, primarily from Sagard and Kartesia, bringing the value creation to EUR 456 million.
In 2020, Sienna Capital's contribution to GBL's cash earnings amounted to EUR 58 million.

Breakdown of Sienna Capital's portfolio



KEY HIGHLIGHTS

DEPLOYMENT OF ERGON CAPITAL PARTNERS IV ("ECP IV") AND SALE OF KEESING BY ECP III

ECP IV is almost fully invested, with 5 acquisitions in 2020:

- Palex, Spain's largest distributor of high value-added MedTech equipment and solutions
- CompaNanny, a childcare company providing a full range of premium family focused services primarily in the Netherlands
- Sofico, a leading provider of software solutions for global automotive leasing and fleet management companies
- Telenco, a leading French manufacturer and distributor of passive telecom equipment for the fiber network
- Millbo and BioNaturals, both being functional natural food ingredients suppliers to the bread and bakery industry

In 2020, ECP III reached an agreement to sell Keesing, a leading European braintainment company, a transaction closed in January 2021.

PERFORMANCE OF 146% AND AUM IN EXCESS OF USD 1 BILLION WITH THE LAUNCH OF A LONG-ONLY FUND

- In 2020, the Marcho Partners first fund, anchored by Sienna Capital in 2019, delivered a performance of + 146%
- Sienna Capital anchored the launch of a long-only fund with an additional investment of EUR 25 million, this fund was launched in July and finished the year at + 46%
- Marcho Partners AUM exceeded USD 1 billion as of December 31, 2020

KEY HIGHLIGHTS (CONT'D)

SAGARD

SUCCESSFUL LAUNCH OF SAGARD 4 AND SAGARD NEWGEN, SALE OF CEVA BY SAGARD II

- Sagard II finalized the sale of Ceva, a leading independent animal health company that develops, manufactures and distributes pharmaceutical products and vaccines
- Sagard reinvested in Ceva through Sagard 3, Sagard 4 and Sagard Santé Animale
- Sienna Capital closed a EUR 149 million commitment in Sagard 4, the successor fund to Sagard 3
- Sienna Capital committed EUR 50 million to Sagard NewGen, a fund investing in smaller companies active in healthcare and well-being, information technologies and ecological transition

C2 CAPITAL PARTNERS

COMMITMENT OF USD 110 MILLION IN C2 CAPITAL GLOBAL EXPORT-TO-CHINA WITH ANCHOR INVESTMENT BY THE ALIBABA GROUP

- The fund invests mainly in companies focused on the production of consumer goods with a high export demand potential to China

Globality

EUR 100 MILLION INVESTMENT IN GLOBALITY INC., THE WORLD'S FIRST SMART SOURCING PLATFORM POWERED BY AI

- Sienna Capital signed its investment in December as part of a Series E funding alongside the SoftBank Vision Fund
- Globality aims to become the industry-leading AI-powered platform and marketplace transforming global trade in B2B services
- The investment closed in January 2021

SIENNA CAPITAL

LAUNCH OF THE SIENNA CAPITAL OPPORTUNITY FUND

- The fund is the first Sienna Capital branded fund. It has a seed commitment of EUR 250 million
- The fund has an opportunistic investment strategy, geared towards direct and co-investments

Avanti Acquisition Corp.

IPO OF AVANTI ACQUISITION CORP ("AVANTI") FOR USD 600 MILLION

- Avanti is a blank check company formed jointly by Sienna Capital and NNS Group
- Avanti raised USD 600 million from a high-quality base of investors at its IPO on the NYSE
- The company plans to leverage its founder's European sourcing channels and relationships to combine with a European company with a strong US nexus and international reach

EXTERNAL MANAGERS

ERGON CAPITAL

PROFILE
Created in 2005, Ergon Capital Partners ("ECP") is a private equity fund operating in the mid-market segment. It makes equity investments from EUR 25 million up to EUR 75 million in leading companies with a sustainable competitive position in attractive niche markets located in the Benelux, Italy, Iberia, France, Germany and Switzerland.

SIENNA CAPITAL & ERGON
ECP I was founded in 2005 with shareholders consisting of GBL and Parcom Capital, a former subsidiary of ING, and with EUR 150 million in assets under management. In 2007, these same shareholders backed a second fund, ECP II, in the amount of EUR 275 million. GBL also supported a third fund of initially EUR 350 million, which was later successfully increased to EUR 500 million.

Ergon closed its fourth fund, ECP IV, at EUR 581 million with a diverse and high-quality LP base, of which Sienna Capital is EUR 200 million.

Sienna Capital receives certain preferential financial terms in relation to its support of ECP IV.

VALUATION
The investments are valued based on the International Private Equity and Venture Capital Valuation (IPEV) Guidelines.

FINANCIAL YEAR 2020
In 2020, ECP IV called EUR 205 million of capital to fund its investments in Dolciaria Acquaviva, Palex, CompaNanny, Sofico and Telenco.

In 2020, ECP III signed the disposal of Keesing, a transaction closed in January 2021.

JOHN MANSVELT
CHIEF FINANCIAL OFFICER
TEL.: +32 2 213 60 90
WWW.ERGONCAPITAL.COM

MARCHO PARTNERS

PROFILE
Marcho Partners is a technology focused investment firm that targets companies outside the US and China. Launched in 2019, by a Silicon Valley entrepreneur with almost 20 years of investing experience, the first fund takes both long and short positions on public technology equities over 2- to 5-year time horizons. Marcho Partners believes that technology companies in the "Rest of World" (non-US / non-China) has the potential to be the fastest growing part of the global public equity market over the next decade.

SIENNA CAPITAL & MARCHO PARTNERS
As part of a long-term agreement, Sienna Capital committed EUR 150 million in a long-short fund in July 2019. In 2020, Sienna Capital committed a further EUR 25 million in a long-only fund launched by Marcho Partners.

In exchange for its support of Marcho Partners, Sienna Capital benefits from certain favorable financial terms.

VALUATION
Investments which are quoted, listed or traded on or under the rules of a recognised market are valued at the closing price.

FINANCIAL YEAR 2020
Marcho Partners actively raised capital for its two funds, reaching global AUM exceeding USD 1 billion as of December 31, 2020.

Both funds were deployed according to their investment strategy and reported significant positive performance for the year.

BARBARA TURNER
CEO
INFO@MARCHOPARTNERS.COM
WWW.MARCHOPARTNERS.COM

SAGARD

PROFILE
Created in 2002 on the initiative of Power Corporation of Canada, Sagard invests in companies valued at more than EUR 100 million that are leaders in their markets, primarily in French-speaking European countries.

Sagard enables entrepreneurs to sustainably expand into new geographies or new markets.

SIENNA CAPITAL & SAGARD
GBL agreed to invest in the first Sagard fund (Sagard I) for an amount of EUR 50 million. During the financial year 2006, GBL committed an amount of EUR 150 million in the fund's successor, Sagard II, reduced in 2014 to EUR 113 million.

In 2013, Sienna Capital participated in the launch of Sagard 3 by committing EUR 218 million.

In 2020, Sienna Capital committed EUR 200 million to support the launch of Sagard 4 (mid-cap strategy) and Sagard NewGen (small-cap strategy dedicated to healthcare and well-being, information technologies and ecological transition). Furthermore, Sienna Capital invested EUR 25 million in Sagard Santé Animale, a Sagard 4 coinvestment vehicle in Ceva.

Sienna Capital receives certain preferential financial terms in relation to its support of Sagard funds.

VALUATION
The investments are valued based on the International Private Equity and Venture Capital Valuation (IPEV) Guidelines.

FINANCIAL YEAR 2020
In 2020, Sagard 2 disposed of its stake in Ceva while Sagard 3, Sagard 4 and Sagard Santé Animale reinvested in the company alongside its management and several selected investors. Furthermore, Sagard 3 announced it has entered into exclusive negotiations to dispose of Ipackchem, a transaction expected to be finalized in the first quarter of 2021.

Sagard NewGen started to deploy capital with a first investment in Laboratoires Delbert.

MARIANE LE BOURDIEC
MANAGING DIRECTOR
TEL.: +33 1 53 83 30 00
WWW.SAGARD.COM

EXTERNAL MANAGERS (CONT'D)

KARTESIA ADVISOR

PROFILE

Kartesia offers liquidity and credit solutions to mid-sized European companies, while providing a higher stable return to its investors. More generally, Kartesia wishes to facilitate the participation of institutional investors and major individual investors in the European LBO debt market, by offering them exposure to highly rated, resilient and diversified credit through primary, secondary or rescue financing operations carried out with duly selected mid-sized companies.

Kartesia had its final closing for its third and fourth funds.

SIENNA CAPITAL & KARTESIA

KCO III closed at EUR 507.5 million while KCO IV closed at EUR 870.2 million. Sienna Capital committed EUR 150 million to each of these funds.

Since Sienna Capital's first investment, the team has raised over EUR 3.4 billion.

In exchange for providing Day 1 capital to support the launch of Kartesia, Sienna Capital receives certain preferred economics.

VALUATION

Assets are valued by an external expert with an internal valuation committee reviewing and approving the valuation to ensure the most appropriate fair market value is reflected for each investment.

FINANCIAL YEAR 2020

Kartesia distributed EUR 59 million to Sienna Capital, thereof EUR 34 million from KCO III and EUR 25 million from KCO IV, and called capital from Sienna Capital for investments of KCO IV of EUR 31 million.

FRANTZ PAULUS
HEAD OF INVESTOR RELATIONS
TEL.: +32 2 588 73 39
WWW.KARTESIA.COM

PrimeStone

PROFILE

PrimeStone was established in 2014 by three former partners from The Carlyle Group, specialising in buy-outs, and who have worked and invested together across Europe for more than 20 years. PrimeStone has a strategy of constructive and active management in mid-sized, listed, European companies that have significant value creation potential through strategic, operational or financial improvement. PrimeStone creates value by taking a long-term perspective, adopting an active approach and having a significant influence over its underlying investments through a constructive dialogue with boards and management teams.

SIENNA CAPITAL & PRIMESTONE

As part of a long-term agreement, Sienna Capital invested EUR 150 million in February 2015. In exchange for its support of PrimeStone, Sienna Capital benefits from certain favorable financial terms.

VALUATION

Investments which are quoted, listed or traded on or under the rules of a recognised market are valued at the closing price.

FINANCIAL YEAR 2020

The performance during the year was volatile and ended flat after a strong performance recorded in the fourth quarter. The fund has two new disclosed positions, St. James's Place and LivaNova.

MARTIN DONNELLY
CHIEF OPERATING OFFICER
TEL.: +44 20 7072 3150
WWW.PRIMESTONECAPITAL.COM

BDT CAPITAL PARTNERS

PROFILE

BDT Capital Partners provides family- and founder-led businesses with long-term, differentiated capital. The firm has raised over USD 18 billion across its investment funds and has created and manages more than USD 6 billion of co-investments from its global limited partner investor base.

The firm's affiliate, BDT & Company, is a merchant bank that works with family- and founder-led businesses to help them achieve their strategic and financial objectives.

BDT & Company provides solutions-based advice and access to a world-class network of business owners and leaders.

Founded in 2009 by Byron Trott, BDT serves as a trusted advisor to closely held companies and owners with world-class capabilities across a variety of areas, including M&A, capital structure optimization, strategic and financial planning, family office, philanthropy and social impact, and next generation transition and development.

The firm has offices in Chicago, New York, Los Angeles, London and Frankfurt.

SIENNA CAPITAL & BDT CAPITAL PARTNERS

In 2015, Sienna Capital committed USD 108 million to BDT Capital Partners Fund II ("BDTCP II").

VALUATION

Investments shall be valued in a manner consistent with U.S. generally accepted accounting principles, considering the Fair Value and Disclosure Topic of ASC 820, *Fair Value Measurement*.

FINANCIAL YEAR 2020

BDTCP II is fully called after acquiring stakes in Acrisure, Charlotte Tilbury, and National Resilience and making an add-on investment into Cognita.

In addition, BDTCP II distributed proceeds from the partial redemption of its Acorn preferred securities.

CHAD FEINGOLD
DIRECTOR OF COMMUNICATION
TEL.: +1 312 660 7314

BACKED

PROFILE

Backed LLP is a technology-focused venture capital fund manager based in London.

The investment team of millennials focuses on backing a new generation of European entrepreneurs. They have developed a human-centric founder support model, providing teams with leadership training.

Backed LLP currently manages three funds, with Backed 1 LP and Backed 2 LP initially investing in seed stage deals whilst Backed Encore 1 LP invests in later stage follow-on rounds of more established companies already invested in via Backed 1 LP and/or Backed 2 LP.

SIENNA CAPITAL & BACKED

As part of a long-term agreement, Sienna Capital committed (i) EUR 25 million in September 2017 into Backed 1 LP; and in 2019 (ii) EUR 25 million into Backed 2 LP and (iii) EUR 25 million into Backed Encore 1 LP.

As a cornerstone investor in those funds, Sienna Capital was able to negotiate favorable terms.

VALUATION

The valuation of the investments is primarily based on the latest cost of investment in the portfolio companies or the latest round of investment, whichever is more recent.

FINANCIAL YEAR 2020

Backed 1 LP had its first successful exit, Hutch, at a 15x multiple. Backed LLP actively deploys Backed 2 LP, its second fund following the same strategy as Backed 1 LP, and Backed Encore 1 LP, which focus on a more concentrated portfolio of follow-on investments in later rounds of financing.

ANDRE DE HAES
FOUNDING PARTNER
INFO@BACKED.VC
WWW.BACKED.VC

MERIEUX EQUITY PARTNERS

PROFILE

Mérieux Equity Partners is an AIFM management company owned by Merieux Développement, an affiliate of Institut Merieux, and by the management team and it is dedicated to venture capital and growth / buy- out equity investments within the healthcare and nutrition sectors. The companies in its portfolio benefit from privileged access to the industrial, commercial and scientific networks of Institut Mérieux's subsidiaries in France and worldwide in compliance with the regulatory authorities. Institut Merieux is an established industrial holding with global network in the healthcare and nutrition sectors, it employs 20,000 people worldwide and generated revenues representing in excess of EUR 3.2 billion in 2019.

SIENNA CAPITAL & MÉRIEUX EQUITY PARTNERS

In 2014, Sienna Capital committed an amount of EUR 75 million dedicated to the two funds managed by Mérieux Equity Partners, Mérieux Participations and Mérieux Participations 2.

Sienna Capital benefits from certain favorable financial terms for its support of Mérieux Participations and Mérieux Participations 2.

VALUATION

The investments are valued based on the International Private Equity and Venture Capital Valuation (IPEV) Guidelines.

FINANCIAL YEAR 2020

In 2020, Mérieux Participations 2 called capital totaling EUR 4 million for follow-on investments. Furthermore, the fund exited its stake in Ceva and distributed EUR 9 million to Sienna Capital.

Mérieux Participations distributed approximately EUR 3 million to Sienna Capital from the disposal of several investments.

CHRISTINE DEMODE
CHIEF FINANCIAL OFFICER
TEL.: +33 4 78 87 37 00
WWW.MERIEUX-PARTNERS.COM

CARLYLE

PROFILE

Carlyle International Energy Partners II ("CIEP II") is part of Carlyle's Natural Resources group, which has approximately USD 21 billion assets under management and 14 active natural resources funds across the globe. CIEP II is headed by Marcel Van Poecke, a distinguished and successful energy entrepreneur and investor, and has 16 dedicated investment professionals with 200+ years of combined experience. The primary aim of the fund is to invest in energy assets outside of North America (USA, Mexico and Canada) at attractive entry multiples.

SIENNA CAPITAL & CARLYLE INTERNATIONAL ENERGY PARTNERS II

In 2019 Sienna Capital committed USD 55 million into CIEP II alongside its investment in CEPSA.

VALUATION

Investments which are quoted, listed or traded on or under the rules of a recognised market are valued at the closing price. The Fair Market Value of any non-marketable Investments shall be calculated not less frequently than annually and shall initially be determined by the AIFM in good faith in accordance with GAAP.

FINANCIAL YEAR 2020

CIEP II completed its fundraising and have accepted total commitments of USD 2.3 billion as of December 31, 2020.

In 2020, the fund has invested in SierraCol Energy, its second investment after CEPSA.

EXTERNAL MANAGERS (CONT'D)

C2 CAPITAL PARTNERS

PROFILE
C2 Capital Global Export-to-China Fund is the first fund of C2 Capital Partners, with anchor investment by the Alibaba Group.

The fund invests mainly in companies focused on the production of consumer goods with a high export demand potential to China.

SIENNA CAPITAL & C2 CAPITAL PARTNERS
Sienna Capital committed USD 110 million to the fund in 2020.

VALUATION
Listed securities are valued at their last traded prices as of the relevant date.

Private investments are valued based on various methodologies including public company comparables, precedent transaction multiples and discounted cash flow analysis.

FINANCIAL YEAR 2020
The fund held its second and third closings with total capital commitments of USD 390 million.

C2 Capital Partners closed 1 investment in 2020. KDC/One is a global leader in custom formulation, package design and manufacturing solutions for beauty, personal care and home care brands.

STEVE LIN
MANAGING PARTNER
TEL.: +852 3769 6251
WWW.C2CAPITALPARTNERS.COM

DIRECT/CO-INVESTMENTS

Upfield

PROFILE
Upfield is a global leader in plant-based nutrition with more than 100 brands, including Becel, Flora, Country Crock, Blue Band, I Can't Believe It's Not Butter, Rama and ProActiv. The company operates in 69 markets around the globe, holding the number 1 brand positions in 49 countries. Upfield's six business units cover Northwest Europe, Southwest Europe, Central/Eastern Europe, North America, Middle/Latin America and Asia/Africa. The company employs more than 3,500 Associates.

SIENNA CAPITAL & UPFIELD
In July 2018, Sienna Capital has invested EUR 250 million alongside KKR and other co-investors into Upfield, its first co-investment transaction. Sienna Capital is represented on the Board of Upfield by a senior member of GBL's investment team.

VALUATION
The investment valuation is based on industry-accepted valuation methodologies, primarily consisting of an income approach and market approach.

FINANCIAL YEAR 2020
In 2020, Upfield continued to perform according to its development plan with top-line growth in most of its markets while the successful integration of Arivia, a leading producer of plant-based cheese acquired in 2019, shows encouraging perspectives.

CEPSA

PROFILE
CEPSA is a privately owned Spanish, fully integrated energy company. The company operates in many European countries (headquartered and mainly operated in Spain) as well as globally. CEPSA is involved in activities across the full supply chain of energy production, from exploration and production to refining and selling the product through their petrol stations. The investment is one of The Carlyle Group's largest buyouts and is split across multiple funds.

SIENNA CAPITAL & CEPSA
Sienna Capital committed USD 110 million alongside the Carlyle Group into CEPSA and USD 55 million into their second energy fund, CIEP II.

VALUATION
In accordance with Luxembourg law, the valuation of the assets will be performed, at the AIFM's discretion, by the AIFM itself and with the support of such external agents as required from time to time.

FINANCIAL YEAR 2020
In 2020, Carlyle exercised the option to increase its ownership to 38.5% and settled the deferred payment related to the acquisition of the company.

OTHER DIRECT/ CO-INVESTMENTS

NEW STRATEGY VERTICALS

Globality

PROFILE
Globality is a Silicon Valley-headquartered tech company co-founded by Joel Hyatt and Lior Delgo to connect global companies with the best suppliers at the right price for any sourcing need across every service category.

Through its AI-powered Platform and Smart Sourcing technologies, Globality is bringing digital transformation to the sourcing industry. Globality's AI digital solution replaces the archaic analog request for proposal, efficiently and effectively scoping needs, managing demand, matching companies with outstanding suppliers that meet their specific service needs and cutting the sourcing process from months to hours while delivering savings of 20% or more.

SIENNA CAPITAL & GLOBALITY
Sienna Capital committed EUR 100 million in a Series E round of funding of Globality to fuel its rapid growth by investing in additional AI technology capabilities. It also directly supports the company's efforts to increase its global scale and capacity; add world-class talent to the engineering, product and client teams; and expand its marketing and sales programs for brand awareness so to acquire additional enterprise customers and channel partners.

VALUATION
The valuation is based on the latest cost of investment or the latest round of investment in case it is a more recent valuation.

FINANCIAL YEAR 2020
The investment of Sienna Capital was signed in December 2020 and closed in January 2021.

JOEL HYATT
CEO
WWW.GLOBALITY.COM

Since 2019, Sienna Capital has invested opportunistically in a variety of smaller direct investments with attractive potential, ranging from EUR 5 to 50 million. Those include:

- Palex, the largest distributor of MedTech equipment and solutions for hospitals and laboratories in Iberia;
- Telenco, a French player in telecom equipment for copper and fiber optic networks;
- Pollen, an international online entertainment marketplace;
- Opseo, a leading German ambulant care provider;
- Wella, the global hair and nail care business;
- Elsan, a group of private hospitals in France;
- Ceva, a French multinational veterinary pharmaceutical company created in 1999.

Avanti Acquisition Corp.

PROFILE
Avanti Acquisition Corp. is a blank check company incorporated as a Cayman Islands exempted company for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses.

The investment strategy is to be sector agnostic and to focus on European family owned or founder led businesses with a US nexus.

SIENNA CAPITAL & AVANTI ACQUISITION CORP.
Sienna Capital co-sponsored Avanti Acquisition Corp. with the NNS Group, the private family office of Nassef Sawiris.

As such, Sienna Capital benefits from customary sponsor specific economics.

VALUATION
Until a business combination is realized, the investment should remain valued at cost. Thereafter, the investment will be valued by reference to the quoted share price.

FINANCIAL YEAR 2020
The closing of the initial public offering on the NYSE took place on October 6, 2020 for a total value of USD 600 million. The shares trade under the ticker symbol "AVAN.U".

CONTACT@AVANTI-ACQUISITION.COM
WWW.AVANTI-ACQUISITION.COM

Sustainability report

2020 the year of ESG investing

1. Our approach

1.1 Our commitment

GBL is an established investment holding company, with over sixty years of stock exchange listing. As a leading European investor, focusing on long-term and sustainable value creation and relying on a stable and supportive family shareholder base, GBL strives to maintain a diversified high-quality portfolio composed of global companies, leaders in their sector, in which it can contribute to value creation by being an engaged professional investor.

Over our long investment horizon, environmental, social and governance ("ESG") factors, including climate change, resource scarcity or diversity have the potential to be significant drivers of risks or opportunities to profitability and shareholder value. A comprehensive investment strategy which accounts for long term trends requires management of investee companies to rigorously engage in reconciling short term versus long term risks and opportunities.

In our view, shareholder value is inextricably linked to the proactive integration of material ESG factors into company culture and strategy. GBL believes that organizations that are agile and able to anticipate, manage and integrate ESG risks and opportunities into their strategy are more likely to create and to preserve value over the long term.

As a patrimonial and engaged investor, GBL believes that responsible investment is key to ensure the best interests for its shareholders and stakeholders, by seeking sustainable growth of its portfolio assets and ultimately long-term value creation.

In that context, ESG considerations are fundamental to the way GBL conducts business, not only in its investment activities, but also notably as a company, an employer and a contributor to the communities in which it operates.

1.2 Our responsible management approach

As an investment holding company, GBL has adopted a twofold approach to its responsible management:

- **GBL as a responsible company:**
  In spite of its non-material direct impact from an environmental and social standpoint (as presented in section 1.4), GBL values ESG responsibility and awareness. The group has a long history of being a responsible employer and consistently demonstrates integrity and strict ethical standards.
- **GBL as a responsible investor:**
  GBL's material impact is primarily indirect, i.e. through the companies composing its portfolio. Incorporating ESG factors into its investment analysis, within both the investment process and the portfolio monitoring, will contribute to enhance GBL's investment performance over the long term.

GBL's responsible management approach has thus been structured on each of these levels through (i) the identification of the most relevant stakeholders and (ii) the materiality assessment of ESG factors. GBL's mid-term ESG objectives and related key performance indicators have been defined similarly, as presented in the following sections.

1.3 Stakeholders

GBL's stakeholders have been identified based on their impact in relation to the group's activities and are primarily composed as follows:

Our key stakeholders

GBL as a responsible company	GBL as a responsible investor
- Employees - Shareholders - Analysts - Regulator - Communities in which the company is established	- Portfolio companies - Institutional investors

Note: GBL's suppliers are primarily consultants and office supply providers, which are not considered material given the limited volume of transactions

GBL has an ongoing dialogue with its key stakeholders, notably through the following interactions:

- employees: day-to-day relationships;
- reference shareholders: meetings of the Board of Directors and its specialized Committees;
- GBL's shareholders (whether individual or institutional): general assembly meetings;
- analysts: primarily meetings held after the annual and half-year results;
- institutional investors: roadshows;
- portfolio companies: meetings of the governance bodies, general assemblies, roadshows…;
- community: direct engagement particularly through philanthropic actions;
- regulator: compliance with regulations in force and applicable to GBL.

1.4 Materiality assessment

A materiality assessment has been conducted in 2019 by GBL, notably based on the group's continuous engagement and interactions with its key stakeholders and their related expectations, to identify the material areas of ESG focus.

Through this materiality assessment, ESG risks are mapped from both perspectives, i.e. at the levels of GBL as a company and as an investor.

Materiality	GBL as a responsible company				GBL as a responsible investor	
	Environmental	Social	Governance		Environmental, Social and Governance	
High risk/Prioritize			- Board and management diversity - Corporate governance - Ethics & Integrity	Subsection 2.1	As a patrimonial and engaged investor focused on long-term value creation in a sustainable manner, GBL embedded ESG responsibilities at all stages of the investment process	Subsection 3
Medium risk/Manage		Employee-related matters: - Diversity and inclusion - Training and development Subsection 2.2				
Low risk/Monitor	GBL considers its impact on the environment as **non-material** as a result of: - No production or distribution activities - A limited headcount of around 50 people Subsection 2.3	- Community involvement - Human rights Subsection 2.2				

1.5 Reporting framework

GBL's choice of reporting frameworks mirrors the twofold responsible management approach described in section 1.2.

GBL as a responsible company	GBL as a responsible investor
The non-financial reporting is inspired by the United Nations Global Compact framework ("UNGC"), which GBL formally committed to in 2018. Adhering to the UNGC and its 10 principles (covering human rights, labour, environment and anti-corruption) allowed GBL to cover all general areas that could be impacted by its activities. This report covering FY2020 has been prepared in accordance with the Global Reporting Initiative Standards ("GRI"): Core option (refer to pages 112 and 113 for the GRI content index) and Sustainability Accounting Standards Board's ("SASB") Financials Sector – Asset Management & Custody Activities (refer to page 114 for the SASB content Index). GBL's climate achievements are reported under the Task Force on Climate-Relation Financial Disclosures requirements (refer to page 115).	Having a long-term and through-the-cycle approach to investing, GBL recognizes the importance of ESG factors in its investment decisions and portfolio monitoring. Since 2020, GBL licenses and applies the SASB Materiality Map® General Issue Categories in its work to support its responsible investment strategy and integration process, allowing ESG issues to be incorporated into investment practices. GBL has been a signatory to the Principles for Responsible Investment since 2018 and has been reporting under this framework for the first time in 2020 on its reporting period covering FY2019.
Reporting detailed in Section 2	Reporting detailed in Section 3

GBL's statutory auditor, Deloitte, performed a review of the non-financial information as disclosed in the sustainability report and verified that it includes all the information required by article 119, § 2 of the Companies Code, which became article 3:32, §2 of the Code on companies and associations on January 1, 2020, and is in accordance with the consolidated financial statements for the financial year ended December 31, 2020. Deloitte does not however express any opinion on the question whether this non-financial information has been established in accordance with the internationally recognised frameworks mentioned in the directors' report on the consolidated financial statements.

PwC has provided ISAE 3000 limited assurance on GBL's assertion that the Annual Report 2020 meets the requirements of the GRI Standards (Core Option). PwC's assurance opinion is available upon request.

1.6 Key performance indicators

GBL's management approach entails the measurement and monitoring of its ESG actions through key performance indicators ("KPIs"). ESG KPIs are derived from the group's key areas of achievements (or "ESG objectives").

Since 2018, ESG KPIs have been structured over a three-year period and approved by GBL's Board of Directors. New ESG KPI related to the implementation of the ESG Policy have been approved by the Board of Directors of March 11th 2021. They will be reviewed annually in the future or in case of changes in the ESG Policy.

These mid-term objectives follow the twofold approach presented in section 1.2. The KPIs monitored by GBL (i) as a responsible company are presented in section 2 pages 102 and 103 and (ii) as a responsible investor in section 3 page 111.

1.7 Responsibilities

CEO and Board of Directors

GBL's Board of Directors reviews and approves the ESG strategic orientations, performance and reporting, whilst:

- the Standing Committee makes recommendations to the Board of Directors including ESG strategic orientations, ESG Policy and related processes, projects and resources;
- the CEO is responsible for the monitoring of the compliance with ESG Policy through a yearly assessment of the performance and efficiency of actions undertaken to pursue GBL's long-term commitments and objectives; and
- the Audit Committee reviews and assesses on a yearly basis the risks inherent to GBL, including ESG-specific risk assessment performed as part of the portfolio monitoring process (see section 3).

ESG Lead

The formal responsibility for ESG matters has been delegated to the Head of ESG. GBL believes however that, in addition to giving the tone at the top, proper ESG integration requires widespread workforce engagement, as corporate culture is key in order to ensure alignment with the group's strategy.

The Board of Directors and the Head of ESG are therefore supported by all corporate functions, primarily:

- the investment team in charge of deploying GBL's ESG approach as a responsible investor at each stage of the investment cycle;
- the communication team; and
- the company secretary and the legal and human resources departments in charge of social and governance matters at GBL level.

1.8 Policies

As a long-term and listed investor, GBL has developed (i) an ESG Policy ("ESG Policy"), (ii) a Diversity & Inclusion Policy ("D&I Policy"), (iii) a Code of Ethics (the "Code"), (iv) a Corporate Governance Charter (the "Charter"), and a Philanthropy Policy ("Philanthropy Policy").

- The ESG policy reflects the core values that guide GBL and the CEO on environmental, social and governance issues. It presents the commitments and implementation guidelines regarding all three ESG pillars.
- The D&I Policy supports and facilitates a diverse and inclusive environment that embraces differences and recognizes their benefits. These differences can be notably age, gender, sexual identity and orientation, disability, ethnicity, cultural and religious backgrounds.
- The Code provides guidance in conducting business activities in accordance with the highest legal, ethical and professional standards. It is made available to all employees and the Directors, and notably covers compliance, responsible management, conflicts of interest, anti-corruption and anti-bribery, relations with third parties, respect at work and non-discrimination.
- GBL has adopted the Charter (as referred to in page 243 of the Governance section) that brings together all of the company's corporate governance rules and particularly the principles governing the conduct of GBL's Directors and its specialised Committees, as well as these bodies' operating rules. This document also includes the Dealing Code, which defines the rules applicable to transactions in GBL shares.
- The Philanthropy Policy offers the framework for GBL philanthropic activities and articulate GBL's community involvement around three key pillars: education, health and environment.

GBL is committed to responsible and transparent communication towards its stakeholders. The ESG policy, the D&I Policy, the Code, the Charter and the Philanthropic Policy are available on its website and form the reference framework applicable to GBL and its holdings. GBL employees are regularly updated on the group's policies.

1.9 Scope

The ESG Policy scope of application ("ESG Scope") applies to Groupe Bruxelles Lambert and its direct and indirect wholly-owned subsidiaries (*"GBL as a responsible company"*).

The companies within GBL's portfolio (whether controlled or not, including Sienna Capital) are included in the ESG Scope under the *"GBL as a responsible investor"* approach.

Those companies identify and address their ESG impacts and associated risks within the framework of their own internal controls and governance. Section 3 hereafter provides an overview of the key sustainability commitments of GBL's portfolio companies, and notably their long-term vision and strategy.

We highlight the fact that the Directive 2014/95/EU on non-financial reporting (transposed into the Belgian law of September 3, 2017) covers the GBL Group and its consolidated operating activities (detailed in pages 159 and 160). As the consolidated operating activities are excluded from the ESG Scope (see above), please refer to their own ESG analysis and reporting on their website:

Imerys	"Sustainable Development" on www.imerys.com
ECP III	www.ergoncapital.com/strategy.php
Webhelp	www.webhelp.com/en-be/about-us/social-responsibility
Sienna Capital	www.sienna-capital.com

The table below summarises the ESG Scope.

GBL as a responsible company	GBL as a responsible investor
GBL and its direct and indirect 100% owned subsidiaries	Listed assets: - adidas, SGS, Pernod Ricard, LafargeHolcim, Umicore, Imerys, GEA, Ontex, Mowi Private assets: - Webhelp, Parques Reunidos, Canyon[1] - Sienna Capital

(1) Canyon to be integrated from FY2021 onwards

2. A responsible company

2.1. Governance

a) Board and management diversity

Commitment

GBL is committed to the proper application of corporate governance provisions. GBL strives to apply diversity to the composition of its governance bodies and this notwithstanding the presence of a controlling shareholder. Therefore, with regards to the selection of new Directors and management, GBL applies diversity criteria and does not tolerate discrimination of any kind in accordance to the D&I Policy.

Implementation

For some years now, GBL has gradually strengthened the presence of women in its Board of Directors which counts six women out of a total of seventeen members. GBL thus respects the quota of a third of its Directors of a different gender that of the rest of the Board required by the law of July 28, 2011, which aims at ensuring diversity within the Boards of Directors of listed companies.

The company also strives to ensure that members of the Board of Directors and the management have various complementary backgrounds in the financial, industry and services sectors and from the national and international academic world. The composition of the Board of Directors and the profiles of its members are detailed in the Governance section on pages 220 to 230.

In addition, the Board of Directors ensures the presence and contribution of independent Directors in sufficient number and quality, thus ensuring the respect of all shareholders' interests.

GBL has otherwise also rejuvenated its Board of Directors in recent years, with the average age of Directors falling from 64 years (end of 2013) to 58.9 years (end of 2020).

b) Corporate governance

Commitment

GBL believes that sound corporate governance is essential to be able to generate long-term sustainable returns and is committed to the highest standards of governance. Responsibilities for ESG are described in section 1 § 1.7.

The rules of conduct for the members of GBL's Board of Directors and of its specialised Committees, as well as the rules governing the functioning of these bodies, are laid out in the Charter (see page 218).

Implementation

Attesting to GBL's priority given to a sound and strong corporate governance, the Board of Directors assesses its own performance every three years based on an individual questionnaire. This questionnaire concerns the size, composition and collective performance of the Board of Directors, as well as the actual contribution of each Director and the Board of Directors' interaction with the CEO. Furthermore, the non-executive Directors meet annually, in the absence of the CEO, to review their interaction with the management.

c) Ethics & Integrity

Commitment

GBL is committed to carrying out its business ethically and in accordance with all applicable laws. This includes the prohibition on the use of illegal practices, including bribery, corruption and market abuse to obtain or retain a commercial advantage.

GBL's core values and business principles are specified in the Code which further indicates to whom all employee can refer to should any question or insecurity arise. The Code indicates limits and elements to be considered for the full compliance to local regulations as well as anti-corruption practices supported by the group.

Implementation

Ethics and integrity are embedded into GBL's day-to-day activities as reflected by the following actions:

- GBL monitors that all employees and Directors are given access to the ESG Policy, the D&I Policy, the Code and the Charter. Yearly training courses are organized for all employees to (i) raise their awareness to GBL's corporate values and related anti-corruption practices and (ii) require them to comply with these policies. In 2020, no incidents related to corruption were reported with regards to GBL and its employees;
- a whistleblowing process is in place within GBL. All the employees can exercise their right to report in a secure manner a violation (actual or potential) of the Code. The reporting is confidential and without any retaliation risk;
- with regards to conflicts of interest, GBL's policy is detailed in pages 231, 244 and 245 of the Governance section;
- any invitation or gift offered or received should remain within acceptable limits in accordance with current practice;
- GBL does not make any political contributions and is not involved in lobbying activities;
- GBL complies with the General Data Protection Regulation, a dedicated European regulation entered into force on May 24, 2018. The group ensures that personal data is protected and that employees receive periodic training.

2.2. Social

a) Employee-related matters

Commitment

GBL has a headcount of approximately 50 people. This allows dialogue to be based on proximity and trust between management and employees.

As an employer, GBL believes that value creation derives, among other things, from its ability to attract and retain talented people with diverse genders, backgrounds and skills and adhering to GBL's ethical values. These talented people are a key asset for GBL as an investment holding company.

GBL commits to the following principles:

- creating a positive and long-term working relationship with its employees;
- providing a diverse and inclusive workplace in which people are treated with mutual respect and dignity as well as fairly;
- providing equal opportunities in employment, appointment and advancement based on appropriate qualifications, requirements and performance;
- ensuring a safe and healthy workplace environment, free from all forms of discrimination.

GBL's D&I Policy develops these principles and further indicates to whom all employees can refer to should any question or doubt arise.

Implementation

GBL's commitment is overseen by the CEO and the Human Resources department. The group strives to create an environment where people are valued, supported and empowered to be successful both personally and professionally. This involves conducting half-year assessments where the development opportunities and career objectives of each employee are discussed and reviewed. Furthermore, GBL gives all individuals the resources to develop their expertise and leadership skills, by supporting and providing training opportunities for its employees' professional development.

All GBL's employees are covered by a collective bargaining agreement.

Furthermore and when feasible, GBL outsources some services to organizations employing people with disabilities.

b) Community involvement - GBL ACT

Commitment

GBL is convinced that it can be successful as a business and create shareholder value only if it seeks to serve all of its stakeholders. This involves conducting business in a way that benefits the communities where GBL is established.

Implementation

In 2020, GBL updated its Philanthropy Policy targeting projects developed in Belgium and articulated around the following three pillars:

- Education
- Health
- Environment

To complement this, GBL created a Philanthropy Committee in 2019 to select the supported projects. GBL employees had the opportunity to present projects that are then analyzed and reviewed by the Philanthropy Committee as described in the Philanthropy Policy.

2019	EUR 1.9 million allocated in 2020	38 more focused projects supported in 2020
Launch of GBL's new Philanthropy Policy and Committee	vs. EUR 1.8 million in 2019	vs. 57 in 2019

c) Human rights

Commitment

Under its commitment to the United Nations Global Compact initiative, GBL recognizes in particular the provisions offered by the UN Guiding Principles on Human Rights and the Organisation of Economic Co-operation and Development ("OECD") Guidelines for Multinational Enterprises.

As a matter of principle, respect for human rights has always been embedded into GBL's responsible management philosophy. The whole of the company must defend this commitment. Direct and indirect human rights impacts are considered during dealings with business partners, where material and relevant.

GBL's commitment to respect human rights is defined in its ESG Policy, its D&I Policy and its Code, includes compliance with all applicable laws, and the group endeavours to support and respect internationally proclaimed human rights.

Implementation

As a diversified investment holding company, GBL recognizes the role it can play in supporting and respecting the universal protection of human rights. It believes that respecting and protecting human rights is fundamental to creating long-term sustainable value.

Implementation efforts at group level include raising awareness of all employees with regards to corporate values and related human rights aspects, including freedom of speech and opinion, paying fair compensation, and absence of discrimination.

2.3. Environment

Commitment

As highlighted in the materiality assessment section (detailed in page 97), GBL has a non-material direct environmental impact.

In spite of this non-material environmental footprint, GBL recognizes its role in:

- promoting environmental values in its operations and in limiting any negative impact within its own scope; and
- acting as a professional investor by embedding in its investment cycle all ESG aspects and notably the environmental one within the portfolio, as described in section 3.

GBL is committed to complying with applicable environmental laws and regulations, and to address and assess, where relevant and applicable, the foreseeable environmental impacts associated with its activities.

Implementation

Over the years, GBL has focused its efforts on resource conservation, energy efficiency and waste management. As a responsible company, GBL remains committed to continually reducing its low direct impact on the environment and at the level of portfolio companies, GBL supports the environmental management initiatives (as described in section 3). In addition, GBL promotes leading energy efficiency, clean mobility and waste management practices at its head office. As an illustration, its premises have been fully renovated to reduce their energy consumption. From 2021 onwards, GBL will ban internal combustion engine vehicles from newly acquired employees' fleet of vehicles in profit of hybrid or electric engine powered vehicles.

In spite of its non-material environmental impact, GBL aims at minimizing its carbon footprint as a way to contribute to the global effort and act as an example vis-à-vis its portfolio companies. Please refer to § 2.4 for a detailed insight on GBL climate commitments and implementation.

Finally, all GBL employees are expected to be mindful of the environmental impact of the company and to respect the commitments made in this area. Through its commitment in an environmental approach, the group raises its employees' awareness by promoting ecological gestures such as the usage of water fountains and the paper reduction and / or recycling at the office.

2.4. Climate Change

Considering the challenges and threats offered by climate change, GBL publicly endorses the Paris Agreement under the United Nations Framework Convention on Climate Change ("UNFCCC") and supports the adoption of the Task Force on Climate-Related Financial Disclosures ("TCFD") recommendations and the development of long-term adaptation and mitigation climate strategies for GBL and its portfolio of participations in order to progressively align financial markets with climate goals.

Governance

As part of the oversight of the ESG risks and strategy, GBL's Board of Directors is involved on an ongoing basis in the assessment of GBL and its portfolio of participations exposure to climate change risks and opportunities.

Considering the nature of climate risks, their structural impacts on the overall economy and potential impact on long term financial asset valuations, GBL's Board of Directors includes climate risk exposure and opportunities as an integral part of its overall assessment of the portfolio rotation strategy.

In that process, the Board of Directors is also supported by the annual review of ESG risks (cf. "ESG risk assessment") including climate risk as a standard risk across all participations carried out by the Audit Committee.

Climate-related managerial responsibilities fall under the similar ESG organization as described in the paragraph 1.7 of this section and in GBL's ESG Policy document available on GBL's website. Climate related regulation development monitoring, climate risks assessment in ESG due diligence prior to investment, portfolio companies' engagement on climate risks and opportunities and climate achievements are an integral part of the ESG integration process supervised by GBL's CEO, the Head of Investments and the Head of ESG.

Strategy, business model, outlook

As described in section 2.3, as an investment holding company and due to the nature of its activity, GBL has a non-material direct climate impact. In spite of its non-material climate impact, GBL aims at minimizing its carbon footprint as a way to contribute to the global effort and act as an example vis-à-vis its portfolio companies. In FY2020, GBL achieved a climate-neutrality company status by offsetting its carbon footprint and aims to maintain such status going forward.

As an investment company deploying permanent capital, the climate challenge and opportunity lay primarily for GBL in its ability to ensure the alignment of its existing portfolio of participations to the long term carbon trajectory induced by the Paris Agreement and the investment in assets benefiting from this structural shift. For that aim, GBL will commit to the Science Based Target initiative ("SBTi") in 2021 with the target to ensure that our portfolio of participations all have in place a SBTi-aligned climate strategy with associated carbon emissions reduction target(s) by 2030.

Risk management

As highlighted above and in the graph on page 110, GBL is conducting on an annual basis an ESG risk assessment of its portfolio of participations. Leveraging on company data, proprietary data, ESG reports and market data (typically CDP annual questionnaire), climate risks exposure including the physical risk, climate impact and climate risk management are assessed to determine a likelihood score, the inherent impact and mitigation factors.

The adjusted risk assessment integrates GBL in-house knowledge of the portfolio companies and the carbon profile of their peers and sectors.

The results of this assessment are reported on a yearly basis to the Audit Committee and ultimately to the Board of Directors and, in case of material climate risks identified in the context of this assessment, they are monitored by GBL's representatives in the governance bodies of the portfolio companies.

In order to deepen and to broaden its climate risk assessment, GBL's Board of Directors launched in 2020 an in-depth climate risk analysis focusing on the physical impact of climate change on its portfolio of participations. This assessment is notably aiming at (i) mapping the climate impact, (ii) identifying the portfolio's maturity degree on that matter and its exposure to carbon pricing mechanisms, (iii) understanding the portfolio's exposure to physical and climate transition risks and ultimately (iv) feeding GBL's ESG risk management process and investment strategies.

In 2020, 3 participations representing 39% of NAV (ESG scope) and 98% of GBL "Scope 3 – emissions from investments" have been covered by GBL's climate physical risk assessment. The assessment is ongoing for 3 additional portfolio companies with the aim to reach 100% coverage (ESG scope) by 2022.

Metrics & targets

Please refer to the "Key performance indicators – GBL as a Responsible Company" on pages 102 and 103.

2.5. ESG competence building efforts

GBL ensures an adequate level of training and competence building efforts for the different functions involved in the implementation of its ESG Policy. Beyond the regular interaction with the Board of Directors on ESG topics as described above, a yearly ESG session is organized for the Board of Directors on ESG topics while GBL's executives and the workforce benefit from periodic training sessions.

GBL strongly encourages its investment professionals to strengthen their ESG awareness and skills in understanding the link between financially material sustainability information and a company's capabilities to drive value. In that process and beyond the internal trainings offered, GBL actively supports them to acquire the Fundamentals of Sustainability Accounting Credentials and certification.

In order to promote ESG best practices and knowledge sharing on latest ESG trends, GBL organizes on a yearly basis an "ESG Day" gathering ESG Professionals and Executives from GBL and its portfolio of participations.

Key performance indicators

GBL as a responsible company

UNGC Principle	SASB	KPI	Objective	2020	2019
		Governance	**Objective**		
		a) Board and management diversity			
		% of women on the Board of Directors	33	**35**	33
		Directors have various complementary backgrounds in the financial, industry and services sectors and from the national and international academic world	yes	**yes**	yes
		# of independent Directors on the Board of Directors	5	**5**	5
		Average age of Directors		**59**	59
		% of Directors under 30 years old		**0**	0
		% of Directors between 30 and 50 years old		**28**	22
		% of Directors over 50 years old		**72**	78
		b) Corporate governance			
		% of independent Directors on the Audit Committee	50	**60**	60
		The chair of the Audit Committee is held by an independent Director	yes	**yes**	yes
		% of independent Directors on the Nomination, Remuneration and Governance Committee	50	**60**	60
		c) Ethics & Integrity			
10 Business should work against corruption in all its forms, including extortion and bribery.		A yearly training course is organized for all employees	yes	**yes**	yes
		# of confirmed incidents of corruption	0	**0**	0
		# of confirmed incidents in which employees were dismissed or disciplined for corruption	0	**0**	0
		# of confirmed incidents when contracts with business partners were terminated or not renewed due to violation related to corruption	0	**0**	0
		# of public legal cases regarding corruption brought against the organisation or its employees	0	**0**	0
		# of reports received through the whistleblowing process	0	**0**	0
	V	# of employees with record of investment-related investigations	0	**0**	0
	V	Total amount of monetary losses as a result of legal proceedings associated with fraud, insider trading, anti-trust, anti-competitive behavior, market manipulation, malpractice, or other related financial industry laws or regulations	0	**0**	0

UNGC Principle	SASB	KPI	Objective	2020	2019
		Social	**Objective**		
		a) Employee-related matters [2]			
3 Business should uphold the freedom of association and the effective recognition of the right to collective bargaining [1]; 4 The elimination of all forms of forced and compulsory labour; 5 The effective abolition of child labour; and 6 The elimination of discrimination in respect of employment and occupation.		Average employee (full time equivalent)		**46.5**	42.7
	V	% of women (full time equivalent) – C-level position		**25**	25
	V	% of women (full time equivalent) – Management position		**23**	21
	V	% of women (full time equivalent) – Workforce position		**63**	65
		% of permanent contracts at year-end		**95.9**	95.6
		Average number of training hours per employee		**7.1**	12.9
		% of employees receiving regular performance review		**100**	100
		% of employees with higher education (university/graduate level) background at year-end		**84.9**	85.2
		Employee turnover excluding retirements (in %)		**8.8**	11.2
		# of interns during the year (full time equivalent)		**2.0**	1.7
		# of nationalities		**8**	6
		Average age of employees		**42.3**	42.1
		% of employees under 30 years old		**18**	15
		% of employees between 30 and 50 years old		**56**	61
		% of employees over 50 years old		**26**	24
		b) Community involvement			
		Total contributions (in EUR million)		**1.9**	1.8
		Number of supported projects		**38**	57
		c) Human rights			
1 Business should support and respect the protection of internationally proclaimed human rights; and 2 Make sure they are not complicit in human rights abuses.		All employees and Directors have access to the ESG Policy, the Diversity & Inclusion Policy, the Code of Ethics, the Charter and the Philanthropy Policy		**yes**	yes
		Environment			
7 Business should support a precautionary approach to environmental challenges;		As a holding company without production or distribution activities and with a limited headcount of around 50, GBL does not have a material direct environmental impact			
8 Undertake initiatives to promote greater environmental responsibility; and		GHG Emissions Scope 1 (direct emissions) - (in ktCO2e)		**0.1**	0.2
		GHG Emissions Scope 2 (indirect emissions) - (in ktCO2e)		**0.1**	0.1
		GHG Emissions Scope 3 (business travel) - (in ktCO2e)		**0.3**	0.6
9 Encourage the development and diffusion of environmentally friendly technologies.		GHG Emissions Scope 3 (emissions from investments)- (in ktCO2e) [3]		-	12,905.6

(1) GBL respects the right of employees to enter into an association. The group has no works council given that the regulatory thresholds are not met
(2) KPIs computed based on Groupe Bruxelles Lambert and its subsidiaries as defined in section 1.9 Scope (see page 98 for more information)
(3) At the time of the completion of the Annual Report, GHG Emissions Scope 3 (emissions from investments) for FY2020 have not been publicly disclosed by most of our participations. GBL Emissions Scope 3 (emissions from investments) for FY2020 will be communicated at a later stage during the year under the annual CDP reporting process

GBL | ACT

In 2020, GBL ACT made its largest ever contribution to civil society, pledging EUR 1.9 million across 38 projects in the fields of education, health and environment.

Giving meaning to growth and paying it forward are key parts of our DNA.

These values also underpin our commitment to civil society and guide our sponsorship decisions.

By actively accompanying and supporting a number of projects in the fields of education, health and environment, we want to make an impact and help build a better world for future generations.

This sponsorship policy is organized around four main themes, which determine both our choice of projects and how we support them.

- Firstly, our commitment starts at home: most of the projects we support are Belgian and have a positive effect on our society and everyone that lives here. Today and tomorrow.
- It is then translated into concrete action. Our aim is not to interfere in how the projects we select are run. We simply want to support them financially and help them achieve their goals.
- We are in it for the long haul. While we know the importance of making an immediate impact, we prioritize sustainable projects with a long-term vision.
- Finally, our commitment takes shape through agile, coherent and responsible management. Because when we make a commitment, we throw ourselves into it, wholeheartedly, unwaveringly, and by promoting direct contact, communication and community.

Acting today for a better tomorrow

Saint-Pierre University Hospital

GBL ACT released emergency funds to help hospitals manage the COVID-19 health crisis. EUR 0.5 million was allocated to four Brussels hospitals in the first half of 2020, including Saint-Pierre University Hospital.

The capital's public health actor has two roles: it is not only a community-based public hospital providing high-quality care that is accessible to all, but also a reference centre for education and research.

It has been on the front lines during the Covid-19 crisis, having admitted more than 800 Covid patients, including almost 100 in intensive care units, during the first wave of the pandemic. In response to this huge influx of patients, the hospital quickly made a call for donations to allow it to set up and equip a new intensive care unit.

Support from donors, including GBL, enabled it to purchase around 10 additional respirators and all the equipment it needed to open the new unit on March 26. At the peak of the crisis, the hospital had a daily capacity of up to 125 Covid patients in inpatient units and another 33 in intensive care units.

SUGi

SUGi is a citizen platform that plants forests in the heart of cities around the world, helping restore biodiversity in urban areas.

Based on the research of botanist Doctor Akira Miyawaki, it works to naturally replenish forest ecosystems in small areas in just two years.

With the support of GBL, SUGi Belgium and its forest maker Nicolas de Brabandère launched a forest restoration project in Pontisse, near Liège.

With the help of their families, the community's children planted 26 different types of native trees and shrubs in what they now call 'Charlemagne's forest'.

This forest is the cornerstone of a bigger community project spanning 50 years, which includes a church, a school, a sports hall, a public garden and a cycle lane, which will benefit all residents.

And – more broadly and sustainably – society, the climate and the planet.

Water classes

As water is a vital and fragile resource that we need to protect, the non-profit organization Good Planet has created 'water classes'. These classes educate primary school children about water, making them 'hydro-citizens' by the end of the course.

In 2020, GBL ACT's decision to support Good Planet Belgium resulted in 800 new hydro-citizens.

In 2021, the aim is to train 1,000 new future hydro-citizens and to raise awareness of this key environmental challenge among nearly 8,000 students, both in the classroom and beyond. This project, supported by GBL, is already well established in the Wallonia region, and now has its sights set on Brussels and Flanders.

Responsible investment

GBL, one of the most solid forms of

ESG integration

opportunity in the financial industry

3. A responsible investor

3.1. Commitment

As a long term financial investor, understanding ESG issues allows GBL to reduce risks and capture opportunities in portfolio management and to contribute in order to enhance GBL's investment performance over the long term. GBL believes that the integration of ESG factors into the investment analysis and management of its participations is supporting better risk adjusted return for our portfolio of participations.

ESG integration is primarily carried out by the Investments Department and GBL's investment professionals under the supervision of the Head of Investments and the Head of ESG. The Head of ESG, in coordination with the Head of Investments, works across the organization to support investment analysis on the impact of ESG factors and conduct research on industry standards and best practices.

In that regard, we view the materiality framework developed by the Sustainability and Accountability Standards Board ("SASB") as a key supporting framework to structure and develop GBL's proprietary approach of ESG risk analysis. Since 2020, GBL licences and applies the SASB Materiality Map® General Issue Categories in its work.

The Head of ESG and the Investments team support GBL's role as an active and engaged owner. Paramount to our asset owner positioning, GBL seeks to build core shareholding positions with the adequate governance. The potential to become a reference shareholder and exercise influence, the potential to gain board representation and the ability to leverage a strong management team are clear and undisputed investment criteria for GBL that support directly our ability to work in a unique way alongside our portfolio of participations on ESG.

Considering the nature of our core business and the long-term investment time horizon characterizing GBL investment holdings, GBL's ESG integration process encompasses the following key steps in the investment process:

- investment universe definition;
- pre-investment phase ESG risk identification;
- post investment ESG integration and on-going portfolio monitoring;
- voting and stewardship;
- transparency and reporting.

3.2. Exclusion policy

GBL acts in accordance with domestic and international laws, bans, treaties and applicable embargoes to define its investment universe. Beyond these legal requirements, GBL will also consider the following exclusion criteria when assessing potential investments (please refer to the ESG Policy published on GBL website for more detailed information on the exclusion criteria).

- **Controversial behavior and legally required exclusions:** as a signatory of the United Nations Global Compact, ("UNGC") and recognizing the provisions included in the United Nations Guiding Principles for Business and Human Rights and the OECD Guidelines for Multinational Entreprises, GBL will assess the behavior of organisations in accordance with these frameworks and exclude investments in organisations involved in severe breaches of these principles.
- **Controversial weapons:** GBL excludes investments in organisations directly involved in the development, production, maintenance and trading of controversial weapons.
- **Pornography:** GBL does not wish to be associated with any business where human rights are violated. GBL excludes direct investments in organisations involved in the pornography, prostitution and sex industries.
- **Tobacco:** Considering public health concerns associated with tobacco, but also human rights abuses, poverty impact, environmental consequences, and the substantial economic cost associated with tobacco, GBL excludes direct investments in organisations involved in the production, supply and sale of tobacco products.
- **Fossil fuels:** as coal is the biggest contributor to climate change derived from human activity, GBL excludes direct investments (i) in organisations involved in the development of new thermal coal capacities in mining, production, utilities or transportation infrastructure, (ii) in organisations generating more than 25% of their revenues in thermal coal transportation or thermal power generation without a climate strategy in line with the Paris Agreement. Considering the environmental damages, social cost and carbon profile associated with non-conventional oil and gas exploration and production and in particular oil sands, GBL excludes investments in organisations deriving more than 5% of its revenues from exploration and production, trading, storage or transportation of non-conventional oil and gas products.

The compliance of the existing portfolio of participations with the GBL Exclusion Policy is reviewed on an annual basis. We expect the management team and governance entities of our portfolio of participations to carefully assess their direct and indirect exposures to such controversial activities and to take appropriate actions in order to protect their reputation, license to operate, access to financial markets and shareholder returns.

3.3. Pre-investment phase ESG risk identification

ESG integration starts with the identification and recognition of ESG risks at the very early stage of the investment process. Potential investment targets are therefore initially screened for compliance with the exclusion policy described above and then potential eligible investment targets are screened under a 2 step approach:

1. Initial ESG risk assessment using the GBL Proprietary ESG rating framework;
2. In-depth ESG risk assessment and due diligence.

GBL Proprietary ESG rating

The GBL Proprietary ESG rating supports ESG integration. It leverages fully automated ESG rating production methodology to validate the relevance of an investment opportunity and potential further resources allocation. It opens the path to constructive discussions internally and with the targeted companies in the second stage of the ESG risk assessment and due diligence process.

The GBL Proprietary ESG rating is structured around four dimensions to capture the different insights offered by ESG analysis: potential publicly available external ESG ratings, ESG momentum, ESG controversies and ESG materiality (structured around the SASB Materiality Map® General Issue Categories).

The GBL Proprietary ESG rating gives direct access to key ESG risks and achievements in the most critical part of the ESG spectrum such as corporate governance, controversies, climate and diversity risks or SASB Materiality Map® General Issue Categories related metrics.

We differ from established ESG research practices due to our strong focus on ESG controversies (in absolute number and in severity) and the fact that since 2020, GBL licences and applies the SASB Materiality Map® General Issue Categories in its assessment of ESG operational performance and materiality.

The initial ESG risk assessment is produced in-house using the GBL Proprietary ESG rating tool. It provides GBL's investment team with a proprietary ESG risk rating on a scale from AAA (highest rating) to CCC (lowest rating). Companies with an ESG rating at B or CCC are excluded from the investment universe.

In-depth ESG due diligence

On the basis of the initial findings, the CEO can make the decision to further allocate resources and to conduct in-depth ESG due diligence on a potential investment. This analysis will be carried out internally by GBL's Investment team and GBL's Head of ESG with the potential support from third party ESG specialists.

The scope of the ESG due diligence and the nature of the work will be defined in reference to the SASB Materiality Map® General Issue Categories and industry knowledge. It can typically include the following areas:

- **from an environmental perspective:** resource efficiency, pollution prevention and management, ecosystems and biodiversity, climate change, environmental supplier and procurement standards, environmental product responsibility, etc.;
- **from a social and governance perspective:** labor rights and working conditions, human rights and livelihoods, social supplier and procurement standards, business ethics and governance, customer and product responsibility, etc.

The results of the in-depth ESG due diligence are integrated in the investment analysis, the financial modelling and the equity valuation process. The investment memo summarizing the recommendation of the CEO and covering the ESG risk assessment is submitted by the CEO to GBL's Board of Directors for decision following a positive recommendation from GBL's Standing Committee.

3.4. Post-investment ESG integration

GBL has an engaged ownership approach in the companies in which it invests and ensures through direct engagement with their governance bodies that they are managed in a manner consistent with its responsible management philosophy, including its Code and ESG Policy.

Publicly listed assets

In the case of listed assets, the findings of the ESG due diligence support the engagement with the governance bodies and the management of the invested company on potential ESG risks and opportunities.

Privately owned assets

In the case of privately owned assets, the findings of the ESG due diligence are integrated in the 100-day action plan on the acquired asset. Particular attention is given to ESG responsibilities in the newly acquired entities and GBL ensures that the ESG responsibilities are clearly defined at the Board of Directors' level and across the organization in order to ensure successful implementation of the ESG component of the 100-day action plan.

The ability of GBL's investment team to execute on the implementation of the 100 day action plan including the ESG strategy remains paramount to the investment decision.

Ongoing ESG engagement with portfolio companies

Each portfolio company remains responsible for developing its own ESG policies, programs and key performance measures. This is monitored by GBL's investment team as part of the asset rotation guidelines. GBL believes, however, that it is necessary to promote common guidelines on responsible management within its various shareholdings.

In case of an incident arising at the level of a portfolio company and being reported to GBL through its governance bodies, monitoring would be ensured by GBL's representative(s) within the relevant governance body, with the assistance of the relevant advisers. Any significant incident would be discussed, reviewed and monitored by the relevant reporting levels at GBL (including the CEO, the Chief Legal Officer, the Head of Investments and the Head of ESG).

Periodic review of ESG risks

In order to monitor appropriately its portfolio from an ESG perspective, GBL conducts on a yearly basis an in-depth risk assessment focusing on its portfolio companies. This risk assessment, the process of which is detailed in chart in page 110, has been structured by GBL to combine information from third-party ESG rating reports and market data with proprietary data derived from (i) GBL's in-house Compliance questionnaire and (ii) the knowledge and expertise of GBL's investment team on the portfolio companies and, more generally, their sectors.

On that basis, and leveraging the fact that GBL licenses and applies the SASB Materiality Map® General Issue Categories in its work, GBL's ESG risk assessment does cover a wide scope of ESG factors including:

- **from an environmental perspective:** Resource efficiency, pollution prevention and management, ecosystems and biodiversity, climate change, environmental supplier and procurement standards, environmental product responsibility, etc;
- **from a social and governance perspective:** Labor rights and working conditions, human rights and livelihoods, social supplier and procurement standards, business ethics and governance, customer and product responsibility, etc.

This assessment aims at identifying, for each portfolio company, its key ESG risks, and, if assessed as material, (i) translating them into potential adjustments to the investment theses, (ii) reporting them to GBL's Audit Committee and ultimately to GBL's Board of Directors, and (iii) ensuring their monitoring by GBL's representatives through the governance bodies of the portfolio companies.

3.5. Voting and stewardship

As a long-term professional shareholder, GBL believes that promoting good corporate governance standards, social responsibility and environmental stewardship is an essential part of its ownership responsibilities.

Corporate governance refers to the system by which a corporation is directed and controlled. It relates to the functioning of the Board of Directors, supervision and control mechanisms, their inter-relationships and their relations with stakeholders. Good corporate governance creates the framework ensuring that a corporation is managed in the long-term interest of shareholders. Therefore GBL expects all participations in which we invest to comply with high corporate governance standards.

Voting is an integral part of this effort and we intend to exercise our votes attached to all our investments. The analysis of the voting resolutions is carried out by the Investment team considering the overall investment strategy defined for the portfolio company.

Considering the influence we exercise on our portfolio companies due to the relative size of our shareholding and our involvement in their various governance entities of the companies, we have the ability to preemptively review, amend, adjust and validate the content of the resolutions submitted for vote, and we will support them.

GBL management intends to participate physically in the shareholder meetings but depending on the conditions, may also favor to exercise its vote by mail, procuration or any electronic format compliant with the local regulation and legal dispositions.

3.6. Transparency and reporting

Transparency supported by leading international sustainability reporting frameworks

GBL complies with the relevant local and European regulatory requirements for non-financial disclosure in its financial communication. Voluntary disclosures of non-financial information under commonly accepted international frameworks support an efficient allocation of capital and, GBL commits for its own listing to produce transparent non-financial information under the Global Reporting Initiative ("GRI") Standards Core option, the Sustainability Accounting Standards Board ("SASB") standards and the Task Force on Climate-related Financial Disclosures ("TCFD") requirements.

We also expect our participations to disclose financially relevant and material ESG factors to allow investors to better understand, evaluate and assess potential risk and opportunities, including the potential impact of ESG factors on the company's performance. GBL supports the alignment of its participations' non-financial reporting practices with the SASB and TCFD requirements and expect such practices to be in place by FY2022. Transparency shall be enhanced by the implementation of an assurance process covering the data collection processes and the data quality.

Beyond the non-financial information disclosure in regulatory filing and our annual integrated report, from 2021 onward, GBL will also disclose its achievements in responsible investment under the PRI annual reporting process and in the climate space under the CDP annual reporting process. We encourage our stakeholders to refer to these submissions for more information on our practices and achievements.

Relationship with ESG rating companies and the role of sustainable finance

As a long-term institutional, patrimonial and engaged investor, GBL strives to build organizations that are agile and able to anticipate, manage and integrate ESG risks and opportunities into their strategy. We strongly believe in the ability of the financial markets to value such achievements.

Considering the lack of regulatory oversight, methodological inconsistencies, structural underperformance of some ESG ratings, ESG rating questionnaire fatigue experienced by many corporates at odds with the rise of artificial intelligence capabilities, and the massive burden on resources that should rather be directed to internal ESG efforts, GBL is rationalizing it interactions with ESG rating providers and will selectively concentrate its interactions with a select few. Therefore, going forward, GBL's efforts will be restricted to Sustainalytics and MSCI. Considering the rise of ESG rating capabilities at credit rating agencies, this will be reviewed on an annual basis.

Beyond GBL, we strongly encourage our participations to operate such selectivity vis-à-vis ESG rating providers and to seek more direct pricing and validation of their ESG achievements by the financial markets via the issuance of sustainable finance products, in line with their financial needs and ESG capabilities.

ESG risk assessment

Stage 1 - Data collection

Company data

Public information made available by the portfolio companies (Annual Reports, Sustainability Reports, etc)

Proprietary data

In-house compliance questionnaire sent by GBL representative in the governance bodies to portfolio companies (the "Compliance Review")

ESG reports

Information derived from reports issued by a tier 1 third-party ESG rating provider (the "ESG rating Provider")

Market data

Statistics and analyses collected by GBL's third-party ESG expert (the "ESG Expert") on impacts related to the risks identified by the ESG rating Provider or during the "Compliance Review"

Stage 2 - Initial risk assessment

Risk exposure assessment

Using the risk exposure scores in the ESG rating reports

Using market data and the SASB Materiality Map® General Issue Categories if no ESG rating report available

Likelihood score

Impact assessment

Assessment by the ESG Expert of impacts based on the following impact categories:

- Financial
- Compliance / legal
- Reputational
- Business-related

Inherent impact

Risk management assessment

Using the risk management scores in the ESG-rating reports

Adjusting the scores based on answers received in the context of the Compliance Review

Mitigation factor

Stage 3 - Adjusted risk assessment

Input from GBL's investment team

Review and adjustments based on in-house knowledge of the portfolio companies and their sectors

Adjusted inherent impact

Adjusted mitigation factor

Likelihood score

Residual impact score

ESG risk mapping

For each portfolio company, mapping the key risks (based on their probability of occurrence and impact assessment)

Stage 4 - Reporting

GBL's Audit Committee

Review of the ESG risk mapping by portfolio company

GBL's Board of Directors

Presentation of the key risks in the context of the review of the ESG mid-term objectives

Portfolio companies

Key risks to be monitored by GBL's representatives in the governance bodies of the portfolio companies

Assessment extracted from the ESG rating reports

Analysis performed by the ESG Expert

Actions and analyses performed by GBL

Key performance indicators

GBL as a responsible investor

	Underlying rationale	SASB	Objective	Target	2020	2019
ESG Integration	Incorporation of Environmental, Social, and Governance Factors in Investment Management & Advisory	V	Amount of assets under management, by asset class, that employ integration of environmental, social, and governance (ESG) issues, sustainability themed investing, and screening		**100% NAV**	100% NAV
Training team	GBL believes in widespread workforce engagement to ensure proper integration of its ESG strategy	V	GBL employees involved in the investment process and portfolio monitoring participate to annual ESG awareness training	yes	**yes**	yes
Investment process	GBL takes a prudent approach to risk and incorporates the analysis of ESG aspects into its investment process which leads to invest in companies with sustainable business models	V	% of company's portfolio compliant with exclusion policy	100	**100**	100
		V	% of new investments in private assets covered by GBL ESG Rating tool and ESG due diligence during the pre-investment phase	100	**100**	-
		V	% of new investments in listed assets covered by ESG Rating tool and ESG due diligence during the pre-investment phase	100	**100**	-
Portfolio monitoring	GBL believes that it is necessary to promote common guidelines on sustainable development and responsible management within its participations. ESG is part of key performance measures tracked by its investment team, alongside other traditional financial indicators	V	% of portfolio covered by the yearly ESG risk assessment	100	**100**	100
		V	% of answers received from the portfolio companies with regards to the Compliance questionnaire	100	**100**	100
		V	Review of ESG positioning of portfolio companies vs. peers phased over 2020-2022	100	**100**	-
		V	Climate impact & transition assessment by a third party (3 years program 2020-2022)	100	**39**	-
		V	% GBL greenhouse gas emissions - Scope 3 Investment - covered by climate impact & transition assessment by a third party (3 years program 2020-2022)	100	**98**	-
	Calculation methodology: percentages calculated based on the portfolio value					
At portfolio companies' level	Portfolio companies (excluding Sienna Capital): GBL requires that practices in relation to environmental, social and governance responsibility are ensured at the level of potential targets and portfolio companies, consistently with the international standards	V	% of portfolio companies for which efficient governance bodies are and remain in place, including the Audit Committee, through which GBL seeks appropriate disclosure on ESG issues	100	**100**	100
		V	% of portfolio companies for which an ESG strategy has been defined	100	**100**	100
		V	% of portfolio companies having a whistleblowing system in place	100	**100**	100
		V	% of portfolio companies having a Code of Ethics and/or Conduct in place	100	**100**	100
		V	% of portfolio companies disclosing an anti-bribery and/or corruption policy	100	**100**	100
		V	% of portfolio companies for which an employee satisfaction survey is performed	100	**100**	89
		V	% of portfolio companies reporting under SASB	100	**6**	0
		V	% of portfolio companies reporting on climate risks under TCFD requirements	100	**56**	13
		V	% of portfolio companies with SBTI in place	100	**59**	44
		V	% of portfolio companies reporting to CDP	100	**99**	89
	Calculation methodology: percentages calculated based on the portfolio value excluding Sienna Capital					
	Sienna Capital		Sienna Capital to commit to UNPRI by 2020	yes	**yes**	-
			ESG Due diligence on external investment managers	100	**100**	-
GBL as investor of its portfolio companies	Being an engaged and responsible investor, GBL aims at exercising its influence within the governance bodies and the General Shareholders' Meetings of its portfolio companies. GBL's representatives attend and actively participate in governance bodies' and General Shareholder's Meetings.	V	% of participation (attendance and vote) by GBL representatives to the Board of Directors meeting of portfolio companies	100	**100**	100
		V	% of participation (attendance and vote) by GBL representatives to the meetings of the Audit, Strategic and Nomination & Remuneration Committees of portfolio companies (if relevant)	100	**100**	100
		V	% of participation (attendance and vote) by GBL representatives to the Annual General Meeting of the shareholders of portfolio companies	100	**100**	100
	Calculation methodology: percentages calculated based on the portfolio value and excluding Sienna Capital and the companies into which GBL is not represented					

GRI content index

GBL's sustainability report has been prepared as part of the Annual Report 2020 in accordance with (i) the Directive 2014/95/EU on non-financial reporting (transposed into the Belgian law of September 3, 2017) and (ii) the GRI Standards - Core option. That report covers the calendar year 2020 (i.e. from January 1, 2020 to December 31, 2020).

GBL's statutory auditor, Deloitte, performed a review of the non-financial information as disclosed in the sustainability report and verified that it includes all the information required by article 119, § 2 of the Companies Code, which became article 3:32, §2 of the Code on companies and associations on January 1, 2020, and is in accordance with the consolidated financial statements for the financial year ended December 31, 2020. Deloitte do however not express any opinion on the question whether this non-financial information has been established in accordance with the internationally recognised frameworks mentioned in the directors' report on the consolidated financial statements.

PwC has provided ISAE 3000 limited assurance on GBL's assertion that the Annual Report 2020 meets the requirements of the GRI Standards (Core Option). PwC's assurance opinion is available upon request.

GRI content index - General Disclosures & Material topics

GRI Standard	Disclosure	Page	Comment / Omission
General Disclosures			
	Organizational profile		
102-1	Name of the organization	Back cover	
102-2	Activities, brands, products, and services	2, 6-7, 14-37	
102-3	Location of headquarters	Back cover	
102-4	Location of operations	Back cover	
102-5	Ownership and legal form	130-135, 246-250	
102-6	Markets served	14-37	
102-7	Scale of the organization	102-103, 130-135, 136-146	
102-8	Information on employees and other workers	100, 102-103	Given the limited headcount of around 50 people, GBL considers that the breakdown of the total number of employees by region is neither significant nor relevant.
102-9	Supply chain	100	As an investment holding company, GBL has no production or distribution operations. GBL's main suppliers are primarily consultants and office supply providers, which are not considered material given the limited volume of transactions
102-10	Significant changes to the organization and its supply chain	10	No significant changes in the organization and its supply chain during the reporting period
102-11	Precautionary Principle or approach	96-98	
102-12	External initiatives	96-98, 104-105, 107	
102-13	Membership of associations	96-98, 104-105, 107	FEB
	Strategy		
102-14	Statement from senior decision-maker	8-13, 26-27	
	Ethics and integrity		
102-16	Values, principles, standards, and norms of behavior	2, 94-115	
	Governance		
102-18	Governance structure	94-115, 218-254	
	Stakeholder engagement		
102-40	List of stakeholder groups	96	
102-41	Collective bargaining agreements	100	
102-42	Identifying and selecting stakeholders	96	
102-43	Approach to stakeholder engagement	96	
102-44	Key topics and concerns raised	94-115	
	Reporting practice		
102-45	Entities included in the consolidated financial statements	98, 159-160	
102-46	Defining report content and topic Boundaries	94-115	

GRI Standard	Disclosure	Page	Comment / Omission
102-47	List of material topics	94-115	
102-48	Restatements of information	112	
102-49	Changes in reporting	112	
102-50	Reporting period	112	
102-51	Date of most recent report	112	
102-52	Reporting cycle	112	
102-53	Contact point for questions regarding the report	5	
102-54	Claims of reporting in accordance with the GRI Standards	97	
102-55	GRI content index	112	
102-56	External assurance	112	
Material topics			
	Long-term value creation in a sustainable manner		
103-1	Explanation of the material topic and its Boundary	94-115	
103-2	The management approach and its components	2, 8-37, 122-129	
103-3	Evaluation of the management approach	6-7, 14-37, 94-115	
201-1	Direct economic value generated and distributed	130-135, 136-146	
	Ethics & Integrity		
103-1	Explanation of the material topic and its Boundary	94-115	
103-2	The management approach and its components	2, 94-115	
103-3	Evaluation of the management approach	94-115	
205-1	Operations assessed for risks related to corruption	94-115, 125	
205-2	Communication and training about anti-corruption policies and procedures	94-115	
205-3	Confirmed incidents of corruption and actions taken	102-103	
	Training and development		
103-1	Explanation of the material topic and its Boundary	94-115	
103-2	The management approach and its components	2, 94-115	
103-3	Evaluation of the management approach	94-115	
404-1	Average hours of training per year per employee	102-103	
404-3	Percentage of employees receiving regular performance and career development reviews	102-103	
	Diversity and Inclusion / Board composition		
103-1	Explanation of the material topic and its Boundary	94-115	
103-2	The management approach and its components	2, 94-115	
103-3	Evaluation of the management approach	94-115	
405-1	Diversity of governance bodies and employees	102-103, 222-254	
	Patrimonial and active investor		
103-1	Explanation of the material topic and its Boundary	94-115	
103-2	The management approach and its components	94-115	
103-3	Evaluation of the management approach	94-115	
FS10	Percentage and number of companies held in the institution’s portfolio with which the reporting organization has interacted on environmental or social issues	106-115	
FS11	Percentage of assets subject to positive and negative environmental or social screening	106-115	

Sustainability Account Standard Board – Asset management & custody activity - Content index

SASB	Accounting metric	Page	Comments / Omission
Transparent Information & Fair Advice for Customers			
FN-AC-270a.1	(1) Number and (2) percentage of covered employees with a record of investment-related investigations, consumer-initiated complaints, private civil litigations, or other regulatory proceedings	102-103	
FN-AC-270a.2	Total amount of monetary losses as a result of legal proceedings associated with marketing and communication of financial product related information to new and returning customers	-	Item not relevant for GBL (question specific to asset managers distributing collective investment vehicles to clients)
FN-AC-270a.3	Description of approach to informing customers about products and services	-	Item not relevant for GBL (question specific to asset managers distributing collective investment vehicles to clients)
Employee Diversity & Inclusion			
FN-AC-330a.1	Percentage of gender and racial/ethnic group representation for (1) executive management, (2) non-executive management, (3) professionals, and (4) all other employees	102-103	GBL provides data on gender representation. Racial/ethnic group representation is in breach of local regulation. GBL disclosure is combining "Non-executive management" level with "Professionals" level due to the size of the teams and the nature of our business (investment holding company, 22 employees in total in these 2 categories, respectively 14 & 8)
Incorporation of Environmental, Social, and Governance Factors in Investment Management & Advisory			
FN-AC-410a.1	Amount of assets under management, by asset class, that employ (1) integration of environmental, social, and governance (ESG) issues, (2) sustainability themed investing, and (3) screening	111	
FN-AC-410a.2	Description of approach to incorporation of environmental, social, and governance (ESG) factors in investment and/or wealth management processes and strategies	94-115	
FN-AC-410a.3	Description of proxy voting and investee engagement policies and procedures	109	
Business Ethics			
FN-AC-510a.1	Total amount of monetary losses as a result of legal proceedings associated with fraud, insider trading, anti-trust, anti-competitive behavior, market manipulation, malpractice, or other related financial industry laws or regulations	102-103	
FN-AC-510a.2	Description of whistleblower policies and procedures	99, 102-103	
Systemic Risk Management			
FN-AC-550a.1	Percentage of open-end fund assets under management by category of liquidity classification	-	Item not relevant for GBL (question specific to asset managers distributing open-ended collective investment vehicles to clients)
FN-AC-550a.2	Description of approach to incorporation of liquidity risk management programs into portfolio strategy and redemption risk management	-	Item not relevant for GBL (question specific to asset managers distributing open-ended collective investment vehicles to clients)
FN-AC-550a.3	Total exposure to securities financing transactions	114	0
FN-AC-550a.4	Net exposure to written credit derivatives	114	0
Activity metrics			
FN-AC-000.a	(1) Total registered and (2) total unregistered assets under management (AUM)	111	
FN-AC-000.b	Total assets under custody and supervision	-	Item not relevant for GBL (Custodian specific question)

Task force for climate-related financial disclosure – Content index

TCFD	Accounting metric	Page	Comments / Omission
Governance			
TCFD – G (a)	Describe the board's oversight of climate-related risks and opportunities	8-13, 26-27, 101, 95-115	
TCFD – G (b)	Describe management's role in assessing and managing climate-related risks and opportunities	101, 95-115	
Strategy, business model, outlook			
TCFD – S(b)	Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy and financial planning	101, 95-115	
TCFD – S(c)	Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2C or lower scenario	101, 95-115	
Risk management			
TCFD – RM(a)	Describe the organisation's processes for identifying and assessing climate-related risks	101, 95-115	
TCFD – RM(b)	Describe the organisation's processes for managing climate-related risks	101, 95-115	
Metrics & targets			
TCFD – MT(a)	Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management	103, 110-111, 95-115	
TCFD – MT(b)	Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks	103, 110-111, 124-129	

Key ESG commitments of portfolio companies

As highlighted before, the portfolio companies identify and address their ESG impact and associated risks within the framework of their own internal control. Summarised in this section are their strategic commitments and objectives in the ESG field.

adidas

adidas' commitment to sustainable practices rests on the company's mission: To be the best sports company in the world. Best means that adidas designs, builds and sells the best sports products in the world, with the best service and experience in a sustainable way. adidas has a clear roadmap for 2021 and beyond, which is a direct outcome of its business strategy "Creating the New". The company believes that, through sport, it has the power to change lives. But sports needs a space to exist. These spaces are increasingly endangered due to man-made issues, including human rights violations, pollution, growing energy consumption and waste. Its holistic approach to sustainability responds to the challenges that endanger the spaces of sport and simultaneously the planet and people. Building on existing programs, it tackles these subjects that are most material to its business and its stakeholders, and translates its overall sustainability efforts into tangible goals for 2021 that have a direct impact on the world of sport adidas operates in.

External recognition

Throughout 2020, and thanks to industry-leading product stewardship and supplier engagement practices, adidas remained a constituent of MSCI World ESG Leaders Index, MSCI Global Sustainability Indices and the MSCI Global SRI Indices as well as of the STOXX Global ESG Leaders indices.

Initiative	Commitment / assessment
SBTi	Committed (1)
CDP Climate Change	B
CDP Water	B
MSCI	AAA
Sustainalytics	13.9 (low risk)

(1) Committed companies have 24 months to submit targets to the SBTi for validation

Additional information

www.adidas-group.com/en/sustainability/managing-sustainability/general-approach/

Sustainability is at the core of SGS' culture and its purpose of enabling a better, safer and more interconnected world for its employees, customers shareholders and for society. It is one of its business principles and is embedded in its strategic direction and management decision-making processes generating measurable Value to Society beyond traditional financial returns.

SGS' sustainability strategy is built on four pillars: Professional Excellence, People, Environment and Community. Each one is supported by group-wide policies, global programs and local initiatives. This includes helping its customers and their supply chains operate more sustainably, giving consumers confidence in their purchasing decisions, helping industries to innovate, protecting the environment, enabling governments to more effectively deliver services to their citizens and supporting more than 400 local communities.

SGS is the industry leader in sustainability. It positively contributes to the Sustainable Development Goals, has completed its Sustainability Ambitions 2020 and will launch its 2030 sustainability ambitions in Q2 2021.

Achievements

SGS is now a well-established global sustainability leader. In 2020, SGS has been named a leading company in the Dow Jones Sustainability Indices for the seventh year in a row, maintained their status in the FTSE4Good Index and received the Platinum medal recognition from EcoVadis.

SGS implemented a carbon neutral strategy, and is committed to reduce CO_2 emissions at the source through its sustainability programs and offsetting any remaining or unavoidable emissions. The group releases its climate achievements under the Task Force on Climate-Related Financial Disclosures framework.

Initiative	Commitment / assessment
SBTi	Target set at 2°C
CDP Climate Change	A-
MSCI	AAA
Sustainalytics	18.1 (Low Risk)

Additional information

www.sgs.com/en/our-company/corporate-sustainability/sustainability-at-sgs

Pernod Ricard
Créateurs de convivialité

In line with the Pernod Ricard consumer-centric model, the group's Sustainability & Responsibility strategy is centered around a robust framework with four pillars: Nurturing Terroir, Valuing People, Circular Making and Responsible Hosting, all of which directly support the United Nations Sustainable Development Goals (SDGs) to help achieve prosperity for the planet and its people.

Each pillar includes ambitious targets for 2030 aimed at driving innovation, brand differentiation and employee attraction. All pillars are based on a 2030 timeline with 2020 and 2025 milestones, in line with the schedule set out by the SDGs.

Pernod Ricard's Sustainability & Responsibility strategy was built on the material risks of its business, consumer concerns and the world's agenda. The strategy is the result of a long process from qualitative interviews to the involvement of sustainability experts with over 300 colleagues globally and external experts. More than 20 workshops were held with representatives from Brand Companies, Market Companies, Regions, HQ and the Top Management team to build the strategy. From this data, ambitious goals were developed where Pernod Ricard's impact could be greatest.

External recognition

In recognition of Pernod Ricard's strong commitment to sustainable development and responsible consumption, it has received a gold rating from Ecovadis and is ranked number one in the beverage sector in Vigeo Eiris.

Pernod Ricard has also been recognized as a Global Compact LEAD company, demonstrating its ongoing commitment to the United Nations SDGs and its ten principles for responsible business.

In 2020, as a member of the RE100, a global initiative led by The Climate Group in partnership with CDP which brings together 280 international companies committed to 100% renewable electricity, the group has been reporting on its climate strategy and achievements under the Task Force on Climate-Related Financial Disclosures framework.

Initiative	Commitment / assessment
SBTi	Target set at "well-below 2°C"
CDP Climate Change	B
CDP Water	A-
MSCI	AA
Sustainalytics	15.9 (Low Risk)

Additional information

www.pernod-ricard.com/en/sr/

LafargeHolcim

In 2020, LafargeHolcim continued to make excellent progress in executing its Strategy 2022 – “Building for Growth.” In the context of its growth strategy, the group believes that sustainability is a great opportunity. With the issuance of its EUR850m sustainability-linked bond, LafargeHolcim pioneered sustainable finance solutions to support its sustainability ambitions.

LafargeHolcim became the first global building materials company to sign the United Nations Global Compact’s “Business Ambition for 1.5°C” initiative with intermediate targets approved by the Science-Based Targets initiative (SBTi) in alignment with the net zero pathway. On its journey to net zero, LafargeHolcim has set the most ambitious 2030 climate goals in its industry and has partnered with the SBTi to define its net zero roadmap beyond 2030. Going one step further, the Group has set a target to reduce its transportation and fuel related scope 3 emissions by 20% by 2030 - showing its commitment to contribute its share along its entire value chain.

The group’s vision for the built environment rests on four strategic pillars: Climate and Energy, Circular Economy, Environment and Community. In the center of all the group’s activities to address the four drivers is Innovation. LafargeHolcim will continue to develop innovative products and solutions for the built environment, satisfying a continuously growing market demand for sustainable solutions. In 2020 the Group introduced ECOPact, the industry’s broadest range of green concrete, delivering high performing, sustainable and circular benefits. By year end ECOPact was available in ten markets across the globe. It also introduced its EcoLabel, which transparently brands all cement and concrete with at least 30% lower CO_2 footprint compared to local industry standard or 20% recycled content.

External commitments & recognition

With its integrated approach to sustainable development, LafargeHolcim aims to embrace the UNGC principles. The group was again included in the FTSE4Good index in 2020 and has been rated “Prime status” by ISS Oekom.

Initiative	Commitment / assessment
SBTi	Target set at well below 2°C
CDP Climate Change	A (Included in the A List)
CDP Water	A-
MSCI	BBB
Sustainalytics	20.6 (Medium Risk)

Additional information

www.lafargeholcim.com/sustainable-development

IMERYS

Imerys’ Corporate Social Responsibility Charter supports the group’s long-term strategy. Commitments on safety & health, environmental impact reduction, human resources, diversity and inclusion, relations with communities, supply chain partners and corporate governance and ethics play a vital role in safeguarding the group’s future. To achieve these commitments, every employee in the group must support them through their actions.

Since 2017, the group CSR program has been overseen by a CSR Steering Committee, chaired by the CEO, which meets quarterly. The responsibilities of the CSR Steering Committee are to establish group CSR ambitions, validate the group CSR strategy and guide and monitor implementation on progress towards the group objectives.

In 2018, the group announced the launch of its new CSR program referred to as SustainAgility. Mid-term objectives and performance results of the SustainAgility program are reported on annually within the group’s Universal Registration Document and available on the group’s website.

Since 2019, the group is committed to reduce its emissions to achieve 2°C target under the Science Based Targets initiative (SBTi) and since 2003, Imerys discloses its progress in the CDP Climate Change questionnaire.

Memberships, commitments and assessments

Imerys became a signatory member of the United Nations Global Compact in 2016, supports the ambitions of the United Nations Sustainable Development Goals and has duly identified within the SustainAgility program the policies and practices within its operations that directly or indirectly contribute to these sustainable development objectives.

The group also participates in the annual EcoVadis ESG assessment and received a platinum rating (74) ranking it in the 99th percentile.

Initiative	Commitment / assessment
SBTi	Target set at 2°C
CDP Climate Change	B
MSCI	AA
Sustainalytics	31.4 (High Risk)

Additional information

www.imerys.com/group/our-group/our-commitments

Umicore is a leader in metal-related materials that answer the call for clean air, clean mobility and resource efficiency.

Umicore is technology leader in emission control catalysts for light-duty and heavy-duty vehicles and for all fuel types, and in rechargeable battery materials for electromobility. The group is also a leader in the recycling of increasingly complex metal-containing materials, able to close the metals loop with its customers and to recover over twenty precious and non-ferrous metals across its activities from industrial residues, electronic scrap, rechargeable batteries, automotive and industrial catalysts and more. Umicore transforms the recovered materials into pure metals for new sustainable products.
Sustainable sourcing is core of Umicore's practices, where consistently over half of input materials are from secondary sources, with an unwavering pursuit of ethical raw materials supply. The group remains the first cathode material producer to offer certified materials from a clean and ethical origin to its customers.
In 2020, Umicore achieved a Platinum EcoVadis rating, placing the group among the top 1% of their industry peers. Thanks to commitment to continuous improvement across operations and despite continued growth of activities, Umicore successfully minimized the impact of its operations over the course of its Horizon 2020 strategy.

Building on the success of Horizon 2020, Umicore is now preparing to move into a new strategic phase as of 2021, and will communicate on its ESG strategy and ambitions towards the end of the first half of 2021.

Initiative	Commitment / assessment
CDP Climate Change	D
CDP Water	C
MSCI	AAA
Sustainalytics	29.1 (Low Risk)

Additional information

www.umicore.com/sustainability
annualreport.umicore.com

For Webhelp, economic performance and societal commitments, far from conflicting, actually feed into each other and will enable Webhelp to achieve its vision of "making business more human". Making business better, more efficient and more respectful is what makes company last because a healthier, sounder and more dynamic world is, after all, good for business.

Webhelp operates with a high level of social responsibility, and the determination to conduct business in an ethical, fair and enlightened way challenges the group to be better for its people, its communities and the planet. In 2020, the group has announced it ESG strategy, structured around four pillars:

- **People**: striving to create a future and a career path for individuals traditionally remote from the labor market (impact sourcing), creating the best inclusive working environment for all (D&I roadmap) and committing to health and well-being through its WebHEALTH program
- **Planet**: implementing and updating yearly its policy to reduce its carbon footprint in line with the 1.5/2°C COP21 target through purchasing & consuming more responsibly, reusing, recycling & limiting waste and commuting in a smarter way
- **Progress**: committing to high ethical standards through controls & governance such as its Code of Conduct and its worldwide, internal/external whistleblowing platform and developing sustainable partnerships
- **Think Human Foundation**: supporting local associations to create equal opportunity for access to education, fighting social barriers through professional integration and transmitting digital skills in all Webhelp Countries.

Accreditations

Since 2012, Webhelp is committed to the UN Global Compact, which supports responsible social practices.

In 2020, Webhelp has been reporting information under the Sustainability Accounting Standard Board (SASB) framework.

Examples of local accreditations: Label RSE Engagé 3 stars (in France), Exemplary (AFNOR), Silver 58 (Ecovadis).

Initiative	Commitment / assessment
CDP Climate Change	D

Additional information

www.webhelp.com/en-gb/about-us/social-responsibility/

MOWI

Sustainability is an integral part of Mowi overall growth strategy and ambitions to increasing the world's access to healthy and sustainable food from the ocean, while having a positive long-term economic and social impact.

Mowi's Sustainability Strategy is centered around Mowi's guiding principles Planet and People and underpins commitments across the group social and environmental performance through the value chain. Mowi's commitments are set to make our business futureproof and are aligned with the UN Sustainable Development Goals and they allow the group to unlock the potential of the ocean as a food source for present and future generations.

Mowi has been at the forefront of technological advances transforming aquaculture industry practices and Mowi is engaged with multiple stakeholders to promote open and honest dialogue and ensure the constant improvement of regulations and environmentally and socially responsible practices.

Frameworks and performance

In 2020, for the 2nd year in a row, Mowi has been ranked as the world's most sustainable protein producer by the FAIRR Initiative, the leading sustainability initiative supporting investor decision-making on the protein sector. Mowi's practices in terms of antibiotics use were recognized as best practices globally while Mowi has been achieving high scores in climate, biodiversity and food safety areas.

Since 2019, the group is committed to reduce its emissions to achieve well-below 2°C target under the Science Based Targets initiative (SBTi) and it discloses, from 2020, its progresses under the Task Force on Climate-Related Financial Disclosures framework.

Initiative	Commitment / assessment
SBTI	Well-below 2°C
CDP Climate	A, Climate Leader
Coller FAIRR Index	#1 Most Sustainable Protein Producer
MSCI	AA
Sustainalytics	25.9 (Medium Risk)

Additional information

www.mowi.com/sustainability

GEA

engineering for a better world

At GEA, sustainability and value creation are inextricably intertwined. They serve as its guideline for entrepreneurial decisions and the further advancement of the group. GEA's understanding of sustainability implies that the group assumes responsibility for the way it handles its business and its economic, ecological and social impacts while ensuring transparency of reporting in this field in accordance with the GRI Standards. GEA monitors and communicates its contribution to the Sustainable Development Goals.

GEA allocates Corporate Responsibility within the company's organizational structure with direct reporting line to the Executive Board and is optimizing the organizational integration of its responsibility for sustainability. In 2020, GEA implemented new management systems to further strengthen its high standards of Compliance and Corporate Responsibility associated with new and updated policies. These documents apply to all employees worldwide and ensure a common understanding of corporate behavior. With reference to the Covid-19 pandemic, GEA set up a crisis management team to keep its workforce safe and maintain production in the extraordinary circumstances of the pandemic.

GEA sets and strives to achieve concrete short- and long-term goals related to quality, occupational health and safety and environmental protection based on targets and actions. They are monitored continuously and communicated annually. In addition, the management systems and respective actions and results are audited by external certifiers and auditors. GEA's corporate claim encapsulates its key value proposition "engineering for a better world". In this way, GEA sets itself the goal of designing value-added processes in a responsible manner and contributing to the sustainable management and protection of natural resources with increasingly efficient products and process solutions for customers. GEA continues its efforts to become even more sustainable by further strengthen its commitment to sustainability and increase the visibility.

Frameworks and performance

The policies and guidelines are all based on international standards and herewith follow the "Guidance on Social Responsibility" (ISO 26000) and the UN Global Compact initiative. The group also pledged to respect human rights and generally accepted core labor standards of the ILO and it fully abides by the OECD Guidelines for Multinational Enterprises.

GEA participates in the annual EcoVadis CSR performance monitoring scheme (2020: "Silver") and is "A list" scored in CDP's water security rating and A- scored for the climate change rating.

Initiative	Commitment / assessment
CDP Climate Change	A-
CDP Water	A, Water leader
MSCI	A
Sustainalytics	25.8 (Medium Risk)

Additional information

www.gea.com/en/company/corporate-responsibility/index.jsp

As a leading supplier of affordable personal hygiene products, Ontex believes that sustainable business practices contribute to genuine business success. The group has an opportunity - and an obligation - to drive positive change.

Ontex is committed to achieving climate neutral operations by 2030 and moving towards a circular business model. The group wants to create a positive impact in our supply chain and regenerate natural resources. Ontex aims to enhance transparency and lead the way to a fair society.

By mobilizing its people, its suppliers, its customers and its consumers, Ontex aims to actively contribute to the achievement of the UN's Sustainable Development Goals.

Ontex's sustainability approach is based on 4 pillars:

- Climate action
- Circular solutions
- Building trust
- Sustainable supply chain

These four areas form the basis of the group's strategy, and are all interconnected. For example, working to implement circular solutions will have an impact on climate change. Creating transparency throughout the supply chain will increase trust across all identified stakeholders, in Ontex and its products.

2020 achievements

- 100% renewable electricity for the group's European plants
- Inauguration of solar rooftop in Segovia, providing more than 20% of the plant's electricity needs
- Carbon neutral production in 2 of the European plants
- Completion of an innovation project to add recycled content in the group's plastic bags
- Maintained 100% certified or controlled wood-based raw materials
- 96% organic cotton
- CDP Climate: increased to B score
- CDP Forest: increased to B score
- MSCI: maintained AA score

Initiative	Commitment / assessment
CDP Climate Change	B
MSCI	AA

Additional information

www.ontex.com/sustainability

Parques Reunidos engage in its business with the aim of creating sustainable value, taking into consideration the interests of its employees, customers, shareholders, investors, and in general all the entities or individuals that can reasonably be expected to be significantly affected by the group or the group's products and services, or whose actions can reasonably be expected to affect the ability of the organization to successfully implement its strategies and achieve its objectives

Through its 2020-2025 sustainability strategy and the participation in the UN Global Compact, Parques Reunidos is working to achieve the Sustainable Development Goals, integrating into the day-to-day operations, the growth of the business, the development and protection of people, and the minimization of environmental impacts and protection of the environment.

The strategy is organized around three pillars, each of which has specific associated initiatives to guarantee its success, with the goal of creating shared value by following environmental, social and governance principles. Within that strategy, the health and safety of its guests and team members, the climate change mitigation actions, and the animal welfare of the animals in its zoos and marine life parks are the main focus areas.

In 2020, Parques Reunidos has been disclosing information under the Global Reporting Initiative (GRI) Standards, option Core, and will continue issuing Annual Sustainability Reports under the same framework.to ensure transparency and foster continuous improvement.

Parques Reunidos Foundation

The Parques Reunidos Foundation goal is to contribute to creating a more sustainable society, enabling vulnerable communities who have special needs to easily access educational and entertaining experiences at Parques Reunidos, as well as preserving biodiversity by supporting research and raising awareness about sustainability.

The Parque Reunidos Spirit framework includes all the social and biodiversity protection actions under Children and Health, Social Inclusion, Education and Awareness and Biodiversity and Research areas of actions, carried out by the parks and by the Parques Reunidos Foundation itself.

Additional information

www.parquesreunidos.com/en/commitment/

Risk management

This section presents a summary table that categorises the main risks related to GBL's activities and the various factors and measures mitigating their potential negative impact.

The risk mapping and a schematic representation of the risk identification, assessment and control process can be found on page 123. The section ends with a detailed description of the internal control and risk management system's formalisation based on the COSO model.

MAIN RISKS	RISK FACTORS	MITIGANTS
Exogenous Risks associated with shifts in external factors such as economic, political or legislative change	- Changes in financial markets, notably with regards to the volatility of share price and interest and foreign exchange rates - Changes in macroeconomic variables (growth rates, monetary policy, inflation, commodity prices, etc.) - Regulatory or budgetary policy changes involving, for example, tax reform or new legal obligations - Specific developments affecting certain geographic areas (Eurozone, emerging countries, etc.)	- Geographic and sector diversification of the portfolio with differentiated cyclical exposure - Ongoing legislative monitoring - Systematic monitoring and analysis of macroeconomic scenarii, markets and investment thesis
Strategy Risks resulting from the definition, implementation and continuation of the group's guidelines and strategic developments	- Differing visions or understanding of the assessment of strategic priorities and inherent risks - Validity of the parameters underlying investment thesis - Geographic or sector concentration of investments	- Formal decision-making process involving all governance bodies and the management - Ongoing monitoring of key performance indicators and regular updates of assumptions and forecasts - Periodic portfolio review at different hierarchical levels - Portfolio diversification
Cash and cash equivalents, financial instruments and financing Risks associated with the management of cash and cash equivalents, financial instruments and financing	- Access to liquidity - Debt leverage and maturity profile - Quality of counterparties - Relevance of forecasts or expectations - Interest rate exposure - Developments in financial markets - Volatility of derivative instruments	- Rigorous and systematic analysis of considered transactions - Definition of trading limits - Diversification of investment types and counterparties - Strict counterparty selection process - Monitoring of the liquidity profile and limitation of net indebtedness - Formal delegations of authority with the aim to achieve appropriate segregation of duties - Systematic reconciliation of cash data and the accounting
Operations Risks resulting from inadequacies or failures in internal procedures, staff management or systems in place. Risk of non-compliance with quality standards, contractual and legal provisions and ethical norms	- Complexity of the regulatory environment - Adequacy of systems and procedures - Exposure to fraud and litigation - Retention and development of employees' skills	- Internal procedures and control activities regularly reviewed - Implementation of delegations of authority to ensure an appropriate segregation of duties - Maintenance of and investments in IT systems - Hiring, retention and training of qualified staff - Internal Code of Conduct and Corporate Governance Charter

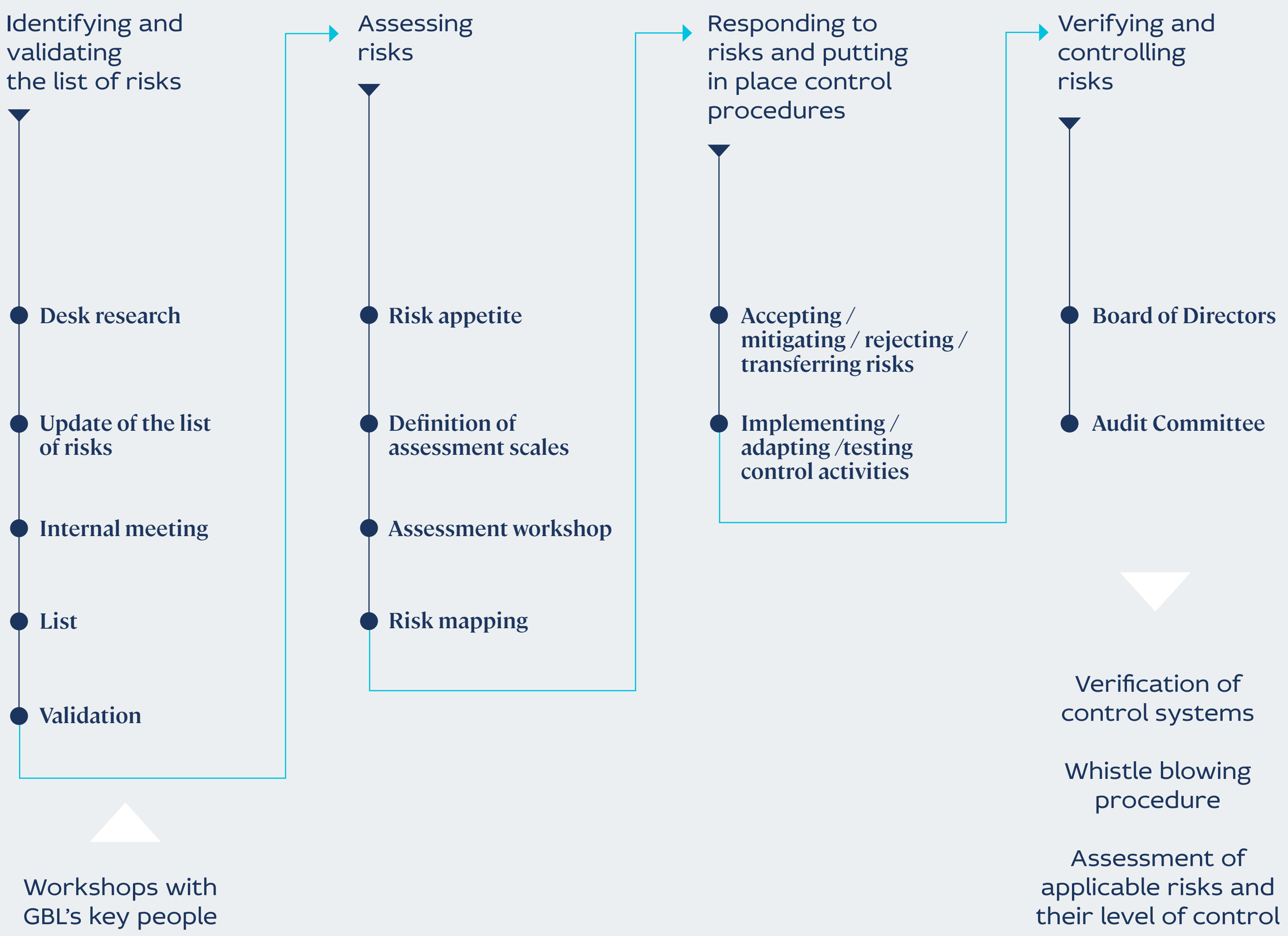
SPECIFIC RISKS RELATED TO THE PARTICIPATIONS	GBL indirectly faces specific risks related to the participations, which are identified and addressed by the companies themselves within the framework of their own internal control. The analysis conducted by these companies in terms of risk identification and internal control is described in the reference documents available on their website.	**adidas:** www.adidas-group.com **SGS:** www.sgs.com **Pernod Ricard:** www.pernod-ricard.com **LafargeHolcim:** www.lafargeholcim.com **Imerys:** www.imerys.com **Umicore:** www.umicore.com **Webhelp:** www.webhelp.com **Mowi:** www. mowi.com **GEA:** www.gea.com **Ontex:** www.ontexglobal.com **Parques Reunidos:** www.parquesreunidos.com **Sienna Capital:** www.sienna-capital.com

RISK MANAGEMENT AND INTERNAL CONTROL

GBL's Board of Directors is responsible for assessing the risks inherent to the GBL group and the effectiveness of the internal control system. With regards to risk management and internal control, the Belgian legislative framework consists of the law of December 17, 2008 (application of European Directive 2006/43/EC on statutory audits of annual accounts and consolidated accounts) and the law of April 6, 2010 (the so-called "Corporate Governance" Law). The 2020 Belgian Corporate Governance Code also includes provisions on that topic. Besides, the IFRS 7 standard defines additional requirements for the management of risks related to financial instruments. Since 2006, GBL has formalised its internal control and risk management system based on the COSO model[1].

The COSO methodology is based on five areas: the control environment, risk assessment, control activities, information and communication, and supervision and monitoring.

IDENTIFICATION, ASSESSMENT AND CONTROL OF RISKS AT GBL



1. Control environment

1.1. The company's objective

GBL's primary objective is to create, over the long term, value for its shareholders. GBL strives to develop a quality portfolio focused on a targeted number of companies that are leaders in their sector and in which it can play an active role as as an engaged and responsible shareholder creating value over the long term. The portfolio will evolve over time while remaining balanced in terms of sectorial and geographic diversification.

GBL invests and divests depending on companies' development and market opportunities in order to achieve its objective of value creation, while maintaining a solid financial structure.

Internal control at GBL contributes to the safeguarding of assets and the control and optimisation of transactions. It aims at providing reasonable assurance about achievement of the objectives of compliance with laws and regulations in force and the reliability of accounting information and financial reporting. Like any control system, it can only provide a reasonable assurance that the risks of errors or fraud are totally controlled or eliminated.

1.2. Role of the governance bodies

GBL has a Board of Directors, a Standing Committee, a Nomination, Remuneration & Governance Committee and an Audit Committee. Their respective modes of operation are described in page 220 and from pages 233 to page 235. The Audit Committee is in charge in particular of checking the effectiveness of the company's internal control and risk management systems. In this context, the Audit Committee also monitors the proper application of a whistle blowing procedure. The majority of its members, all of whom are designated by the Board, are independent Directors. The Chairman of the Audit Committee is appointed by the members of the Committee and cannot be the Chairman of the Board of Directors.

1.3. Risk culture

GBL aims at investing in companies that offer potential for value creation in the long term. New opportunities and portfolio management are monitored continuously at the highest level (see "Portfolio risk" in page 125). The divestment policy (as detailed in page 37 of the "Portfolio management strategy" section) aims at disposing of investments that no longer meet the group's investment criteria.

1.4. Professional ethics

GBL has adopted a Corporate Governance Charter and a Code of Conduct that are regularly updated and aim to ensure conduct that is honest, ethical and complies with the laws, regulations and principles of good governance, by the group's Directors and staff in the exercise of their duties.

1.5. Measures adapted to ensure appropriate competence

The Nomination, Remuneration & Governance Committee reviews candidacies and seeks to ensure that a satisfactory balance is maintained within the Board of Directors in terms of its members' competences, knowledge and experience, particularly in the fields of finance, accounting and investment. The Board of Directors conducts on a regular basis, at intervals of no more than three years, assessments of itself and its Committees in terms of size, composition and performance. In this context, it also examines regularly the interaction between non-executive Directors and the CEO.

Furthermore, a recruitment process suited to the profiles sought, appropriate training and a remuneration and evaluation policy based on the achievement of targets enable to ensure the competence of GBL's staff.

(1) The COSO (Committee of Sponsoring Organisations of the Treadway Commission) is a recognised private, international, non-governmental organisation active in the areas of governance, internal control, risk management and financial reporting

2. Risk analysis

GBL has set up a formal risk analysis and assessment process since 2006.

The Audit Committee carries out a thorough exercise for the identification of risks faced by GBL and their ranking every three years. The risks identified during the last assessment carried out in 2018 are presented on pages 125 to 129.

Furthermore, the risks and their level of control are reviewed annually, notably based on changes in the portfolio, economic parameters or the control environment.

The Audit Committee reviews the analysis and assessment of the risks performed by the Management, and validates the operational effectiveness of the internal control systems. When necessary, it ensures that the CEO implements a corrective action plan.

The current level of control of these risks (see "Control activities" below) appears sufficient and no additional measures are required to be implemented.

Specific risks related to GBL's participations

Each of GBL's strategic investments is exposed to specific risks which, if they were to materialise, could lead to a change in the overall value of GBL's portfolio, its distribution capacity or its results profile. The bulk (88%) of GBL's portfolio at year-end 2020 was composed of twelve participations which themselves analyse their risk environment. These are described and analysed in their respective management reports and registration documents in accordance with legislation in force.

GBL is also exposed to risks related to its investments carried out through Sienna Capital which nevertheless currently account for 12% of the portfolio value.

Risks specific to GBL

1. Risk related to strategy implementation

The strategy must reflect a clear vision that addresses shareholders' expectations. It must be shared by the CEO and carried out through operational action plans, based on appropriate assumptions, in order to avoid the risk of inefficient implementation and failure to comply with the value creation objectives.

2. Portfolio risk

The composition of the portfolio may involve a particular exposure to certain sectors, certain geographic areas or certain regulations. Investment and divestment decisions must be based on sufficient and adequate analyses in order to ensure that GBL's portfolio remains balanced and in line with the group's strategic orientations.

3. ESG risk

On the basis of an in-depth internal analysis, GBL has decided not to position an ESG risk in the risk mapping as it is a combination of areas of focus which cannot be assessed based on a single, common evaluation grid. Indeed, and similarly to its ESG approach, GBL's exposure to ESG risks is dual. GBL is, on the one hand, directly exposed to ESG-related risks, as an employer and a contributor to the communities in which it operates.

On the other hand, GBL is indirectly exposed to ESG risks in its quality of responsible investor. Additionally, and although environmental, social and governance risks are considered with the same underlying goal of carrying out sustainable activities in the long term, they remain largely diverse in nature, rely on a variety of fundamentals and require different evaluation criteria.

Consequently, GBL's ESG risk exposure will remain assessed indirectly, as described in the ESG section (pages 94 to 121).

4. Stock market risk

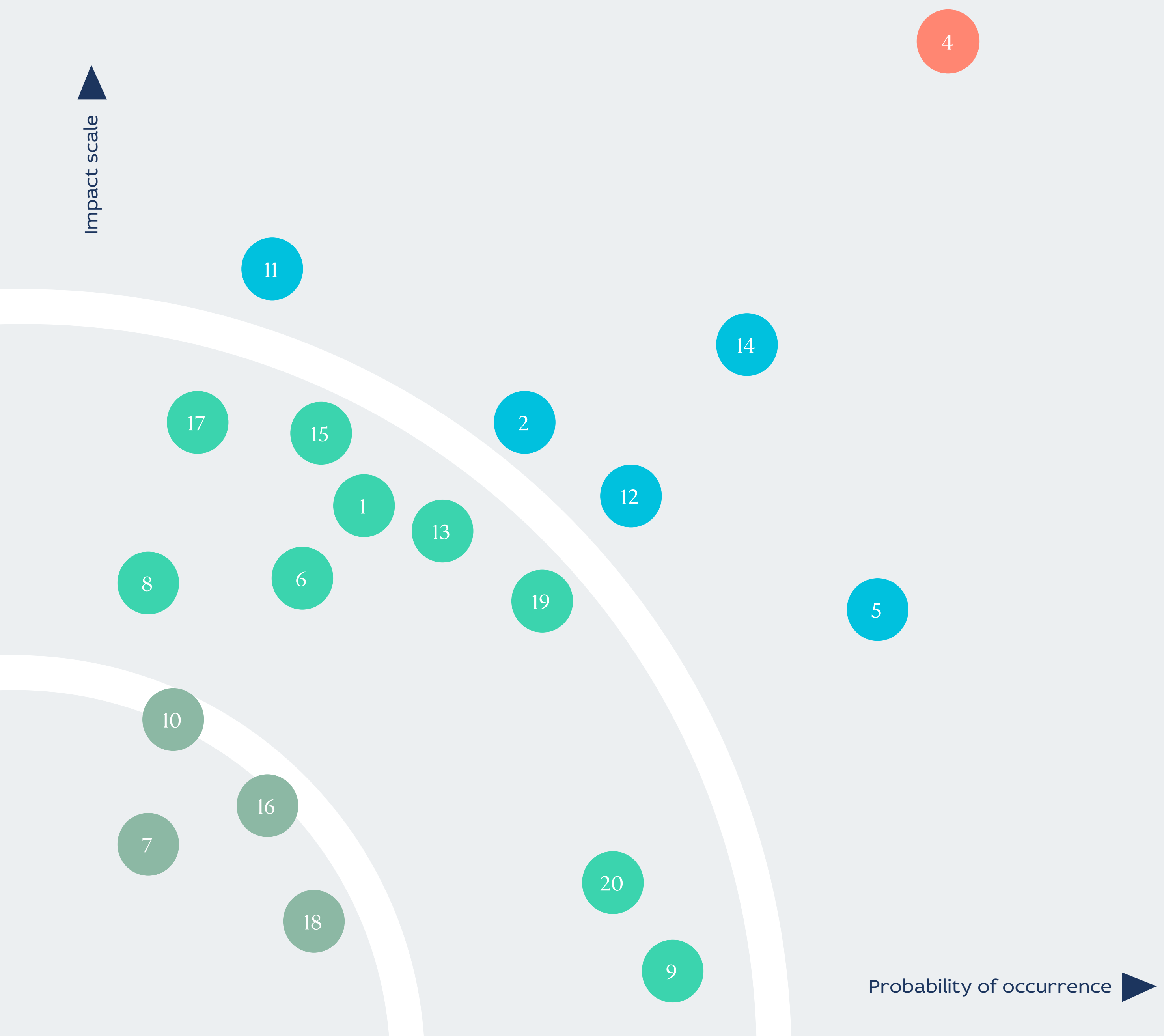
GBL is exposed, given the nature of its activities, to stock market fluctuations within its portfolio. Moreover, stock market volatility may impact GBL's share price.

RISK MAPPING 2020

- Very high
- High
- Medium
- Low

1. Risk related to strategy implementation
2. Portfolio risk
3. ESG risk [(1)]
4. Stock market risk
5. Change risk
6. Counterparty risk
7. Treasury risk
8. Liquidity risk
9. Interest rate risk
10. Risk related to derivative financial instruments
11. Eurozone risk
12. Legal risk
13. Tax risk in the current legal and regulatory environment
14. Tax risk related to legal and regulatory changes
15. Risk related to financial and non-financial reporting
16. Risk of delegation of authority
17. Risk of non-compliance with professional practices and ethics standards
18. Risk related to IT infrastructure
19. Risk related to information access management (IT and non IT)
20. Risk related to human resources

Risk mapping provides indicative information, which may change at any time, particularly depending on market conditions. GBL makes no declarations or warranty and takes no undertaking as to the relevance, accuracy or completeness of the information that it contains.



(1) The ESG risk has been isolated since 2017 and is not subject to an individual assessment in terms of impact scale and probability of occurrence, remaining assessed through other identified risks, as explained further in this chapter.

5. Foreign exchange risk

GBL is exposed to foreign exchange risk that may have an impact on its portfolio value through investments listed in foreign currencies, as well as on the dividend flows it receives.

6. Counterparty risk

Counterparty default risk occurs primarily within the framework of deposit, drawdown under the credit lines, hedge transactions, purchase/sale of listed shares, derivative financial instruments or other transactions carried out with banks or financial intermediaries, including collateral transactions.

7. Treasury risk

A lack of control over cash inflows, outflows and investments in money market instruments may have significant financial consequences.

8. Liquidity risk

GBL's financial resources are not sufficient to implement its investment strategy and to meet its obligations.

9. Interest rate risk

GBL is exposed, given its financial position, to changes in interest rates that could have an impact on both its debt and its cash.

10. Risk related to derivative financial instruments

The value of derivative financial instruments evolves depending on market conditions. Use of such instruments must comply with the prerequisites in terms of technical analysis as well as legal documentation to ensure that these instruments are effective and meet GBL's strategy.

11. Eurozone risk

The transactions carried out by GBL are mainly denominated in euros. The European Union and the Eurozone have been weakened over the past years notably by political tensions and the Brexit process in progress.

12. Legal risk

As a company listed on a regulated market and as an investor in industrial, consumer goods and business services companies, GBL is subject to many statutory and regulatory provisions. In the course of its activities and through its strategy, in addition to complying with those rules, GBL must also monitor them so that changes therein are appropriately taken into account in the management of its activities and governance.

13 - 14. Tax risk related to current legal and regulatory framework and related to legal and regulatory changes

GBL must manage and foresee the tax implications of all its strategic decisions, comply with its legal and tax reporting obligations and monitor potential changes in the Belgian and international legal framework to avoid any risk of non-compliance that could have negative effects. Given the complexity of the current and constantly changing environment, it is all the more important that GBL controls and effectively monitors this tax risk.

15. Risk related to financial and non-financial reporting

Complete, reliable and relevant information is a key element of management and governance and is also central to GBL's communication. Competent teams in charge of producing that information and appropriate information systems must enable to control the risk that financial and non-financial information is not prepared in a timely manner, is incomplete or is not understandable to the reader. Furthermore, budgets and projections are supports to decision-making and management control. Their reliability and relevance can influence the group's performance.

16. Risk of delegation of authority

An inappropriate definition or the failure to comply with signing authority and delegation of authority could commit GBL to unauthorised transactions. A control environment that fails to ensure the segregation of duties and to preserve the group from fraud could result in financial losses and harm its image.

17. Risk of non-compliance with professional practices and ethics standards

GBL is exposed to the risk that behaviour and decisions of its managers or employees, whether individually or collectively, may not comply with professional practices and ethics standards it endorses. GBL's historic performance, its investment policy, its behaviour as a shareholder and its approach to ethics and governance contribute to the group's renown. Preserving this is essential, as a failure to do so could trigger financial losses and harm the group's image.

18. Risk related to IT infrastructure

This risk relates to the general IT environment (including hardware, network, back-up system, software, etc.). The infrastructure and developed tools must address GBL's operational needs in an appropriate manner. Any failure must be anticipated or resolved without any impact on the group's activities.

19. Risk related to information access management

The security of the systems and information access management must ensure that no transaction violates the existing control procedures and that no information is used by unauthorised persons.

20. Risk related to human resources

The group has to recruit, retain and develop the human resources required to ensure that it operates effectively and achieves its objectives.

3. Control activities

Control activities encompass all measures taken by GBL to ensure that the identified key risks are appropriately controlled.

Risk prioritisation has been carried out based on impact (financial, reputational, legal or operational) and occurrence criteria.

This analysis revealed that GBL is exposed simultaneously to:
- exogenous risks, whose materialisation depends on factors outside its control but whose impact the group aims at limiting;
- endogenous risks that arise from its own environment.

The specific risks related to the participations are identified and addressed by the companies themselves within the framework of their own risk management and internal control. The table on page 123 mentions links to the websites where these companies' analyses conducted on risk identification and internal control can be found.

Exogenous risks

Exogenous risks related to external factors, such as market developments and economic, political and regulatory changes, may have a major impact on GBL's operating environment and performance. Exogenous risk factors are, by definition, generated outside the company's scope of control and therefore their occurrence cannot be controlled. However, these risks can be assessed in order to find solutions that mitigate their impacts.

- Stock market risk: stock market fluctuations are inherent to the company's activity and may be mitigated only by adequate diversification, thoughtful investment or divestment decisions and ongoing anticipation of market expectations. This risk and the related mitigants are closely tied to the portfolio risk referred to below.
- Eurozone risk: changes to the economic and political context in the group's areas of activities are monitored particularly closely in terms of exposure and assessment of potential impacts, and the group's needs to adapt its investment strategy or implement specific action plans.
- Legal, tax and regulatory changes: GBL strives to anticipate the regulatory changes (administrative or legal) to which it is subject in order to avoid any risk of non-compliance or adverse impact on the attractiveness of an investment. The group therefore takes such changes into account in its objectives in terms of performance and respect of shareholders and third parties.

- Interest rate risk: GBL's gross indebtedness is mainly at fixed rate. Regarding its cash position, GBL has chosen, despite the negative interest rate environment imposed by the European Central Bank, to continue to favor liquidity while limiting counterparty risk. The cash is placed at very short term and is subject to precise monitoring depending on changes in market conditions and constraints specific to GBL. In this regard, the group remains attentive to the evolution of rates and their relevance in the general economic context.
- Foreign exchange risk: GBL hedges this risk for declared dividends while it remains exposed to foreign exchange fluctuations directly impacting its portfolio value. Nevertheless, geographic and sector diversification makes it possible to reduce the risk of exposure to a particular foreign currency.

Endogenous risks

The endogenous risks related to GBL's activities are the following:

- Risk related to strategy implementation
- Portfolio risk
- ESG risk
- Counterparty risk
- Treasury risk
- Liquidity risk
- Risk related to derivative financial instruments
- Tax and legal risk in the current legal and regulatory environment
- Risk related to financial and non-financial reporting
- Risk of delegation of authority
- Risk of non-compliance with professional practices and ethics standards
- Risk related to IT infrastructure
- Risk related to information access management
- Risk related to human resources

Risk related to strategy implementation

The composition of the portfolio resulting from the implemented strategy is a key performance element for GBL with a view to creating value for its shareholders. The related decisions are analysed and approved in accordance with the process described below (see "Portfolio risk") by various governance bodies which ensure that they are in line with the group's strategic direction. Furthermore, the assumptions on which the analyses are based and the underlying forecasts are regularly assessed and adjusted when necessary.

Portfolio risk

GBL seeks to mitigate this risk by selecting high-quality assets, leaders in their sectors and by diversifying its portfolio. Any investment or divestment is the subject of in-depth analyses, performed according to pre-established criteria. These are reviewed by the CEO and the Standing Committee and then approved by the Board of Directors. Existing investments are monitored through a systematic and regular portfolio review carried out by the various relevant reporting levels at GBL and at every meeting of the Board of Directors. The direction of the Participations department is regularly invited to the Board meeting to present the development strategy.

GBL's managers regularly meet the management of the companies in portfolio and usually sit on their Committees and Boards of Directors. A continuous dialogue is also maintained with industry experts.

ESG risk

The control activities related to the ESG risks are described in the ESG section (pages 94 to 121).

Counterparty risk

GBL mitigates this risk through the diversification of its counterparties, a continuous evaluation of their quality by analysing their financial situation, and, with regards to treasury management specifically, through a choice of different types of investments.

As an indication, as of December 31, 2020, and on the basis of the ratings assigned by S&P, 35% of the committed credit lines were with banks with a credit rating of A+, 18% with banks with a credit rating of A and 47% with banks with a credit rating of A-. On the basis of the ratings assigned by Moody's, as of December 31, 2020, 44% of the committed credit lines were with banks with a credit rating of Aa3, 9% with banks with a credit rating of A1 and 47% with banks with a credit rating of Baa1 [(1)]. Credit ratings may, however, not reflect the potential impact of all risks related to GBL's counterparties and may be subject to revision, suspension, reduction or withdrawal at any time by the relevant credit rating agency.

Moreover, as of December 31, 2020, most of the cash was placed in money market funds (SICAVs) selected on the basis of their size, volatility and liquidity, and in current account deposits with a limited number of tier 1 banks. All financial contracts (including ISDAs) are internally reviewed by the legal department.

Treasury risk

Treasury transactions are subject to documented limits and rules, formal delegations of authority, segregation of duties and reconciliation of treasury data with the accounting. Appropriate IT tools are used, notably enabling to monitor cash positions, carry out cash flow projections, assess return on cash placements.

Liquidity risk

GBL has a solid liquidity profile ensuring it has readily available resources to quickly seize investment opportunities, support its portfolio companies in the event of a capital increase, honor the group's commitments, notably in respect of Sienna Capital and the debt towards Webhelp's minority shareholders, guarantee the payment of its dividend, meet its requirements in terms of debt service, as well as ensure the payment of its current expenses.

GBL also maintains a limited net indebtedness in comparison to its portfolio value.

GBL's financial flexibility is in particular ensured by the group's cash management policy which is conservative in terms of investment horizon, by its committed credit lines, none of which has financial covenants, whose undrawn amount and maturity profile are maintained at appropriate levels and by GBL's access to capital markets, eased by the assignment by S&P and Moody's of attractive longterm issuer credit ratings.

Risk related to derivative financial instruments

Transactions in this field require the approval of the Board of Directors, which may delegate proper execution to the CEO. The transactions are carried out within the framework of well-established documentation and predefined budgets and limits. They are subject to specific and appropriate prior analysis and systematic monitoring. GBL has also put in place strict rules in terms of appropriate segregation of duties and internal approval processes. Every financial transaction requires two signatures and is systematically reviewed by the finance and legal departments.

Tax and legal risk in the current legal and regulatory environment

GBL ensures compliance with the regulatory obligations (legal and tax obligations) to which it is subject in each of the countries in which it operates, with the support of skilled teams, both internally and externally.

Moreover, GBL promotes contractual discipline which is a general matter and is notably applied to the agreements in relation to transactions of financing and cash management, shares' acquisition or disposal as well as derivative instrument contracts. GBL must also manage, in an appropriate manner, litigation in the context of its own activities.

(1) The indicated ratings assigned by S&P and Moody's refer to either (i) the issuer rating of the ultimate parent company of the relevant bank where this entity is listed or (ii) the senior unsecured debt rating of the direct parent company of the relevant bank where this entity is unlisted (source: Bloomberg).

Risk related to financial and non-financial reporting

GBL publishes consolidated financial statements as well as key financial data four times a year and an integrated sustainability report including non-financial information once a year. Those are reviewed by internal committees and then by the Audit Committee before being approved by the Board of Directors. Complex accounting subjects, notably in relation to the appropriate application of IFRS and to the standards' changes, main estimates and judgments as well as specific transactions of the period are discussed with the Statutory Auditor and in Audit Committee.

Additionally, key financial data, such as the valorisation of assets, the budget and the revised projections, the financing means, the cash management and the access to liquidities, are presented and are discussed in-depth during those meetings. Lastly, the Statutory Auditor carries out its audit procedures, comments on the way its assignment is proceeding and presents its conclusions to the Audit Committee.

The consolidation process is based on a centralised accounting IT system in place in the group's subsidiaries which ensures consistency and comparability of the chart of accounts and accounting treatments. Transaction's accounting recording is based on an appropriate segregation of duties, a review of non-recurring operations by the financial department, an appropriate documentation of operations carried out in relation to treasury and investments, and a documentation of the reconciliation process between the different systems.

Risk of delegation of authority

The company relies on a system of internal authorities adapted to its operations and appropriate separation of duties procedures. The Articles of Association provide that the company can be validly represented by two Directors. Additionally, the CEO has a large degree of autonomy in the context of day-to-day management, which is not limited to the execution of the decisions of the Board of Directors but encompasses all acts necessary to ensure GBL's normal course of business. Finally the Board of Directors can assign special mandates which require the prior approval of at least two individuals to represent validly GBL vis-à-vis third parties.

Risk of non-compliance with professional practices and ethics standards

GBL seeks to play a leading role in promoting and implementing good professional practices and ethics standards. The group intends to achieve its objective of value creation through a long-term strategy in strict compliance with the ethical principles set out in the Code of Conduct and the Corporate Governance Charter which apply to the group's Directors and staff. The control system that has been put in place takes into account the control activities carried out to prevent the risk of inappropriate behaviour within the company's various operating cycles (including segregation of duties, formal delegation of authority, effective IT and information management systems, etc.). In addition, GBL's values are shared with employees through, among other things, regular information sessions and an environment that encourages ethics and good business conduct.

Risk related to IT infrastructure

An appropriate IT architecture has been put in place that meets GBL's requirements in terms of functionalities, security and flexibility. A back-up plan has been implemented to ensure recoverability of data and continuity of operations in the event of a system failure. Furthermore, a thorough analysis of the adequacy of the architecture to GBL's needs is carried out at regular intervals, to ensure its effective operation and its consistency with technological developments and, when necessary, to put in place corrective action plans.

Risk related to information access management

Adequate information access procedures and data protection tools are in place and tested regularly. Intrusion or cyber attack risks are continually analysed and assessed to provide, if necessary, corrective actions.

Risk related to human resources

GBL strives to have skilled and sufficiently resourced teams in relation to the company's needs and conducts, if required, the necessary reinforcements. Trainings are also proposed to employees based on their field of expertise in order to update and develop their knowledge and skills. An annual evaluation process based on the achievement of objectives enables to ensure an appropriate assessment of the performance of GBL's employees. Finally, GBL grants to its employees a fulfilling working environment, an attractive remuneration policy and ensures the alignments of the employees' interests with the achievement of the group's strategic objectives.

4. Information and communication

GBL has developed a standardised information flow process in order to communicate reliable financial information to shareholders in a timely manner. GBL has been applying IFRS requirements since 2000.

Its assessment rules and accounting principles are published every year in its annual report. Standardised financial reporting is used both upstream and downstream within GBL group in order to ensure the consistency of data and to detect potential anomalies.

A financial calendar for this reporting is established every year in consultation with the controlling shareholder, the subsidiaries and the associated companies based on the publication dates.

The Investor Relations department ensures that significant transactions and important changes within the group are communicated in an accurate and timely manner.

5. Supervision and monitoring

Supervision is exercised by the Board of Directors through the Audit Committee. Given the structure and nature of GBL's activities, there is no internal auditor's function. This situation is assessed on a yearly basis and has so far been deemed appropriate.

The Statutory Auditor (Deloitte Reviseurs d'Entreprises) also reviews on a yearly basis the internal control on the risks related to GBL's financial statements. This review of internal control forms part of its assignment of certifying GBL's statutory and consolidated financial statements in compliance with audit standards applicable in Belgium. More specifically, the Statutory Auditor tests, on the basis of a triennial rotation plan, the operational effectiveness of internal control with regards to risks that are deemed critical in relation to the financial statements. Its work consists of discussions with members of the organisation while testing a given number of transactions.

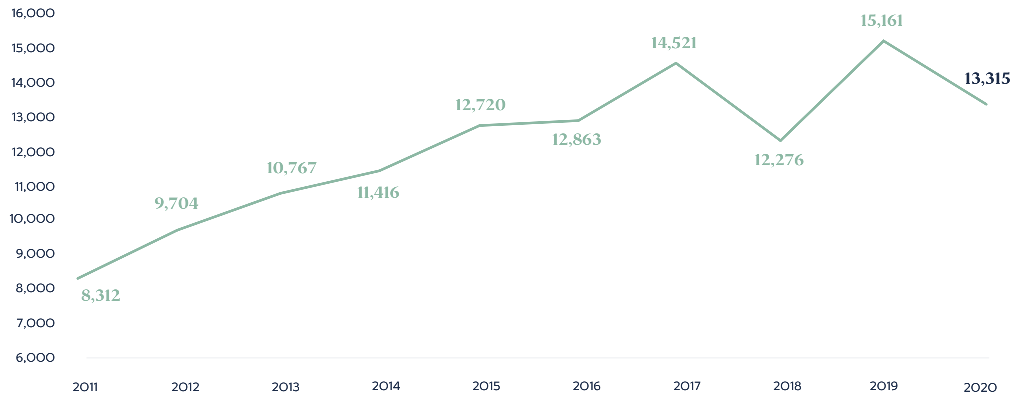
The conclusions of this work are presented in a report submitted to GBL and do not reveal any major deficiencies in the internal control. The report is submitted to the members of the Audit Committee.

GBL share

KEY SHARE INFORMATION
(situation as of December 31, 2020)

- Total number of shares issued and outstanding: 161,358,287
- Fully paid-up share capital: EUR 653.1 million
- One class of shares: all shares have the same rights to dividends and voting rights. Voting rights linked to GBL shares held by the company itself or by its direct and indirect subsidiaries are suspended.
- Market capitalisation: EUR 13.3 billion
- Listed on the Euronext Brussels stock exchange
- Included in the BEL20 index, which represents the 20 largest listed companies in Belgium. GBL is the 6th largest company in the index, with a weight of 6.9%.
- Included in the STOXX 600 Financial Services index. GBL is the 11th largest company in the index, with a weight of 2.8%.
- RIC: GBLB.BR
- Bloomberg: GBLB BB

Market capitalisation over 10 years
In EUR million



SHAREHOLDING STRUCTURE

At year-end 2020, GBL's share capital totalled EUR 653.1 million, representing 161,358,287 shares. GBL's shareholding is characterised by a controlling shareholder, Parjointco Switzerland S.A., which holds 28.2% of the outstanding shares and 43.2% of the voting rights. Parjointco Switzerland S.A. itself is held jointly by the Power Corporation of Canada (Canada) and Frère (Belgium) groups, providing GBL with a stable and solid shareholder base. Since 1990, the two groups have been bound by a shareholders' agreement. This agreement, which was extended in December 2012, until 2029, includes an extension possibility going forward. The chain of control is presented in detail and illustrated on page 247. As year-end 2020, GBL held 8,749,816 GBL shares directly and through its subsidiaries, representing 5.4% of the issued capital.

The company concluded an agreement with a third party to improve the market liquidity of the GBL share. This liquidity agreement is executed on a discretionary basis on behalf of GBL within the limits of the authorisation granted by the General Shareholders' Meeting of April 28, 2020 and in accordance with the applicable rules. GBL did not hold shares in that respect in its portfolio as of December 31, 2020.

For further information about this authorisation, please see page 250 of this report.

EMPLOYEE AND MANAGEMENT INCENTIVE SCHEME

GBL has set up a long-term incentive scheme, tied to the company's performance. To this end, various employee incentive plans have been granted to employees and the Executive Management from 2007 to 2012 offering entitlement, when exercised, to 161,541 GBL shares (0.1% of the issued capital).

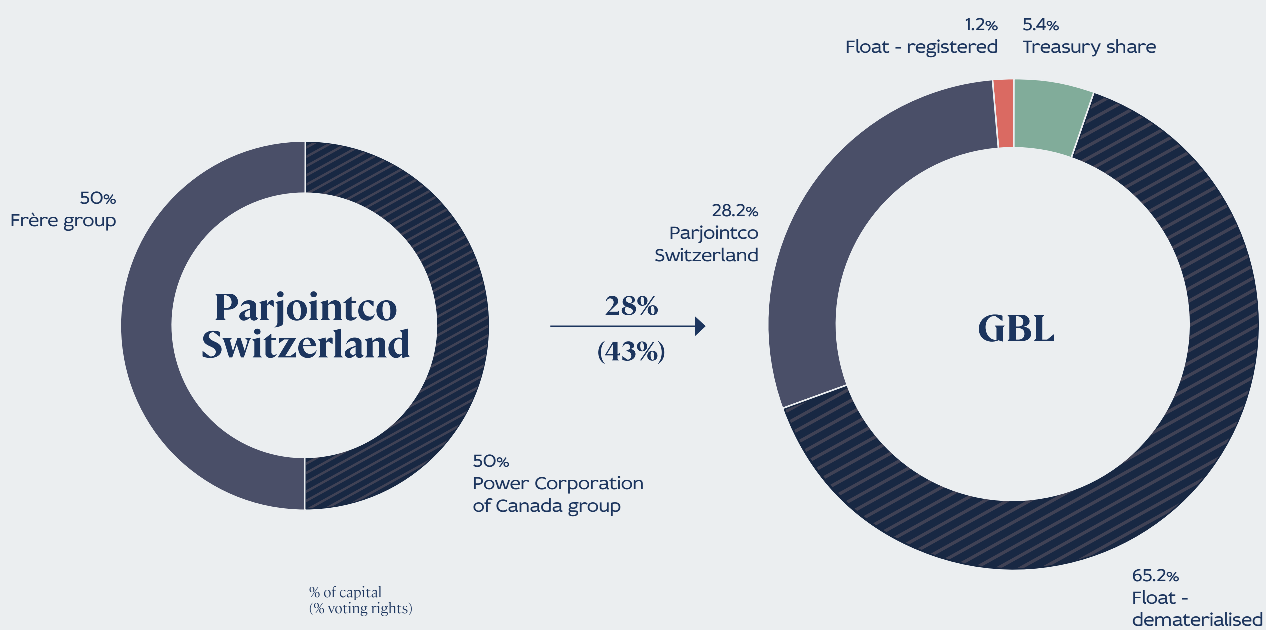
Since 2013, plans have been set up that are a variant of the GBL stock option plans used in previous years. For more information, please see pages 194 to 196.

SHARES HELD BY GBL DIRECTORS

For information on the shares and options held by members of GBL's Board of Directors and the CEO, please see pages 222 to 230 and 236 to 237.

Simplified shareholding structure

(as of December 31, 2020)



2020 PROPOSED DIVIDEND DISTRIBUTION

The profit allocation related to the 2020 financial year will be submitted for approval to the Ordinary General Meeting on April 27, 2021, for a total amount of EUR 395.9 million, compared to EUR 508.3 million granted for the previous year.

Based on the number of dividend-entitled shares (158,368,260), the distribution related to the 2020 financial year would correspond to a gross dividend of EUR 2.50 per GBL share (which represents a 20.6% decrease compared to the amount of EUR 3.15 in relation to the 2019 financial year), being equal to EUR 1.75 net per share (it being reminded that the withholding tax rate has been uniformly set at 30% for the GBL dividend since January 1, 2016).

ANALYST COVERAGE OF GBL

AlphaValue, Bank of America Merrill Lynch, Bank Degroof Petercam, CIC, Citi, Exane BNP Paribas, HSBC, ING Bank, KBC Securities, Kepler Cheuvreux, Société Générale.

CHANGE IN THE SHARE PRICE IN 2020

The GBL share price ended 2020 at EUR 82.52 and ended 2019 at EUR 93.96, corresponding to a 12.2% decrease. It reached a high at EUR 96.22 (January 20, 2020) and a low at EUR 58.66 (March 16, 2020). The volume of transactions reached EUR 6.3 billion, while the number of traded shares totalled nearly 83 million, with a daily average of 321,544.

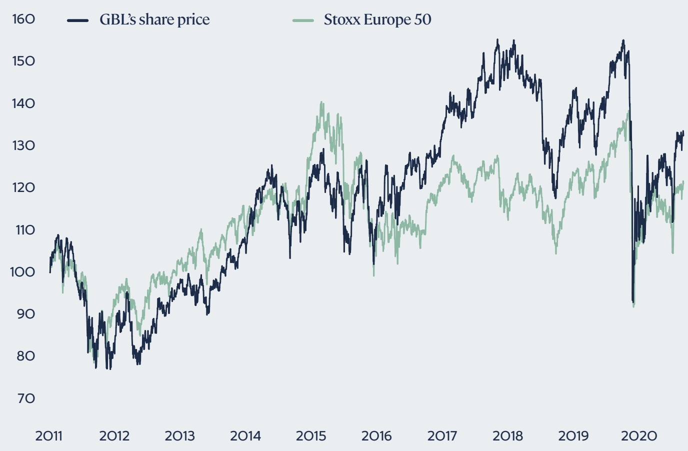
The velocity on free float was 71%[1]. GBL's market capitalisation as of December 31, 2020 was EUR 13.3 billion.

Evolution of the gross dividend per share

(In EUR)

Evolution of the share price over 10 years

(In base 100)



(1) Source: Bloomberg, EU ticker

STOCK DATA

	2020	2019	2018	2017	2016
Stock price (in EUR)					
At the end of the year	**82.52**	93.96	76.08	89.99	79.72
Maximum	**96.22**	94.50	96.32	94.39	80.11
Minimum	**58.66**	74.98	73.54	78.05	64.10
Yearly average	**76.46**	85.87	89.63	86.32	74.30
Dividend (in EUR)					
Gross dividend	**2.50**	3.15	3.07	3.00	2.93
Net dividend	**1.750**	2.205	2.149	2.100	2.051
Variation (in %)	**- 20.6**	+ 2.6	+ 2.3	+ 2.4	+ 2.4
Ratios (in %)					
Dividend yield	**3.0**	3.4	4.0	3.3	3.7
Total Shareholder Return	**- 8.2**	28.0	(12.7)	16.8	5.1
Number of shares at December 31					
Issued	**161,358,287**	161,358,287	161,358,287	161,358,287	161,358,287
Treasury shares	**8,749,816**	5,238,989	2,642,982	5,660,482	5,924,416
Net asset value (in EUR million)	**20,497.9**	**20,349.4**	**16,192.7**	**18,888.0**	**16,992.2**
Market capitalisation (in EUR million)	**13,315.3**	**15,161.2**	**12,276.1**	**14,520.6**	**12,863.5**
Variation (in %)	**- 12.2**	+ 23.5	- 15.5	+ 12.9	+ 1.1

STOCK MARKET INDICATORS [1]

GBL is listed on the Euronext Brussels stock exchange and is part of the BEL 20 and the STOXX 600 Financial Services indexes.

	2020	2019	2018	2017	2016
Traded volume (in EUR billion)	**6.3**	5.0	5.8	4.4	4.2
Number of traded shares (in thousands)	**82,617**	57,573	64,639	51,422	57,057
Average number of traded shares on a daily basis	**321,544**	225,864	252,496	201,657	222,013
Capital traded on the stock exchange (in %)	**51.2**	35.7	40.1	31.9	35.4
Velocity on free float (in %)	**71**	71	80	64	71
Weight in the BEL 20 (in %)	**6.9**	6.2	5.5	5.6	5.0
Ranking in the BEL 20	**6**	8	9	9	9
Weight in the STOXX 600 Financial Services (in %)	**2.8**	3.6	4.5	4.3	4.9
Ranking in the STOXX 600 Financial Services	**11**	8	6	7	6

(1) Source : Bloomberg, ticker EU

Ordinary General Shareholders' Meeting of April 27, 2021

1. Management report of the Board of Directors and reports of the Statutory Auditor on the 2020 financial year

2. Financial statements for the year ended December 31, 2020

2.1. Presentation of the consolidated accounts for the year ended December 31, 2020.

2.2. Approval of annual accounts for the year ended December 31, 2020.

3. Discharge of the Directors

Proposal for the discharge to be granted to the Directors for duties performed during the year ended December 31, 2020.

4. Discharge of the Statutory Auditor

Proposal for the discharge to be granted to the Statutory Auditor for duties performed during the year ended December 31, 2020.

5. Resignation and appointments of Directors

5.1. Acknowledgment of the resignation of Gérard Lamarche as Director at the conclusion of this General Shareholders' Meeting.

5.2. Appointment of a Director
Proposal to appoint Jacques Veyrat as Director for a four-year term and to acknowledge the independence of Jacques Veyrat who meets the criteria listed in Article 7:87, §1 of the Code on companies and associations and included in the GBL Corporate Governance Charter.

5.3. Renewal of Directors' term of office

5.3.1. Proposal to re-elect for a four-year term, in his capacity as Director, Claude Généreux whose current term of office expires at the conclusion of this General Shareholders' Meeting.

5.3.2. Proposal to re-elect for a four-year term, in his capacity as Director, Jocelyn Lefebvre whose current term of office expires at the conclusion of this General Shareholders' Meeting.

5.3.3. Proposal to re-elect for a four-year term, in her capacity as Director, Agnès Touraine whose current term of office expires at the conclusion of this General Shareholders' Meeting and to acknowledge the independence of Agnès Touraine who meets the criteria mentioned in Article 7:87, §1 of the Code on companies and associations and included in the GBL Corporate Governance Charter.

6. Resignation and appointment of the Statutory Auditor

6.1. Acknowledgment of the resignation, at the conclusion of this General Shareholders' Meeting, of Deloitte Réviseurs d'Entreprises SCRL, represented by Corine Magnin as Statutory Auditor.

6.2. On the recommendation of the Audit Committee, proposal to appoint as Statutory Auditor PricewaterhouseCoopers Bedrijfsrevisoren-Reviseurs d'entreprises for a three-year term and to set its fees at EUR 91,000 a year exclusive of VAT. For information, it is stated that the Statutory Auditor will be represented by Alexis Van Bavel.

7. Remuneration report

Proposal to approve the Board of Directors' remuneration report for the 2020 financial year.

8. Long term incentive

8.1. Proposal to confirm an additional allocation of options to the CEO, made in December 2020. These options have the same characteristics as the options allocated to him in the first half of 2020. These characteristics are described in the remuneration report. The underlying value of the assets of the subsidiary covered by the options granted to the CEO in December 2020 amounts to EUR 4.32 million. It is specified that the possibility for the CEO to exercise these options has, among other conditions, been subject to the approval of this General Meeting. An additional grant of options was also made in December 2020 in favor of staff members.

8.2. To the extent necessary, proposal to approve the stock option plan for 2021 under which the CEO may receive in 2021 options relating to existing shares of a subsidiary of the company. The underlying value of the assets of the subsidiary covered by the options that may be granted to the CEO in 2021 amounts to EUR 4.32 million. These options will be subject to the exercise conditions specified in the remuneration policy. The 2021 stock option plan will also benefit staff members.

8.3. Report of the Board of Directors drawn up pursuant to Article 7:227 of the Code on companies and associations with respect to the guarantees referred to in the following resolution proposal.

8.4. Pursuant to Article 7:227 of the Code on companies and associations, to the extent necessary, proposal to approve the grant by GBL of guarantees to one or several banks with respect to the credits granted by that or these banks to one or several subsidiaries of GBL, permitting the latter to acquire GBL shares in the framework of the aforementioned plans

9. Miscellaneous

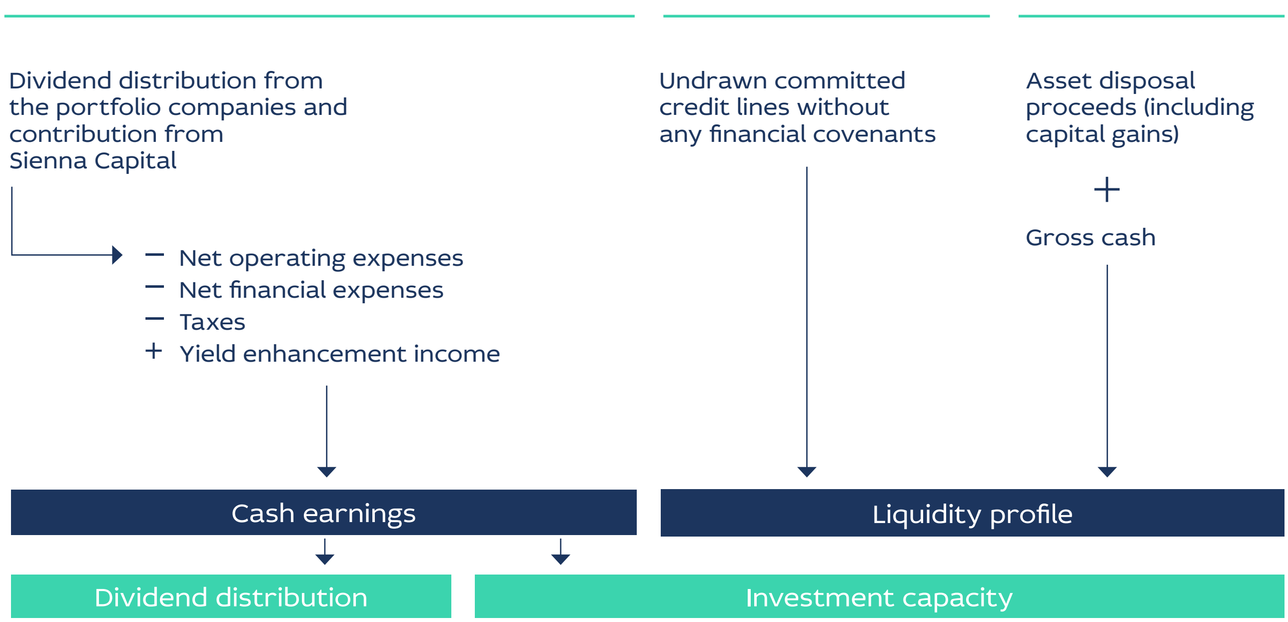
Economic presentation of the consolidated result and the financial position

A balanced business model

GBL's dividend is primarily derived from (i) the net dividend paid out by its portfolio companies and (ii) the contribution of Sienna Capital to GBL's cash earnings, after deduction of its cost structure.

GBL's financial flexibility has been enhanced as a result of the revised dividend policy introduced in FY20. GBL will set a pay-out ratio of between 75% and 100% of its cash earnings from FY21 onwards by way of ordinary dividend, while reserving the option of paying exceptional dividends in the future when and if deemed appropriate. On this basis, GBL will continue to provide an attractive dividend yield to its shareholders while releasing additional financial resources to support (i) the acceleration of net asset value growth, (ii) its portfolio companies if needed and (iii) the execution of the group's share buyback program.

GBL's pay-out ratio is derived from the cash earnings. As a result, this ratio excludes cash inflows from asset disposals (including capital gains). GBL has a solid liquidity profile ensuring the availability of resources to implement its investment strategy throughout the economic cycle.



Solid and flexible financial structure

GBL's objective is to maintain a sound financial structure, with:
- a solid liquidity profile; and
- limited net indebtedness relative to its portfolio value.

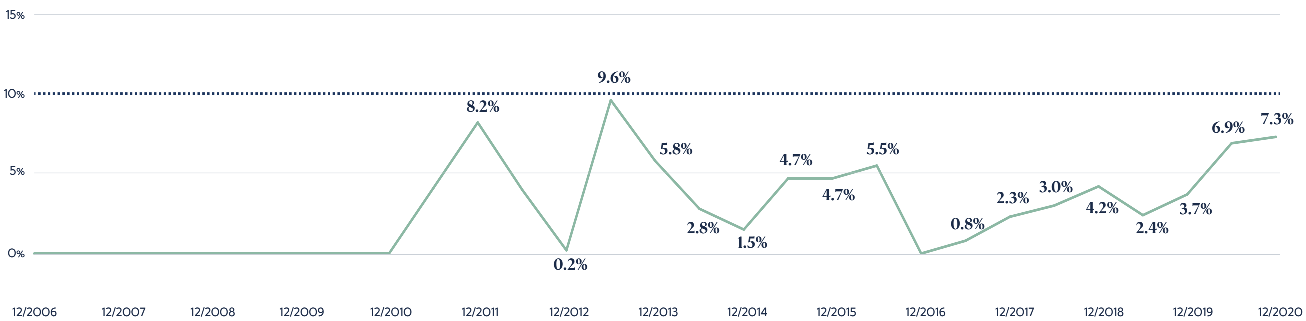
The financial strength derived from the liquidity profile ensures resources are readily available to quickly seize investment opportunities throughout the economic cycle.

The Loan To Value ratio fluctuates primarily depending on the deployment of capital for investments and more generally on the implementation of the portfolio rotation strategy. As part of our financial discipline, our target in terms of Loan To Value is to maintain it below 10% through the cycle. While the effective Loan To Value ratio may exceed that threshold, it should (i) not exceed it for a prolonged period of time and (ii) remain below 25%.

This ratio is continuously monitored and has been consistently maintained at a level below 10% over the last 15 years. This conservative approach is consistent with GBL's philosophy of capital preservation and allows GBL to continue investing and generating returns throughout the cycle.

At year-end 2020, GBL had:
- a Loan To Value ratio of 7.3%; and
- a liquidity profile of EUR 2.9 billion, consisting of gross cash for EUR 0.7 billion and undrawn committed credit lines (having no financial covenants) for EUR 2.1 billion maturing progressively over the 2024-2026 period.

Loan To Value

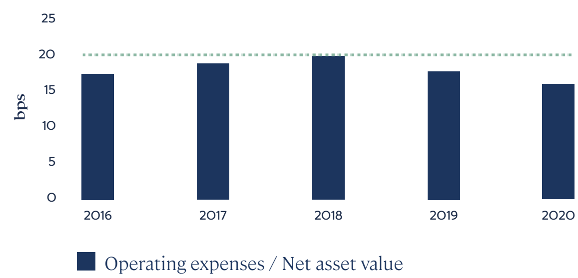


Efficient cost structure

GBL seeks to maximise operational excellence, and maintains a strong focus on cost discipline.

As a result, operating expenses[1] as a proportion of net asset value have historically remained below 20 bps.

Operating expenses [1] / Net asset value



Yield enhancement

As a lever of value creation, GBL has historically engaged in yield enhancement activities as a way of generating additional income. They consist primarily of trading of derivatives and are executed by a dedicated team operating on a highly conservative mandate, focusing exclusively on vanilla products, with very short maturities and low delta levels, and employing strategies based on in-depth knowledge of the underlying assets in portfolio.

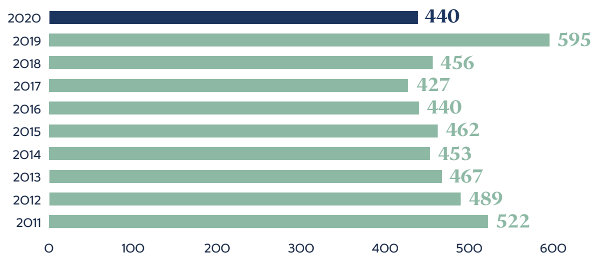
The income generated by this activity fluctuates according to market conditions. Over the past 5 years, that income has covered on average 46% of GBL's operating expenses[1].

Yield enhancement income [1] / Operating expenses [1] coverage

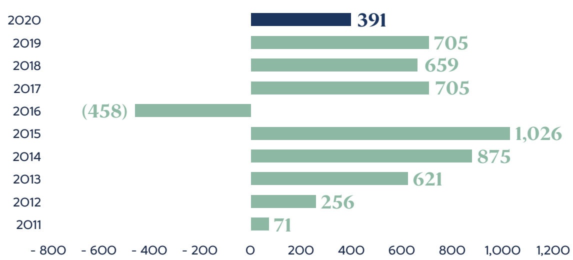
(1) As presented in the cash earnings

KEY FIGURES

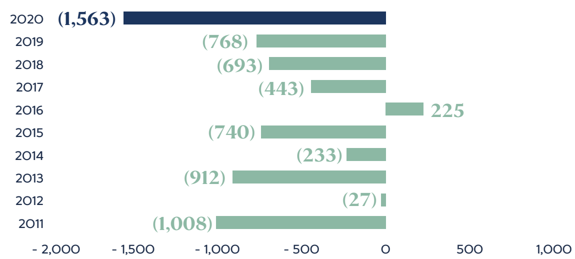
Cash earnings
In EUR million



Net result (group's share)
In EUR million



Net cash/(net debt)
In EUR million



HISTORICAL DATA OVER 10 YEARS

In EUR million	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011
Consolidated result										
Cash earnings	**439.6**	595.3	456.1	426.5	440.4	461.6	452.8	467.0	489.3	522.3
Mark to market and other non-cash items	**39.8**	(13.2)	3.3	(5.2)	14.4	90.9	(27.8)	(167.4)	(25.7)	18.9
Operating companies (associated or consolidated) and Sienna Capital	**16.4**	230.9	319.0	413.4	223.1	(45.2)	225.0	256.0	189.0	284.4
Eliminations, gains (losses) on disposals, impairments and reversals	**(104.9)**	(108.3)	(119.5)	(129.3)	(1,135.6)	519.1	225.3	65.0	(397.0)	(750.6)
Consolidated result (group's share)	**391.0**	704.7	658.9	705.4	(457.7)	1,026.4	875.3	620.6	255.6	75.0
Consolidated result of the period	**429.3**	768.9	904.1	891.1	(310.9)	1,055.9	993.1	724.7	375.5	167.3
Total distribution	**395.9**	508.3	495.4	484.1	472.8	461.5	450.2	438.9	427.6	419.5
Number of shares at the end of the year (1)										
Basic	**154,360,882**	157,135,598	157,679,088	155,607,490	155,374,131	155,243,926	155,139,245	155,060,703	155,253,541	155,258,843
Diluted	**154,416,073**	157,309,308	157,783,601	160,785,245	160,815,820	160,841,125	160,649,657	156,869,069	156,324,572	157,431,914
Payout (in %)										
Dividend/cash earnings	**90.1**	85.4	108.6	113.5	107.4	100.0	99.4	94.0	87.4	80.3
Consolidated result per share (2) (group's share)	**2.53**	4.48	4.18	4.53	(2.95)	6.61	5.64	4.00	1.65	0.48
Consolidated cash earnings per share (3) (group's share)	**2.72**	3.69	2.83	2.64	2.73	2.86	2.81	2.89	3.03	3.24

(1) The calculation of the number of basic and diluted shares is detailed in note 28
(2) The calculation of the consolidated result per share takes into account the basic number of shares
(3) The calculation of the cash earnings per share takes into account the number of shares issued

ECONOMIC PRESENTATION OF THE CONSOLIDATED RESULT

In EUR million Group's share	Cash earnings	Mark to market and other non-cash items	Operating companies (associated or consolidated) and Sienna Capital	Eliminations, capital gains, impairments and reversals	December 31, 2020 Consolidated	December 31, 2019 Consolidated
Profit (loss) of associates and consolidated operating companies	-	-	**8.7**	-	**8.7**	0.4
Net dividends from investments	**411.1**	**(8.9)**	-	**(89.2)**	**312.9**	508.3
Interest income (expenses)	**34.6**	**(0.5)**	**(58.3)**	-	**(24.2)**	4.0
Other financial income (expenses)	**27.3**	**49.6**	**181.4**	**(19.3)**	**239.0**	138.6
Other operating income (expenses)	**(32.5)**	**(0.3)**	**(112.8)**	-	**(145.6)**	(62.1)
Gains (losses) from disposals, impairments and reversal of non-current assets	-	-	**(2.2)**	**3.7**	**1.5**	115.6
Taxes	**(0.8)**	-	**(0.4)**	-	**(1.3)**	(0.2)
IFRS consolidated net result 2020	**439.6**	**39.8**	**16.4**	**(104.9)**	**391.0**	
IFRS consolidated net result 2019	**595.3**	**(13.2)**	**230.9**	**(108.3)**		704.7

The **consolidated net result, group's share**, as of December 31, 2020, stands at EUR 391 million, compared with EUR 705 million as of December 31, 2019.

This result is primarily driven by:
- the net dividends from investments for EUR 313 million;
- Sienna Capital's contribution of EUR 332 million, which includes the change in fair value of non-consolidated or non-equity-accounted funds of EUR 392 million;
- Webhelp's contribution of EUR - 259 million, including the change in debt of minority shareholders of EUR - 283 million.

A. Cash earnings

(EUR 440 million compared with EUR 595 million)

In EUR million	December 31, 2020	December 31, 2019
Net dividends from investments	**411.1**	595.0
Interest income (expenses)	**34.6**	15.8
Sienna Capital interests	***58.3***	*11.9*
Other interest income (expenses)	***(23.7)***	*3.9*
Other financial income (expenses)	**27.3**	20.4
Other operating income (expenses)	**(32.5)**	(35.9)
Taxes	**(0.8)**	(0.1)
Total	**439.6**	**595.3**

Net dividends from investments received as of December 31, 2020 were down compared to 2019, notably following the absence or decline in dividends from adidas, Umicore and Ontex given the sanitary crisis.

In EUR million	December 31, 2020	December 31, 2019
SGS	**107.8**	87.2
Imerys	**89.2**	92.1
LafargeHolcim	**88.4**	110.7
Pernod Ricard	**52.9**	62.1
GEA	**13.1**	13.1
Umicore	**11.1**	34.3
Total	**9.6**	26.7
Mowi	**1.1**	4.6
adidas	-	42.8
Ontex	-	6.7
Parques Reunidos	-	4.2
Reimbursements of withholding taxes	**38.0**	107.4
Other	-	3.1
Total	**411.1**	**595.0**

SGS distributed an annual dividend of CHF 80.00 per share (CHF 78.00 in 2019).

Imerys proposed at its Annual Shareholders' Meeting on May 4, 2020, a dividend for the 2019 financial year of EUR 1.72 per share (EUR 2.15 in 2019), with full or partial payment in new shares. GBL opted to be paid in shares.

LafargeHolcim distributed a dividend of CHF 2.00 per share for 2019 (CHF 2.00 the previous year).

Pernod Ricard declared an interim dividend of EUR 1.18 per share in the second quarter of 2020 (equal to the prior year), and paid the balance during the fourth quarter (EUR 1.48, compared with EUR 1.94 in 2019).

GEA proposed at its Annual Shareholder Meeting on November 26, 2020 a dividend of EUR 0.85 for the 2019 financial year (EUR 0.85 in 2019 for the 2018 financial year), of which EUR 0.42 per share had already been paid in the second quarter of 2020 (EUR 6 million).

Umicore approved during the third quarter of 2020 an interim dividend of EUR 0.25 per share. At December 31, 2019, Umicore's contribution to cash earnings of EUR 34 million included the balance of its 2018 dividend (EUR 0.40) and the 2019 interim dividend of EUR 0.375.

Total detached on December 31, 2020 the second and third quarterly interim dividends of 2019, as well as the balance of the 2019 dividend and the first quarterly interim dividend of 2020, i.e. EUR 0.66, EUR 0.68, EUR 0.68 and EUR 0.66 per share respectively.

Mowi paid in 2020 a dividend of NOK 2.60 per share.

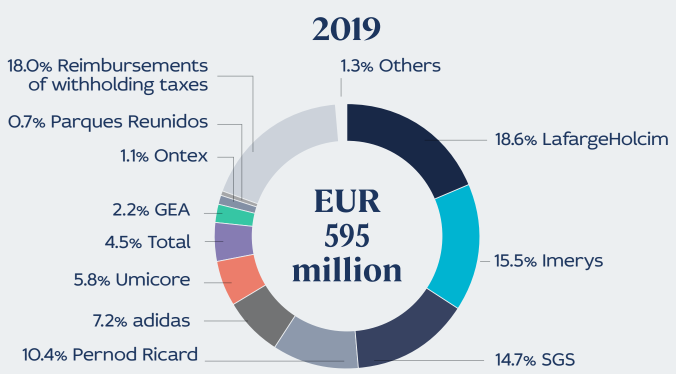
In 2020, **reimbursement**s made by the French tax authorities **of withholding taxes** which had been applied to ENGIE and Total dividends received in 2008 and between 2016 and 2018 (EUR 38 million). In 2019, this item included reimbursements made by the French tax authorities of withholding taxes which had been applied to ENGIE and Total dividends received between 2013 and 2016 (EUR 107 million).

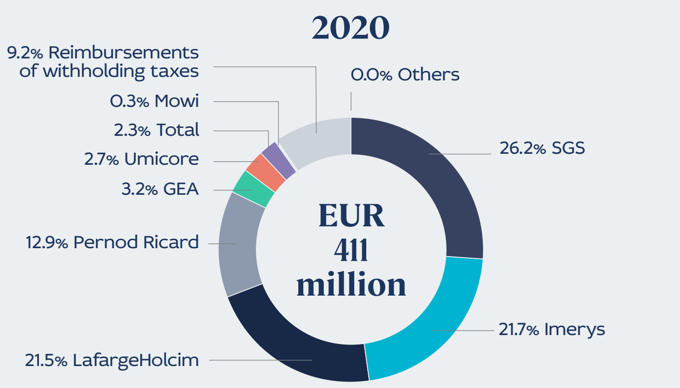
Net interest income (expenses) (EUR 35 million) mainly include (i) interest income from Sienna Capital (EUR 58 million compared with EUR 12 million in 2019), (ii) the default interest on the withholding taxes reimbursed by the French tax authorities on Total and ENGIE dividends (EUR 2 million compared with EUR 19 million in 2019), (iii) the interest expenses related to the institutional bonds issued in 2017 and 2018 (EUR - 17 million, identical to 2019) and (iv) interest on cash holdings (EUR - 6 million compared to EUR 0 million in 2019).

Other financial income (expenses) (EUR 27 million) mainly comprises (i) dividends collected on treasury shares for EUR 19 million (EUR 11 million in 2019), (ii) yield enhancement income of EUR 14 million (EUR 9 million in 2019) and (iii) realized exchange gains for EUR 1 million (EUR 6 million in 2019).

Other operating income (expenses) amounted to EUR - 32 million as of end of December 2020, having decreased compared with 2019.

Contribution of investments to net collected dividends





B. Mark to market and other non-cash items

(EUR 40 million compared with EUR - 13 million)

In EUR million	December 31, 2020	December 31, 2019
Net dividends from investments	**(8.9)**	9.6
Interest income (expenses)	**(0.5)**	(0.1)
Other financial income (expenses)	**49.6**	(22.1)
Other operating income (expenses)	**(0.3)**	(0.7)
Total	**39.8**	(13.2)

Net dividends from investments correspond mainly to the reversal of the provision for the second quarterly interim dividend to be received from Total, accrued at end 2019 in this section but paid beginning of 2020.

Other financial income (expenses) notably include:

- the mark to market of the derivative component associated to the exchangeable bonds into LafargeHolcim shares (EUR 38 million compared with EUR - 32 million in 2019) and to exchangeable bonds into GEA shares (EUR 7 million vs. EUR 0 million in 2019). This non-monetary gain includes the change in the value of the call options on underlying securities implicitly embedded in the exchangeable bonds into LafargeHolcim shares issued in September 2019 and in the exchangeable bonds into GEA shares since their issue in October 2020, primarily attributable to the change in LafargeHolcim and GEA's stock prices since the issuance of these bonds. The result as of December 31, 2020 illustrates the accounting asymmetry and volatility of periodic results, which will persist throughout the lifetime of the exchangeable bonds;
- the mark to market of the trading portfolio and the derivative instruments (EUR 5 million compared with EUR 4 million in 2019).

In 2019, this section also included non-realized exchange differences of EUR 6 million.

C. Operating companies (associates or consolidated) and Sienna Capital

(EUR 16 million compared with EUR 231 million)

In EUR million	December 31, 2020	December 31, 2019
Profit (loss) of associates and consolidated operating companies	**8.7**	0.4
Interest income (expenses)	**(58.3)**	(11.7)
Other financial income (expenses)	**181.4**	152.3
Sienna Capital	***390.7***	*152.3*
Webhelp	***(209.3)***	-
Other operating income (expenses)	**(112.8)**	(25.6)
Sienna Capital	***(36.3)***	*(25.6)*
Webhelp	***(73.3)***	-
Sapiens	***(3.2)***	-
Gains (losses) on disposals, impairments and reversals of non-current assets	**(2.2)**	115.6
Taxes	**(0.4)**	(0.1)
Total	**16.4**	230.9

Net profit (loss) of associates and consolidated operating companies amounts to EUR 9 million compared with EUR 0 million in 2019:

In EUR million	December 31, 2020	December 31, 2019
Imerys	**16.5**	65.9
Webhelp	**26.5**	(19.6)
Piolin II / Parques Reunidos	**(72.4)**	(85.8)
Sienna Capital	**38.2**	40.0
ECP IV	***23.0***	*3.3*
Mérieux Participations 2	***10.1***	*2.7*
Backed 1, Backed 2 and Backed Encore 1	***8.5***	*4.3*
Operating subsidiaries of ECP III	***(3.3)***	*3.5*
ECP I & II	***(0.1)***	*(4.8)*
Avanti Acquisition Corp.	***(0.0)***	*-*
Kartesia	*-*	*31.1*
Total	**8.7**	**0.4**

Imerys
(EUR 16 million compared with EUR 66 million)

Net current income decreased 39.7% to EUR 167 million as of December 31, 2020 (EUR 277 million as of December 31, 2019). The current operating income amounts to EUR 299 million (EUR 439 million as of December 31, 2019). The net result, group's share, amounts to EUR 30 million as of December 31, 2020 (EUR 121 million as of December 31, 2019).

Imerys contributes EUR 16 million to GBL's result in 2020 (EUR 66 million in 2019), reflecting the variation in net income, group's share, and the 54.75% consolidation rate for Imerys in 2020 (54.37% in 2019).

The press release relating to Imerys' results as of December 31, 2020 is available at www.imerys.com.

Webhelp
(EUR 26 million compared with EUR - 20 million)

At December 31, 2020, Webhelp's contribution to GBL's result equaled EUR 26 million, based on a result of EUR 44 million as of December 31, 2020, a consolidation rate of 60.08%.

At December 31, 2019, a contribution of EUR - 20 million, mainly represented GBL's share in transaction costs linked to the acquisition.

Piolin II/Parques Reunidos
(EUR - 72 million compared with EUR - 86 million)

As of December 31, 2020, the contribution from Piolin II amounts to EUR - 72 million, considering a EUR - 314 million loss for Piolin II and a consolidation rate of 23.10%.

As of December 31, 2019, the contribution from Piolin II/ Parques Reunidos of EUR - 86 million was based on:

- a EUR - 352 million loss realized by Parques Reunidos for the period from January 1, 2019 to December 31, 2019, notably impacted by significant depreciation, taking into account a consolidation rate of 21.20%, 23.34% or 23.00% over the course of the year based on changes in ownership levels;
- GBL's share of Piolin II's result for the period from September 6, 2019 to December 31, 2019, considering a 27.00% consolidation rate.

Sienna Capital
(EUR 38 million compared with EUR 40 million)

Sienna Capital's contribution to GBL's results as of December 31, 2020 amounts to EUR 38 million compared with EUR 40 million in the prior year.

This result notably includes (i) the result of ECP IV (EUR 23 million in 2020 compared with EUR 3 million in 2019), (ii) the contribution of Mérieux Participations 2 (EUR 10 million in 2020 compared with EUR 3 million in 2019), (iii) contributions from Backed 1, Backed 2 and Backed Encore 1 (EUR 9 million in 2020 compared with EUR 4 million in 2019), (iv) results of operating subsidiaries of ECP III (EUR - 3 million in 2020 compared to EUR 4 million in 2019) and (v) the contributions from Ergon Capital Partners I and II (EUR 0 million in 2020 compared with EUR - 5 million in 2019).

The contribution of Sienna Capital to GBL's result at December 31, 2019 also includes the contribution from Kartesia funds (EUR 31 million in 2019), which are classified, as of year-end 2019, as "Other capital investments."

Net interest expense (EUR - 58 million) consists mainly of interest charges to GBL (EUR - 12 million in 2019).

Other financial income (expenses) mainly include:

- the change in fair value of Sienna Capital's funds, not consolidated or accounted for under the equity method, as in accordance with IFRS 9, for a total amount of EUR 392 million (EUR 152 million in 2019), mainly Marcho Partners (EUR 240 million vs. EUR 7 million in 2019), KKR Sigma Co-Invest II (EUR 125 million vs. EUR 50 million in 2019), Sagard funds (EUR 31 million vs. EUR 20 million in 2019), C2 Capital Partners (EUR 6 million), Ergon opseo Long Term Value Fund (EUR 5 million), BDT Capital Partners Fund II (EUR - 1 million vs. EUR 16 million in 2019) , Primestone (EUR - 0 million vs. EUR 54 million in 2019) and Matador (EUR - 18 million);
- changes in debt to the minority shareholders (founders) of Webhelp for EUR - 209 million.

Other revenues and operating expenses include, in addition to overheads related to Sienna Capital's business (EUR - 36 million vs. EUR - 26 million), changes in debts recorded under Webhelp's staff incentive plan, notably including the effect of discounting and vesting (EUR - 73 million).

The **gains (losses) from disposals, impairments and reversals of non-current assets** mainly consist of the net capital gain on the disposal by ECP III of opseo (EUR 88 million) and Looping (EUR 34 million).

D. Eliminations, capital gains, impairments and reversals
(EUR - 105 million compared with EUR - 108 million)

In EUR million	December 31, 2020	December 31, 2019
Elimination of dividends *(Imerys, Parques Reunidos)*	**(89.2)**	(96.4)
Other financial income (expenses) *(GBL, other)*	**(19.3)**	(12.0)
Gains (losses) from disposals, impairments and reversal of non-current assets *(Other)*	**3.7**	-
Total	**(104.9)**	**(108.3)**

Net dividends from operating investments (associates or consolidated companies) are eliminated and are related as of December 31, 2020 to Imerys (EUR - 89 million). As of December 31, 2019, this heading included the elimination of dividends from Imerys and Parques Reunidos for EUR - 96 million.

Other financial income (expenses) include the elimination of the dividend on treasury shares amounting to EUR - 19 million (EUR - 11 million in 2019).

E. Comprehensive income 2020 – group's share

In accordance with IAS 1 *Presentation of financial statements*, GBL publishes its consolidated comprehensive income as an integral part of the consolidated financial statements. This income, group's share, amounted to EUR - 54 million in 2020 compared with EUR 4,561 million the previous year. This change is mainly the result of the change in the market prices of the investments held in the portfolio. This result of EUR - 54 million gives an indication of the value creation achieved by the company in 2020. It is based on the consolidated result, group's share, for the period (EUR 391 million), plus the market value impact on the other equity investments, i.e. EUR - 745 million, and the changes in the equity of associates and consolidated companies, group's share, amounting to EUR 300 million. The consolidated comprehensive income, group's share, shown in the table below, is broken down according to each investment's contribution.

In EUR million				2020	2019
	Result of the period	Elements entered directly in shareholders' equity		Comprehensive income	Comprehensive income
Group's share		Mark to market	Other		
Investments' contribution	**329.3**	**(744.5)**	**286.2**	**(115.4)**	4,611.1
SGS	**107.8**	**71.4**	-	**179.2**	697.0
adidas	-	**120.4**	-	**120.4**	1,630.4
Mowi	**1.1**	**35.5**	-	**36.6**	-
GEA	**13.1**	**(3.1)**	-	**10.0**	120.3
Pernod Ricard	**52.9**	**(51.7)**	-	**1.2**	382.4
Total	**0.6**	**(408.8)**	**385.1**	**(23.1)**	75.7
Parques Reunidos	**(72.4)**	-	**5.7**	**(66.8)**	(84.3)
Imerys	**16.5**	-	**(129.3)**	**(112.8)**	51.4
LafargeHolcim	**88.4**	**(208.3)**	-	**(119.9)**	868.0
Ontex	-	**(127.5)**	-	**(127.5)**	20.7
Umicore	**11.1**	**(180.6)**	-	**(169.5)**	412.5
Webhelp	**(259.4)**	-	**(6.7)**	**(266.1)**	(19.6)
Sienna Capital	**331.7**	-	**(1.5)**	**330.2**	282.4
Other	**38.0**	**8.2**	**46.4**	**92.6**	174.2
Other income (expenses)	**61.7**	-	-	**61.7**	(49.9)
December 31, 2020	**391.0**	**(744.5)**	**299.7**	**(53.8)**	
December 31, 2019	**704.7**	**3,442.4**	**414.1**		4,561.2

ECONOMIC PRESENTATION OF THE FINANCIAL POSITION

As of December 31, 2020, GBL presents a net debt position of EUR 1,563 million.

It is characterized by:
- gross cash excluding treasury shares of EUR 723 million (EUR 1,834 million at year-end 2019); and
- gross debt of EUR 2,286 million (EUR 2,602 million at year-end 2019).

The weighted average maturity of the gross debt is 3.3 years at the end of December 2020 (3.0 years at year-end 2019 and 4.2 years excluding the debt related to the prepaid forward sales of Total shares).

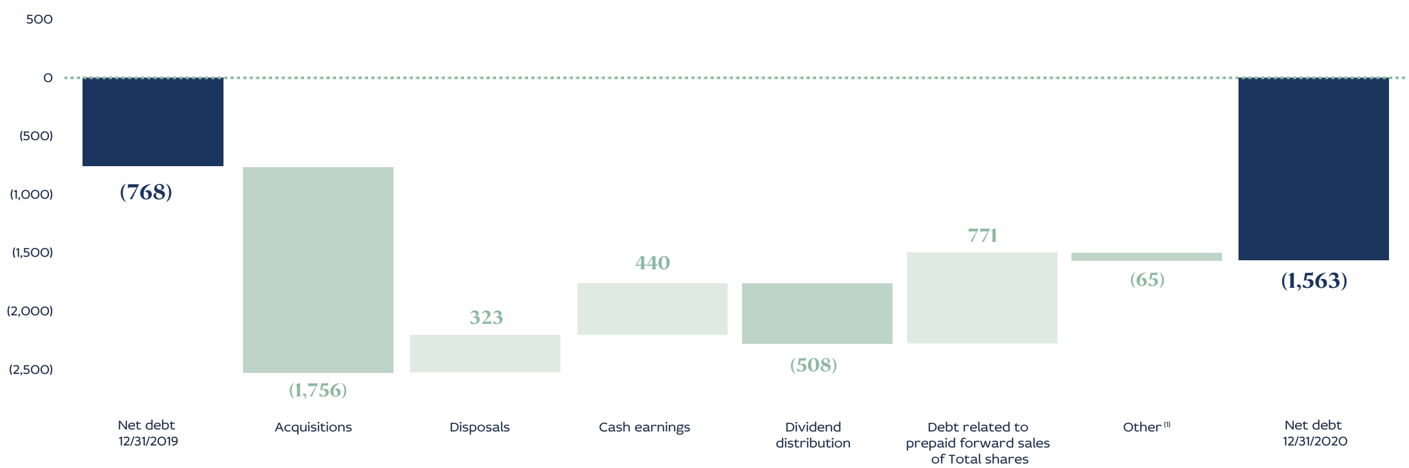
As of December 31, 2020, committed credit lines total EUR 2,150 million (entirely undrawn) and mature over the 2024-2026 period.

This position does not include the company's commitments in respect of (i) Sienna Capital, which total EUR 826 million at the end of December 2020 (EUR 466 million as of December 31, 2019) and (ii) the debt towards Webhelp's minority shareholders which is valued EUR 800 million at the end of December 2020 (EUR 475 million as of December 31, 2019).

Finally, the 8,749,816 treasury shares represents 5.4% of the issued capital and are valued at EUR 721 million, compared with 3.2% and EUR 490 million respectively at the end of the previous year.

Net debt: change over 1 year

In EUR million



In EUR million	Gross cash	Gross debt	Net debt
Position as of December 31, 2019	**1,834.1**	**(2,601.7)**	**(767.7)**
Cash earnings	439.6	-	439.6
Dividend distribution	(508.3)	-	(508.3)
Investments:	(1,756.1)	-	(1,756.1)
Sienna Capital	*(425.5)*	-	*(425.5)*
Mowi	*(416.2)*	-	*(416.2)*
SGS	*(373.6)*	-	*(373.6)*
GBL	*(261.5)*	-	*(261.5)*
Imerys	*(73.7)*	-	*(73.7)*
adidas	*(13.9)*	-	*(13.9)*
Umicore	*(2.5)*	-	*(2.5)*
Other	*(189.2)*	-	*(189.2)*
Divestments:	322.6	771.3	1,093.9
Total	-	*771.3*	*771.3*
Sienna Capital	*129.7*	-	*129.7*
Webhelp	*41.5*	-	*41.5*
Other	*151.4*	-	*151.4*
Bank financing	5.3	(5.3)	-
Issuance of exchangeable bonds	455.7	(450.0)	5.7
Other	(70.3)	-	(70.3)
Position as of December 31, 2020	**722.7**	**(2,285.8)**	**(1,563.1)**

(1) Primarily (i) the neutralization of Sienna Capital's contribution (EUR - 58 million) included in the cash earnings and in the disposals and (ii) the cancellation of the derivative component included in the cash earnings and related to the Imerys dividend received in shares (EUR - 15 million)

Gross cash

As of December 31, 2020, gross cash excluding treasury shares stands at EUR 723 million (EUR 1,834 million as of December 31, 2019). The following table presents its components in correlation with GBL's consolidated financial statements:

In EUR million	Notes	December 31, 2020	December 31, 2019
Gross cash as presented in:			
Net asset value		**722.7**	1,834.1
Segment information (Holding) - pages 162 to 165		**737.4**	1,816.4
- Trading financial assets	16	**453.1**	1,400.1
- Cash and cash equivalents	17	**292.3**	416.2
- Other current assets	18	**43.4**	75.4
- Trade payables		**(3.3)**	(2.9)
- Tax liabilities		**(5.0)**	(6.6)
- Other current liabilities	23	**(43.1)**	(65.8)
Reconciliation items		**(14.7)**	17.7
Reclassification of ENGIE shares previously taken into account in the net asset value and included since 2016 in gross cash		**1.1**	1.3
Valuation difference of the derivative associated to the LafargeHolcim and GEA exchangeable bonds		**(16.5)**	(7.5)
Valuation difference of the derivative associated to the sales of Total shares and related prepayment		**-**	31.6
Other		**0.7**	(7.7)

Gross debt

As of December 31, 2020, the gross debt of EUR 2,286 million (EUR 2,602 million as of December 31, 2019) breaks down as follows:

In EUR million	December 31, 2020	December 31, 2019
Institutional bonds	**1,000.0**	1,000.0
Exchangeable bonds into LafargeHolcim shares	**750.0**	750.0
Exchangeable bonds into GEA shares	**450.0**	-
Debt related to the prepaid forward sales of Total shares	**-**	771.3
Other	**85.8**	80.5
Gross debt	**2,285.8**	**2,601.7**

The following table presents the components of the gross debt in correlation with the IFRS consolidated financial statements:

In EUR million	December 31, 2020	December 31, 2019
Gross debt, included in the segment information (Holding) - pages 162 to 165:	**2,282.6**	2,568.6
Non-current financial liabilities	**2,281.4**	1,828.8
Current financial liabilities	**1.2**	739.8
Reconciliation items	**3.2**	33.2
IFRS 9 impact on the debt related to the prepaid forward sales to Total shares	**-**	31.6
Impact of the recognition of financial liabilities at amortised cost in IFRS	**17.0**	12.6
Financial liabilities recognized in accordance with the IFRS 16 standard	**(13.9)**	(11.0)

Net debt

As of December 31, 2020, GBL presents a net debt position of EUR 1,563 million. The net debt presents the following Loan To Value ratio:

In EUR million	December 31, 2020	December 31, 2019
Net debt (excluding treasury shares)	**1,563.1**	767.7
Market value of the portfolio	**21,339.5**	20,626.6
Loan To Value	**7.3%**	3.7%

Treasury shares

Treasury shares, valued at their historic value, are recorded as a deduction from shareholders' equity in IFRS. The treasury shares (EUR 721 million as of December 31, 2020, vs. EUR 490 million as of December 31, 2019) are valued by applying the following valuation principles set out in the glossary in page 256.

Accounts as of December 31, 2020

Consolidated financial statements

Consolidated balance sheet as of December 31

In EUR million	Notes	2020	2019 [1]
Non-current assets		**26,087.8**	26,402.4
Intangible assets	9	**1,000.7**	1,222.4
Goodwill	10	**3,975.2**	4,166.9
Property, plant and equipment	11	**2,516.1**	2,787.6
Investments		**18,314.8**	17,962.1
Investments in associates	2	***509.5***	*445.7*
Other equity investments	3	***17,805.3***	*17,516.4*
Other non-current assets	12	**120.1**	108.8
Deferred tax assets	13	**160.9**	154.7
Current assets		**4,270.2**	4,883.9
Inventories	14	**704.0**	846.1
Trade receivables	15	**912.3**	959.3
Trading financial assets	16	**459.9**	1,415.9
Cash and cash equivalents	17	**1,273.9**	1,221.3
Other current assets	18	**362.8**	441.4
Assets held for sale	24	**557.3**	-
Total assets		**30,358.0**	31,286.3
Shareholders' equity		**20,468.0**	21,339.4
Share capital	19	**653.1**	653.1
Share premium		**3,815.8**	3,815.8
Reserves		**14,506.6**	15,289.3
Non-controlling interests	30	**1,492.5**	1,581.2
Non-current liabilities		**7,520.5**	7,129.5
Financial liabilities	17	**5,624.5**	5,372.2
Provisions	20	**395.6**	453.6
Pensions and post-employment benefits	21	**445.5**	400.1
Other non-current liabilities	22	**783.0**	557.2
Deferred tax liabilities	13	**271.9**	346.4
Current liabilities		**2,369.4**	2,817.4
Financial liabilities	17	**394.0**	1,315.6
Trade payables		**603.8**	667.1
Provisions	20	**65.2**	29.6
Tax liabilities		**95.9**	95.8
Other current liabilities	23	**843.2**	709.2
Liabilities associated with assets held for sale	24	**367.3**	-
Total shareholders' equity and liabilities		**30,358.0**	31,286.3

(1) Comparative figures have been restated to reflect the finalization of the acquisition accounting of Webhelp (see note on « Changes in group structure »)

Consolidated income statement as of December 31

In EUR million	Notes	2020	2019
Share of profit (loss) of associates	2	**(30.9)**	(49.3)
Net dividends from investments	3	**312.9**	508.3
Other operating income (expenses) from investing activities	5	**(69.6)**	(62.5)
Gains (losses) on disposals, impairments and reversals of non-current assets from investing activities		**1.2**	128.6
Subsidiaries	4	***3.7***	*135.7*
Other		***(2.5)***	*(7.0)*
Financial income (expenses) from investing activities	7	**424.0**	143.2
Profit (loss) before tax from investing activities		**637.6**	**668.3**
Turnover	8	**5,915.9**	5,037.9
Raw materials and consumables		**(1,551.9)**	(1,729.5)
Employee expenses	5	**(2,157.0)**	(1,163.1)
Depreciation/amortisation of property, plant, equipment and intangible assets		**(538.2)**	(432.6)
Other operating income (expenses) from operating activities	5	**(1,362.4)**	(1,413.3)
Gains (losses) on disposals, impairments and reversals of non-current assets from operating activities	6	**(81.5)**	(51.1)
Financial income (expenses) from operating activities	7	**(352.4)**	(82.6)
Profit (loss) before tax from consolidated operating activities		**(127.5)**	**165.7**
Income taxes	13	**(80.8)**	(65.1)
Consolidated profit (loss) for the year		**429.3**	**768.9**
Attributable to the group		**391.0**	704.7
Attributable to non-controlling interests	30	**38.3**	64.2
Consolidated earnings per share for the period	28		
Basic		***2.53***	*4.48*
Diluted		***2.53***	*4.48*

Consolidated statement of comprehensive income as of December 31

In EUR million	Notes	2020	2019
Consolidated profit (loss) for the period		**429.3**	**768.9**
Other comprehensive income [1]			
Items that will not be reclassified subsequently to profit or loss			
Actuarial gains (losses)	21	**(32.7)**	(56.4)
Other equity investments	3	**(327.8)**	3,875.9
Total items that will not be reclassified subsequently to profit or loss, after tax		**(360.6)**	3,819.4
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation adjustments for consolidated companies		**(225.3)**	30.3
Cash flow hedges		**22.4**	(5.5)
Share in the other items of the comprehensive income of associates		**4.4**	1.5
Total items that may be reclassified subsequently to profit or loss, after tax		**(198.5)**	26.3
Other comprehensive income, after tax		**(559.1)**	3,845.7
Comprehensive income (loss)		**(129.8)**	**4,614.6**
Attributable to the group		**(53.8)**	4,561.2
Attributable to non-controlling interests	30	**(76.0)**	53.4

(1) These elements are presented net of taxes. Income taxes are presented in note 13

Consolidated statement of changes in shareholders' equity

In EUR million	Capital	Share premium	Revaluation reserves	Treasury shares	Foreign currency translation adjustments	Retained earnings	Share-holders' equity – group's share	Non-controlling interests	Shareholders' equity
As of December 31, 2018	**653.1**	**3,815.8**	**4,471.8**	**(137.7)**	**(192.9)**	**7,307.2**	**15,917.3**	**1,709.8**	**17,627.1**
Consolidated profit (loss) for the year	-	-	-	-	-	704.7	704.7	64.2	768.9
Reclassification following disposals	-	-	(433.4)	-	-	433.4	-	-	-
Other comprehensive income (loss)	-	-	3,875.9	-	17.2	(36.5)	3,856.6	(10.8)	3,845.7
Total comprehensive income (loss)	**-**	**-**	**3,442.4**	**-**	**17.2**	**1,101.6**	**4,561.2**	**53.4**	**4,614.6**
Dividends	-	-	-	-	-	(484.4)	(484.4)	(110.2)	(594.7)
Treasury share transactions	-	-	-	(215.1)	-	(6.4)	(221.6)	-	(221.6)
Changes in group structure	-	-	-	-	-	(2.3)	(2.3)	(56.8)	(59.0)
Other movements	-	-	-	-	-	(12.2)	(12.2)	(14.9)	(27.1)
As of December 31, 2019	**653.1**	**3,815.8**	**7,914.4**	**(352.8)**	**(175.7)**	**7,903.4**	**19,758.2**	**1,581.2**	**21,339.4**
Consolidated profit (loss) for the year	-	-	-	-	-	391.0	391.0	38.3	429.3
Reclassification following disposals	-	-	(416.7)	-	-	416.7	-	-	-
Other comprehensive income (loss)	-	-	(327.8)	-	(119.2)	2.3	(444.8)	(114.3)	(559.1)
Total comprehensive income (loss)	**-**	**-**	**(744.5)**	**-**	**(119.2)**	**809.9**	**(53.8)**	**(76.0)**	**(129.8)**
Dividends	-	-	-	-	-	(488.9)	(488.9)	(63.2)	(552.1)
Treasury share transactions	-	-	-	(260.9)	-	0.3	(260.6)	-	(260.6)
Other movements	-	-	-	-	-	20.7	20.7	50.5	71.1
As of December 31, 2020	**653.1**	**3,815.8**	**7,169.9**	**(613.7)**	**(294.9)**	**8,245.3**	**18,975.5**	**1,492.5**	**20,468.0**

During 2020, shareholders' equity was mainly impacted by:
- the distribution, on May 7, 2020, of GBL's gross dividend of EUR 3.15 per share (EUR 3.07 in 2019), for a total amount of EUR 489 million net of dividends perceived on treasury shares (see note 19);
- the change in fair value of other equity investments whose changes in fair value are recognised in equity in revaluation reserves for EUR - 745 million (see note 3);
- the change in foreign currency translation adjustments;
- the acquisitions of treasury shares; and
- the consolidated result for the year of EUR 429 million.

Consolidated statement of cash flows

In EUR million	Notes	2020	2019
Net cash from (used in) operating activities		**1,229.9**	1,064.0
Consolidated profit (loss) for the year		**429.3**	768.9
Adjustments for:			
Income taxes	13	**80.8**	65.1
Interest income (expenses)	7	**145.6**	84.5
Profit (loss) of associates	2	**39.7**	57.0
Dividends from investments in non-consolidated companies	3	**(312.9)**	(508.3)
Net depreciation and amortisation expenses	9, 11	**539.0**	433.1
Gains (losses) on disposals, impairments and reversals of non-current assets		**61.8**	(66.2)
Other non-cash income items [1]		**(124.9)**	(91.6)
Interest received		**27.8**	34.6
Interest paid		**(153.9)**	(108.6)
Dividends received from investments in non-consolidated companies		**321.9**	509.0
Dividends received from investments in associates	2	**4.4**	10.4
Income taxes paid		**(96.6)**	(138.6)
Changes in working capital		**38.0**	64.6
Changes in other receivables and payables		**230.0**	(49.8)
Net cash from (used in) investing activities		**167.3**	(1,386.5)
Acquisitions of:			
Investments in associates		**(105.3)**	(74.1)
Other equity investments		**(1,314.2)**	(382.8)
Subsidiaries, net of cash acquired	Scope of consolidation	**(151.4)**	(808.2)
Property, plant and equipment and intangible assets		**(360.4)**	(402.7)
Other financial assets [2]		**(627.7)**	(1,208.7)
Disposals/divestments of:			
Investments in associates		**15.4**	36.9
Other equity investments		**1,050.1**	1,130.4
Subsidiaries, net of cash paid	Scope of consolidation	**51.5**	178.8
Property, plant and equipment and intangible assets		**39.1**	21.0
Other financial assets [3]		**1,570.2**	122.9
Net cash from (used in) financing activities		**(1,291.6)**	528.1
Capital increase/(decrease) from non-controlling interests		**55.6**	(7.7)
Dividends paid by the parent company to its shareholders		**(488.9)**	(484.4)
Dividends paid by the subsidiaries to non-controlling interests		**(63.2)**	(110.2)
Proceeds from financial liabilities	17	**694.9**	1,598.9
Repayments of financial liabilities	17	**(1,229.8)**	(246.9)
Net change in treasury shares		**(260.6)**	(221.6)
Other		**0.4**	-
Effect of exchange rate fluctuations on funds held		**(36.2)**	2.2
Net increase (decrease) in cash and cash equivalents		**69.4**	207.7
Cash and cash equivalents at the beginning of the year	17	**1,221.3**	1,013.6
Cash and cash equivalents at the end of the year [4]	17	**1,290.8**	1,221.3

(1) This heading includes the adjustment of the changes in fair value of other equity investments whose change in fair value is recognized through profit or loss for EUR - 392 million (EUR - 153 million in 2019) and the adjustment of the impact of changes of the debt on minority shareholders of Webhelp for EUR 283 million
(2) Change primarily linked to the acquisition of trading financial assets (EUR 617 million and EUR 1,191 million as of December 31, 2020 and 2019, respectively) – see note 16
(3) Change primarily linked to the sale of trading financial assets (EUR 1,567 million and EUR 122 million as of December 31, 2020 and 2019, respectively) – see note 16
(4) Encompasses the cash and cash equivalent included in assets held for sale (EUR 17 million in 2020)

ACCOUNTING POLICIES

Groupe Bruxelles Lambert SA ("GBL") is a Belgian holding company listed on Euronext Brussels. Its consolidated financial statements cover a period of 12 months ended December 31, 2020. They were approved by its Board of Directors on March 11, 2021 on a going concern basis, in million of euros, to one decimal place and rounded to the nearest hundred thousand euros.

General accounting principles and applicable standards

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union.

Mandatory changes in accounting policies

The following amended standards have been applied since the 2020 financial year. They did not have any material impact on GBL's consolidated financial statements.

- Amendments to IAS 1 and IAS 8 *Amendment to the definition of "material"*;
- Amendments to IFRS 3 *Business Combinations: definition of a Business*;
- Amendments to IFRS 9, IAS 39 and IFRS 7 *Interest Rate Benchmark Reform – Phase 1*; and
- Amendments to references to the Conceptual Framework in IFRS standards.

Texts in force after the reporting date

GBL did not opt for the early application of the new and amended standards which entered into force after December 31, 2020, namely:

- IFRS 17 *Insurance Contracts* (applicable for annual periods beginning on or after January 1, 2023, but not yet adopted at European level);
- Amendments to IAS 1 *Presentation of Financial Statements: Classification of Liabilities as Current or Non-current* (applicable for annual periods beginning on or after January 1, 2023, but not yet adopted at European level);
- Amendments to IAS 1 *Presentation of Financial Statements* and *IFRS Practice Statement 2: Disclosure of Accounting Policies* (applicable for annual periods beginning on or after January 1, 2023, but not yet adopted at European level) ;
- Amendments to IAS 8 *Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates* (applicable for annual periods beginning on or after January 1, 2023, but not yet adopted at European level) ;
- Amendments to IAS 16 *Property, Plant and Equipment: Proceeds before Intended Use* (applicable for annual periods beginning on or after January 1, 2022, but not yet adopted at European level);
- Amendments to IAS 37 *Provisions, Contingent Liabilities and Contingent Assets: Onerous Contracts - Cost of Fulfilling a Contract* (applicable for annual periods beginning on or after January 1, 2022, but not yet adopted at European level);
- Amendments to IFRS 3 *Business Combinations: Reference to the Conceptual Framework* (applicable for annual periods beginning on or after January 1, 2022, but not yet adopted at European level);
- Amendment to IFRS 4 *Insurance Contracts – deferral of IFRS 9* (applicable for annual periods beginning on or after January 1, 2021);
- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 *Interest Rate Benchmark Reform – Phase 2* (applicable for annual periods beginning on or after January 1, 2021);
- Amendment to IFRS 16 *Leases: COVID-19-Related Rent Concessions* (applicable for annual periods beginning on or after June 1, 2020); and
- Annual Improvements to IFRS Standards 2018–2020 (applicable for annual periods beginning on or after January 1, 2022, but not yet adopted at European level).

The future application of these new and amended standards should not have a significant impact on the group's consolidated financial statements. The majority of the group's financial debts are at fixed rates, which implies that the impact of the IBOR reform, according to the current understanding should not have a significant impact on the financial statements of the group.

Basis and scope of consolidation

The consolidated financial statements, prepared before appropriation of result, include those of GBL and its subsidiaries (the "group") and the interests of the group in joint ventures and associates accounted for using the equity method. The important subsidiaries, joint ventures and associates close their accounts on December 31.

Controlled companies

Controlled companies are entities for which GBL is exposed to variable returns because of ties to these entities and has the ability to influence these returns because of the control that GBL has over these entities. Controlled companies are consolidated.

Intra-group balances and transactions as well as unrealised gains (losses) are eliminated. Newly acquired companies are consolidated as from the date of acquisition.

Jointly controlled companies (joint ventures)

A joint venture is a company over which GBL has joint control with one or more other parties and for which the parties have a claim to the company's net assets. Joint control is the contractually agreed sharing of the control exercised over a company, which only exists in cases where decisions regarding the relevant operations require the unanimous consent of the parties sharing control. These joint ventures are accounted for in the consolidated financial statements using the equity method.

Associates

If the group has a significant influence in a company, the investment it holds in that company is considered as an associate company. Notable influence is the power to participate in decisions about financial and operational policies, but without exercising control or joint control over these policies.

Associates are accounted for in the consolidated financial statements using the equity method.

An investment is accounted for using the equity method as from the date it becomes an investment in an associate or joint venture. Under the equity method, the investment in an associate or joint venture is recorded at cost on initial recognition. In the absence of definition in the standards of the notion of cost, the group considers, in the event of a change from an "other equity investment - financial assets recognised at fair value through equity" to an associate, the fair value at the date of the first equity method as the cost. The revaluation reserve accounted for until that date is transferred to consolidated reserves.

Intangible assets

Intangible assets are recorded at cost less any accumulated amortization and potential impairment losses.

Intangible assets with a finite useful life are amortized using the straight-line method over their estimated useful life.

Intangible assets with an indefinite useful life are not amortized but are tested for impairment annually at the close of the financial year (or at an earlier date should there be an indication of impairment). When the recoverable amount of an asset is less than its carrying amount, this carrying amount is reduced to reflect the loss of value.

In the absence of any applicable standard or interpretation, Imerys treats greenhouse gas emission credits as intangible assets. Imerys holds these credits solely to prove the volume of its emissions and does not trade them, for example through forward purchases or sales.
The recognised value of credits received free of charge is zero and credits purchased on the market are recognised at their purchase price. If the credits held are less than the actual emissions at the reporting date, a provision is recognised in profit or loss that is equal to the value of the credits to be purchased, measured at their market value (net liability method). Disposals are only related to surplus credits and are recognized in profit or loss as asset disposals.

Business combinations and goodwill

When the group acquires a business, the identifiable assets and liabilities of the acquired entity are recorded at fair value on the acquisition date.

The counterparty transferred to a business combination corresponds to the fair value of the transferred assets (including cash), the assumed liabilities and the shareholders' equity instruments issued by the group in exchange for the control of the acquired entity. The costs directly related to the acquisition are generally recognised in profit or loss.

Goodwill is calculated as the positive difference between the following two elements:
- the sum of (i) the counterparty transferred and, where appropriate, (ii) the amount of the non-controlling interests (minority interests) in the acquired entity, and (iii) the fair value of interests already held by the group prior to acquiring the controlling interest; and
- the net amount on the date of acquisition of the identifiable assets and liabilities acquired and assumed.

If, after confirmation of the values, this difference proves to be negative, this amount is immediately recorded in the income statement as a gain from a bargain purchase.

Goodwill is accounted for as an asset in the balance sheet under the heading "Goodwill" and subject to an annual impairment test, which consists in comparing the recoverable amount of the cash generating units ("CGU") to which the goodwill has been allocated with their carrying amount (including the goodwill). If the latter is higher, an impairment loss must be recorded in the income statement.

In addition, in valuing goodwill as outlined above, the amount of the non-controlling interests can be valued on a case by case basis and at GBL's choice, either at fair value (the so-called "*full goodwill*" option) or at the share of the identifiable net asset in the acquired entity.

Property, plant and equipment

Fully owned property, plant and equipment

Items of property, plant and equipment are recorded under assets if they are controlled as a result of a deed of ownership. Items of property, plant and equipment are initially valued at acquisition or production cost.

The cost of property, plant and equipment includes the cost of loans contracted to finance their construction or production when they necessitate a substantial period of time. The cost of the assets is reduced, where appropriate, by the amount of public subsidies used to finance their acquisition or construction.

Maintenance and repair costs are immediately expensed under "Other operating income (expenses) from operating activities". The cost of property, plant and equipment includes, in particular for satellite industrial installations built on clients' land, the present value of the rehabilitation or dismantling obligation, where such an obligation exists. Property, plant and equipment are subsequently valued at cost less accumulated depreciation and any accumulated impairment losses.

Leasehold property, plant and equipment

All contracts that convey the right to use an item of non-substitutable property, plant and equipment for a period of time in exchange for consideration are recognized as right-of-use assets against a lease liability. This treatment applies to all leases except mine land leases, which are recognized in the manner described in the following paragraph, as well as immaterial leases (leases with terms of 12 months or less and leases of low-value assets), for which payments are recognized as an expense.

At Imerys level, easements, especially for pipelines used to connect mineral deposits, processing facilities and shipping facilities are analyzed as non-mine land leases. Right-of-use assets are initially measured at the value of the lease liability, plus any initial direct costs and equipment dismantling costs where necessary. Lease liabilities are measured at the discounted value of future lease payments due in accordance with a contractual payment schedule, adjusted for rent-free periods. Payments are therefore scheduled through to the reasonably certain end date of the lease, reflecting the date beyond which the lease ceases to be legally enforceable. This date represents the end of the lease, adjusted for any options the lessee is able to exercise regarding early termination or extension and any restrictions the lessor is able to exercise. The lease payments taken into account in the calculation of the lease liabilities include the unconditional payments due in exchange for the right to use the asset, as well as the cost related to the early termination, extension or purchase clauses when it is reasonably certain they will be exercised. The liability calculation excludes any variable payment related to the use of the asset (at the level of Imerys, for example, a payment dependent on the actual number of hours a piece of mining equipment is used), as well as any payment for services rendered by the lessor (for example, at Imerys, rail car maintenance). In the absence of implicit interest rates, future payments determined in this way are discounted using the lessees' incremental borrowing rate. The first time deferred tax assets and liabilities are recognized, they are calculated separately for lease liabilities and right-of-use assets, respectively. In subsequent years, right-of-use assets are amortized under the headings "Other operating income (expenses) from investing activities" or "Depreciation/amortization of property, plant, equipment and intangible assets" of the consolidated income statement and lease liabilities are measured at amortized cost, which generates an interest expense that is recognized in financial income (loss). When an option is exercised, the lease must be reassessed to symmetrically adjust the carrying amounts of the lease liability and the right of use.

Any modification to leases gives rise to such a symmetrical adjustment, except when the scope of the lease is restricted to reduce the capacity of the asset leased or the duration of the lease. In this situation, the carrying amount of the lease liability and the right of use are reduced in proportion to the reduction of the scope, impacting the income statement.

Mining assets

In the absence of any specific applicable standard or interpretation, Imerys has defined the following methods to recognize and measure mining assets. Prospection expenditure, i.e. searching for new sites with mineral producing potential and studying the technical feasibility and commercial viability of a geographical area, is immediately recognized as an expense under the heading "Other operating income (expenses) from operating activities". Mineral reserves are included in property, plant and equipment. Freehold mineral deposits are initially measured at acquisition cost minus subsoil. Leasehold mineral deposits are measured at a value of nil if the lease is entered into in the ordinary course of business. If the lease is acquired through a business combination, the acquisition cost of the deposit is measured at the fair value of the ore. Costs incurred to determine the tonnage of ore present in the deposit are added to the acquisition cost. Overburden work, i.e. the process of removing the topsoil to gain access to the deposit, is considered a component of mineral reserve assets. The initial measurement of overburden work includes production cost and the discounted value of restoration obligations as a result of the deterioration caused by such work. Mineral reserves and overburden assets are included under the heading "Property, plant and equipment". Mining assets are subsequently measured at cost, minus accumulated depreciation and any impairment loss.

Depreciation

Depreciation expense is spread over the expected useful life of the different categories of property, plant and equipment using the straightline method. The estimated useful lives of the most significant items of property, plant and equipment fall into the following ranges:

- buildings: 10 to 50 years;
- industrial constructions: 10 to 30 years;
- fixtures and fittings of buildings and constructions: 5 to 15 years;
- machinery, equipment and technical fittings: 5 to 20 years;
- vehicles: 2 to 5 years; and
- other property, plant and equipment: 10 to 20 years.

Land is not depreciated.

Right-of-use assets held through leases are depreciated over the reasonably certain end date of the lease, unless the lessee is considering exercising their right to purchase the asset. In that case, the useful life of the asset leased is applied. Rights of use are depreciated or amortized on a straight-line basis, except, for Imerys, those applicable to bulk carriers, which are depreciated by the number of journeys made. Freehold and leasehold equipment is depreciated over its useful life, up to the end of the reasonably certain end date of the lease. Furthermore, Imerys does not consider the straight-line depreciation method appropriate to reflect the consumption of property, plant and equipment related to mining activities such as mineral reserves and overburden assets as well as certain industrial assets of discontinuous use. Depreciation of mining assets is therefore estimated in units of production on the basis of actual extraction, while operational monitoring units such as production or operating hours are used to estimate depreciation of industrial assets. A mineral reserve is depreciated to the quantity of the geological inventory of the deposit minus discounts for the geological uncertainty inherent to the resources. Overburden assets, a component of mineral reserve assets, are depreciated over the quantity of reserve to which they specifically give access. Subsoil, i.e. the area of land not part of the mineral deposit, is not depreciated since it is not consumed by mining operations.

Other equity investments

Other equity investments include investments in companies in which the group does not control nor exercise a significant influence, as defined above.

Other equity investments are either quoted or not quoted.

Quoted investments (adidas, Pernod Ricard, SGS, LafargeHolcim, Umicore, etc.)

These investments are recorded at fair value based on their share price at closing date.

GBL has opted to account for changes in the fair value of listed investments via equity ("Financial assets recognised at fair value through equity"). These amounts will never be recycled in earnings, even in the event of the sale of securities or significant or prolonged loss of value. In the event of a sale, the accumulated revaluation reserves at the time of sale are reclassified to consolidated reserves.

Non-quoted investments (Upfield funds, Marcho Partners, Sagard funds, PrimeStone, Kartesia funds, BDT Capital Partners II, Matador Coinvestment, Backed funds, Ergon opseo Long Term Value Fund, etc.)

Investments in funds are revalued at each closing at their fair value, determined by the managers of these funds, according to their investment portfolio.

Based on the analysis of the characteristics of these unlisted funds, GBL determined that they were not eligible for the "*Fair value through other comprehensive income*" option. Therefore, the changes in fair value are accounted for in profit or loss ("Financial assets recognised at fair value through profit or loss").

Non-current assets held for sale and discontinued operations

When, at the reporting date, it is highly likely that non-current assets or groups of directly related assets and liabilities will be disposed of, they are designated as non-current assets or groups of assets held for sale. Their sale is considered highly likely if, on the reporting date, a plan to put them up for sale at a reasonable price in relation to their fair value has been organised in order to find a buyer and finalise their transfer within one year at most. Non-current assets or groups of assets held for sale are presented as separate items in the financial statements. They are no longer depreciated and are valued at the lower of carrying amount or fair value less costs to sell. Non-current assets or groups of assets that will be shut down and not sold constitute non-current assets that are to be abandoned. When non-current assets corresponding to a disposal, held for sale or to be abandoned are allocated to a separate line item for the main operation and are to be abandoned as part of a single coordinated plan, they are categorized as discontinued operations and their related flows are disclosed separately in the income statement and statement of cash flows.

Inventories

Inventories are recorded as assets at the date on which the risks, rewards and control are transferred to the group. At the time of sale, their disposal is accounted for through an expense at the same date as the corresponding gain. Inventories are valued at the lower of production cost or net realisable value. When production is less than normal capacity, fixed costs specifically exclude the share corresponding to the sub-activity. Inventories presenting similar characteristics are valued under the same method. The methods used in the group are FIFO - First-In, First-Out - and the weighted average unit cost. When production cost cannot be recovered, it is lowered to net realisation value under the conditions existing at the reporting date.

Trade receivables

Trade receivables are initially recognized at their transaction price, when those do not contain an important financing component (determined in accordance with IFRS 15 *Revenue from Contracts with Customers*). The transaction price is the amount of consideration that the group expects to receive in exchange for the goods or services transferred. Subsequent to their initial recognition, trade receivables are valued at amortized cost, i.e. at fair value plus, where applicable, directly attributable transaction costs, increased or decreased, of accumulated amortization of any difference between this initial amount and the amount at maturity, and less any write-down for impairment or non-recoverability. At the end of the reporting period, a write-down is recognized for the value of expected credit losses. Such losses correspond to the estimated weighted probability of credit losses, i.e. the expected loss of cash over the life of the trade receivable, minus cash to be received from credit insurance where applicable. A receivable sold to a banking institution for financing purposes is only derecognized if the factoring agreement also transfers to the factor all the risks and rewards incidental to the receivable.

Other financial assets

The other financial assets are classified in one of the following two categories:

- Amortized cost. Financial assets are measured at amortized cost when the objective of the business model is to collect the contractual cash flows. These correspond mainly to cash and cash equivalents, as well as, to a lesser extent, of receivables related to dividends to be received. Cash and cash equivalents include bank deposits and fixed-term investments with a maturity date equal to or less than three months from the acquisition date. These are highly liquid investments indexed on a money market rate and the value of which is known or subject to very little uncertainty.

- Fair value through profit or loss. Financial assets are measured at fair value through profit or loss when the objective of the business model is to both collect the contractual cash flows and make a trading profit in the short term. They are non-derivative financial assets held for trading and recognized as assets between the dates of purchase and disposal, and whose changes in fair value are recognized in other financial income and expenses (investing or operating activities) at market prices published at the closing date. This category also includes trading assets as well as derivative instruments other than hedge accounting.

Finally, the group derecognizes a financial asset only if the contractual rights to the cash flows of the asset expire, or if the financial asset and the associated risks and benefits are transferred to third parties. If the group does not transfer or retain substantially all the risks and rewards of ownership and continues to control the transferred asset, the group then recognizes retained interests in that asset and an associated liability for amounts that it may have to pay. If the group retains substantially all the risks and rewards of owning a transferred financial asset, the group continues to recognize the financial asset and also recognizes a debt backed by the proceeds received.

Impairment of assets

Other equity investments

Other equity investments are not subject to impairment tests since any decrease in fair value, even significant or prolonged, is still recognized in equity for financial assets recognised at fair value through equity or, directly in profit or loss for financial assets recognised at fair value through profit or loss.

Investments in equity-accounted entities

When there is an objective indication of impairment of an investment accounted for using the equity method, an impairment test must be carried out, in accordance with IAS 36 *Impairment of assets* and IAS 28 *Investments in Associates and Joint Ventures*. The recoverable amount of the asset is estimated in order to compare it to its carrying amount and, where applicable, to recognise an impairment loss for the surplus. The recoverable amount is the highest of either the fair value less costs to sell or the value in use. The value in use corresponds to the future estimated discounted cash flows. When an impairment accounted for in an earlier period ceases to exist, the carrying amount is partially or totally restored. The reversal of an impairment loss is recorded immediately in profit.

Property, plant and equipment and intangible assets

At every reporting date, the group reviews the carrying amount of intangible assets and property, plant and equipment with finite useful life in order to assess whether there is any evidence of impairment of these assets.

If there is any evidence of impairment, the asset's recoverable amount is estimated to compare it with its carrying amount. The recoverable amount is the higher of the asset's net sale price or its value in use. The value in use is the present value of estimated future cash flows from the continuous use of an asset. Where it is not possible to estimate the recoverable amount of an asset individually, the group estimates the recoverable amount of the CGU to which the asset belongs. If the recoverable amount of the asset or of the CGU is estimated to be less than the carrying amount, the carrying value of the asset or of the CGU is lowered to its recoverable amount. An impairment loss is immediately recognised in expenses.

When an impairment recorded during past financial years is no longer justified, the impairment loss on this asset or CGU is reversed in order to bring the asset or CGU back to a value corresponding to the new valuation of its recoverable amount.

However, the carrying value of an asset or CGU may not exceed, following reversal of an impairment loss, the carrying value it would have had if no impairment had been recognised for the asset or CGU in previous years. The reversal of an impairment loss is recognised immediately as income.

Trade receivables and other financial assets

IFRS 9 *Financial Instruments* requires the application of a model based on anticipated losses on trade receivables and other financial assets. In particular, IFRS 9 requires, among other things, that the group recognizes an impairment loss on trade receivables and other financial assets as of the initial recognition date thereof. The assessment of expected credit losses is made on an individual or collective basis taking into account historical data on late payments, information on current circumstances, as well as forward-looking information.

Taxes

Income taxes of the financial year include both current and deferred taxes. They are recorded in the income statement unless they relate to items directly recorded in shareholders' equity, in which case they are also recorded in shareholders' equity.

Current taxes are the taxes to be paid on the taxable profit for the financial year and are calculated in accordance with the tax rates in effect or that will be in effect on the last day of the financial year, plus any adjustments relating to prior years.

Deferred taxes are calculated in accordance with the liability method, which is applied to the temporary differences between the carrying amounts and tax basis of the assets and liabilities recorded in the balance sheet.

The following tax differences are disregarded: non-tax-deductible goodwill and initial valuations of assets and liabilities not affecting the accounting and taxable profit.

Deferred taxes are calculated according to the manner in which the related assets and liabilities are expected to be realised or settled, based on the tax rates in effect or that will be in effect on the last day of the financial year.

Additionally, deferred tax liabilities related to investments in subsidiaries are not recorded when the group is able to control the date on which the temporary difference will reverse and when the group does not expect the temporary difference to reverse in the foreseeable future.

Deferred tax assets are recorded if the taxable profits are likely to materialise in such a manner as to allow them to be offset against tax losses and tax credits.

Finally, deferred tax assets and liabilities are offset by tax entity when the latter has the right to offset its current tax assets and liabilities and that the deferred tax assets and liabilities in question are levied by the same tax authority.

Treasury shares

When treasury shares are bought (or sold), the amount paid (or received) is recorded as a decrease (or increase) in shareholders' equity. Movements in these shares are shown in the consolidated statement of changes in shareholders' equity. No profits or losses on these movements are recorded in the income statement.

Appropriation of profit

Dividends paid by GBL to its shareholders are included as a reduction of shareholders' equity for their gross amount, i.e. before withholding tax. The financial statements are prepared before appropriation of profit.

Incentive plans

Equity-settled share-based plans

GBL and Imerys stock options granted prior to November 7, 2002 have not been recorded in the consolidated financial statements in accordance with the transitional provisions of IFRS 2 *Share-based Payment*.

Incentive plans granted as from November 7, 2002 are accounted for in accordance with IFRS 2. In accordance with this standard, the fair value of the options on the date of allocation is recorded in the income statement for the period of acquisition of the rights ("*vesting period*"). The options are valued by means of a valuation model generally accepted based on the market conditions prevailing at the time of their grant.

Cash-settled share-based plans

If the arrangement is settled in cash, the group incurs a liability measured at fair value. Until the settlement of the liability, the fair value should be measured at each reporting date and at settlement date. The changes in fair value are recognised in the income statement of the period.

Retirement benefits and other post-employment benefits

Defined benefit plans

Commitments for defined benefit pension plans and similar obligations are valued using the projected credit unit method, in accordance with IAS 19 *Employee Benefits*. This valuation uses financial and demographic actuarial assumptions. These are used to value services rendered during the year on the basis of an estimate of the end-of-career salary.

The provisions or assets recognised correspond to the present value of the obligation less the fair value of the plan's assets, which may be capped. The discount rates used to discount the obligations and calculate the resulting normative return on the assets are determined by referring to the yields of bonds issued by AA (high quality) rated companies within the main iBoxx GBP and USD Corporate AA indexes. Where negative interest rates arise, they are applied as published, without a floor at zero.

Contributions to funds and direct payments to beneficiaries as well as contributions and payments related to restructuring are recorded under "Employee expenses" or "Other operating income (expenses) from investing activities". Contributions to closed deficit plans with compulsory funding are recorded under "Financial income (expenses) from operating activities". The effect of these contributions in income statement is neutralized by reversals of provisions recognized in each of the items mentioned above. Other elements of the change in post-employment benefit plans are recorded in "Employee expenses" or "Other operating income (expenses) from investing activities", with the exception of the accretion of obligations and normative return on assets that are recognized under "Financial income (expenses) from investing activities" or "Financial income (expenses) from operating activities". Administrative costs are recorded in "Employee expenses" or "Other operating income (expenses) from investing activities", except for the administrative expenses of the closed deficit plans with compulsory funding that are recorded under "Other financial income (expenses) from operational activities".

Plan amendments, reductions and liquidations are immediately recognised in profit or loss. Actuarial differences and caps relating to post-employment benefit plan assets are fully recognised in shareholders' equity, net of asset management fees, without reclassification to profit or loss in a subsequent period.

Defined contribution plans

The group participates, in accordance with the regulations and corporate practices of each country, in the creation of retirement reserves for its staff, paying contributions on a mandatory or voluntary basis to external bodies such as pension funds, insurance companies or financial institutions.

These plans are defined contribution plans, in other words they do not guarantee the level of benefits paid. These contributions are recorded under "Employee expenses" or "Other operating income (expenses) from investing activities".

Provisions

Provisions are recorded at the reporting date when a group entity has an actual (legal or implicit) obligation resulting from a past event, when it is probable that an amount will have to be paid out to settle this obligation, and if the amount of the obligation can be determined reliably.

The amount recorded as a provision should be the most accurate estimation of the expenditure required to meet the obligation existing at the reporting date.

Provisions are recognised in profit or loss, apart from provisions for decommissioning and some provisions for rehabilitation, whose counterpart is included in the cost of assets whose construction has created the obligation. This treatment applies in particular to some of Imerys' industrial installations and overburden mineral assets.

Provisions whose settlement is expected within twelve months after the reporting date or whose settlement may occur at any time are not discounted. Provisions whose settlement is expected more than twelve months after the reporting date are discounted.

Changes in discounted provisions resulting from a revision of the amount of the obligation, its calendar or its discount rate are recognised in profit or loss, or for provisions recognised against assets, as an adjustment of the cost of the assets. The discounting is recognised as a debit in financial income (expenses).

Provisions for restructuring costs are not recorded unless the group has approved a detailed and formal restructuring plan and if the restructuring has either begun or been publicly announced. Costs relating to the group's continuing operations are not taken into account.

Current and non-current liabilities

Non-current liabilities (bank loans and bonds) and current liabilities (bank deposits) are initially recognised in the accounting records at their fair value less, in the case of a financial liability that has not been recorded at fair value through the income statement, the transaction costs that are directly imputed to the issuance of the financial liability.

After initial recording, they are valued at their amortized cost (initial amount less repayments of principal plus or minus the accumulated amortization of any difference between the initial amount and the value at maturity).

The exchangeable or convertible bonds issued by the group are considered as hybrid instruments, i.e. containing both a bond component and an embedded derivative. At the date of issue, the fair value of the bond component is estimated based on the prevailing market interest rate for similar non-exchangeable or non-convertible bonds.
The difference between the proceeds of issuance of the exchangeable or convertible bond and the fair value assigned to the bond component, representing the value of embedded option to exchange the bonds for shares, is included separately, depending on the option's maturity, in the heading "Other current liabilities" or "Other non-current liabilities". The interest cost of the bond component is calculated by applying the prevailing interest market rate prevailing at the issuance date. Transaction costs related to the issue of convertible or exchangeable bonds are allocated to the "liability" and "derivative" components in proportion to the allocation of gross proceeds.

Transaction costs related to the "derivative" component are recognized directly in profit or loss. Transaction costs related to the "liability" component are included in the carrying amount of the "liability" component and are amortized over the life of the convertible or exchangeable bonds using the effective interest rate method.

Trade payables and other financial non-derivative liabilities are measured at amortised cost.

The group derecognizes a financial liability if, and only if, its obligations are discharged, canceled or expired. The difference between the carrying amount of the derecognized financial liability and the consideration paid and payable is recognized in profit or loss. When the group exchanges a debt instrument with an existing lender for another instrument with substantially different terms, the exchange is recognized as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, if the contractual terms of an existing liability are substantially changed, the group also recognizes an extinguishment of the original financial liability and the recognition of a new liability. It is assumed that the contractual terms of the financial liability are substantially different if the present value of the cash flows under the new conditions, including any fees paid, net of fees collected and discounted at the original effective rate, is at least 10% different from the present value of the remaining cash flows of the original financial liability.

Derivative financial instruments

The group's consolidated operating companies use derivatives to reduce their exposure to various risks, in particular foreign exchange, interest rate and energy price risks. The sole purpose of these instruments is to hedge the economic risks to which they are exposed. Financial instruments are recognised at the transaction date, i.e. the date the hedge accounting contract is entered into. However, only those that fulfil the hedge accounting criteria laid down in IFRS 9 are given the accounting treatments described hereafter.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are immediately recognised in profit or loss.

Any transaction qualified as hedge accounting is documented by reference to the hedging strategy by identifying the hedged risk, the hedged item, the hedging instrument, the hedging relationship and the measurement method of the hedge relationship effectiveness. The measurement of the hedge relationship effectiveness is updated at every reporting date.

Derivatives are measured at fair value on initial recognition. Fair value is subsequently remeasured at every reporting date by reference to market conditions and to IFRS 13 *Fair Value Measurement*.

Derivatives recorded as assets or liabilities are classified in the headings "Other non-current assets/liabilities" and "Other current assets/liabilities" depending on their maturity date. The recognition of hedging derivatives varies depending on whether they are designated as fair value hedges, cash flow hedges or hedges of net investments in foreign operations.

GBL also uses derivative instruments. It can carry out transactions using call or put options. These transactions are implemented with reference to thorough documentation and are subject to specific and appropriate prior analysis and systematic monitoring.

Consolidated operating companies use different types of derivative financial instruments in various hedging strategies, as described below.

Fair value hedge

When changes in fair value of a recognised asset or liability or an unrecognised firm commitment may affect income, these changes may be covered by a fair value hedge. The hedged item and the hedging instrument are remeasured symmetrically in profit or loss at every reporting date. The impact in profit or loss is limited to the ineffective portion of the hedge.

Cash flow hedge

A cash flow hedge is used to cover unfavourable cash flow changes related to a recognised asset or liability or a highly likely future transaction when such changes are likely to affect profit or loss. At every reporting date, the effective share of the hedge and, if applicable, the changes in the time value of the options and futures points of the futures contracts, are recognised in shareholders' equity. The ineffective portion is recognized in profit or loss. When the transaction is recognised, items previously recognized in shareholders' equity are reclassified to profit or loss simultaneously with the recognition of the hedged item. In the event of a disqualification of a derivative, i.e. the interruption of hedge accounting, the effective portion of the hedge previously recognized in shareholders' equity is amortized to operating or financial result, depending on the nature of the hedged item.

Hedge of net investments in foreign operations

Foreign currency translation adjustments generated by net assets held by the group's consolidated operating companies in foreign currencies can be hedged. At every reporting date, the effective share of the hedge is recognised in shareholders' equity and the ineffective portion in profit or loss. The effective portion in shareholder's equity is only reclassified as profit or loss in the case of loss of control over a consolidated activity or reduction of an interest in an activity under significant influence.

Items denominated in foreign currencies

Monetary assets and liabilities denominated in foreign currencies in the accounting records of group companies are translated into euro using the exchange rates of the last day of the financial year. Unrealised differences on translation resulting from the application of this methodology are recorded as gains or losses of the financial year. Non-monetary assets and liabilities are recorded using the exchange rates applicable on the date of the transaction.

In the consolidated financial statements, the group's assets and liabilities related to activities held abroad are converted at the closing rate.

Items of income and expenses denominated in foreign currencies are converted into euro at the average exchange rate for the year. Foreign currency translation adjustments reflecting the difference between the average rate and the rate on the last day of the year, are recognised in shareholders' equity under "Foreign currency translation adjustments". These foreign currency translation adjustments are recorded in profit or loss when the group disposes of the entity concerned.

Revenue

Revenue is made up of two elements: on the one hand, the sale of goods and on the other hand, the services rendered mainly made out of (i) the reinvoicing to customers of the cost of shipping goods, (ii) industrial services provided or (iii) services aimed at intervening in the management of the customer process. The contractual commitments made by the group to transfer these goods and services to customers are categorized as performance obligations. When control of goods or services is transferred to customers, the performance obligation is deemed to have been satisfied and the revenue is recognized. Goods are therefore transferred to customers at a given point in time, which coincides with the transfer of all the risks and rewards defined in the contractual incoterms. The contract includes multiple incoterms due to the specificities as defined in contracts. However, while certain services, such as molding work, are rendered at a given point in time, most are transferred to customers over time, notably in the case of shipping services, for which the revenue is recognized after the delivery has been made, and certain specialised services in the construction of industrial facilities or services aimed at intervening in the management of the customer process and whose degree of completion is measured based on the actual level of production costs committed or based on the time spent. Collateral requirements on the sale of goods and rendering of services offer customers guarantees about the specifications agreed in the contracts, rather than an additional service on top of these guarantees. Consequently, guarantees are not recognized as performance obligations but as provisions. Sale of goods and rendering of services are measured at the fair value of the transaction, minus trade and volume rebates, as well as discounts for early payment.

Interest

Interest income (expenses) include interest to be paid on loans and interest to be received on investments. Interest income received or interest charges paid are recorded prorata temporis in the consolidated statement of comprehensive income, taking into account the effective interest rate on the investment.

Dividends

Dividends relating to other equity investments or trading securities are booked in profit or loss on the date on which their distribution is decided upon, unless these dividends clearly represent the recovery of a portion of the cost of the investment. The amount of withholding tax is recorded as a deduction of gross dividends.

Changes in accounting policies, errors and changes in accounting estimates/judgements

A change in the accounting policies is only applied to meet the requirements of a standard or an interpretation, or if it gives more reliable and more relevant information. Changes in accounting policies are recognised retrospectively, except when specific transitional provisions are stated in a standard or an interpretation. No change in accounting policy was applied in 2020. When an error is detected, it is also retrospectively adjusted. No error was detected in 2020.

Uncertainties inherent to the business require estimates to be made when preparing the financial statements. These estimates result from judgements aiming at providing a true and fair view based upon available and reliable information. An estimate is revised to reflect changes in circumstances, new information available and effects linked to experience.

When such estimates are established, they are explained in the notes on the items to which they relate.

The main estimates are the following:
- the valuation of the assets and liabilities of an acquired business (section "Scope of consolidation, associates and changes in group structure");
- the principal assumptions related to goodwill impairment testing (note 10) such as the duration, the amount of future cash flows as well as the discount rate and perpetual growth involved in computing the value in use of the tested assets. In particular, GBL has included in its estimates the uncertainties related to the Covid-19 crisis;
- an estimate of the useful life of intangible assets with limited life (note 9) and property, plant and equipment (note 11);
- assessment, as part of the recognition and measurement of provisions, of the probability of settlement and amount of the obligation, of the expected timing of future payments and of discount rates (note 20);
- actuarial assumptions for defined benefit plans (note 21); and
- the assumptions related to the evaluation of debts on minority interests (note 22).

Ontex, SGS and Umicore

GBL analysed the accounting treatment to be applied to the investment in Ontex, SGS and Umicore and particularly the classification in (i) investments in associates (IAS 28), with the recognition of GBL's share in the profit or loss and shareholders' equity of Ontex, SGS and Umicore respectively or in (ii) other equity investments (IFRS 9), with the recognition of these investments at their fair value and the recognition of the dividend through profit or loss.

In accordance with IAS 28, it is assumed that a group does not exercise significant influence if the percentage holding is less than 20.00%, unless it can be clearly demonstrated. According to this standard, significant influence is usually demonstrated in the case of (i) representation on the Board of Directors, (ii) participation in policy-making processes, (iii) material transactions between the investor and the company owned, (iv) the interchange of managerial personnel or (v) the supply of critical technical information.

As of December 31, 2020, those three investments are held respectively at 19.98%, 18.93% and 18.02%. The representation on the Board of Directors of those companies is not sufficient to demonstrate the existence of significant influence. Moreover, representation on the Boards of Directors is limited to the mandates of the Directors and does not come from a contractual or legal right but from a resolution at General Shareholders' Meeting. Taking these different factors into account, GBL has entered into the accounting treatment of its investments in Ontex, SGS and Umicore as other equity investments as of December 31, 2020.

Exchange rates used

	2020	2019
Closing rate		
US Dollar	**1.23**	1.12
Swiss franc	**1.08**	1.09
Average rate		
US Dollar	**1.14**	1.12

Presentation of the consolidated financial statements

The consolidated statement of comprehensive income separately presents:

- Investing activities
  Components of income resulting from investing activities, which includes the operations of GBL and of its subsidiaries whose main purpose is investment management. This includes Sienna Capital as well as the profit (loss) of operating associates (Piolin II / Parques Reunidos) and non-consolidated operating companies (adidas, Pernod Ricard, SGS, LafargeHolcim, Umicore, GEA, Ontex, etc); and

- Consolidated operating activities
  Components of income from consolidated operating activities, i.e. from consolidated operating companies (Imerys, Sapiens / Webhelp as well as the sub-groups Keesing, Sausalitos, svt, Indo, Vanreusel, etc).

SCOPE OF CONSOLIDATION, ASSOCIATES AND CHANGES IN GROUP STRUCTURE

Fully consolidated subsidiaries

Name	Registered office	Interest and voting rights (in %)		Main activity
		2020	2019	
Belgian Securities B.V.	Amsterdam	**100.0**	100.0	Holding
Brussels Securities S.A.	Brussels	**100.0**	100.0	Holding
GBL O S.A.	Brussels	**100.0**	100.0	Holding
Sagerpar S.A.	Brussels	**100.0**	100.0	Holding
GBL Participations S.A.	Brussels	**100.0**	100.0	Holding
Brussels Advisors S.A.	Brussels	**100.0**	100.0	Operational
URDAC S.A.	Brussels	**100.0**	100.0	Holding
FINPAR S.A.	Brussels	**100.0**	100.0	Holding
FINPAR II S.A.	Brussels	**100.0**	100.0	Holding
FINPAR III S.A.	Brussels	**100.0**	100.0	Holding
FINPAR IV S.A.	Brussels	**100.0**	100.0	Holding
FINPAR V S.R.L.	Brussels	**100.0**	-	Holding
FINPAR VI S.R.L.	Brussels	**100.0**	-	Holding
LTI One S.A.	Brussels	**100.0**	100.0	Holding
LTI Two S.A.	Brussels	**100.0**	100.0	Holding
GBL Verwaltung S.A.	Luxembourg	**100.0**	100.0	Holding
Sapiens S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Marnix Lux S.à r.l. (group Webhelp and subsidiaries)	Luxembourg	**60.1**	64.5	Operational
GBL Energy S.à r.l.	Luxembourg	**100.0**	100.0	Holding
GBL R S.à r.l.	Luxembourg	**-**	100.0	Holding
Serena S.à r.l.	Luxembourg	**100.0**	100.0	Holding
GBL Finance S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Eliott Capital S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Miles Capital S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Owen Capital S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Theo Capital S.à r.l.	Luxembourg	**100.0**	100.0	Holding
Oliver Capital S.à r.l.	Luxembourg	**100.0**	100.0	Holding
GBL Investments Ltd	Dublin	**100.0**	100.0	Holding
GBL Development Ltd	London	**100.0**	100.0	Operational
GBL Advisors Ltd	London	**100.0**	100.0	Operational
RCPE Consulting S.A.S.	Paris	**100.0**	100.0	Operational
Imerys S.A. (and subsidiaries)	Paris	**54.6**	54.0	Operational
Sienna Capital Participations S.à r.l.	Luxembourg	**100.0**	100.0	Sienna Capital
Sienna Capital S.à r.l.	Luxembourg	**100.0**	100.0	Sienna Capital
Sienna Capital Invest S.C.Sp.	Luxembourg	**100.0**	100.0	Sienna Capital
Sienna Capital London Ltd (previously Sienna Capital International Ltd)	London	**100.0**	100.0	Sienna Capital
Sienna Capital Opportunity GP S.à r.l.	Luxembourg	**100.0**	-	Sienna Capital
Sienna Capital Opportunity Fund S.à r.l.	Luxembourg	**100.0**	-	Sienna Capital
Sienna Capital Opportunity Carry S.à r.l.	Luxembourg	**100.0**	-	Sienna Capital
Sienna Capital Opportunity Master S.à r.l.	Luxembourg	**100.0**	-	Sienna Capital
Sienna Capital Co-Invest Master S.à r.l.	Luxembourg	**100.0**	-	Sienna Capital
GfG Capital S.à r.l.	Luxembourg	**100.0**	-	Holding
Blitz 20-673 GmbH	Munich	**100.0**	-	Operational
Ergon Capital Partners III S.A.	Brussels	**89.9**	89.9	Sienna Capital
Egerton S.A.	Luxembourg	**98.2**	98.2	Holding
E.V.S. S.A.	Luxembourg	**96.4**	96.4	Holding
Frisco Bay Holding GmbH (group Sausalitos and subsidiaries)	Munich	**85.0**	85.0	Operational
E.V.R. S.A. (in liquidation)	Luxembourg	**-**	78.6	Holding
E.V.P. S.A.	Luxembourg	**95.4**	95.4	Holding
Puzzle Holding B. V. (group Keesing and subsidiaries)	Amsterdam	**60.0**	60.0	Operational
E.V.F. S.C.A.	Luxembourg	**58.8**	58.8	Holding
Fire TopCo GmbH (group svt and subsidiaries)	Hambourg	**72.8**	77.1	Operational
Belmont Food N.V. (group Vanreusel)	Hamont-Achel	**51.0**	51.0	Operational
E.V.L. S.A.	Luxembourg	**84.0**	84.0	Holding
Penasanda Investments S.L. (group Indo and subsidiaries)	Madrid	**67.4**	67.4	Operational

The percentage of voting rights is identical to the percentage interest, with the exception of Imerys and Webhelp, for which the voting rights are 67.59% and 61.45% respectively. An incentive plan has also been granted to the management of Ergon Capital Partners III, covering 16.67% of the shares.

Associates

Percentage (in %)		Avanti Acquisition S.C.S.P.	StreetTeam Software Ltd	Piolin II S.à r.l./ Parques Reunidos	Backed 1 LP	Backed Encore 1 LP	Backed 2 LP
Office		Luxembourg	London	Luxembourg	Jersey	Jersey	Jersey
Activity		Sienna Capital	Sienna Capital	Leisure parks	Sienna Capital	Sienna Capital	Sienna Capital
2020	**Ownership**	**50.0**	**30.0**	**23.1**	**48.6**	**93.9**	**74.9**
2019	Ownership	-	-	23.1	48.6	99.0	99.0

Percentage (in %)		Ergon Capital Partners S.A.	Ergon Capital Partners II S.A.	Ergon Capital Partners IV S.C.S.P.	I.P.E. S.R.L., subsidiary of ECP III	Mérieux Participations 2 S.A.S.
Office		Brussels	Brussels	Luxembourg	Bologna	Lyon
Activity		Sienna Capital	Sienna Capital	Sienna Capital	Home furnishing	Sienna Capital
2020	**Ownership**	**50.0**	**50.0**	**34.4**	**65.6**	**34.3**
2019	Ownership	50.0	42.4	34.4	65.6	34.3

The percentage of voting rights is identical to the percentage interest.

The group has analysed the accounting treatment to be applied to the recognition of its investment in I.P.E. S.R.L (Visionnaire group) and has concluded that it only has a significant influence despite its 65.55% interest, based on the existence of a shareholders' agreement. The group reached the same conclusion regarding the consolidation method to be used to integrate the investments in Backed Encore 1 LP and Backed 2 LP.

As of December 31, 2020, GBL holds a stake in the funds Sagard 3 FPCI (26.93%), Sagard 4A FPCI/Sagard 4B FPCI (37.83%), Sagard NewGen FPCI (45.45%), Sagard Santé Animale FPCI (32.41%), PrimeStone Capital Fund ICAV (74.98%), Marcho Partners Long Feeder Fund ICAV/Marcho Partners Feeder Fund ICAV (100.00% and 49.90% respectively), C2 Capital Global Export-to-China Fund LP (28.21%), KKR Sigma Co-Invest II LP (34.87%), and has determined that it has no significant influence over those investments. These funds are therefore presented as other equity investments and are measured at fair value at each reporting date.

Lastly, following the sale of Kartesia Management S.A. during the fourth quarter of 2019, the entities Kartesia Credit Opportunities III S.C.A. (29.50%) and Kartesia Credit Opportunities IV S.C.S. (16.80%) were deconsolidated as of December 31, 2019 and accounted for as other equity investments.

In the rest of the notes, Ergon Capital Partners, Ergon Capital Partners II and Ergon Capital Partners IV have been referred to together under the name "ECP I, II & IV", while the name "ECP" refers to these companies referred to above and Ergon Capital Partners III ("ECP III"). Similarly, Backed 1 LP, Backed Encore 1 LP and Backed 2 LP entities will be referred to as "Backed", the entity Piolin II S.à.r.l. as "Piolin II", the entity StreetTeam Software Ltd as "StreetTeam" and the entity Avanti Acquisition S.C.S.P. as "Avanti Acquisition Corp.".

Changes in group structure

Purchase accounting finalized in 2020

On November 19, 2019, GBL acquired from the investment fund KKR a majority stake of 64.72% of the voting rights of the French group Webhelp, one of the world leaders in customer experience and business process outsourcing (BPO). The acquisition price amounted to EUR 867 million (excluding acquisition costs of EUR 24 million, accounted for under "Other operating income (expenses) from operating activities"). The fair value measurement of most identifiable assets and liabilities on the acquisition date was carried out in part by the Webhelp group with regard to leasing commitments, provisions for post-employment benefits, free share plans, financial debts contracted by the group and by an independent expert with regard to intangible assets, mainly the Webhelp brand and customer relations. The goodwill resulting from the difference between the net assets and the value of the investment comes to a final amount of EUR 1,713 million at the time of acquisition. The fair values of assets, liabilities and contingent liabilities are presented in the following table:

In EUR million	Webhelp
Non-current assets	982.9
Current assets	535.5
Non-current liabilities	1,491.3
Current liabilities	394.8
Net assets	**(367.7)**
Non-controlling interests	5.1
Acquired net assets	**(372.8)**
Purchase price	866.7
Fair value of the non-controlling interests	473.3
Total	1,340.0
Goodwill	1,712.8

The balance sheet figures presented for comparison have been adjusted to take into account the finalization of this purchase accounting.

Companies entering the group structure

The group made marginally significant acquisitions in 2020. These acquisitions generated a net cash outflow of EUR 151 million.

Companies leaving the group structure

The group made marginally significant disposals in 2020 for a total cash inflow of EUR 52 million.

Notes

For consistency purposes, the notes to the consolidated financial statements are grouped based on the nature of the items and not in the order they are presented in the consolidated balance sheet and consolidated statement of comprehensive income. This arrangement is meant to facilitate the analysis of all the factors of the same kind affecting the assets and liabilities in the financial statements.

1. Segment information

IFRS 8 *Operating Segments* requires that segments be identified based on internal reports which are regularly presented to the main operating decision-maker for the purpose of managing the allocation of resources to the segments and assessing their performance.

In conformity with IFRS 8, the group has identified four segments:

- **Holding**: consisting of the parent company GBL and its subsidiaries. Its main activity is to manage investments as well as the non-consolidated operating companies or associates;
- **Imerys:** consisting of the Imerys group, a French group listed on Euronext Paris, which holds leading positions in each of its two business lines: Performance Materials and High Temperature Materials & Solutions;
- **Sapiens/Webhelp:** consisting of the Webhelp group, a non-quoted French group, specialized in customer experience and business process outsourcing as well as the investment vehicle Sapiens; and
- **Sienna Capital** including :
  - on the one hand, under investment activities, the companies Sienna Capital, Avanti Acquisition Corp., Backed 1, Backed 1 Founder, Backed 2, Backed 2 Founder, Backed Encore 1, Backed Encore 1 Founder, BDT Capital Partners Fund II, Carlyle International Energy Partners II, C2 Capital Global Export-to-China Fund, E.C.B. (Bastille)-Telenco, E.C.P. (Polaris)-Palex, ECP, ECP II, ECP IV, Ergon opseo Long Term Value Fund, Kartesia Credit Opportunities III and IV, KKR Azur Co-invest LP, KKR Rainbow Co-Invest (Asset) LP, KKR Sigma Co-Invest II, Marcho Partners, Marcho Partners Long, Matador Coinvestment, Mérieux Participations I and 2, PrimeStone, Sagard, Sagard II, Sagard 3, Sagard 4, Sagard NewGen, Sagard Santé Animale and Streetteam Software Limited; and
  - on the other hand, all other consolidated activities, ECP III's operational subsidiaries (subgroups Sausalitos, Keesing, svt, Vanreusel, Indo, etc.).

The results of a segment, its assets and its liabilities include all the items directly attributable to it. The accounting standards applied to these segments are the same as those described in the section entitled "Accounting Policies".

1.1. Segment information - Consolidated income statement

For the period ended as of December 31, 2020

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Share of profit (loss) of associates	(72.4)	-	-	41.5	**(30.9)**
Net dividends from investments	312.9	-	-	-	**312.9**
Other operating income (expenses) from investing activities	(32.7)	-	(0.2)	(36.6)	**(69.6)**
Gains (losses) on disposals, impairments and reversals of non-current assets from investing activities	3.7	-	-	(2.5)	**1.2**
Financial income (expenses) from investing activities	91.6	-	(0.0)	332.4	**424.0**
Profit (loss) before tax from investing activities	303.0	-	(0.2)	334.8	**637.6**
Turnover	-	3,798.5	1,636.6	480.8	**5,915.9**
Raw materials and consumables	-	(1,292.9)	(33.3)	(225.6)	**(1,551.9)**
Employee expenses	-	(875.2)	(1,168.9)	(113.0)	**(2,157.0)**
Depreciation/amortisation of property, plant, equipment and intangible assets	-	(342.5)	(146.1)	(49.6)	**(538.2)**
Other operating income (expenses) from operating activities	-	(1,069.1)	(228.9)	(64.5)	**(1,362.4)**
Gains (losses) on disposals, impairments and reversals of non-current assets from operating activities	-	(80.8)	(0.3)	(0.5)	**(81.5)**
Financial income (expenses) from operating activities	-	(61.4)	(272.0)	(18.9)	**(352.4)**
Profit (loss) before tax from consolidated operating activities	-	76.6	(212.8)	8.8	**(127.5)**
Income taxes	(0.8)	(44.3)	(27.4)	(8.2)	**(80.8)**
Consolidated profit (loss) for the year	302.2	32.3	(240.5)	335.3	**429.3**
Attributable to the group	302.2	16.5	(259.4)	331.7	**391.0**

Information by segment on other items of profit or loss is mentioned below:

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Share of profit (loss) of associates and joint ventures	(72.4)	(7.7)	(0.2)	40.7	**(39.7)**
Depreciation/amortisation of property, plant, equipment and intangible assets	(0.7)	(342.5)	(146.1)	(49.6)	**(539.0)**
Impairment of non-current assets	-	(78.1)	(0.2)	(2.5)	**(80.8)**

For the period ended as of December 31, 2019

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Share of profit (loss) of associates	(85.8)	-	-	36.5	**(49.3)**
Net dividends from investments	508.3	-	-	-	**508.3**
Other operating income (expenses) from investing activities	(36.6)	-	-	(26.0)	**(62.5)**
Gains (losses) on disposals, impairments and reversals of non-current assets from investing activities	-	-	-	128.6	**128.6**
Financial income (expenses) from investing activities	2.1	-	-	141.1	**143.2**
Profit (loss) before tax from investing activities	388.0	-	-	280.3	**668.3**
Turnover	-	4,354.5	-	683.4	**5,037.9**
Raw materials and consumables	-	(1,488.0)	-	(241.5)	**(1,729.5)**
Employee expenses	-	(947.3)	2.8	(218.6)	**(1,163.1)**
Depreciation/amortisation of property, plant, equipment and intangible assets	-	(357.0)	(4.3)	(71.3)	**(432.6)**
Other operating income (expenses) from operating activities	-	(1,281.3)	(38.1)	(93.9)	**(1,413.3)**
Gains (losses) on disposals, impairments and reversals of non-current assets from operating activities	-	(51.4)	-	0.3	**(51.1)**
Financial income (expenses) from operating activities	-	(44.7)	-	(37.9)	**(82.6)**
Profit (loss) before tax from consolidated operating activities	-	184.8	(39.6)	20.5	**165.7**
Income taxes	(0.1)	(65.5)	9.2	(8.8)	**(65.1)**
Consolidated profit (loss) for the year	387.9	119.4	(30.4)	292.1	**768.9**
Attributable to the group	387.9	65.9	(19.6)	270.5	**704.7**

Information by segment on other items of profit or loss is mentioned below:

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Share of profit (loss) of associates and joint ventures	(85.8)	(5.5)	-	34.3	**(57.0)**
Depreciation/amortisation of property, plant, equipment and intangible assets	(0.4)	(357.0)	(4.3)	(71.3)	**(433.1)**
Impairment of non-current assets	-	(38.3)	-	(6.7)	**(45.0)**

The geographical split of the turnover is presented in note 8.

1.2. Segment information - consolidated balance sheet

Consolidated balance sheet as of December 31, 2020

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Non-current assets	**15,972.1**	**4,862.4**	**2,682.8**	**2,570.6**	**26,087.8**
Intangible assets	0.0	287.6	641.8	71.3	**1,000.7**
Goodwill	-	2,149.1	1,711.4	114.7	**3,975.2**
Property, plant and equipment	17.8	2,125.0	266.6	106.7	**2,516.1**
Investments	15,953.7	87.8	-	2,273.2	**18,314.8**
Investments in associates	*78.5*	*87.3*	-	*343.7*	***509.5***
Other equity investments	*15,875.3*	*0.5*	-	*1,929.5*	***17,805.3***
Other non-current assets	0.6	82.5	33.4	3.7	**120.1**
Deferred tax assets	-	130.4	29.5	1.0	**160.9**
Current assets	**789.1**	**2,128.8**	**742.4**	**609.8**	**4,270.2**
Inventories	-	691.8	1.5	10.7	**704.0**
Trade receivables	0.3	568.0	326.6	17.5	**912.3**
Trading financial assets	453.1	6.8	-	0.0	**459.9**
Cash and cash equivalents	292.3	648.5	314.0	19.0	**1,273.9**
Other current assets	43.4	213.7	100.2	5.3	**362.8**
Assets held for sale	-	-	-	557.3	**557.3**
Total assets	16,761.2	6,991.1	3,425.2	3,180.5	**30,358.0**
Non-current liabilities	**2,303.1**	**2,740.1**	**2,272.0**	**205.4**	**7,520.5**
Financial liabilities	2,281.4	1,866.1	1,294.8	182.2	**5,624.5**
Provisions	0.5	394.9	-	0.1	**395.6**
Pensions and post-employment benefits	10.4	352.3	82.8	-	**445.5**
Other non-current liabilities	10.8	34.7	735.9	1.6	**783.0**
Deferred tax liabilities	-	92.0	158.5	21.5	**271.9**
Current liabilities	**52.7**	**1,295.4**	**603.6**	**417.7**	**2,369.4**
Financial liabilities	1.2	304.2	74.1	14.5	**394.0**
Trade payables	3.3	475.6	100.6	24.2	**603.8**
Provisions	-	58.8	5.7	0.7	**65.2**
Tax liabilities	5.0	79.0	9.2	2.8	**95.9**
Other current liabilities	43.1	377.8	414.0	8.3	**843.2**
Liabilities associated with assets held for sale	-	-	-	367.3	**367.3**
Total liabilities	2,355.8	4,035.5	2,875.6	623.1	**9,890.0**

All the assets and liabilities are allocated to the various segments.

Capital expenditure (property, plant and equipment and intangible assets) by segment is shown in the following table:

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Capital expenditure	2.9	262.1	74.6	20.8	**360.4**

Consolidated balance sheet as of December 31, 2019

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Non-current assets	16,281.6	5,129.0	2,700.6	2,291.3	**26,402.4**
Intangible assets	0.0	281.8	687.6	253.0	**1,222.4**
Goodwill	-	2,153.1	1,712.8	301.0	**4,166.9**
Property, plant and equipment	12.7	2,380.2	251.7	143.0	**2,787.6**
Investments	16,268.4	105.3	-	1,588.4	**17,962.1**
Investments in associates	*144.8*	*105.3*	-	*195.6*	***445.7***
Other equity investments	*16,123.7*	-	-	*1,392.8*	***17,516.4***
Other non-current assets	0.5	88.0	17.7	2.6	**108.8**
Deferred tax assets	-	120.6	30.8	3.3	**154.7**
Current assets	1,891.9	2,345.7	509.3	137.0	**4,883.9**
Inventories	-	812.6	0.9	32.6	**846.1**
Trade receivables	0.1	623.9	276.9	58.3	**959.3**
Trading financial assets	1,400.1	9.4	-	6.4	**1,415.9**
Cash and cash equivalents	416.2	660.4	121.8	22.9	**1,221.3**
Other current assets	75.4	239.4	109.8	16.8	**441.4**
Total assets	18,173.4	7,474.7	3,209.9	2,428.3	31,286.3
Non-current liabilities	1,881.4	2,834.9	1,961.3	451.9	**7,129.5**
Financial liabilities	1,828.8	1,883.6	1,296.4	363.5	**5,372.2**
Provisions	0.5	446.0	0.4	6.7	**453.6**
Pensions and post-employment benefits	9.4	375.7	8.1	6.9	**400.1**
Other non-current liabilities	42.7	22.7	491.4	0.4	**557.2**
Deferred tax liabilities	-	106.9	165.0	74.5	**346.4**
Current liabilities	815.1	1,477.8	406.2	118.3	**2,817.4**
Financial liabilities	739.8	475.7	60.3	39.8	**1,315.6**
Trade payables	2.9	542.6	87.5	34.2	**667.1**
Provisions	-	21.0	7.5	1.1	**29.6**
Tax liabilities	6.6	83.2	1.0	5.0	**95.8**
Other current liabilities	65.8	355.3	249.9	38.1	**709.2**
Total liabilities	2,696.5	4,312.7	2,367.5	570.2	9,946.9

All the assets and liabilities are allocated to the various segments.

Capital expenditure (property, plant and equipment and intangible assets) by segment is shown in the following table:

In EUR million	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital	Total
Capital expenditure	0.4	291.6	-	110.8	**402.7**

The breakdown of the group's non-current assets by geographic region is as follows:

In EUR million	2020	2019
Non-current assets [1]		
Belgium	**246.3**	268.7
Other European countries	**5,419.9**	5,777.7
North America	**1,069.1**	1,145.2
Other	**756.7**	985.2
Total	**7,492.0**	8,176.8

(1) Intangible assets, property, plant and equipment and goodwill

2. Associates

2.1. Share of profit (loss)

Dividends received from equity-accounted entities have been eliminated and replaced by GBL's share of their profit or loss.

Dividends received

In EUR million	2020	2019
Piolin II/Parques Reunidos	-	4.2
Other (Imerys)	**4.4**	6.2
Total	**4.4**	10.4

Profit (loss) of associates (GBL's share)

In EUR million	2020	2019
Piolin II/Parques Reunidos	**(72.4)**	(85.8)
ECP I, II & IV	**22.9**	(1.6)
Mérieux Participations 2	**10.1**	2.7
Backed	**8.5**	4.3
Avanti Acquisition Corp.	**(0.0)**	-
Kartesia	-	31.1
Share of profit (loss) of associates – investing activities	**(30.9)**	(49.3)
I.P.E.	**(0.0)**	(1.0)
Other	**(8.7)**	(6.7)
Associates related to consolidated operating activities (shown under "Other operating income (expenses)")	**(8.7)**	(7.7)
Total	**(39.7)**	(57.0)

Piolin II / Parques Reunidos

The net result (GBL's share) of Piolin II / Parques Reunidos amounts to EUR - 72 million in 2020 (EUR - 86 million in 2019). This result mainly includes the impact of the COVID 19 pandemic on the group's activities and impairment losses accounted for on several leisure parks.

ECP I, II & IV

The contribution of ECP I, II & IV to the net result of GBL amounts to EUR 23 million in 2020 (EUR - 2 million in 2019). In 2020, this result mainly includes gains on the revaluation to fair value of ECP IV's share portfolio. In 2019, the result mainly included an impairment on one investment held by one of these funds for EUR - 5 million (GBL's share).

Mérieux Participations 2

The contribution of Mérieux Participations 2 mainly includes gains on the revaluation to fair value of the share portfolio.

Backed

Backed contributed to GBL's result for EUR 9 million (EUR 4 million in the prior year). This result mainly includes gains on the revaluation to fair value of the share portfolio.

Kartesia

The contribution of Kartesia included in 2019, on the on hand, interests on loans of EUR 17 million, GBL's share, and, on the other hand, gains on the revaluation to fair value of the loan portfolio of EUR 8 million, GBL's share, after deduction of incurred expenses of EUR - 4 million, GBL's share. Since end of 2019, Kartesia was deconsolidated and accounted for as other equity investments.

2.2. Value of equity-accounted entities

In EUR million	Piolin II / Parques Reunidos	Backed	ECP I, II & IV	Kartesia	Avanti Acquisition Corp.	StreetTeam	Mérieux Participations 2	I.P.E.	Other	Total
							Investing activities	Operating activities		Total
As of December 31, 2018	**232.5**	**26.5**	**9.3**	**209.0**	**-**	**-**	**52.6**	**46.5**	**112.8**	**689.2**
Investment/(Divestment)	1.5	16.2	40.2	(18.6)	-	-	(0.1)	-	3.0	**42.3**
Profit (loss) for the year	(85.8)	4.3	(1.6)	31.1	-	-	2.7	(1.0)	(6.7)	**(57.0)**
Distribution	(4.2)	-	-	-	-	-	-	-	(6.2)	**(10.4)**
Transfer to other equity investments	-	-	-	(220.9)	-	-	-	-	-	**(220.9)**
Other	0.8	-	-	(0.6)	-	-	-	(5.6)	8.1	**2.8**
As of December 31, 2019	**144.8**	**46.9**	**48.0**	**-**	**-**	**-**	**55.2**	**39.8**	**111.0**	**445.7**
Investment/(Divestment)	-	13.8	73.8	-	6.1	3.0	(7.3)	-	(2.3)	**87.1**
Profit (loss) for the year	(72.4)	8.5	22.9	-	(0.0)	-	10.1	(0.0)	(8.7)	**(39.7)**
Distribution	-	-	-	-	-	-	-	-	(4.4)	**(4.4)**
Transfer from other equity investments	-	-	-	-	-	25.8	-	-	-	**25.8**
Other	6.2	0.1	-	-	(0.3)	(1.0)	-	(2.5)	(7.6)	**(5.1)**
As of December 31, 2020	78.5	69.3	144.7	-	5.8	27.8	58.1	37.4	87.9	**509.5**
Of which: Holding	78.5	-	-	-	-	-	-	-	-	**78.5**
Imerys	-	-	-	-	-	-	-	-	87.3	**87.3**
Sapiens/Webhelp	-	-	-	-	-	-	-	-	-	**-**
Sienna Capital	-	69.3	144.7	-	5.8	27.8	58.1	37.4	0.6	**343.7**

The equity-accounted entities are not listed.

2.3. Other information on investments in equity-accounted entities

Aggregated financial information of the main equity-accounted entities

The tables below present a summary of the financial information regarding Backed, ECP I, II & IV and Piolin II/Parques Reunidos, significant associate entities in 2020 and the other smaller associate entities. In 2019, this note included certain aggregated financial information related to Kartesia Credit Opportunities III S.C.A. and Kartesia Credit Opportunities IV S.C.S. which have been, since end of 2019, reclassified under Other equity investments. This summary represents the amounts included in the companies' financial statements prepared in accordance with IFRS.

In EUR million	Backed	ECP I, II & IV	Piolin II/Parques Reunidos	Other associates	Total
As of December 31, 2020					
Non-current assets	118.9	532.7	2,709.1	763.6	**4,124.3**
Current assets	5.9	10.0	236.9	158.4	**411.2**
Non-current liabilities	7.2	121.3	2,350.5	254.5	**2,733.5**
Current liabilities	4.1	1.8	252.8	107.7	**366.4**
Non-controlling interests	-	-	2.5	0.7	**3.2**
Shareholder's equity (group's share)	**113.6**	**419.6**	**340.2**	**559.0**	**1,432.4**
Ownership interest in capital	n.r.	n.r.	23.1%	n.r.	**n.r.**
Share in equity	69.3	144.7	78.5	212.5	**505.0**
Goodwill	-	-	-	4.4	**4.4**
Carrying amount as of December 31, 2020	**69.3**	**144.7**	**78.5**	**217.0**	**509.5**
Turnover	-	0.2	249.4	157.6	**407.2**
Profit (loss) from continuing operations	16.9	66.7	(314.6)	111.5	**(119.5)**
Net result of the year (including non-controlling interests)	**16.9**	**66.7**	**(314.6)**	**111.5**	**(119.5)**
Net result of the year (group's share)	**16.9**	**66.7**	**(313.6)**	**107.9**	**(122.1)**
Other comprehensive income (loss)	-	-	**24.6**	-	**24.6**
Total comprehensive income (loss) for the year	**16.9**	**66.7**	**(289.0)**	**111.5**	**(93.8)**
Dividends received during the period	-	-	-	4.4	**4.4**
Share of the group in the profit (loss) for the year	**8.5**	**22.9**	**(72.4)**	**1.3**	**(39.7)**

	Kartesia Credit Opportunities III S.C.A.	Kartesia Credit Opportunities IV S.C.S.	Piolin II/Parques Reunidos	Other associates	Total
As of December 31, 2019					
Non-current assets	-	-	2,867.2	801.4	**3,668.5**
Current assets	-	-	103.1	156.0	**259.1**
Non-current liabilities	-	-	2,184.4	211.0	**2,395.4**
Current liabilities	-	-	155.6	227.3	**382.8**
Non-controlling interests	-	-	3.5	0.8	**4.3**
Shareholder's equity (group's share)	-	-	**626.7**	**518.3**	**1,145.0**
Ownership interest in capital	n.r.	n.r.	23.1%	n.r.	**n.r.**
Share in equity	-	-	144.8	296.4	**441.2**
Goodwill	-	-	-	4.5	**4.5**
Carrying amount as of December 31, 2019	-	-	**144.8**	**300.9**	**445.7**
Turnover	-	-	697.7	269.2	**966.9**
Profit (loss) from continuing operations	32.4	124.1	(373.8)	(14.4)	**(231.7)**
Net result of the year (including non-controlling interests)	**32.4**	**124.1**	**(373.8)**	**(14.4)**	**(231.7)**
Net result of the year (group's share)	**32.4**	**124.1**	**(361.5)**	**(14.5)**	**(219.5)**
Other comprehensive income (loss)	-	-	**5.2**	-	**5.2**
Total comprehensive income (loss) for the year	**32.4**	**124.1**	**(368.6)**	**(14.4)**	**(226.5)**
Dividends received during the period	-	-	4.2	6.2	**10.4**
Share of the group in the profit (loss) for the year	**9.6**	**21.4**	**(85.8)**	**(2.2)**	**(57.0)**

3. SGS, LafargeHolcim, Pernod Ricard and other equity investments

3.1. Net dividends

In EUR million	2020	2019
SGS	**107.8**	87.2
LafargeHolcim	**88.4**	110.7
Pernod Ricard	**52.9**	62.1
GEA	**13.1**	13.1
Umicore	**11.1**	34.3
Total	**0.6**	36.4
adidas	-	42.8
Ontex	-	6.7
Mowi	**1.1**	4.6
Reimbursements of withholding taxes	**38.0**	107.4
Other	-	3.1
Total	**312.9**	**508.3**

In 2020, GBL recorded EUR 313 million in dividends (EUR 508 million in 2019). This decrease notably results from the absence or decrease of dividends received from adidas, Umicore and Ontex in the context of the sanitary crisis, and is however partially compensated by the increase in unitary dividend from SGS.

3.2. Fair value and changes

The investments in listed companies are valued on the basis of the share price at the reporting date. Changes in the fair value of investments are recognised in the revaluation reserves (see note 3.3.).

Shares in "Funds", namely Sagard, Sagard II, Sagard 3, Sagard 4, Sagard NewGen, Sagard Santé Animale, PrimeStone, BDT Capital Partners Fund II, Kartesia Credit Opportunities III and IV, KKR Sigma Co-Invest II, KKR Rainbow Co-Invest (Asset) LP, KKR Azur Co-invest LP, Mérieux Participations I, Marcho Partners, Marcho Partners Long, Ergon opseo Long Term Value Fund, Matador Coinvestment, E.C.P. (Polaris)-Palex, E.C.B. (Bastille)-Telenco, Carlyle International Energy Partners II, C2 Capital Global Export-to-China Fund and Streetteam Software Limited are revalued at their fair value, determined by the managers of the funds based on their investment portfolio. Changes in the fair value of these investments are recognised in financial income (loss) (see note 7).

							Of which:			
In EUR million	December 31, 2019	Acquisitions	Disposals/ Reimburse-ments	Change in fair value	Other	December 31, 2020	Holding	Imerys	Sapiens/ Webhelp	Sienna Capital
Investments with changes in fair value through Other Comprehensive Income	**16,123.7**	**995.3**	**(481.0)**	**(744.5)**	**(18.2)**	**15,875.3**	**15,875.3**	**-**	**-**	**-**
adidas	3,951.3	13.9	-	120.4	-	**4,085.6**	4,085.6	-	-	-
SGS	3,094.5	373.6	-	71.4	-	**3,539.5**	3,539.5	-	-	-
Pernod Ricard	3,170.9	-	-	(51.7)	-	**3,119.2**	3,119.2	-	-	-
LafargeHolcim	2,308.2	-	-	(208.3)	-	**2,099.9**	2,099.9	-	-	-
Umicore	1,922.3	2.5	-	(180.6)	-	**1,744.2**	1,744.2	-	-	-
Mowi	100.1	416.2	-	35.5	-	**551.7**	551.7	-	-	-
GEA	452.7	-	-	(3.1)	-	**449.7**	449.7	-	-	-
Ontex	308.5	-	-	(127.5)	-	**181.0**	181.0	-	-	-
Total	797.6	-	(361.2)	(408.8)	(18.2)	**9.4**	9.4	-	-	-
Other	17.6	189.1	(119.8)	8.2	-	**95.1**	95.1	-	-	-
Investments with changes in fair value through profit or loss	**1,392.8**	**303.5**	**(112.6)**	**391.8**	**(45.6)**	**1,930.0**	**-**	**0.5**	**-**	**1,929.5**
Funds	1,390.5	303.3	(111.9)	391.8	(46.1)	**1,927.5**	-	-	-	1,927.5
Other	2.3	0.3	(0.7)	0.1	0.5	**2.5**	-	0.5	-	1.9
Fair value	**17,516.4**	**1,298.8**	**(593.6)**	**(352.7)**	**(63.8)**	**17,805.3**	**15,875.3**	**0.5**	**-**	**1,929.5**

In EUR million	December 31, 2018	Acquisitions	Disposals/ Reimburse-ments	Change in fair value	Other	December 31, 2019	Of which:			
							Holding	Imerys	Sapiens/ Webhelp	Sienna Capital
Investments with changes in fair value through Other Comprehensive Income	**13,329.1**	**25.8**	**(681.9)**	**3,442.4**	**8.2**	**16,123.7**	16,123.7	-	-	-
adidas	2,862.7	-	(165.8)	1,254.4	-	**3,951.3**	3,951.3	-	-	-
Pernod Ricard	2,850.6	-	-	320.3	-	**3,170.9**	3,170.9	-	-	-
SGS	2,484.7	-	-	609.8	-	**3,094.5**	3,094.5	-	-	-
LafargeHolcim	2,050.9	-	(392.7)	650.0	-	**2,308.2**	2,308.2	-	-	-
Umicore	1,519.9	25.6	-	378.2	(1.5)	**1,922.3**	1,922.3	-	-	-
Total	748.5	0.1	-	39.3	9.6	**797.6**	797.6	-	-	-
GEA	345.5	-	-	107.2	-	**452.7**	452.7	-	-	-
Ontex	294.5	-	-	14.0	-	**308.5**	308.5	-	-	-
Other	171.8	-	(123.4)	69.3	-	**117.7**	117.7	-	-	-
Investments with changes in fair value through profit or loss	**699.5**	**360.0**	**(16.1)**	**152.9**	**196.5**	**1,392.8**	-	-	-	1,392.8
Funds	686.6	359.6	(7.4)	146.5	205.3	**1,390.5**	-	-	-	1,390.5
Other	12.9	0.4	(8.6)	6.4	(8.8)	**2.3**	-	-	-	2.3
Fair value	14,028.6	385.8	(698.0)	3,595.3	204.6	**17,516.4**	16,123.7	-	-	1,392.8

3.3. Revaluation reserves

These include the changes in the fair value of other equity investments whose changes in fair value is recorded through Other Comprehensive Income.

In 2020, upon the disposal of shares in Total (forward sales entered into in 2019 and maturing in January 2020), the cumulated revaluation reserves of EUR 385 million were reclassified to consolidated reserves. In 2019, upon the disposal of shares in adidas and LafargeHolcim, the cumulated revaluation reserves of EUR 333 million and EUR 107 million respectively were reclassified to consolidated reserves.

In EUR million	adidas	Pernod Ricard	SGS	Umicore	Lafarge-Holcim	Mowi	Total	GEA	Ontex	Other	Total
As of December 31, 2018	1,599.5	2,027.8	304.8	647.4	(72.6)	5.9	372.7	(201.7)	(159.9)	(52.1)	**4,471.8**
Change resulting from the change in fair value	1,587.5	320.3	609.8	378.2	757.4	20.6	39.3	107.2	14.0	41.6	**3,875.9**
Transfers to consolidated reserves in case of disposals	(333.2)	-	-	-	(107.3)	-	-	-	-	7.0	**(433.4)**
As of December 31, 2019	2,853.9	2,348.0	914.6	1,025.6	577.3	26.5	411.9	(94.5)	(145.9)	(3.0)	**7,914.4**
Change resulting from the change in fair value	120.4	(51.7)	71.4	(180.6)	(208.3)	35.5	(23.7)	(3.1)	(127.5)	39.8	**(327.8)**
Transfers to consolidated reserves in case of disposals	-	-	-	-	-	-	(385.1)	-	-	(31.6)	**(416.7)**
As of December 31, 2020	2,974.2	2,296.3	986.0	845.0	369.0	62.0	3.1	(97.6)	(273.4)	5.2	**7,169.9**

4. Gains (losses) from disposals of subsidiaries - investing activities

In EUR million	2020	2019
opseo	-	97.6
Looping	-	38.1
Other	**3.7**	(0.0)
Gains (losses) from disposals of subsidiaries - investing activities	**3.7**	**135.7**

This caption included, in 2019, the net capital gains on the sales by ECP III of opseo (EUR 98 million) and Looping (EUR 38 million).

5. Other operating income (expenses) and employee expenses

5.1. Details of other operating income (expenses)

In EUR million	2020	2019
Miscellaneous goods and services	**(47.2)**	(37.4)
Employee expenses	**(22.6)**	(24.4)
Depreciation and amortisation	**(0.8)**	(0.5)
Other operating expenses	**(0.5)**	(1.0)
Other operating income	**1.5**	0.7
Other operating income (expenses) - investing activities	**(69.6)**	**(62.5)**
Transport costs	**(451.0)**	(522.9)
Subcontracting costs	**(199.1)**	(159.3)
Operating leases	**(42.4)**	(38.0)
Fees	**(132.1)**	(134.3)
Various taxes	**(51.7)**	(43.1)
Other operating expenses	**(534.6)**	(584.4)
Other operating income	**57.2**	76.5
Share of profit (loss) of associates belonging to consolidated operating activities	**(8.7)**	(7.7)
Other operating income (expenses) - operating activities	**(1,362.4)**	**(1,413.3)**

Other operating expenses related to operating activities mainly consist of Imerys' maintenance and repair expenses (EUR 117 million and EUR 123 million in 2020 and 2019 respectively), restructuring expenses (EUR 68 million in 2020 and EUR 146 million in 2019) and research and development costs (EUR 47 million and EUR 54 million in 2020 and 2019 respectively).

5.2. Details of employee expenses

In EUR million	2020	2019
Remuneration	**(16.5)**	(13.2)
Social security contributions	**(2.5)**	(2.3)
Costs related to stock options	**(0.6)**	(5.8)
Contributions to pension plans	**(2.2)**	(2.7)
Other	**(0.9)**	(0.5)
Total employee expenses - investing activities	**(22.6)**	**(24.4)**

The details of the remuneration of GBL's directors are shown in note 32. The stock option plans are detailed in note 27.

In EUR million	2020	2019
Remuneration	**(1,738.0)**	(942.5)
Social security contributions	**(279.6)**	(168.9)
Costs related to stock options	**(7.1)**	(7.2)
Contributions to pension plans	**(117.2)**	(41.6)
Other	**(15.2)**	(2.9)
Total employee expenses - consolidated operating activities	**(2,157.0)**	**(1,163.1)**

6. Gains (losses) from disposals, impairments and reversals of non-current assets related to operating activities

In EUR million	2020	2019
Impairments on intangible assets and goodwill	**(12.7)**	(0.1)
Impairments on property, plant and equipment, net of reversals	**(65.6)**	(38.2)
Reversal of impairments on other non-current assets	**0.0**	0.2
Capital gain/(loss) realised on disposals of investments	**(3.3)**	(13.0)
Total	**(81.5)**	(51.1)

The impairments on intangible assets, goodwill and property, plant and equipment are detailed in the notes 9, 10 and 11 respectively.

7. Financial income (expenses)

In EUR million	2020	2019
Interest income on cash and cash equivalents, non-current assets or other	**(2.1)**	19.7
Interest expenses on financial liabilities	**(22.1)**	(15.7)
Gains (losses) on trading securities and derivatives	**63.1**	(19.6)
Changes in the fair value of other equity investments recognised at fair value through profit or loss	**391.8**	152.9
Other financial income	**0.7**	11.7
Other financial expenses	**(7.3)**	(5.8)
Financial income (expenses) - investing activities	**424.0**	143.2
Interest income on cash and cash equivalents and non-current assets	**3.0**	6.2
Interest expenses on financial liabilities	**(124.4)**	(94.7)
Gains (losses) on trading securities and derivatives	**3.8**	(3.1)
Other financial income	**26.6**	57.8
Other financial expenses	**(261.3)**	(48.8)
Financial income (expenses) - operating activities	**(352.4)**	(82.6)

Financial income (expenses) from investing activities total EUR 424 million (compared to EUR 143 million in 2019). They mainly consist of (i) the changes in fair value of other equity investments recognised at fair value in profit or loss for EUR 392 million (EUR 153 million in 2019), (ii) the default interest on the withholding taxes which had been unduly applied to ENGIE and Total dividends for EUR 2 million (EUR 19 million in 2019) and (iii) a EUR 45 million income related to the mark to market of the derivative component associated to the exchangeable bonds into LafargeHolcim and GEA shares (a EUR - 32 million expense in 2019). These impacts are partially compensated by the interest charges on GBL's indebtness, notably institutional bonds for EUR - 17 million (EUR - 17 million in 2019). Financial income (expenses) from consolidated operating activities essentially result from the changes of the debts on Webhelp's minority shareholders (founders) for EUR - 209 million (EUR 0 million in 2019) and interest expenses on Webhelp's and Imerys' indebtness for EUR 58 million and EUR 47 million respectively (EUR 0 million and EUR 57 million in 2019 respectively).

8. Turnover

The table below presents the split of the revenue into sales of goods, services provided and other:

In EUR million	2020	2019
Sales of goods	**3,726.5**	4,283.9
Services provided	**2,189.1**	752.5
Other	**0.3**	1.5
Total	**5,915.9**	5,037.9

The table below presents the split by cash generating unit:

In EUR million	2020	2019
Performance Materials (Imerys)	**2,159.7**	2,381.3
High Temperature Materials & Solutions (Imerys)	**1,646.9**	1,975.2
Holdings (Imerys)	**(8.1)**	(2.0)
Imerys	**3,798.5**	4,354.5
Sapiens/Webhelp	**1,636.6**	-
svt (Sienna Capital)	**180.9**	169.4
Keesing (Sienna Capital)	**169.9**	156.1
Vanreusel (Sienna Capital)	**53.0**	49.2
Indo (Sienna Capital)	**44.1**	47.8
Sausalitos (Sienna Capital)	**32.9**	55.4
opseo (Sienna Capital)	-	107.4
Looping (Sienna Capital)	-	98.1
Sienna Capital	**480.8**	683.4
Total	**5,915.9**	5,037.9

The breakdown of the group's turnover by geographic region is as follows:

In EUR million	2020	2019
Turnover		
Belgium	**140.7**	140.2
Other European countries	**3,439.3**	2,511.1
Americas	**1,134.1**	1,266.2
Asia	**910.8**	957.7
Other	**291.1**	162.7
Total	**5,915.9**	5,037.9

The following table presents a different breakdown of revenue by the time at which goods or services are transferred to customers, distinguishing between goods and services transferred to customers at a given point in time and services transferred to customers over time:

In EUR million	2020	2018
Goods and services transferred to customers at a specific time	**3,715.5**	4,285.4
Services progressively transferred to customers	**2,200.4**	752.5
Total	**5,915.9**	5,037.9

At Imerys' level, main contributor to the turnover, the breakdown of revenue by geographical location of its operations and geographical location of its customers is as follows:

In EUR million	2020	2019
Turnover breakdown by geographic areas		
Europe	**1,961.7**	2,244.8
Asia-Oceania	**668.3**	748.0
North America	**1,000.8**	1,162.2
Other	**167.6**	199.5
Total	**3,798.5**	4,354.5

In EUR million	2020	2019
Turnover breakdown by geographic areas of the clients		
Europe	**1,725.1**	1,984.4
Asia-Oceania	**860.5**	976.3
North America	**943.0**	1,083.9
Other	**270.0**	309.9
Total	**3,798.5**	4,354.5

9. Intangible assets

In EUR million	Software	Mining rights	Patents, licences and concessions	Trademarks	Customer relations	Other	Total
Gross carrying amount							
As of December 31, 2018	154.0	2.8	349.9	92.2	-	228.1	**827.0**
Investments	3.6	0.6	7.1	4.6	-	23.6	**39.4**
Changes in group structure/Business combinations	-	-	143.4	110.7	485.1	76.4	**815.6**
Transfers between categories	12.8	(0.1)	(34.2)	38.4	13.6	(28.8)	**1.7**
Disposals and retirements	(1.7)	-	-	-	-	(41.7)	**(43.4)**
Foreign currency translation adjustments	0.8	-	0.2	-	-	3.1	**4.1**
Other	(2.4)	0.3	(12.6)	(59.5)	-	(19.2)	**(93.4)**
As of December 31, 2019	167.1	3.6	453.8	186.4	498.7	241.4	**1,550.9**
Investments	19.5	0.2	5.3	0.9	-	24.4	**50.3**
Changes in group structure/Business combinations	(64.5)	-	(172.2)	-	-	(13.7)	**(250.3)**
Transfers between categories	82.8	-	(32.6)	(10.8)	-	(25.9)	**13.5**
Disposals and retirements	(1.0)	-	(1.3)	-	-	(2.4)	**(4.7)**
Foreign currency translation adjustments	(4.7)	(0.2)	(3.2)	-	-	(4.7)	**(12.7)**
Other	0.6	(0.1)	(1.5)	-	-	(25.5)	**(26.5)**
As of December 31, 2020	199.9	3.5	248.4	176.5	498.7	193.6	1,320.5
Cumulated amortisation							
As of December 31, 2018	(96.4)	(0.5)	(48.7)	(8.4)	-	(116.3)	**(270.3)**
Amortisation	(16.2)	(0.2)	(18.7)	(2.1)	-	(19.8)	**(57.0)**
Impairment (losses)/reversals	-	-	-	-	-	(0.1)	**(0.1)**
Transfers between categories	(0.5)	-	(1.3)	-	-	1.0	**(0.8)**
Disposals and retirements	1.6	-	-	-	-	41.3	**42.9**
Foreign currency translation adjustments	(0.7)	-	(0.2)	-	-	(2.5)	**(3.4)**
Changes in group structure/Other	1.0	-	(30.4)	-	-	(10.4)	**(39.8)**
As of December 31, 2019	(111.2)	(0.7)	(99.3)	(10.5)	-	(106.8)	**(328.5)**
Amortisation	(23.4)	(0.3)	(15.3)	(2.2)	(38.4)	(15.9)	**(95.3)**
Impairment (losses)/reversals	(0.0)	-	(0.0)	-	-	-	**(0.0)**
Transfers between categories	(26.4)	-	18.3	8.3	-	(14.1)	**(13.9)**
Disposals and retirements	0.7	-	1.3	-	-	1.0	**3.1**
Foreign currency translation adjustments	4.0	0.1	0.6	-	-	3.4	**8.1**
Changes in group structure/Other	28.2	(0.1)	52.4	-	-	26.3	**106.8**
As of December 31, 2020	(128.1)	(1.0)	(41.9)	(4.4)	(38.4)	(106.1)	(319.8)
Net carrying amount							
As of December 31, 2018	57.6	2.3	301.2	83.8	-	111.8	**556.7**
As of December 31, 2019	55.9	2.9	354.4	175.9	498.7	134.6	**1,222.4**
As of December 31, 2020	71.8	2.5	206.5	172.1	460.3	87.5	1,000.7
Of which: Holding	0.0	-	-	-	-	-	**0.0**
Imerys	50.1	2.5	163.1	-	-	71.9	**287.6**
Sapiens/Webhelp	21.5	-	11.7	148.3	460.3	-	**641.8**
Sienna Capital	0.2	-	31.7	23.8	-	15.7	**71.3**

The intangible assets with an indefinite useful life amount to EUR 154 million as of December 31, 2020 – presented under the heading "Trademarks" (EUR 46 million as of December 31, 2019 – presented under the headings "Patents, licenses and concessions" and "Trademarks").

The depreciation charges for the various periods are shown under "Other operating income (expenses) from investing activities" and "Depreciation/ amortisation of property, plant, equipment and intangible assets - consolidated operating activities" in the consolidated statement of comprehensive income.

Research and development costs in 2020 amounted to EUR 47 million (EUR 54 million in 2019).

The heading "Changes in group structure/Business combinations" in 2019 included mainly the impact of the finalization of the purchase accounting at Webhelp.

10. Goodwill

In EUR million	2020	2019
Gross carrying amount		
As of January 1	**4,244.5**	2,771.2
Changes in group structure/Business combinations	**(117.6)**	1,755.9
Foreign currency translation adjustments	**(62.6)**	10.7
Subsequent value adjustments	**0.3**	(53.0)
Disposals	**(2.1)**	(240.3)
As of December 31	**4,062.5**	4,244.5
Cumulated impairment losses		
As of January 1	**(77.6)**	(78.4)
Impairment losses	**(12.7)**	-
Foreign currency translation adjustments	**3.1**	(0.5)
Disposals	**-**	1.3
As of December 31	**(87.3)**	(77.6)
Net carrying amount as of December, 31	**3,975.2**	4,166.9
Of which: Holding	**-**	-
Imerys	**2,149.1**	2,153.1
Sapiens/Webhelp	**1,711.4**	1,712.8
Sienna Capital	**114.7**	301.0

As of December 31, 2020, this caption was made up of EUR 2,149 million of goodwill generated by Imerys' various business lines, EUR 1,711 million of goodwill from the Webhelp group acquisition and EUR 115 million of goodwill on acquisitions by ECP III (EUR 2,153 million, EUR 1,713 million and EUR 301 million respectively as of December 31, 2019).

Definition of cash generating units (CGU)

GBL's management has retained the judgements made by Imerys, Webhelp and Sienna Capital in the definition of CGUs.

At Imerys, as goodwill feeds into the business management indicators monitored by the management, it is tested for impairment at the same levels as those monitored by the management, which are as follows: Performance Minerals Europe, Middle East, Africa (PMEMEA), Performance Minerals Americas (PMA), Performance Minerals Asia Pacific (PMAPAC) excluding G&C and Graphite & Carbon (G&C) within the Performance Minerals (PM) segment; and High Temperature Solutions (HTS) and Refractory, Abrasives & Construction (RAC) within the High Temperature Materials & Solutions (HTMS) segment. Other than goodwill, all assets within Imerys including right-of-use assets net of lease liabilities and mining assets are covered within the scope of these tests.

At Webhelp, the CGUs are directly based on the structure of the analysis followed up on each month by the management, as part of the operational reporting carried out by Webhelp. Webhelp operates in a single CRM BPO market with homogeneous macroeconomic characteristics as well as specific operational features. The activity of the Webhelp group is reported through a single CGU, the Webhelp CGU.

At Sienna Capital level, the goodwill is allocated to each investment.

In the table below, the carrying amount and the goodwill impairment loss are presented by CGU:

	2020		2019	
In EUR million	Net carrying amount	Cumulated impairment losses	Net carrying amount	Cumulated impairment losses
Sapiens/Webhelp (Webhelp)	**1,711.4**	-	1,712.8	-
Performance Materials (Imerys)	**1,186.2**	**(2.0)**	1,167.3	(2.1)
High Temperature Materials & Solutions (Imerys)	**962.0**	**(85.3)**	985.0	(75.6)
Vanreusel (Sienna Capital)	**59.2**	-	51.9	-
Indo (Sienna Capital)	**40.5**	-	40.5	-
Sausalitos (Sienna Capital)	**15.0**	-	14.5	-
Holdings (Imerys)	**0.8**	-	0.8	-
Keesing (Sienna Capital)	-	-	105.3	-
svt (Sienna Capital)	-	-	88.8	-
Total	**3,975.2**	**(87.3)**	4,166.9	(77.6)

Impairment tests

In accordance with IAS 36, group companies conduct a yearly impairment test on all their CGUs to the extent that they report goodwill. The recoverable amount of a CGU or an individual asset is the highest of the fair value less the costs of sale and the value in use. In practice, fair value can only be reliably estimated for individual assets and therefore corresponds to recent transaction prices for sales of similar assets. The value in use is the most commonly used measurement basis for CGUs and individual assets.

For Imerys, this test required the recognition of a EUR 13 million impairment in 2020 (EUR 0 million in 2019).

The projected cash flows used by Imerys in their impairment test as of December 31, 2020 are taken from their 2021-2025 plan. This "mid case" was developed using independent analysis of underlying markets and integrates the best estimate of the identifiable impact of the Covid-19 crisis. Imerys' assets are not all exposed to the consequences of the crisis in the same way, the return to pre-Covid levels of business has been determined according to the different contexts. The key underlying assumption of these forecasts is the level of organic growth. To calculate the terminal growth rate, Imerys uses the Gordon and Shapiro perpetual growth model.

The discount rate used to calculate value in use is determined using the weighted average cost of capital of groups comparable to Imerys in the industrial minerals sector. This rate, set at 6.50% for 2020 (6.75% for 2019), is adjusted for a country-market risk premium, which depending on the CGU or individual assets tested ranged from + 29 to + 158 basis points in 2020 (+ 41 to + 145 basis points in 2019). In 2020, the average discount rate after income tax amounted to 7.24% (7.50% in 2019). The calculations net of income tax are the same as those that would be performed with cash flows and rates before income tax, as required by applicable standards.

For Sienna Capital, these tests, performed on an annual basis, did not require the recognition of any impairment in 2020 and 2019.

The projected cash flows derive from the financial budgets made by managements of each respective investment, covering a period of three to five years. The prepared projections are extrapolated and cover a period of ten years. For the terminal value, Sienna Capital uses an average of the Gordon and Shapiro perpetual growth model and multiple valuation method.

The discount rate used to calculate the value in use is determined based on the weighted average cost of capital of groups comparable to each investment in their respective sector. This rate is adjusted by a country/market risk premium and a specific premium. The average discount rate after taxes was 10.95% in 2020 (10.00% in 2019).

At Webhelp, the projected cash flows used are based on a weighting of 3 scenarios built on a 5-year business plan, then extrapolated to cover a 10-year period. For the terminal value, Webhelp uses the Gordon and Shapiro perpetual growth model. The definition of the discount rate is based on a study of the cost of capital of groups comparable to Webhelp adjusted for a specific premium of 1.00% in line with the group's financial structure. It stands at 7.70% as of December 31, 2020.

The impairment test carried out on the Webhelp CGU does not reveal any loss in value on the group's tested assets as of October 31, 2020, this conclusion was confirmed by the November and December 2020 results.

In the table below, the weighted average discount and perpetual growth rates used to calculate the value in use are presented by CGU:

	2020		2019	
	Discount rate	**Perpetual growth rate**	**Discount rate**	**Perpetual growth rate**
Performance Materials (Imerys)	**7.47%**	**1.72%**	7.67%	2.05%
High Temperature Materials & Solutions (Imerys)	**7.09%**	**2.36%**	7.25%	1.99%
Average rate (Imerys)	**7.24%**	**2.16%**	7.50%	2.02%
Average rate (Sapiens/Webhelp)	**7.70%**	**2.00%**	n.r	n.r
Average rate (Sienna Capital)	**10.95%**	**1.75%**	10.00%	1.17%

Sensitivity to a change in the projected cash flows and discount rates

Out of all of the assumptions used, changes in the projected cash flows, the discount rate and the perpetual growth rate have the largest impact on the financial statements. The following table shows the impairment losses per CGU that would be accounted for by GBL in case of adverse changes compared to the retained assumptions in the financial statements as of December 31, 2020:

In EUR million	Adverse changes
Forecasted cash flows	**(5%)**
Impairment loss	(2.1)
Discount rates	**+ 100 bps**
Impairment loss	(3.7)
Perpetual growth rates	**(100 bps)**
Impairment loss	(1.6)

11. Property, plant and equipment

In EUR million	Land and buildings	Mineral reserves	Fittings, machinery, equipment and rolling stock	Right of use	Assets in progress	Other property, plant and equipment	Total
Gross carrying amount							
As of December 31, 2018	682.1	896.3	4,300.9	408.9	227.8	80.2	**6,596.2**
Investments	8.5	61.9	73.8	59.0	164.7	20.4	**388.4**
Changes in group structure/Business combinations	40.7	0.5	82.3	141.2	5.2	162.1	**432.0**
Disposals and retirements	(18.9)	(4.0)	(250.6)	-	(6.8)	(0.9)	**(281.2)**
Foreign currency translation adjustments	5.8	14.2	59.8	5.9	3.8	0.1	**89.6**
Other	(38.6)	(21.8)	(49.7)	(87.9)	(144.5)	(86.8)	**(429.4)**
As of December 31, 2019	679.6	947.1	4,216.5	527.1	250.3	175.1	**6,795.6**
Investments	14.0	57.1	79.2	109.8	126.1	32.6	**418.9**
Changes in group structure/Business combinations	(11.0)	0.9	22.1	(20.1)	(1.5)	(9.4)	**(19.1)**
Disposals and retirements	(6.6)	(4.8)	(53.5)	(11.5)	(0.5)	(4.4)	**(81.4)**
Foreign currency translation adjustments	(41.3)	(83.8)	(223.7)	(18.7)	(22.2)	(4.7)	**(394.4)**
Other	17.0	(9.4)	65.3	(1.9)	(124.7)	(2.3)	**(55.9)**
As of December 31, 2020	**651.7**	**907.2**	**4,105.8**	**584.7**	**227.5**	**187.0**	**6,663.7**
Cumulated depreciation							
As of December 31, 2018	(279.3)	(392.7)	(3,133.5)	-	(30.3)	(29.0)	**(3,864.8)**
Depreciation	(21.7)	(59.4)	(185.8)	(99.4)	(0.2)	(9.6)	**(376.1)**
Impairment (losses)/reversals	(0.3)	(14.6)	(15.9)	(6.5)	(0.7)	(0.2)	**(38.2)**
Disposals and retirements	16.6	6.7	246.9	-	6.1	0.3	**276.7**
Foreign currency translation adjustments	(2.6)	(7.0)	(44.6)	(2.9)	(1.1)	-	**(58.2)**
Changes in group structure/Other	(8.6)	22.8	64.8	37.3	0.6	(64.2)	**52.7**
As of December 31, 2019	(295.8)	(444.2)	(3,068.1)	(71.5)	(25.6)	(102.7)	**(4,007.9)**
Depreciation	(20.9)	(59.5)	(197.1)	(143.8)	(0.8)	(21.6)	**(443.7)**
Impairment (losses)/reversals	(7.2)	(32.9)	(20.9)	(4.2)	(0.3)	(0.1)	**(65.6)**
Disposals and retirements	2.4	4.7	49.5	6.4	-	3.9	**67.0**
Foreign currency translation adjustments	16.3	40.9	158.3	9.4	3.1	2.5	**230.5**
Changes in group structure/Other	5.0	9.4	40.2	8.4	0.6	8.4	**72.0**
As of December 31, 2020	(300.2)	(481.6)	(3,038.0)	(195.4)	(23.0)	(109.5)	**(4,147.7)**
Net carrying amount							
As of December 31, 2018	408.2	503.6	1,174.7	-	197.5	52.7	**2,336.7**
As of December 31, 2019	383.8	502.9	1,148.4	455.5	224.7	72.4	**2,787.6**
As of December 31, 2020	**351.5**	**425.6**	**1,067.7**	**389.3**	**204.5**	**77.4**	**2,516.1**
Of which: Holding	-	-	1.6	13.8	-	2.3	**17.8**
Imerys	306.1	425.6	1,002.3	192.7	198.1	-	**2,125.0**
Sapiens/Webhelp	26.9	-	31.2	129.1	4.8	74.7	**266.6**
Sienna Capital	18.4	-	32.6	53.6	1.4	0.6	**106.7**

In 2020, impairment losses, net of reversals, amounting to EUR 65 million were recorded by Imerys on its property, plant and equipment (EUR 38 million in 2019).

The depreciation charges for the various periods are shown under "Other operating income (expenses) from investing activities" and "Depreciation/ amortisation of property, plant, equipment and intangible assets - consolidated operating activities" in the consolidated statement of comprehensive income.

Leases

The group negotiates leases to obtain from the lessee the right to use certain mining, industrial and logistics equipment, as well as immovable administrative, industrial and logistical property. As of December 31, 2020, the value of these rights, recognized in "Right-of-use assets", amounted to EUR 389 million (EUR 456 million as of December 31, 2019). "Right-of-use assets" represent the following assets:

In EUR million	Land and buildings	Mineral reserves	Fittings, machinery, equipment and rolling stock	Assets in progress	Other property, plant and equipment	Total
Gross carrying amount						
As of January 1, 2019	**165.2**	-	**113.7**	-	**130.0**	**408.9**
Investments	12.5	-	10.0	-	36.5	**59.0**
Changes in group structure/Business combinations	132.6	-	8.5	-	-	**141.2**
Disposals and retirements	-	-	-	-	-	**-**
Foreign currency translation adjustments	1.9	-	4.2	-	(0.2)	**5.9**
Other	(13.1)	-	(34.0)	-	(40.8)	**(87.9)**
As of December 31, 2019	**299.1**	-	**102.5**	-	**125.5**	**527.1**
Investments	88.3	-	9.2	-	12.3	**109.8**
Changes in group structure/Business combinations	(6.2)	-	(6.9)	-	(7.1)	**(20.1)**
Disposals and retirements	(9.2)	-	(2.3)	-	-	**(11.5)**
Foreign currency translation adjustments	(12.3)	-	(3.2)	-	(3.2)	**(18.7)**
Other	(1.9)	-	(0.5)	-	0.5	**(1.9)**
As of December 31, 2020	**357.9**	-	**98.8**	-	**128.0**	**584.7**
Cumulated depreciation						
As of January 1, 2019	-	-	-	-	-	**-**
Depreciation	(38.6)	-	(47.4)	-	(13.4)	**(99.4)**
Impairment (losses)/reversals	(6.5)	-	-	-	-	**(6.5)**
Disposals and retirements	-	-	-	-	-	**-**
Foreign currency translation adjustments	(1.2)	-	(1.8)	-	0.1	**(2.9)**
Changes in group structure/Other	19.5	-	13.1	-	4.7	**37.3**
As of December 31, 2019	**(26.8)**	-	**(36.2)**	-	**(8.6)**	**(71.5)**
Depreciation	(87.6)	-	(35.8)	-	(20.5)	**(143.8)**
Impairment (losses)/reversals	-	-	(4.2)	-	-	**(4.2)**
Disposals and retirements	4.2	-	2.1	-	-	**6.4**
Foreign currency translation adjustments	7.1	-	0.3	-	2.0	**9.4**
Changes in group structure/Other	10.5	-	19.3	-	(21.4)	**8.4**
As of December 31, 2020	**(92.6)**	-	**(54.4)**	-	**(48.4)**	**(195.4)**
Net carrying amount						
As of January 1, 2019	**165.2**	-	**113.7**	-	**130.0**	**408.9**
As of December 31, 2019	**272.3**	-	**66.3**	-	**116.9**	**455.5**
As of December 31, 2020	265.4	-	44.4	-	79.5	**389.3**
Of which: Holding	13.8	-	-	-	-	**13.8**
Imerys	125.7	-	40.0	-	27.0	**192.7**
Sapiens/Webhelp	125.7	-	3.4	-	-	**129.1**
Sienna Capital	0.2	-	1.0	-	52.5	**53.6**

The right-of-use and lease liability model is applied to all leases, except leases with a term of 12 months or less, leases of low-value assets and variable lease payments and services, which are recognized in expenses (EUR 31 million in 2020 and EUR 30 million in 2019). As of December 31, 2020, "Lease liabilities" recognized against "Right-of-use assets" amounted to EUR 416 million (EUR 474 million as of December 31, 2019) and generated an interest expense of EUR 25 million recognized in financial income (expenses). Cash payments made in 2020 totaled EUR 258 million, broken down as EUR 234 million for the principal and EUR 25 million in interest, respectively in financing and operating activities in the consolidated statement of cash flows (respectively EUR 104 million, EUR 95 million and EUR 10 million in 2019). The group does not generate any material revenue from leasing the freehold assets it owns, nor from the sub-lease of assets leased.

12. Other non-current assets

In EUR million	2020	2019
Non-current financial assets	**113.6**	102.2
Derivative financial instruments - Hedging	**0.5**	7.7
Derivative financial instruments - Held for trading	**4.1**	-
Long-term advance payments, loans and deposits	**76.0**	54.6
Other	**33.0**	39.8
Non-current non-financial assets	**6.5**	6.6
Assets related to pension plans	**6.5**	6.6
Other	**-**	-
Total	**120.1**	108.8
Of which: Holding	**0.6**	0.5
Imerys	**82.5**	88.0
Sapiens/Webhelp	**33.4**	17.7
Sienna Capital	**3.7**	2.6

13. Income taxes

13.1. Breakdown of the “income taxes” heading

In EUR million	2020	2019
Current taxes	**(100.9)**	(98.4)
For the year in progress	***(101.3)***	*(109.9)*
For previous years	***0.4***	*11.6*
Deferred taxes	**20.1**	33.3
Related to the creation and reversal of temporary differences	***27.3***	*33.1*
Related to changes in tax rates or new tax liabilities	***(2.0)***	*(0.5)*
Related to the recognition / (use) of deferred tax assets resulting from losses from previous periods	***(0.1)***	*0.3*
Other	***(5.0)***	*0.4*
Total	**(80.8)**	(65.1)

13.2. Reconciliation of the income tax expense for the year

In EUR million	2020	2019
Profit (loss) before income taxes	**510.1**	834.0
Share of profit (loss) of equity-accounted entities	**39.7**	57.0
Profit (loss) before income taxes and before share of profit (loss) of equity-accounted entities	**549.8**	**891.0**
Taxes at Belgian rate (25.00% in 2020 and 29.58% in 2019)	**(137.4)**	(263.6)
Impact of different tax rates in foreign countries	**3.9**	0.9
Tax impact of non-taxable income	**207.6**	231.6
Tax impact of non-deductible expenses	**(87.6)**	(22.3)
Tax impact of changes in tax rates for subsidiaries	**(4.9)**	0.3
Tax impact of adjustments relating to previous years or previously unrecognized deferred tax assets	**(17.7)**	(27.6)
Other	**(44.7)**	15.5
Income tax (expense) for the year	**(80.8)**	(65.1)

The corporate tax rate in Belgium has decreased from 29.58% in 2019 to 25.00% in 2020.

The effective tax rate in 2020 stands at 14.70%, compared with 7.31% in 2019. In 2020 and 2019, these low rates primarily result from the non taxation of unrealized capital gains on investments recognised at fair value through profit or loss and dividends received.

13.3. Deferred tax by nature in the balance sheet

	Deferred tax assets		Deferred tax liabilities	
In EUR million	2020	2019	2020	2019
Property, plant, equipment and intangible assets	**111.3**	128.6	**(395.7)**	(512.1)
Inventories, trade receivables, trade payables and provisions	**84.1**	98.1	**(4.7)**	(6.7)
Employee benefit obligations	**51.8**	56.6	**-**	-
Unused tax losses and credits	**28.8**	38.1	**-**	-
Other	**73.4**	56.0	**(60.1)**	(50.2)
Offsetting of assets/liabilities	**(188.6)**	(222.6)	**188.6**	222.6
Total	**160.9**	154.7	**(271.9)**	(346.4)
Of which: Holding	**-**	-	**-**	-
Imerys	**130.4**	120.6	**(92.0)**	(106.9)
Sapiens/Webhelp	**29.5**	30.8	**(158.5)**	(165.0)
Sienna Capital	**1.0**	3.3	**(21.5)**	(74.5)

Deferred tax assets are recognized for tax losses carried forward when their recovery is deemed probable and over an expected recovery horizon not exceeding five years. The valuation of deferred tax assets recognized in this regard is based on an analysis of the loss’ constitution, the probability of recurrence of losses in the future, future business prospects and national laws limiting the use of carryforward losses. As of December 31, 2020, these deferred tax assets thus recognized amount to a total of EUR 29 million (EUR 38 million in 2019).

For the Holding segment, tax losses relating to the “Notional Interest Deduction” (NID) claimed by the group in Belgium, amounted to EUR 21 million (EUR 21 million in 2019). Other tax losses carried forward for an unlimited time and tax credits amounted to EUR 1,052 million (EUR 1,032 million in 2019); for foreign subsidiaries, these items amounted to EUR 4,817 million (EUR 5,401 million in 2019). Furthermore, regarding the other segments, tax losses carried forward for an unlimited time and tax credits amount to EUR 451 million for Imerys, EUR 37 million for Webhelp and EUR 81 million for ECP III and its operating subsidiaries (respectively EUR 400 million, EUR 33 million and EUR 102 million in 2019). These tax losses and tax credits did not give rise to the recognition of a deferred tax asset because their recovery is considered uncertain.

No deferred tax liabilities are recognised in relation to the temporary tax differences between the carrying amount and the tax value of investment securities if the group is able to verify the date of the temporary difference's reversal and it is likely that this difference will not be reversed in the foreseeable future. The group estimates that the deferred tax liabilities not recognised in this regard as of December 31, 2020 amount to EUR 15 million (EUR 18 million as of December 31, 2019).

The following tables show the evolution of deferred tax assets and liabilities in 2020 and 2019:

In EUR million	December 31, 2019	Result	Shareholders' equity	Other	December 31, 2020
Deferred tax assets	154.7	7.2	8.1	(9.1)	**160.9**
Deferred tax liabilities	(346.4)	13.0	1.5	60.0	**(271.9)**
Net	**(191.7)**	**20.1**	**9.6**	**50.9**	**(111.0)**

In EUR million	December 31, 2018	Result	Shareholders' equity	Other	December 31, 2019
Deferred tax assets	117.9	(52.0)	13.7	75.1	**154.7**
Deferred tax liabilities	(198.4)	85.3	(2.5)	(230.8)	**(346.4)**
Net	**(80.5)**	**33.3**	**11.2**	**(155.7)**	**(191.7)**

The heading "Other" comprised in 2019 mainly the impact of the finalization of purchase accounting at Webhelp.

Finally, the different taxes directly recorded under shareholders equity are shown in the following table:

In EUR million	2020	2019
Actuarial gains (losses)	**(32.7)**	(56.4)
Of which amounts before taxes	***(40.6)***	*(69.8)*
Of which deferred taxes	***7.9***	*13.4*
Foreign currency translation adjustments	**(225.3)**	30.3
Of which amounts before taxes	***(228.1)***	*32.4*
Of which deferred taxes	***2.8***	*(2.1)*
Cash flow hedge	**22.4**	(5.5)
Of which amounts before taxes	***23.5***	*(5.4)*
Of which deferred taxes	***(1.1)***	*(0.1)*
Revaluation reserves	**(327.8)**	3,875.9
Of which amounts before taxes	***(327.8)***	*3,875.9*
Of which deferred taxes	**-**	-

14. Inventories

In EUR million	2020	2019
Raw materials, consumables and parts	**328.3**	382.9
Work in progress	**99.7**	133.7
Finished goods and goods for resale	**327.4**	375.6
Other	**0.2**	0.1
Gross total (before writedowns)	**755.6**	892.4
Writedowns of inventory		
As of January 1	**(46.2)**	(70.1)
Writedowns over the year	***(17.0)***	*(17.0)*
Reversals of writedowns	***9.5***	*11.9*
Foreign currency translation adjustments	**-**	-
Other	***2.2***	*28.9*
As of December 31	**(51.5)**	(46.2)
Net total	**704.0**	846.1
Of which: Holding	**-**	-
Imerys	**691.8**	812.6
Sapiens/Webhelp	**1.5**	0.9
Sienna Capital	**10.7**	32.6

The amount of inventories recognized as an expense is EUR 32 million in 2020 (EUR 24 million in 2019).

15. Trade receivables

In EUR million	2020	2019
Trade receivables	**954.8**	1,002.4
Writedowns of doubtful receivables	**(42.5)**	(43.1)
Net total	**912.3**	**959.3**
Of which: Holding	**0.3**	0.1
Imerys	**568.0**	623.9
Sapiens/Webhelp	**326.6**	276.9
Sienna Capital	**17.5**	58.3

Trade receivables are mainly related to Imerys and Webhelp. Factoring agreements have been put in place by Imerys and Webhelp for an unlimited period for a maximum amount of EUR 186 million, including taxes. As of December 31, 2020, EUR 127 million in receivables were thus transferred and deconsolidated, the risks and benefits associated with these receivables, including default and late payment risks, having been transferred to the factor (EUR 139 million as of December 31, 2019).

The following table shows the change in writedowns over several years:

In EUR million	2020	2019
Writedowns of receivables at 1 January	**(43.1)**	**(34.1)**
Writedowns over the year	**(13.2)**	(8.2)
Utilisations	**5.7**	-
Reversals of writedowns	**6.7**	6.6
Foreign currency translation adjustments and other	**1.3**	(7.3)
Writedowns of receivables at 31 December	**(42.5)**	**(43.1)**

Trade receivables do not bear interest and generally have a 30 to 90-day maturity. At the reporting date, some of the trade receivables detailed below may be due without being impaired, for example when covered by a credit insurance contract or a guarantee.

In EUR million	2020	2019
Delay of no more than 1 month	**102.9**	183.1
Delay of 1 to 3 months	**40.8**	59.9
Delay of more than 3 months	**46.2**	45.4
Total trade receivables due and not written down	**189.9**	**288.4**
Trade receivables not due and trade receivables due and written down	**722.4**	670.9
Total trade receivables, net	**912.3**	**959.3**

16. Trading financial assets

In EUR million	2020	2019
Money market funds (SICAV)	**434.6**	1,402.3
Other trading assets	**25.3**	13.6
Total	**459.9**	**1,415.9**
Of which: Holding	**453.1**	1,400.1
Imerys	**6.8**	9.4
Sapiens/Webhelp	**-**	-
Sienna Capital	**0.0**	6.4

17. Cash, cash equivalents and financial liabilities

17.1. Cash and cash equivalents

In EUR million	2020	2019
Treasury bonds and treasury notes	**20.0**	20.1
Deposits (maturity < 3 months)	**193.3**	311.6
Current accounts	**1,060.6**	889.6
Total	**1,273.9**	**1,221.3**
Of which: Holding	**292.3**	416.2
Imerys	**648.5**	660.4
Sapiens/Webhelp	**314.0**	121.8
Sienna Capital	**19.0**	22.9

As of December 31, 2020 and 2019, cash was completely held in fixed-term deposits, treasury notes and current accounts with various financial institutions.

17.2. Financial liabilities

In EUR million	2020	2019
Non-current financial liabilities	**5,624.5**	5,372.2
Exchangeable bonds (GBL)	**1,188.7**	744.4
Institutional bonds (GBL)	**994.2**	992.9
Bonds (Imerys)	**1,703.0**	1,700.0
Bank borrowings (Sapiens/Webhelp)	**1,190.4**	1,210.0
Bank borrowings (Sienna Capital)	**130.0**	302.1
Lease liabilities	**322.2**	350.9
Other non-current financial liabilities	**95.9**	71.9
Current financial liabilities	**394.0**	1,315.6
Bank borrowings (GBL)	-	739.8
Bank borrowings (Imerys)	**256.3**	157.2
Bonds (Imerys)	-	223.7
Lease liabilities	**93.4**	122.8
Other current financial liabilities	**44.4**	72.1

Bonds exchangeable into GEA shares (GBL)

On October 1, 2020, GBL has announced the completion of an offering by its fully-owned subsidiary Oliver Capital S.à r.l. (the "Issuer") of EUR 450 million of bonds exchangeable into existing registered shares of GEA Group AG ("GEA") guaranteed by GBL. This issuance initially related to approximately 11.3 million GEA shares representing approximately 6.2% of its share capital. The bonds had, at their issuance, a maturity of 3 years and 3 months (December 29, 2023) except in case of an early redemption and do not bear interest. The bonds have been issued at an issue price of 102.0% of their principal amount and will be redeemed at their principal amount at maturity. The effective interest rate (including transaction costs allocated to the debt) stands at 0.6%.

The Issuer will have the option to redeem all, but not only some, of the bonds, at any time on or after October 6, 2022 at their principal amount, provided that the value of the underlying shares per bond attributable to EUR 100,000 in principal amount of bonds shall have exceeded EUR 130,000 on each of not less than 20 trading days in any period of 30 consecutive trading days. The Issuer will have a share redemption option to deliver underlying shares and, as the case may be, an additional amount in cash upon its redemption of the bonds, both on the maturity date and upon early redemption.

Bondholders may request the exchange of their bonds for exchange property (being initially only GEA shares) at any time from November 16, 2020 until 40 Brussels business days before the maturity date, subject to the option of the Issuer to satisfy exchange rights in cash, exchange property or a combination thereof.

The bonds are admitted to trading on the Open Market (Freiverkher) of the Frankfurt Stock Exchange. The carrying amount of these bonds (excluding the option) is EUR 442 million as of December 31, 2020. The option is assessed at fair value on the reporting date (EUR 7 million, shown under "Other non-current financial liabilities").

Bonds exchangeable into LafargeHolcim shares (GBL)

On September 6, 2019, GBL has announced the completion of an offering by its fully-owned subsidiary Eliott Capital S.à r.l. (the "Issuer") of EUR 750 million of bonds exchangeable into existing registered shares of LafargeHolcim Ltd ("LafargeHolcim") guaranteed by GBL. This issuance initially related to approximately 13.2 million LafargeHolcim shares representing approximately 2.1% of its share capital. The bonds had, at their issuance, a maturity of 3 years and 4 months (December 30, 2022) except in case of an early redemption and do not bear interest. The bonds have been issued at an issue price of 101.0% of their principal amount and will be redeemed at their principal amount at maturity. The effective interest rate (including transaction costs allocated to the debt) stands at 0.3%.

The Issuer will have the option to redeem all, but not only some, of the bonds, at any time on or after September 11, 2021 at their principal amount, provided that the value of the underlying shares per bond attributable to EUR 100,000 in principal amount of bonds shall have exceeded EUR 130,000 on each of not less than 20 trading days in any period of 30 consecutive trading days. The Issuer will have a share redemption option to deliver underlying shares and, as the case may be, an additional amount in cash upon its redemption of the bonds, both on the maturity date and upon early redemption.

Bondholders may request the exchange of their bonds for exchange property (being initially only LafargeHolcim shares) at any time from October 22, 2019 until 35 Brussels business days before the maturity date, subject to the option of the Issuer to satisfy exchange rights in cash, exchange property or a combination thereof.

The bonds are admitted to trading on the Open Market (Freiverkher) of the Frankfurt Stock Exchange. The carrying amount of these bonds (excluding the option) is EUR 745 million as of December 31, 2020. The option is assessed at fair value on the reporting date (EUR 2 million, shown under "Other non-current financial liabilities").

Bonds issued by GBL

On June 19, 2018, GBL has placed a EUR 500 million institutional bond, with a 7-year maturity and a coupon of 1.875%. This issuance is intended to cover the group's general corporate purposes and to lengthen the weighted average maturity of the gross debt. The carrying amount of this debt is EUR 496 million as of December 31, 2020.

During the first semester of 2017, GBL has issued an institutional bond of EUR 500 million, with a coupon of 1.375% and maturing on May 23, 2024. The carrying amount of this debt is EUR 498 million as of December 31, 2020.

Bonds (Imerys)

Imerys has issued listed and non-listed bonds. The bond issues as of December 31, 2020 are detailed below :

	Nominal value in currency In million	Nominal interest rate	Effective interest rate	Listed/Unlisted	Maturity	Fair value In EUR million	Carrying amount In EUR million
EUR	500.0	2.00%	2.13%	Listed	12-10-2024	531.6	503.6
EUR	300.0	0.88%	0.96%	Listed	03-31-2022	305.0	302.5
EUR	300.0	1.88%	1.92%	Listed	03-31-2028	321.3	305.7
EUR	600.0	1.50%	1.63%	Listed	01-15-2027	634.5	615.2
Total						**1,792.4**	**1,727.0**

The bond issues as of December 31, 2019 are detailed below:

	Nominal value in currency In million	Nominal interest rate	Effective interest rate	Listed/Unlisted	Maturity	Fair value In EUR million	Carrying amount In EUR million
EUR	167.6	2.50%	2.60%	Listed	11-26-2020	170.8	167.7
EUR	55.9	2.50%	1.31%	Listed	11-26-2020	57.0	56.0
EUR	500.0	2.00%	2.13%	Listed	12-10-2024	536.3	504.4
EUR	300.0	0.88%	0.96%	Listed	03-31-2022	305.7	303.0
EUR	300.0	1.88%	1.92%	Listed	03-31-2028	318.2	305.9
EUR	600.0	1.50%	1.63%	Listed	01-15-2027	624.1	616.3
Total						**2,012.1**	**1,953.3**

Bank debts (Webhelp)

Those bank debts coming from Webhelp mainly include the following bank loans contracted on November 19, 2019:

As of December 31, 2020	Nominal value in currency In million	Nominal interest rate	Effective interest rate	Listed/Unlisted	Maturity	Fair value In EUR million	Carrying amount In EUR million
GBP	125.0	4.68%	5.14%	Unlisted	11-18-2026	137.4	134.7
EUR	1,020.0	3.25%	3.65%	Unlisted	11-18-2026	1,020.0	1,001.0
EUR	58.5	3.00%	3.00%	Unlisted	05-18-2026	58.5	54.7
Total						**1,215.9**	**1,190.4**

As of December 31, 2019	Nominal value in currency In million	Nominal interest rate	Effective interest rate	Listed/Unlisted	Maturity	Fair value In EUR million	Carrying amount In EUR million
GBP	125.0	5.51%	6.02%	Unlisted	11-18-2026	146.4	143.3
EUR	1,020.0	3.50%	3.91%	Unlisted	11-18-2026	1,020.0	998.4
EUR	63.5	3.25%	2.15%	Unlisted	05-18-2026	63.5	59.1
Total						**1,229.9**	**1,200.8**

Bank loans (Sienna Capital)

This caption includes the different bank loans of the operational subsidiaries of ECP III.

Bank debts (GBL)

In the first half of 2019, GBL entered into prepaid forward sales contracts for 15.9 million Total shares, maturing in January 2020, and collected EUR 771 million in cash. Following these transactions, and in accordance with IFRS 9, a debt valued at amortized cost was recognized for an initial amount of EUR 742 million. As of December 31, 2019, the carrying amount of this debt was EUR 740 million and the value of the derivative attached to these transactions, recorded under other current liabilities, amounted to EUR 34 million.

Bank debts (Imerys)

Those bank debts coming from Imerys include as of December 31, 2020, EUR 256 million of short-term borrowings and EUR 1 million of bank overdrafts (EUR 150 million and EUR 7 million respectively as of December 31, 2019).

Lease liabilities

These liabilities mature in 2021 for a total of EUR 93 million, between 2022 and 2025 for EUR 200 million and EUR 122 million thereafter.

Other non-current financial liabilities

This item primarily includes the debts of ECP III's operating subsidiaries. These debts are contracted with non-controlling interests.

Undrawn credit lines

As of December 31, 2020, the group had undrawn credit lines with various financial institutions totalling EUR 3,449 million (EUR 3,606 million as of December 31, 2019). These credit facilities were available to GBL, Imerys, Webhelp and ECP III's operating subsidiaries in the amounts of EUR 2,150 million, EUR 1,110 million, EUR 189 million and EUR 0 million respectively (EUR 2,150 million, EUR 1,260 million, EUR 148 million and EUR 48 million respectively as of December 31, 2019).

With regards to GBL, all credit lines mature between 2024 and 2026. Confirmed credit lines do not have financial covenants, meaning that, under its credit contracts, GBL has no obligations in terms of compliance with financial ratios.

17.3. Change of financial liabilities

The table below mentions the reconciliation in 2020 and 2019 between the financial debts included in the consolidated balance sheet and the amounts from the consolidated statement of cash flows:

In EUR million		As of January 1, 2020	Cash flow variation	Acquisitions/ sales of subsidiaries	Impact of exchange rates change	Other movements	As of December 31, 2020
Financial liabilities - Non-current liabilities		**5,372.2**	564.8	7.0	(63.3)	(256.2)	**5,624.5**
Financial liabilities - Current liabilities		**1,315.6**	(1,099.7)	24.3	14.1	139.7	**394.0**
Total		**6,687.9**	**(534.9)**	**31.3**	**(49.3)**	**(116.5)**	**6,018.5**

In EUR million	As of January 1, 2019	Cash flow variation	1st application of IFRS 16	Acquisitions/ sales of subsidiaries	Impact of exchange rates change	Other movements	As of December 31, 2019
Financial liabilities - Non-current liabilities	3,623.8	662.4	336.5	944.0	19.6	(214.0)	5,372.2
Financial liabilities - Current liabilities	205.6	689.6	87.9	51.5	(8.8)	289.5	1,315.6
Total	**3,829.4**	**1,352.0**	**424.5**	**995.5**	**10.8**	**75.5**	**6,687.9**

The other movements in 2020 and 2019 stemmed mainly from the reclassification between non-current liabilities and current liabilities.

The change in cash shown in the table above is reconciled with the consolidated statement of cash flows as follows:

In EUR million	As of December 31, 2020	As of December 31, 2019
Cash flow variation	**(534.9)**	1,352.0
Of which: proceeds from financial liabilities	**694.9**	1,598.9
repayments of financial liabilities	**(1,229.8)**	(246.9)

17.4. Residual contractual maturities of financial liabilities

In EUR million	2021		2022-2026		2027 and more	
As of December 31, 2020	Principal	Interests	Principal	Interests	Principal	Interests
Non-current financial liabilities	-	58.7	3,385.7	228.1	2,238.7	40.6
Other non-current financial liabilities	-	-	604.8	-	121.4	-
Non-current derivative financial instruments	-	-	19.9	-	-	-
Current financial liabilities	394.0	24.7	-	-	-	-
Trade payables	603.8	-	-	-	-	-
Current derivative financial instruments	26.2	-	-	-	-	-
Other current financial liabilities	24.7	-	-	-	-	-
Total	**1,048.6**	**83.3**	**4,010.5**	**228.1**	**2,360.1**	**40.6**

In EUR million	2020		2021-2025		2026 and more	
As of December 31, 2019	Principal	Interests	Principal	Interests	Principal	Interests
Non-current financial liabilities	-	60.0	3,125.7	410.7	2,246.5	66.4
Other non-current financial liabilities	-	-	474.6	-	-	-
Non-current derivative financial instruments	-	-	58.1	-	-	-
Current financial liabilities	1,315.6	67.0	-	-	-	-
Trade payables	667.1	-	-	-	-	-
Current derivative financial instruments	69.1	-	-	-	-	-
Other current financial liabilities	25.5	-	-	-	-	-
Total	2,077.3	127.0	3,658.4	410.7	2,246.5	66.4

18. Other current assets

In EUR million	2020	2019
Current financial assets	**46.9**	88.0
Dividends to be received	**-**	-
Derivative financial instruments held for trading	**14.2**	1.0
Derivative financial instruments - Hedging	**5.3**	13.4
Other	**27.4**	73.6
Current non financial assets	**315.9**	353.4
Tax assets other than those related to income taxes	**90.6**	93.9
Other taxes and VAT to be recovered	**120.4**	147.9
Deferred expenses	**39.7**	41.6
Other	**65.2**	70.0
Total	**362.8**	441.4
Of which: Holding	**43.4**	75.4
Imerys	**213.7**	239.4
Sapiens/Webhelp	**100.2**	109.8
Sienna Capital	**5.3**	16.8

19. Share capital and dividends

19.1. Shares issued and outstanding and treasury shares

	Number of issued shares	Of which treasury shares
As of December 31, 2018	161,358,287	(2,642,982)
Change	-	(2,596,007)
As of December 31, 2019	161,358,287	(5,238,989)
Change	-	(3,510,827)
As of December 31, 2020	**161,358,287**	**(8,749,816)**

Treasury shares

As of December 31, 2020, the group held 8,749,816 treasury shares, or 5.42% of the issued capital. Their acquisition cost is deducted from shareholders' equity; 161,541 of which are used to hedge the stock option plans granted between 2007 and 2012 (see note 27).

In 2020, GBL acquired and sold respectively 4,108,376 and 597,549 shares (3,715,343 shares and 1,119,336 shares, respectively, in 2019) for an overall net amount of EUR 261 million.

Information on acquisitions of treasury shares by GBL or its subsidiaries has been published since July 1, 2009 on the GBL website.

19.2. Dividends

On May 7, 2020, a dividend of EUR 3.15 per share (EUR 3.07 in 2019) was paid to shareholders.

The proposition will be made to the General Shareholders Meeting of April 27, 2021 to approve the profit distribution relating to the 2020 financial year, amounting to a total of EUR 396 million, and which will be paid on May 6, 2021. Based on the number of shares entitled to dividends (158,368,260), the distribution relating to 2020 will correspond to a gross dividend of EUR 2.50 per share.

20. Provisions

In EUR million	Product guarantees	Environment	Legal, social and regulatory risks	Total
As of December 31, 2018	4.5	251.2	440.3	**696.0**
Additions	1.8	32.9	29.2	**63.9**
Uses	(1.7)	(10.0)	(22.7)	**(34.4)**
Reversals	(0.8)	(5.3)	(32.7)	**(38.8)**
Impact of discounting	-	4.2	0.1	**4.3**
Changes in group structure/Business combinations	-	-	5.9	**5.9**
Foreign currency translation adjustments	(0.1)	5.8	6.1	**11.8**
Other	-	1.3	(226.7)	**(225.4)**
As of December 31, 2019	3.8	280.1	199.5	**483.4**
Additions	1.7	13.3	18.4	**33.4**
Uses	(1.3)	(10.5)	(22.6)	**(34.4)**
Reversals	(0.6)	(3.2)	(17.1)	**(20.9)**
Impact of discounting	-	2.6	-	**2.6**
Changes in group structure/Business combinations	-	(1.6)	(0.2)	**(1.8)**
Foreign currency translation adjustments	(0.2)	(15.2)	(14.2)	**(29.6)**
Other	-	0.0	28.1	**28.1**
As of December 31, 2020	**3.4**	**265.5**	**191.9**	**460.8**
Of which current provisions	-	16.0	49.2	**65.2**
Of which non-current provisions	3.4	249.4	142.8	**395.6**

The group's provisions totalled EUR 461 million as of December 31, 2020 (EUR 483 million in 2019). They mainly relate to Imerys (EUR 454 million in 2020 and EUR 467 million in 2019).

The probability of settlement and the amount of the obligations are estimated by the group, that generally calls upon in-house company experts to approve the key assumptions, taking into account the anticipated effects, regulatory changes where applicable, and independent counsel regarding material disputes and claims. Independent counsel handles allegations of personal or financial damage implicating the civil liability of the group and potential breaches of contractual obligations or regulations on social, real estate and environmental issues. The provisions set aside for these risks are included in the EUR 192 million of provisions for legal, social and regulatory risks in the table of changes mentioned above. This includes in particular the balance of the provision set aside to resolve the litigation involving Imerys' talc operations in the US.

On February 13, 2019, the three North American talc subsidiaries decided to file for the protection, with immediate effect, of the special legal process of Chapter 11 under US law in order to permanently resolve the long-running talc-related litigation in the United States. Under Chapter 11, the group remains the legal owner of all the share capital of the three North American entities, but these assets are subject to the jurisdiction of the US Delaware federal courts, which will oversee the continuing operations of the entities concerned as well as the conclusion and execution of a business continuity plan that these entities have sought to negotiate with representatives of existing claimants currently involved in the ongoing litigation as well as any future claimants. The Chapter 11 process also suspends all ongoing and future litigation proceedings and prevents any further claims being brought against these entities relating to past and current talc operations in the US.

Given effective control of the three entities was transferred on February 13, 2019 to the court to repay creditors, the assets and liabilities held by the three entities were removed from the scope of consolidation of the group's financial statements from this date forward, which led to an additional EUR 6 million being recognized. Negotiations between the North American Talc Subsidiaries, which were joined by Imerys Talc Italy, Imerys group and the representatives of claimants led to the agreement on May 15, 2020 of a joint reorganization plan, which was filed on the same day with the competent Federal Court for the District of Delaware. This plan provides that once the necessary approvals have been obtained, the Talc Subsidiaries involved will emerge from the Chapter 11 process and the group will be released from all existing and future talc-related liabilities arising out of their past operations, as such liabilities will be channeled into a dedicated trust to be established. The plan is currently undergoing the necessary approval process. On January 25, 2021, the court approved the disclosure statement of the plan ("Disclosure Statement") that is currently subject to a vote by the creditors of the Talc Subsidiaries involved and claimants against them. Subject to the plan being approved by a qualified majority of voters, it will then undergo a confirmation procedure that is currently scheduled to begin at the end of June, before it receives final approval by the competent Federal Courts. Imerys Talc Italy has been named in a few outstanding talc related lawsuits in the United States. Upon the grant of the required majority vote on the plan, Imerys Talc Italy intends also to file for Chapter 11 protection and join the plan in order to benefit from the same comprehensive and permanent resolution of historic talc-related liabilities as the North American Talc Subsidiaries. It is expected that the plan could be approved in time for the Talc Subsidiaries involved to emerge from Chapter 11 in summer 2021. Under the proposed plan and concurrently with its approval process, the North American Talc Subsidiaries have sold their assets to Magris Resources, a Canadian investment fund, for USD 223 million. Imerys Talc Italy's business is not included in this sale and will remain part of the group throughout and after closing of the Chapter 11 proceedings. The group's contribution to the plan will consist of (i) a minimum cash payment of USD 75 million, (ii) an additional amount of up to USD 103 million subject to a reduction mechanism proportionate to the sale price for the assets of the North American Talc Subsidiaries, and (iii) certain other components further outlined in the plan. These commitments primarily include certain insurance assets, financing of minor unsecured trade claims (USD 5 million) or certain potential excess administrative costs of the Chapter 11 process incurred by the Talc Subsidiaries Involved up to a maximum of USD 15 million. Given the North American Talc Subsidiaries were sold for USD 223 million, the group is expected to contribute the minimum of the above-mentioned USD 75 million. In light of the terms of the plan, the progress made in the approval process and the sale of assets held by the North American Talc Subsidiaries, at the date the group's 2020 annual financial results were approved, Imerys' Executive Management reviewed with the help of independent third-party experts and reiterated its prior estimate of the risk related to the resolution of the Chapter 11 procedure and the forecast financial impact for the group. A provision of EUR 250 million was initially accrued in Imerys' 2018 consolidated financial accounts, knowing that the North American Talc Subsidiaries have been deconsolidated since February 13, 2019. At December 31, 2020, the balance of this provision, which amounts to USD 119 million, is considered appropriate to cover the expected financial impact of the Plan for the group.

Imerys' provisions to hedge product guarantees amounted to EUR 4 million and have a probable maturity ranging from 2021 to 2025.

The group (overwhelmingly Imerys) establishes provisions to hedge the environmental risks resulting from its industrial activity and provisions for the rehabilitation of mining sites at the end of their operating lifetimes. These provisions totalled EUR 266 million as of December 31, 2020 (EUR 280 million in 2019). The corresponding obligations are expected to mature between 2021 and 2025 for EUR 83 million, between 2026 and 2035 for EUR 90 million and as from 2036 for EUR 92 million.

21. Retirement benefits and other post-employment benefits

21.1. Defined contribution plans

In this type of retirement plan, whose future level is not guaranteed to the beneficiaries, the employer commits to pay regular contributions to the third parties (retirement funds, insurance companies or financial institutions) on a mandatory basis (statutory or regulatory provisions) or an optional basis (supplementary retirement plan voluntarily provided by the company). These plans are mostly granted to Imerys employees.

The amounts are paid during the year in which they are due. The total amount of contributions paid for defined contribution plans is EUR 31 million in 2020 (EUR 33 million in 2019).

21.2. Defined benefit plans

Characteristics of defined benefit plans

In this type of plan, the group guarantees to the beneficiaries the level of the benefit that will be paid in the future. The beneficiaries of these plans are employees who are acquiring entitlements in exchange for services rendered to the group (active beneficiaries), employees who are no longer acquiring entitlements in exchange for services rendered to the group and former employees outside the group (deferred beneficiaries), as well as former retired employees (retired beneficiaries).

The valuation of retirement benefit obligations and other employee benefits is carried out by independent actuaries. These plans may be financed by insurance companies (group insurance), retirement funds or independent entities. Two plans accounted for 78.3% of the group's total commitment as of December 31, 2020. These are the UK plan - the Imerys UK Pension Scheme (Imerys UK) and the US plan - the Imerys USA Retirement Growth Account Plan (Imerys USA).

The table below sets out their main characteristics:

	Imerys UK	Imerys USA
Eligibility		
Hiring limit date	12/31/2004	03/31/2010
Retirement age	65	65
Description of the benefits		
Terms of payment	Annuity (1)	Capital (2)
Revaluation based on the consumer price index	Yes	No
End date of cumulated rights	03/31/2015	12/31/2014
Regulatory framework		
Minimum employer funding obligation	Yes (3)	Yes (3)
Minimum beneficiary contribution obligation	Yes	No
Governance		
Trustees representing the employer	Yes	Yes
Trustees representing beneficiaries	Yes	No
Independent trustees	Yes	No
Responsibility of trustees		
Definition of the investment strategy	Yes	Yes
Negotiation of deficit refinancing with the employer	Yes	-
Administrative management of benefit payments	Yes	Yes

The duration of these two plans is 15 years of Imerys UK and 10 years for Imerys USA (respectively 15 years and 10 years as of December 31, 2019).

Management of risks associated with employees benefits

Description of risks

The main issue related to the financial management of employee benefits is the control of the funding ratio of obligations, i.e. the ratio between the value of plan assets and the value of the obligations. The funding ratio of obligations may be deteriorated by a decorrelation between a change in value (generally negative) of plan assets and a change in value (generally positive) of obligations. The value of plan assets may be reduced by deteriorating the fair value of investments. The value of obligations may rise for all plans after a drop in discount rates or benefits paid as life annuities, either due to an increase in the inflation rates used to remeasure the obligations of certain plans, or due to an increase in the life expectancy of beneficiaries.

Risk management

The strategy to control the obligation funding level consists firstly of optimising the value of the plan assets. Investment strategies are therefore devised to deliver a steady return while also taking advantage of opportunities with limited or moderate risks levels. The choice of investments is specific to each plan and factors in the duration of the plan as well as minimum funding regulatory constraints.

Since 2011, Imerys has pursued a specific strategy to control the funding ratio of obligations in the UK in particular, which defines plan asset investments to match the obligation. The strategy, known as Liability Driven Investment (LDI), controls the funding ratio of the obligation by pegging cash inflows to cash outflows over the duration of the obligation. In practice, it involves structuring the portfolio of plan assets so that the cash inflows generated by the return on investments match the cash outflows generated by the payment of benefits. It hedges the risk of an increase in the obligation due to a drop in discount rates or an increase in inflation rates by covering a portion of the value of the regularly revised obligation.

Funding of employee benefits

The group funds the majority of employee benefits with investments unavailable to third parties in trusts or insurance contracts legally separate from the group. These investments, classified as plan assets, stood at EUR 1,222 million as of December 31, 2020 (EUR 1,223 million as of December 31, 2019). Imerys also has reimbursement rights, in other words investments held directly by the group, which came to EUR 6 million as of December 31, 2020 (EUR 6 million as of December 31, 2019). The obligation funding ratio therefore stood at 73.3% as of December 31, 2020 (75.4% as of December 31, 2019).

A provision of EUR 439 million was recognised as of December 31, 2020 for the funded and unfunded plan deficit (EUR 393 million as of December 31, 2019), as the following table shows:

In EUR million	2020	2019
Obligations funded by plan assets	**(1,409.2)**	(1,389.8)
Obligations funded by reimbursement rights	**(31.6)**	(29.9)
Fair value of plan assets	**1,222.5**	1,223.4
Fair value of reimbursement rights	**6.1**	6.0
Funding surplus (deficit)	**(212.2)**	**(190.3)**
Unfunded obligations	**(226.9)**	(203.1)
Assets/(provision)	**(439.1)**	**(393.5)**
Of which: Non-current liabilities	**(445.5)**	(400.1)
Non-current assets	**6.5**	6.6

(1) Annuity calculated based on number of years of service provided, annual salary on retirement and average of three last annual salaries
(2) Principal at a guaranteed interest rate (Cash Balance Plan)
(3) The employer is obliged to fund each unit of service provided at 100% on the basis of a funding evaluation

Fair value of plan assets

The assets held by the group to fund employee benefits generated real interest of EUR 138 million in 2020 (EUR 120 million in 2019), as presented in the table below. In accordance with current regulations, only a normative share of this return was credited to profit or loss in 2020, amounting to EUR 23 million (EUR 32 million in 2019), calculated based on the discount rate used on the obligations. The surplus real return above the normative return was credited to shareholders' equity in the amount of EUR 115 million in 2020 (EUR 87 million in 2019).

In EUR million	2020	2019
Balance as of January 1	**1,223.4**	1,168.0
Employer's contributions	**11.6**	24.4
Participants' contributions	**-**	-
Benefits paid	**(73.8)**	(123.8)
Foreign currency translation adjustments	**(65.6)**	49.7
Real return on assets	**137.6**	119.5
Normative return (profit or loss)	***22.5***	*32.1*
Adjustment to the real return (shareholders' equity)	***115.0***	*87.4*
Changes in group structure/Business combinations	**(10.1)**	(14.0)
Other movements	**(0.5)**	(0.4)
Balance as of December 31	**1,222.5**	1,223.4

Distribution of plan assets

In %	2020	2019
Shares	**6%**	10%
Listed	***6%***	*10%*
Unlisted	**-**	-
Bonds	**79%**	76%
Listed	***79%***	*76%*
Unlisted	**-**	-
Real estate	**1%**	1%
Other	**15%**	13%
Total	**100%**	100%

Plan obligations – funded, unfunded and partially funded plans

In EUR million	2020	2019
Balance as of January 1	**1,622.9**	1,468.5
Current service costs for the period	**92.3**	14.9
Interest expense	**26.8**	38.3
Actuarial losses (gains) from:	**155.7**	157.2
changes to demographic assumptions	***0.2***	*0.8*
changes to financial assumptions	***157.6***	*139.5*
experience adjustments	***(2.2)***	*17.0*
Benefits paid	**(83.8)**	(139.9)
Changes in group structure/Business combinations	**(17.6)**	(9.4)
Foreign currency translation adjustments	**(76.1)**	53.6
Other movements	**(52.4)**	39.7
Balance as of December 31	**1,667.7**	1,622.9

Amounts relating to the plan recognised in comprehensive income

In EUR million	2020	2019
Current service costs for the period	**92.3**	14.9
Interest expense	**26.8**	38.3
Normative return on the assets of defined benefit plans	**(22.5)**	(32.1)
Other	**-**	(1.0)
Amounts recognised in profit or loss	**96.6**	20.1
Surplus real return on assets above their normative return	**(115.0)**	(87.4)
Actuarial losses (gains) from post-employment benefits due to:	**155.7**	157.2
changes to demographic assumptions	***0.2***	*0.8*
changes to financial assumptions	***157.6***	*139.5*
experience adjustments	***(2.2)***	*17.0*
Amounts recognised in shareholders' equity - (credit)/debit	**40.6**	69.8
Total	**137.2**	89.9

Changes in the statement of financial position

The change in the amounts recognised in the statement of financial position is explained in the following table:

In EUR million	2020	2019
Amounts recognised as of January 1	**393.5**	294.8
Net expense recognised in profit or loss	**96.6**	20.1
Contributions paid	**(21.6)**	(40.5)
Actuarial (gains)/losses and ceiling on assets recognised in shareholders' equity	**40.6**	69.8
Changes in group structure/Business combinations/Foreign currency translation adjustments and other	**(69.9)**	49.2
Amounts recognised as of December 31	**439.1**	393.5
Of which: Holding	**10.4**	9.4
Imerys	**352.3**	369.1
Sapiens/Webhelp	**9.5**	8.1
Sienna Capital	-	6.9

During the financial year 2020, a net debit amount of EUR 33 million related to actuarial gains and losses and the ceiling on recognised assets was charged directly to shareholders' equity, i.e. EUR 41 million gross less EUR 8 million in related taxes (a net debit amount of EUR 56 million as of December 31, 2019, i.e. EUR 70 million gross less EUR 13 million in related taxes).

Estimates

The actuarial assumptions used to value the defined benefit plans are presented below:

In %	2020	2019
Discount rate	**0.5% - 2.1%**	0.9% - 2.8%
Average salary increase rate	**2.4% - 5.8%**	2.4% - 5.8%
Inflation rate	**1.8% - 2.9%**	1.8% - 2.2%

More specifically for the two monetary zones where the largest commitments are located (the United Kingdom and the United States), the actuarial assumptions were as follows in 2020:

In %	United Kingdom	United States
Discount rate	1.1%	2.1%
Average salary increase rate	2.5%	0.0%
Inflation rate	2.9%	0.0%

Among these estimates, it is the discount rate that has the most significant impact on the group's financial statements.

The following table presents the impact of a reasonably estimated change in discount rates following a possible decrease (lower case) or increase (higher case) in the assumption applied to the financial statements as of December 31, 2020 (actual 2020). The impact of these changes is measured on three aggregates (obligation, net interest and current service cost) in the two monetary zones in which the most significant obligations have been undertaken (the United Kingdom and the United States). The reasonably estimated change in discount rates has been set at 50 basis points, based on the weighted average change in discount rates in the United Kingdom and the United States over the last five years.

In EUR million	Low simulation	Central/Base scenario	High simulation
United Kingdom			
Discount rate	0.6%	1.1%	1.6%
Obligation at the reporting date	1,079.8	1,001.5	933.8
Net interest in 2021 profit or loss (1)	0.9	0.8	0.2
Current service costs in 2021 profit or loss (2)	-	-	-
United States			
Discount rate	1.6%	2.1%	2.6%
Obligation at the reporting date	260.3	247.4	235.7
Net interest in 2021 profit or loss (1)	1.3	1.4	1.4
Current service costs in 2021 profit or loss (2)	1.4	1.3	1.2

At constant scope of consolidation and all other things being equal, the amount of the contributions to the various defined retirement benefit plans is estimated at EUR 22 million for 2021.

(1) Accretion of obligation, net of normative yield on assets
(2) Plan closed-frozen as of April 1, 2015

22. Other non-current liabilities

In EUR million	2020	2019
Non-current financial liabilities	**746.2**	532.7
Debt on minority shareholders	**726.2**	474.6
Derivative financial instruments held for trading	**19.9**	56.1
Derivative financial instruments - Hedging	**-**	2.0
Other	**-**	-
Non-current non-financial liabilities	**36.8**	24.5
Liabilities related to cash-settled share-based payments	**2.6**	2.5
Other	**34.3**	22.0
Total	**783.0**	557.2
Of which: Holding	**10.8**	42.7
Imerys	**34.7**	22.7
Sapiens/Webhelp	**735.9**	491.4
Sienna Capital	**1.6**	0.4

The 2 founders and some members of the staff of the Webhelp group are minority shareholders of Webhelp and hold put options towards GBL on all their shares, which can be exercised at certain predefined periods.

Consequently, a debt on minority shareholders has been recognized on the balance sheet and is valued at amortized cost. As of December 31, 2020, it amounts to EUR 800 million (EUR 475 million as of December 31, 2019), of which EUR 726 million are presented under Other non-current liabilities, in accordance with IFRS 9, and EUR 73 million are presented under Pensions and post-employment benefits, in accordance with IAS 19.

The debt valuation for the founders is, as contractually defined, based on equity value estimates at possible exercise date, computed based on (i) EBITDA projections, (ii) a characteristic multiple of Webhelp's activity and (iii) the group's projected net debt. Expected future cash flows are discounted at a constant discount rate taking into account the liquidity windows during which the options can be exercised. This debt is accounted for under Other non-current liabilities.

The debt towards members of the staff includes:

- the amount owed to the related employees, in the event of their departure before the exercise periods of the put options they hold. This part of the debt, which represents the determined repurchase price of the shares they hold, is recognized in Other non-current liabilities;
- the assessment of the additional amounts that these employees will receive in the event of the exercise of their put options, as defined contractually, which is based on:
  - a determined equity value at possible exercise date, computed based on (i) EBITDA projections, (ii) a fixed unchanged multiple and (iii) the group's projected net debt;
  - an additional estimated retrocession, which will depend on the level of EBIDTA taken into account when exercising the put options.

  This part of the debt, which is recognized in Pensions and post-employment benefits as it is subject to a service condition, is recognized over the vesting period. The related expected future cash flows are discounted at a constant discount rate taking into account the liquidity windows during which their put options can be exercised.

In terms of sensitivity, a 10% increase/decrease in EBITDA and the multiple (founders) would, all things being equal, have an estimated impact of EUR 187 million and EUR - 158 million on the value of the debt.

23. Other current liabilities

In EUR million	2020	2019
Current financial liabilities	**50.8**	94.6
GBL coupons to be paid	**3.6**	3.6
Derivative financial instruments held for trading	**15.9**	25.2
Derivative financial instruments - Hedging	**10.2**	43.9
Other	**21.1**	21.9
Current non-financial liabilities	**792.5**	614.6
Social security liabilities	**283.9**	169.2
Deferred income	**13.6**	16.7
Tax liabilities other than those related to income tax	**131.0**	125.0
Other	**364.1**	303.7
Total	**843.2**	709.2
Of which: Holding	**43.1**	65.8
Imerys	**377.8**	355.3
Sapiens/Webhelp	**414.0**	249.9
Sienna Capital	**8.3**	38.1

The other current non-financial liabilities mainly include a Webhelp debt corresponding to funds received by the group on behalf of their clients (EUR 161 million) and the debt on fixed assets at Imerys' level for EUR 113 million.

24. Assets and liabilities associated with assets held for sale

Assets and liabilities associated with assets held for sale include investments for which exclusive negotiations were outstanding as of December 31, 2020 related to the sales of Keesing and svt which were finalized in January and February 2021, respectively. Those include the following elements:

In EUR million	December 31, 2020	December 31, 2019
Non-current assets	467.7	-
Current assets	89.6	-
Assets held for sale	**557.3**	-
Non-current liabilities	296.8	-
Current liabilities	70.4	-
Liabilities associated with assets held for sale	**367.3**	-

The cashflows related to these activities are presented in the table below:

In EUR million	December 31, 2020	December 31, 2019
Net cash from (used in) operating activities	29.2	-
Net cash from (used in) investing activities	(53.5)	-
Net cash from (used in) financing activities	33.2	-
Net variation in cash and cash equivalents	**8.9**	-

25. Financial risks management and sensitivity analysis

Considering the specific nature of each of the entities consolidated in the group's financial statements and their widely differing activities (financial for GBL and operational for Imerys and Webhelp), each entity manages risks independently.

The main risks identified at group level are the foreign exchange risk, the stock exchange risk, the interest rate risk, the energy price risk, the market liquidity risk, the conversion of financial statements risk and the credit risk (mainly for Webhelp and Imerys).

Foreign exchange risk is defined as the risk whereby a cash flow labeled in foreign currency may be subject to a deterioration caused by an unfavorable change in its counterpart in functional currency. The group is exposed to foreign exchange risk through:

(i) The impact it can have on the value of its portfolio through investments quoted in foreign currencies (accounted for as other equity investments and trading assets), as well as through dividend flows it receives. As of December 31, 2020, GBL was primarily exposed to CHF and USD. A 10% appreciation/depreciation in the EUR versus its end-of-year rate for all currencies used by the group would have had an impact of EUR - 689 million and EUR 689 million on shareholder equity and EUR - 125 million and EUR 125 million on the annual income statement. These calculations only concern statements of financial position owned by the group and does not take into account the impact of the appreciation/depreciation of these currencies on the market price of the underlying assets.

(ii) The impact on the underlying elements of its net financial debt, i.e. before foreign exchange rates derivatives as of December 31, 2020. A 10% downward or upward variation of the Euro against other foreign currencies would generate a variation of EUR 64 million and EUR - 64 million on net financial debt. A 10% decrease/increase in foreign currency exchange rates on the portfolio of derivative instruments held as of December 31, 2020 for highly probable future transactions of purchases and sales in foreign currencies would have an impact on equity (effective portion of derivative instruments qualified as cash flow hedges) of EUR 9 million and EUR - 7 million respectively and on the income statement (ineffective portion of derivative instruments qualified as cash flow hedges of cash and derivative instruments not eligible for hedge accounting) of EUR 0 million and EUR 0 million.

The transactions performed by the group are accounted for, wherever possible, in the functional currency of the entity that carries out the transaction. When it is not possible to record a transaction in the functional currency of the entity, the transactional currency risk may be hedged on an individual basis using forwards, swaps or options. The corresponding instruments qualify as cash flow hedges.

Stock exchange risk is defined as the risk whereby the portfolio of the group (other equity investments and trading assets) may be influenced by an unfavorable change of market prices. The group is exposed, due to the very nature of its activities, to market fluctuations of its portfolio. The volatility of the financial markets, moreover, can have an impact on the share price of GBL. As of December 31, 2020, a 10% appreciation / depreciation in the market price of all portfolio investments in listed companies as well as on the derivative instruments (options, exchangeable and convertible bonds) would have an impact of EUR 1,573 million and EUR - 1,573 million on shareholder equity and of EUR - 15 million and EUR 15 million on the annual income statement.

Interest rate risk is defined as the risk whereby the interest flow related to financial liabilities, on the one hand, and gross cash, on the other hand, may be deteriorated by an unfavorable change of interest rates. Regarding financial liabilities, a modification of interest rates has a limited impact on GBL's profit (loss) because the vast majority of its financial liabilities is issued at fixed interest rates. Regarding cash, GBL chose, despite negative interest rates imposed by the European Central Bank, to continue to privilege liquidity while limiting the counterpart risk. Cash is henceforth invested in short-term investments in order to remain mobilisable at any time for being able to contribute to the flexibility and the securing of the group in case of investment or materialisation of exogenous risks. Imerys' strategy focuses on obtaining finances mainly in euros, which is the most accessible fixed-rate financial resource. Medium-term fixed-rate bond issues are converted to floating rates using interest rate swaps. Given the expected trends in interest rates in 2020, the group has fixed the interest rate for part of its future financial debt on various terms. At Webhelp's level, the interest rate risk mainly concerns its variable rate bank debt, which was subscribed as part of GBL's majority investment in November 2019.

To hedge against the risk of changes in interest rates, Webhelp has subscribed to derivative instruments covering 40% of its debt denominated in EUR beyond a Euribor at 1% and 60% of its debt in GBP in the event of a rise in the Libor above 1.5%. These instruments have a maturity of January and July 2021 respectively. The group has not yet subscribed to any new instrument aimed at hedging a possible rise in the Euribor beyond January 2021. In terms of sensitivity, a decrease or increase of interest rates (Euribor and Libor) of 0.5% would respectively have an impact on the net financial debt of the group of EUR 1 million and EUR - 1 million.

Energy price risk is the risk whereby the cash outflow due in relation to energy purchases may be subject to a deterioration by a rise in its market price. Imerys is exposed to the price risk of energy used in the production cycle of its activities, mainly natural gas, electricity and, to a lesser extent, coal. To manage energy price risk, Imerys sources its energy from a variety of geographical locations and sources. The group aims at impacting the increase in energy onto the selling price of its products. Energy price risk is hedged using forward and option contracts, instruments that qualify as cash flow hedges. In terms of sensitivity, a 10% decrease or increase of natural gas and Brent prices on the portfolio of derivative instruments held at December 31, 2020 with respect to highly probable future purchases of natural gas and Brent crude would have an impact on equity (effective portion of cash flow hedges) of EUR - 5 million and EUR 5 million respectively, and on the income statement (ineffective portion of cash flow hedges and non-hedge derivative instruments) of EUR 0 million and EUR 0 million.

Market liquidity risk is the risk whereby the group would not be in a position to meet the repayment obligations of its financial liabilities due to the non-renewal of a non-confirmed financial resource (short-term negotiable securities, bank facility and accrued interests, or other debt and facilities). Group cash flow forecasts between the drawdown date and the repayment date of these debts must allow the group to honor its repayments at maturity. The debt schedule of debts is presented in note 17.

Credit risk is the risk that a group debtor (mainly Imerys and Webhelp) does not reimburse their debt at the agreed due date. This risk mainly affects trade receivables. Credit risk is monitored at entity level by analyzing the breakdown of receivables by maturity. Generally due between 30 and 90 days, the group's receivables are not covered by any material financing component. Group entities may hedge credit risk through credit insurance contracts or warranties (see note 15).

Conversion of financial statements risk is a form of foreign exchange risk whereby the value in euros of the financial statements of a foreign operation may be subject to a deterioration due to an unfavorable change in the foreign exchange rate of the functional currency of that business. The group, mainly through Imerys, hedges part of its net investments in foreign operations by granting loans specifically allocated to financing the operations in the long term and by controlling the proportion of its financial debt stated in foreign currencies. The exchange rate differences generated by the loans and borrowings qualified as hedges of net investments in foreign operations are recognized in equity so as to neutralize, to a certain extent, the translation gains or losses on hedged net investments. In terms of sensitivity, a 10% decrease or increase in foreign exchange rates on the portfolio of foreign exchange swaps held at December 31, 2020 with respect to hedges of net investments in foreign operations would have an impact on equity (effective portion of hedges of net investments in foreign operations) of EUR - 71 million and EUR 58 million respectively, and on the income statement (ineffective portion of hedges of net investments in foreign operations and non-hedge derivative instruments) of EUR 0 million and EUR 0 million.

26. Derivative financial instruments

26.1. Fair values of short-term and long-term derivative financial instruments

The fair values of the derivative financial instruments held as of December 31, 2020 and 2019 are shown in the following table:

In EUR million	2020	2019
Assets	**24.0**	22.1
Of which non-current assets	***4.5***	*7.7*
Of which current assets	***19.5***	*14.4*
Composed of:		
Forwards, futures and currency swaps – Derivative instruments held for trading	**14.1**	1.0
Forwards, futures and currency swaps – Hedging	**5.8**	19.2
Futures and commodities options – Derivative instruments held for trading	**4.1**	-
Futures and commodities options – Hedging	-	1.9
Liabilities	**(46.1)**	(127.2)
Of which non-current liabilities	***(19.9)***	*(58.1)*
Of which current liabilities	***(26.1)***	*(69.1)*
Composed of:		
Forwards, futures and currency swaps – Derivative instruments held for trading	**(1.6)**	(2.0)
Forwards, futures and currency swaps – Hedging	**(9.3)**	(3.5)
Forwards on shares - Hedging	-	(34.2)
Interest rate swaps (IRS) – Derivative instruments held for trading	**(0.3)**	-
Futures and commodities options – Hedging	**(0.9)**	(8.3)
Call and put options on shares – Derivative instruments held for trading	**(33.9)**	(79.2)
Net position	**(22.0)**	(105.1)
Forwards, futures and currency swaps	**9.0**	14.7
Forwards on shares	-	(34.2)
Interest rate swaps (IRS)	**(0.3)**	-
Futures and commodities options	**3.2**	(6.4)
Call and put options on shares	**(33.9)**	(79.2)

The following table shows the maturity of the cash flow hedge derivatives for the reporting periods ended December 31, 2020 and 2019:

In EUR million	Total	Within the year	2 to 5 years	Over 5 years
Forwards, futures and currency swaps	**(3.5)**	(4.0)	0.5	-
Forwards on shares	**-**	-	-	-
Futures and commodities options	**(0.9)**	(0.9)	-	-
Total as of December 31, 2020	**(4.4)**	(4.9)	0.5	-
Forwards, futures and currency swaps	**15.7**	13.7	2.0	-
Forwards on shares	**(34.2)**	(34.2)	-	-
Futures and commodities options	**(6.4)**	(6.4)	-	-
Total as of December 31, 2019	**(24.9)**	(26.9)	2.0	-

26.2. Change in fair value of derivative instruments

The following table shows the changes in the fair value of hedging derivative instruments between two closing dates:

In EUR million	2020	2019
Derivative instruments - hedging		
As of January 1 – net derivatives position	**(24.9)**	16.6
Increase (decrease) recognised in financial income (expense)	**-**	-
Increase (decrease) recognised in shareholders' equity	**23.5**	(5.4)
Changes in group structure/Business combinations/Other	**(3.0)**	(36.0)
As of December 31 – net derivatives position	**(4.4)**	(24.9)

The following table shows the changes in the fair value of derivative instruments held for trading between two closing dates:

In EUR million	2020	2019
Derivative financial instruments held for trading		
As of January 1 – net derivatives position	**(80.3)**	(14.2)
Increase (decrease) recognised in financial income (expense)	**51.1**	(37.9)
Increase (decrease) recognised in shareholders' equity	**-**	-
Changes in group structure/Business combinations/Other	**11.5**	(28.2)
As of December 31 – net derivatives position	**(17.6)**	(80.3)

26.3. Notional underlying amounts of derivative financial instruments

In EUR million	2020	2019
Assets	**408.7**	847.3
Composed of:		
Forwards, futures and currency swaps	**404.1**	801.3
Futures and commodities options	**4.6**	46.0
Liabilities	**3,182.5**	3,430.9
Composed of:		
Forwards, futures and currency swaps	**1,081.3**	1,057.0
Interest rate swaps (IRS)	**580.2**	573.8
Forwards on shares	**-**	771.3
Futures and commodities options	**8.2**	46.0
Call and put options on shares	**1,512.8**	982.8

26.4. Maturity of notional underlying amounts of derivative financial instruments

In EUR million	Total	Within the year	2 to 5 years	Over 5 years
Forwards, futures and currency swaps	**1,485.4**	1,430.2	55.2	-
Interest rate swaps (IRS)	**580.2**	563.3	16.9	-
Futures and commodities options	**12.7**	12.7	-	-
Call and put options on shares	**1,512.8**	302.3	1,204.6	5.9
Total as of December 31, 2020	**3,591.1**	2,308.5	1,276.7	5.9
Forwards, futures and currency swaps	**1,858.3**	1,759.5	98.8	-
Interest rate swaps (IRS)	**573.9**	26.3	547.6	-
Forwards on shares	**771.3**	771.3	-	-
Futures and commodities options	**92.0**	92.0	-	-
Call and put options on shares	**982.7**	203.7	779.0	-
Total as of December 31, 2019	**4,278.2**	2,852.8	1,425.4	-

27. Stock options

GBL

Cash-settled plans

GBL issued since 2013 several incentive plans concerning the shares of a sub-subsidiaries of the group. These options were granted to the staff and the Executive Management of GBL. These options give the right to the beneficiary to acquire a share for an exercise price, corresponding with the value of the underlying share at the moment of the granting of the options. These options can be exercised during a period of time.

The options will be settled in cash or in shares. These plans are treated as cash-settled plans. The characteristics of these plans are included in the table below:

	FINPAR VI S.R.L.	FINPAR V S.R.L.	FINPAR IV S.A.	FINPAR III S.A.	FINPAR II S.A.	FINPAR S.A.	URDAC S.A.	LTI TWO S.A.	LTI ONE S.A.
Issue date	December 15, 2020	June 12, 2020	May 10, 2019	May 7, 2018	May 8, 2017	May 3, 2016	May 5, 2015	April 29, 2014	April 29, 2013
Number of options on issuing	346,359	335,729	303,380	337,146	348,424	308,099	257,206	223,256	254,000
Exercise price (in EUR)	10.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00
Vesting date	December 15, 2023	June 12, 2023	May 10, 2022	May 7, 2021	May 8, 2020	May 3, 2019	May 5, 2018	April 29, 2017	April 29, 2016
Expiry date	December 14, 2030	June 11, 2030	May 9, 2029	May 6, 2028	May 7, 2027	May 2, 2026	May 4, 2025	April 28, 2024	April 28, 2023
Valuation assumptions									
Valuation method	Intrinsic value	Intrinsic value	Intrinsic value	Intrinsic value	Intrinsic value	Intrinsic value	Monte Carlo	Monte Carlo	Monte Carlo
Implicit volatility of the underlyings	n.r.	n.r.	n.r.	n.r.	n.r.	n.r.	16.25% - 18.08%	15.93% - 29.74%	14.06% - 22.25%
Fair value per unit (in EUR)	n.r.	8.10	0.00	0.00	0.00	n.r.	15.19	27.57	n.r.
Debt accounted for (in EUR million)	n.r.	0.9	0.0	0.0	0.0	n.r.	0.3	0.1	n.r.

The table of changes is shown below:

	2020		2019	
	Number	**Exercise price (in EUR)**	**Number**	**Exercise price (in EUR)**
As of January 1	**1,042,173**	**10.00**	**1,100,587**	**10.00**
Exercised by:				
Executive Management	-	***10.00***	*(157,600)*	*10.00*
Employees	***(33,208)***	***10.00***	*(204,194)*	*10.00*
Granted to:				
Executive Management	***86,400***	***10.00***	*86,400*	*10.00*
Employees	***249,329***	***10.00***	*216,980*	*10.00*
As of December 31	**1,344,694**	**10.00**	**1,042,173**	**10.00**
Plan LTI One	-	**10.00**	1,000	10.00
Plan LTI Two	**3,249**	**10.00**	3,249	10.00
Plan URDAC	**16,766**	**10.00**	34,082	10.00
Plan FINPAR	-	**10.00**	14,892	10.00
Plan FINPAR II	**348,424**	**10.00**	348,424	10.00
Plan FINPAR III	**337,146**	**10.00**	337,146	10.00
Plan FINPAR IV	**303,380**	**10.00**	303,380	10.00
Plan FINPAR V	**335,729**	**10.00**	-	-

In 2020, the total cost for the group with respect to the stock option plans was recorded in operating expenses and amounted to EUR 0 million (EUR 6 million in 2019), of which EUR 0 million for the Executive Management (EUR 2 million in 2019). At the end of 2020, 51.65% of the options were vested, but only 1.49% were exercisable.

Equity-settled plans

GBL has issued six incentive plans from 2007 to 2012 based on GBL shares for its Executive Management and staff. These plans are treated as equity-settled plans. The characteristics of the plans outstanding as of December 31, 2020 are shown in the following table:

GBL plan	2012	2011	2010	2009	2008	2007
Characteristics						
Number of options on issuing	116,943	187,093	154,306	238,244	153,984	110,258
Initial exercise price (in EUR)	50.68	65.04	65.82	51.95	77.40	91.90
Vesting date	January 1, 2016	January 1, 2015	January 1, 2014	January 1, 2013	January 1, 2012	January 1, 2011
Expiry date	April 26, 2022	April 14, 2021	April 15, 2020	April 16, 2019	April 9, 2018 April 9, 2023	May 24, 2017 May 24, 2022

GBL plan	2012	2011	2010	2009	2008	2007
Black & Scholes valuation assumptions (according to an independent expert) when the plans are launched						
Expected volatility	21.4%	34.5%	32.7%	34.4%	25.6%	24.0%
Expected dividend growth	2.5%	5.0%	5.0%	5.0%	8.0%	5.0%
Risk-free rate	1.9%	3.6%	3.0%	3.6%	4.9%	4.8%
Fair value per unit (in EUR)	6.82	15.80	14.13	11.31	21.82	29.25

The table of changes is shown below:

		2020		2019
	Number	Exercise price (in EUR)	Number	Exercise price (in EUR)
As of January 1	**173,710**	**83.51**	257,590	75.61
Exercised by:				
Executive Management	-	-	-	-
Employees	***(12,169)***	***66.01***	*(83,880)*	*59.25*
As of December 31	**161,541**	**84.83**	173,710	83.51
2007 plan	**106,350**	**91.90**	106,719	91.90
2008 plan	**31,776**	**77.40**	31,776	77.40
2009 plan	**-**	**51.95**	-	51.95
2010 plan	**-**	**65.82**	2,372	65.82
2011 plan	**19,728**	**65.04**	29,156	65.04
2012 plan	**3,687**	**50.68**	3,687	50.68

Imerys

Imerys has put in place an incentive plan for the group's executives and some of the managers and employees that entails the granting of options on Imerys shares. Each option entitles the holder to subscribe shares at a predetermined fixed price. The right to exercise the options is generally acquired (i.e. the options vest) three years after the date of the granting and the options have a maximum life of ten years.

Changes in options granted are shown in the following table:

	Number	Exercise price in EUR
As of December 31, 2018	286,113	46.26
Granted during the period	-	-
Cancelled during the period	(38,170)	42.49
Exercised during the period	(14,763)	34.54
As of December 31, 2019	**233,180**	**47.62**
Exercisable as of December 31, 2019	233,180	
As of December 31, 2019	233,180	**47.62**
Granted during the period	-	-
Cancelled during the period	-	-
Exercised during the period	(71,067)	46.22
As of December 31, 2020	**162,113**	**48.24**
Exercisable as of December 31, 2020	162,113	

The number of options on Imerys shares is as follows:

Plan	Maturity	Exercise price in EUR	2020 Number	2019 Number
August 2009	**2019**	**34.54**	**-**	-
April 2010	**2020**	**46.06**	**-**	69,400
April 2011	**2021**	**53.05**	**79,390**	81,057
April 2012	**2022**	**43.62**	**82,723**	82,723
Total			**162,113**	233,180

In addition, Imerys grants stock option plans, which, if exercised, result in the subscription of shares newly issued for this as well as free shares acquired in the market. In 2020, Imerys granted 611,850 free performance bonus shares (427,500 in 2019). As of December 31, 2020, the total employee expenses recognised in the Imerys group's financial statements with respect to stock option and bonus share plans for the year amounted to EUR 6 million (EUR 10 million in 2019).

	Number of free shares	Maturity	Turnover rate	Average dividend rate	Performance conditions	Fair value	Total cost per plan	2020 cost of plans	2019 cost of plans
						In EUR	In EUR million	In EUR million	In EUR million
2015	309,550	4 years	25.50%	2.90%	78.40%	61.17	(11.3)	-	(0.5)
2016	32,500	3 years	0.00%	2.90%	96.00%	58.29	(1.8)	-	(0.3)
2016	270,000	3 years	20.90%	2.90%	96.00%	57.43	(11.5)	-	(1.9)
2017	35,000	3 years	0.00%	3.00%	62.70%	70.66	(1.6)	0.2	(0.6)
2017	258,400	3 years	29.60%	3.00%	62.70%	70.66	(7.7)	1.1	(2.3)
2018	265,200	3 years	30.70%	3.00%	62.70%	67.12	(7.7)	(1.6)	(2.8)
2018	30,000	3 years	100.00%	3.00%	62.70%	69.64	-	-	0.4
2019	427,500	3 years	28.60%	3.00%	66.70%	35.75	(7.3)	(2.3)	(2.0)
2020	154,150	3 years	10.00%	3.10%	80.00%	36.71	(4.1)	(1.4)	-
2020	457,700	3 years	14.00%	3.10%	80.00%	26.75	(8.4)	(1.8)	-
Cost of plans recognized in employee expenses								**(5.8)**	**(10.0)**
Settlement in equity instruments								(5.8)	(9.6)
Cash settlement								-	(0.4)

Webhelp

Finally, Webhelp granted in 2019 and in previous years stock subscription options for Courcelles Lux S.C.A. In total, 4,655,261 options were granted to staff members and management. The characteristics of these plans are listed in the following table:

Plan	Maturity	Exercise price	2020	2019
		in EUR	Number	Number
May 2017	**2020**	**0.68-1.70**	**-**	1,945,922
February 2018	**2020**	**0.68-1.70**	**-**	924,577
December 2018	**2020**	**0.68-1.70**	**-**	683,289
April 2019	**2021**	**1.70**	**16,471**	16,471
June 2019	**2021**	**0.23-1.74**	**1,085,002**	1,085,002
Total			**1,101,473**	**4,655,261**

28. Earnings per share

28.1. Earnings per share (group's share)

In EUR million	2020	2019
Basic	**391.0**	704.7
Diluted	**391.0**	704.7

28.2. Number of shares

	2020	2019
Issued shares at beginning of year	**161,358,287**	161,358,287
Treasury shares at beginning of year	**(5,238,989)**	(2,642,982)
Weighted changes during the period	**(1,758,416)**	(1,579,707)
Weighted average number of shares used to determine basic earnings per share	**154,360,882**	**157,135,598**
Impact of financial instruments with a diluting effect:		
Stock options (Note 27)	**55,191**	173,710
Weighted average number of shares used to determine diluted earnings per share	**154,416,073**	**157,309,308**

28.3. Summary of earnings per share

In EUR per share	2020	2019
Basic	**2.53**	4.48
Diluted	**2.53**	4.48

29. Financial instruments

Fair value

To reflect the importance of inputs used when measuring at fair value, the group classifies these valuations according to a hierarchy composed of the following levels:
- level 1: listed prices (non-adjusted) on active markets for identical assets or liabilities;
- level 2: inputs, other than the listed prices included in level 1, that are observable for the asset or liability concerned, either directly (i.e. prices) or indirectly (i.e. derived from prices); and
- level 3: inputs related to the asset or liability that are not based on observable market data (non-observable inputs).

Analysis of financial instruments by category – balance sheets

The tables below show a comparison of the book value and the fair value of the financial instruments as of December 31, 2020 and as of December 31, 2019, as well as the fair value hierarchy.

The category, according to IFRS 9, uses the following abbreviations:
- FATOCI: Financial Assets measured at fair value through Other Comprehensive Income
- FATPL: Financial Assets measured at fair value through Profit or Loss
- FLTPL: Financial Liabilities measured at fair value through Profit or Loss
- FAAC: Financial Assets measured at Amortised Cost
- FLAC: Financial Liabilities measured at Amortised Cost
- HeAc: Hedge Accounting

As of December 31, 2020

In EUR million	Category according to IFRS 9	Carrying amount	Fair value	Hierarchy of fair values
Financial assets				
Non-current assets				
Other equity investments				
Equity investments measured at fair value and with changes recognised in equity	FATOCI	15,875.3	15,875.3	Level 1
Equity investments measured at fair value and with changes recognised in profit or loss	FATPL	615.2	615.2	Level 1
Equity investments measured at fair value and with changes recognised in profit or loss	FATPL	1,314.8	1,314.8	Level 3
Other non-current assets				
Derivative instruments - hedging	HeAc	0.5	0.5	Level 2
Derivative instruments - other	FATPL	4.1	4.1	Level 2
Other financial assets	FAAC	109.0	109.0	Level 2
Current assets				
Trade receivables	FAAC	912.3	912.3	Level 2
Trading financial assets	FATPL	459.9	459.9	Level 1
Cash and cash equivalents	FAAC	1,273.9	1,273.9	Level 2
Other current assets				
Derivative instruments - hedging	HeAc	5.3	5.3	Level 2
Derivative instruments - other	FATPL	14.2	14.2	Level 2
Other financial assets	FAAC	27.4	27.4	Level 2
Financial liabilities				
Non-current liabilities				
Financial liabilities	FLAC	5,624.5	5,821.4	Level 2
Other non current liabilities				
Derivative instruments - other	FLTPL	19.9	19.9	Level 2
Other non current liabilities	FLAC	726.2	726.2	Level 2
Current liabilities				
Financial liabilities				
Other financial liabilities	FLAC	394.0	394.0	Level 2
Trade payables	FLAC	603.8	603.8	Level 2
Other current liabilities				
Derivative instruments - hedging	HeAc	10.2	10.2	Level 2
Derivative instruments - other	FLTPL	15.9	15.9	Level 2
Other current liabilities	FLAC	24.7	24.7	Level 2

As of December 31, 2019

In EUR million	Category according to IFRS 9	Carrying amount	Fair value	Hierarchy of fair values
Financial assets				
Non-current assets				
Other equity investments				
Equity investments measured at fair value and with changes recognised in equity	FATOCI	16,123.7	16,123.7	Level 1
Equity investments measured at fair value and with changes recognised in profit or loss	FATPL	354.1	354.1	Level 1
Equity investments measured at fair value and with changes recognised in profit or loss	FATPL	1,038.7	1,038.7	Level 3
Other non-current assets				
Derivative instruments - hedging	HeAc	7.7	7.7	Level 2
Other financial assets	FAAC	94.5	94.5	Level 2
Current assets				
Trade receivables	FAAC	959.3	959.3	Level 2
Trading financial assets	FATPL	1,415.9	1,415.9	Level 1
Cash and cash equivalents	FAAC	1,221.3	1,221.3	Level 2
Other current assets				
Derivative instruments - hedging	HeAc	13.4	13.4	Level 2
Derivative instruments - other	FATPL	1.0	1.0	Level 2
Other financial assets	FAAC	73.6	73.6	Level 2
Financial liabilities				
Non-current liabilities				
Financial liabilities	FLAC	5,372.2	5,559.4	Level 2
Other non current liabilities				
Derivative instruments - hedging	HeAc	2.0	2.0	Level 2
Derivative instruments - other	FLTPL	56.1	56.1	Level 2
Other non current liabilities	FLAC	474.6	474.6	Level 2
Current liabilities				
Financial liabilities				
Other financial liabilities	FLAC	1,315.6	1,315.6	Level 2
Trade payables	FLAC	667.1	667.1	Level 2
Other current liabilities				
Derivative instruments - hedging	HeAc	43.9	43.9	Level 2
Derivative instruments - other	FLTPL	25.2	25.2	Level 2
Other current liabilities	FLAC	25.5	25.5	Level 2

There were no significant transfers between the different levels during 2020. In 2019, equity investments measured at fair value and with changes recognised in profit or loss have been distinguished between level 1 and 3.

Measurement techniques

The group's financial instruments very largely belong to classification levels 1 and 2. The financial assets measured at level 3 fair value are not significant compared to the other asset classes.

The techniques used to measure the fair value of level 2 financial instruments are as follows:

Exchangeable or convertible bonds

The exchangeable or convertible bonds issued by the group are considered to be hybrid instruments, i.e. instruments including a bond component and an embedded derivative. At the date of issue, the fair value of the bond component is estimated based on the prevailing market interest rate for similar non-exchangeable or non-convertible bonds, taking into account the risk associated with GBL (credit spread). At each reporting date, the value of the bond component is recalculated, taking into account the change in the risk-free rate and GBL's credit spread, and the difference in relation to the price of the exchangeable or convertible bond observed on the Luxembourg Stock Exchange's Euro MTF market is taken as the new value of the derivative component. The change in this value in relation to the previous reporting date is recognised in profit or loss.

Derivative instruments not associated with exchangeable or convertible bonds

The fair value of derivative instruments not associated with exchangeable or convertible bonds is taken from a model that uses observable data, in other words the quotes on the reporting date provided by third-parties operating on the financial markets. These valuations are adjusted for the counterparties' credit risk and the credit risk specific to Imerys or GBL. Accordingly, if the market value of the derivative is positive (derivative asset), its fair value incorporates the likelihood of the counterparty defaulting (Credit Value Adjustment or CVA). If the derivative's market value is negative (derivative liability), its fair value factors in the likelihood of Imerys or GBL defaulting (Debit Value Adjustment or DVA).

These adjustments are measured based on the spreads of the bonds in circulation on the secondary market, as issued by Imerys, GBL and their counterparts.

Analysis of financial instruments by category – income statement

The tables hereafter present the income and expenses before income taxes recognized in the income statement by categories of financial instruments. These tables analyze the product and expense lines containing financial instruments according to categories presented in columns. These distinguish, on the one hand, the categories applied by default to any item excluding hedge accounting and, on the other hand, the categories applied to any item falling within the scope of hedge accounting.

The IFRS 9 categories of amortized cost and fair value through profit or loss apply to the majority of non-hedge accounting items. Hedge accounting items are classified according to their fair value or cash flow hedging qualifications, distinguishing the values of hedged items and hedging instruments in columns and the types of risks hedged in rows.

In addition, in order to ensure reconciliation between IFRS 9 classes and financial statements, this table includes a column containing the following non-IFRS 9 items: share-based payments (IFRS 2), mining assets (IFRS 6), inventories (IAS 2), income tax assets and liabilities (IAS 12), property, plant and equipment (IAS 16), finance lease liabilities (IFRS 16), defined benefit and short-term employee benefits assets and liabilities (IAS 19) , grants (IAS 20), provisions (IAS 37), intangible assets and prepaid expenses (IAS 38), stripping assets (IFRIC 20) and duties and taxes (IFRIC 21). The logic of classification of financial instruments in assets and liabilities is applied in transversally to their changes in income statement. For example, revenue is included in the amortized cost category, as its counterparties in trade receivables or cash and cash equivalents fall under this category on the asset side.

2020

	Non-hedge accounting				Hedge accounting				
	IFRS 9 Categories				Fair value		Cash flows		
In EUR million	Amortised cost	Fair value through profit or loss	Fair value through equity	Out of IFRS 9 scope	Hedged item	Hedging instrument	Hedged item	Hedging instrument	Total
Net dividends from investments	-	-	312.9	-	-	-	-	-	**312.9**
Other operating income (expenses) from investing activities	(46.5)	-	-	-	-	-	-	-	**(46.5)**
Financial income (expenses) from investing activities	(15.3)	439.3	-	-	-	-	-	-	**424.0**
Of which: Financial income	*15.6*	*463.7*	-	-	-	-	-	-	***479.3***
Financial expenses	*(30.9)*	*(24.4)*	-	-	-	-	-	-	***(55.3)***
Profit (loss) from investing activities - continued activities	(61.8)	439.3	312.9	-	-	-	-	-	**690.4**
Turnover	5,631.1	-	-	-	-	-	278.1	6.7	**5,915.9**
Raw materials and consumables	(1,363.7)	-	-	(64.1)	-	-	(105.8)	(18.3)	**(1,551.9)**
Other operating income (expenses) from operating activities	(1,362.4)	-	-	-	-	-	-	-	**(1,362.4)**
Financial income (expenses) from operating activities	(347.9)	5.1	-	(9.7)	16.2	(16.2)	-	-	**(352.4)**
Of which: Financial income	*6.0*	*5.3*	-	*22.0*	*16.2*	-	-	-	***49.5***
Financial expenses	*(353.9)*	*(0.1)*	-	*(31.7)*	-	*(16.2)*	-	-	***(401.9)***
Profit (loss) from consolidated operating activities - continued activities	2,557.1	5.1	-	(73.8)	16.2	(16.2)	172.3	(11.6)	**2,649.2**

2019

In EUR million	Non-hedge accounting				Hedge accounting				Total
	IFRS 9 Categories				Fair value		Cash flows		
	Amortised cost	Fair value through profit or loss	Fair value through equity	Out of IFRS 9 scope	Hedged item	Hedging instrument	Hedged item	Hedging instrument	Total
Net dividends from investments	-	-	508.3	-	-	-	-	-	**508.3**
Other operating income (expenses) from investing activities	(37.3)	-	-	-	-	-	-	-	**(37.3)**
Financial income (expenses) from investing activities	24.4	118.8	-	-	-	-	-	-	**143.2**
Of which: Financial income	*48.0*	*164.6*	-	-	-	-	-	-	***212.6***
Financial expenses	*(23.6)*	*(45.7)*	-	-	-	-	-	-	***(69.3)***
Profit (loss) from investing activities - continued activities	(12.9)	118.8	508.3	-	-	-	-	-	**614.3**
Turnover	4,633.1	-	-	-	-	-	407.9	(3.1)	**5,037.9**
Raw materials and consumables	(1,573.8)	-	-	(2.3)	-	-	(147.8)	(5.6)	**(1,729.5)**
Other operating income (expenses) from operating activities	(1,413.3)	-	-	-	-	-	-	-	**(1,413.3)**
Financial income (expenses) from operating activities	(74.5)	2.9	-	(11.0)	16.2	(16.2)	-	-	**(82.6)**
Of which: Financial income	*20.7*	*6.1*	-	*31.1*	*16.2*	-	-	-	***74.1***
Financial expenses	*(95.2)*	*(3.2)*	-	*(42.1)*	-	*(16.2)*	-	-	***(156.7)***
Profit (loss) from consolidated operating activities - continued activities	1,571.5	2.9	-	(13.3)	16.2	(16.2)	260.1	(8.7)	**1,812.5**

30. Subsidiaries in which GBL holds significant non-controlling interests

The tables below present concise financial information about each of the subsidiaries in which GBL holds significant non-controlling interests, without taking intragroup eliminations into account.

In EUR million	Imerys	Sapiens/Webhelp	Subsidiaries that are not individually material	2020
Ownership percentage held by non-controlling interests	45.2%	39.9%		
Voting rights held by non-controlling interests	32.4%	38.6%		
Non-current assets	4,862.4	2,682.8		
Current assets	2,128.8	742.4		
Non-current liabilities	2,740.1	2,272.0		
Current liabilities	1,295.4	603.6		
Non-controlling interests	59.0	13.3		
Equity (group's share)	2,896.6	536.4		
Non-controlling interests (including those of the subsidiary)	**1,369.6**	**1.9**	**121.0**	**1,492.5**
Turnover	3,798.5	1,636.6		
Net result of the period attributable to the shareholders of GBL (group's share)	16.5	(259.4)		
Net result of the period attributable to the non-controlling interests	**15.8**	**18.9**	**3.6**	**38.3**
Net result of the period (including non-controlling interests)	32.3	(240.5)		
Other comprehensive income attributable to the shareholders of GBL (group's share)	(129.3)	(6.7)		
Other comprehensive income attributable to the non-controlling interests	**(108.9)**	**(5.2)**	**(0.3)**	**(114.3)**
Total of other comprehensive income (including non-controlling interests)	(238.1)	(11.8)		
Total comprehensive income attributable to the shareholders of GBL (group's share)	(112.8)	(266.1)		
Total comprehensive income attributable to the non-controlling interests	**(93.1)**	**13.7**	**3.3**	**(76.0)**
Total comprehensive income (including non-controlling interests)	(205.8)	(252.4)		
Dividends paid to the non-controlling interests	63.2	-		
Net cash flows from operating activities	538.4	346.6		
Net cash flows from investing activities	(295.0)	(95.6)		
Net cash flows from financing activities	(223.4)	(54.4)		
Impact of exchange differences on funds held and impact of changes in scope of consolidation	(31.9)	(4.3)		
Increase/decrease of cash and cash equivalents	(11.9)	192.3		

Due to the existence of put options contracts that the founders and managers of Webhelp, minority shareholders, hold in all of their shares towards GBL, the non-controlling interests recorded on the acquisition of Webhelp have been reclassified as debts on minority shareholders (see note 22).

In EUR million	Imerys	Sapiens/Webhelp	Subsidiaries that are not individually material	2019
Ownership percentage held by non-controlling interests	46.1%	35.6%		
Voting rights held by non-controlling interests	33.4%	35.6%		
Non-current assets	5,129.0	2,700.6		
Current assets	2,345.7	509.3		
Non-current liabilities	2,834.9	1,961.3		
Current liabilities	1,477.8	406.2		
Non-controlling interests	48.3	5.1		
Equity (group's share)	3,113.7	837.3		
Non-controlling interests (including those of the subsidiary)	**1,469.2**	**5.1**	**106.9**	**1,581.2**
Turnover	4,354.5	-		
Net result of the period attributable to the shareholders of GBL (group's share)	65.9	(19.6)		
Net result of the period attributable to the non-controlling interests	**53.5**	**(10.8)**	**21.5**	**64.2**
Net result of the period (including non-controlling interests)	119.4	(30.4)		
Other comprehensive income attributable to the shareholders of GBL (group's share)	(14.4)	-		
Other comprehensive income attributable to the non-controlling interests	**(10.6)**	**-**	**(0.2)**	**(10.8)**
Total of other comprehensive income (including non-controlling interests)	(25.0)	-		
Total comprehensive income attributable to the shareholders of GBL (group's share)	51.5	(19.6)		
Total comprehensive income attributable to the non-controlling interests	**42.9**	**(10.8)**	**21.3**	**53.4**
Total comprehensive income (including non-controlling interests)	94.4	(30.4)		
Dividends paid to the non-controlling interests	80.0	-		
Net cash flows from operating activities	512.4	(26.4)		
Net cash flows from investing activities	(330.8)	147.9		
Net cash flows from financing activities	(372.4)	-		
Impact of exchange differences on funds held and impact of changes in scope of consolidation	2.3	-		
Increase/decrease of cash and cash equivalents	(188.5)	121.5		

31. Contingent assets and liabilities, rights and commitments

In relation to GBL

Investment/subscription commitments

Following GBL's commitment to Sienna Capital, the uncalled subscribed capital totalled EUR 826 million as of December 31, 2020 (EUR 466 million at the end of 2019).

Foreign dividends/double international taxation

The group has taken certain measures in order to preserve its interests in matters of double taxation on its foreign dividends.

Rhodia dispute

At the start of 2004, non-controlling shareholders of Rhodia initiated proceedings against GBL and two of its Directors in the Paris Commercial Court, calling into question their responsibility as Directors of Rhodia. At the same time, criminal legal proceedings were initiated against persons unknown.

On January 27, 2006, the Court of Paris decided to suspend the civil proceedings until a decision is made in the criminal legal proceedings. Since then, very little headway has been made with this dispute: it is still adjourned pending the outcome of the criminal proceedings.

GBL's consolidated subsidiaries

Operating lease commitments

Operating lease commitments correspond to future lease payment commitments as part of lease contracts for real estate, equipment, rail cars, trucks and vehicles in which the group is a lessee. As of January 1, 2019, the majority of the contracts corresponding to these commitments has been included in the scope of IFRS 16. As of this date, only commitments for future rent payments excluded from the lease liability, i.e. EUR 4 million, remain off the balance sheet.

Other commitments given and received

These commitments given and received solely concern Imerys, Webhelp and Sienna Capital.

Other commitments given primarily relate to:
- site rehabilitation, in the amount of EUR 49 million (EUR 50 million in 2019);
- operating activities, i.e. firm purchase commitments given by Imerys within the framework of contracts for the purchase of goods, services, energy or transport (EUR 98 million compared with EUR 130 million in 2019);
- cash, i.e. corresponding to letters of credit and guarantees, mortgages and pledges obtained by Imerys and Webhelp from financial institutions to guarantee operating cash flow needs for their clients (EUR 72 million compared with EUR 82 million in 2019); and
- other obligations (EUR 189 million compared with EUR 165 million in 2019).

Commitments received totalled EUR 189 million as of December 31, 2020 (EUR 168 million as of December 31, 2019).

32. Transactions with related parties

External related parties to GBL

GBL's related parties are the Canadian group Power Corporation of Canada and the Belgian group Frère. These groups are for GBL the ultimate group heads. Through their joint venture Parjointco S.A., they exercise joint control over the Swiss group Parjointco Switzerland S.A. which controls GBL. Parjointco Switzerland S.A. is as such a related party of GBL. There is no contract between GBL and Parjointco Switzerland S.A.

As of December 31, 2020 and 2019, no transaction with these related parties were recognised with the exception of re-invoicing of costs to the Frère group for an amount of EUR 0 million as of December 31, 2020 (EUR 0 million as of December 31, 2019).

Directors' remunerations

The remunerations paid to the Directors are shown in the table below:

In EUR million	2020	2019
Remunerations, charges and short-term benefits	**3.6**	3.3
Post-employment benefits	**0.6**	0.7
Costs related to cash-settled share-based payments	**0.2**	1.9
Insurances	**0.1**	0.1
Total	**4.5**	**6.0**

33. Events after the reporting period

Canyon

On March 9, 2021, GBL closed the acquisition of the Canyon group, alongside (i) founder Roman Arnold, who reinvested a significant part of his proceeds and remains an important minority shareholder of the group, and (ii) the management team. GBL has invested EUR 0.4 billion. GBL controls the acquisition vehicle, holding 60% of its capital jointly with co-investors, at the closing of the transaction.

LafargeHolcim

During the first quarter of 2021 until March 10, 2021 (included), GBL entered into forward sales maturing on March 26, 2021 and related to a fraction of its holding in LafargeHolcim, representing 0.98% of the capital (6.0 million shares) for a net amount of EUR 285 million. These sales will generate a capital gain of EUR 62 million. GBL's holding will decrease from 7.57% of LafargeHolcim's capital at the end of 2020 to 6.60% as a result of these disposals. As of March 10, 2021, GBL's ownership was valued at EUR 2,263 million.

Sienna Capital

In 2021, Sienna Capital closed the investment in Globality for EUR 100 million, and ECP III finalized the disposals of Keesing and svt.

Financing

On January 21, 2021, GBL placed a EUR 500 million institutional bond, with a 10-year maturity and a coupon of 0.125%. This issuance is intended to cover the group's general corporate purposes and lengthens the weighted average maturity of the gross debt. The issuance was oversubscribed more than 3.5 times by a diversified and balanced base of institutional investors. The success of this placement illustrates the market's confidence in GBL's creditworthiness.

34. Statutory Auditor's fees

GBL's consolidated and statutory financial statements for the last two years have been audited and approved without qualifications by the Statutory Auditor Deloitte. The full text of the reports relating to the audits of the financial statements mentioned above is available in the corresponding Annual Report.

In accordance with article 3:65 of the Code on companies and associations, the fees for the services provided by the Statutory Auditor Deloitte and its network were as follows:

In EUR	2020	2019
Audit assignment	**5,497,879**	5,213,848
of which GBL	***76,500***	*76,500*
Other attest assignments	**276,949**	89,370
Other assignments not related to the audit assignment	**373,658**	395,278
Total	**6,148,486**	5,698,496
Of which: Holding	**430,575**	413,869
Imerys	**3,882,802**	3,743,149
Sapiens/Webhelp	**1,281,930**	1,114,630
Sienna Capital	**553,179**	426,848

Statutory Auditor's report

Deloitte.

Groupe Bruxelles Lambert SA/NV

Statutory auditor's report to the shareholders' meeting for the year ended 31 December 2020 - Consolidated financial statements

The original text of this report is in Dutch / French

Statutory auditor's report to the shareholders' meeting of Groupe Bruxelles Lambert SA/NV for the year ended 31 December 2020 - Consolidated financial statements

In the context of the statutory audit of the consolidated financial statements of Groupe Bruxelles Lambert SA/NV ("the company") and its subsidiaries (jointly "the group"), we hereby submit our statutory audit report. This report includes our report on the consolidated financial statements and the other legal and regulatory requirements. These parts should be considered as integral to the report.

We were appointed in our capacity as statutory auditor by the shareholders' meeting of 23 April 2019, in accordance with the proposal of the board of directors ("bestuursorgaan" / "organe d'administration") issued upon recommendation of the audit committee. Our mandate will expire on the date of the shareholders' meeting deliberating on the financial statements for the year ending 31 December 2020. We have performed the statutory audit of the consolidated financial statements of Groupe Bruxelles Lambert SA/NV for 29 consecutive periods.

Report on the consolidated financial statements

Unqualified opinion

We have audited the consolidated financial statements of the group, which comprise the consolidated statement balance sheet as at 31 December 2020, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flow for the year then ended, as well as the summary of significant accounting policies and other explanatory notes. The consolidated statement of financial position shows total assets of 30 358 million EUR and the consolidated income statement (group share) shows a profit for the year then ended of 391 million EUR.

In our opinion, the consolidated financial statements give a true and fair view of the group's net equity and financial position as of 31 December 2020 and of its consolidated results and its consolidated cash flow for the year then ended, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

Basis for the unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISA), as applicable in Belgium. In addition, we have applied the International Standards on Auditing approved by the IAASB applicable to the current financial year, but not yet approved at national level. Our responsibilities under those standards are further described in the "Responsibilities of the statutory auditor for the audit of the consolidated financial statements" section of our report. We have complied with all ethical requirements relevant to the statutory audit of consolidated financial statements in Belgium, including those regarding independence.

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

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

Key audit matters

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

Key audit matters	How our audit addressed the key audit matters
The classification and accounting treatment of the different investment lines (holding activities)	
Groupe Bruxelles Lambert holds a stake of 18,02% in Umicore, a 18,93% stake in SGS and furthermore a 19.98% stake in Ontex. In accordance with IFRS 9, Management considers these investments as other equity investments. As indicated in the accounting policies (section accounting policy changes, errors and changes in estimates / judgments) summarizing the accounting principles of the company, GBL analyzed the accounting treatment to be reserved for these three investments and in particular the classification as (i) investments in associated companies (IAS 28), or as (ii) other equity investments (IFRS 9). Taking into account an ownership of less than 20% of each of the investments and the fact that: • the representation of GBL on the Board of Directors is not sufficient to demonstrate the existence of a notable influence. In addition, the representation in the Board of Directors is limited to the duration of directors' terms and does not result from a contractual or legal right, but from a resolution of the general meeting of shareholders; • the other criteria are generally considered to prove that there is no significant influence. GBL has concluded that there is no significant influence demonstrated and, accordingly, these three investments are accounted as other equity investments. As part of our audit, we have identified the classification of the investments in Umicore, SGS and Ontex as a key audit matter and this mainly for the following reasons: • the proximity of the ownership rate to the threshold of 20%; • the significant importance of these investments; • the important level of judgment in the analysis of significant influence indicators, as defined by IAS 28.	We reviewed the management's arguments and the facts supporting the classification of the investments in Umicore, SGS and Ontex as other equity investments. Based on this information, we have been able to address the key audit matter related to the accounting treatment of the investments in Umicore, SGS and Ontex.
Valuation of minority debts on Webhelp (note 22)	
As of December 31, 2020, GBL owns a 61% interest in the Webhelp Group for EUR 825 million. In the context of the acquisition of Webhelp in 2019, options have been issued on Webhelp shares that give minority shareholders the right to sell all of their Webhelp shares under certain conditions to GBL. Those options have been recognized in GBL's consolidated accounts as debts towards minority shareholders. The value of those debts is reassessed at each closing based on the expected discounted cash flows following the exercice of those options by the minority shareholders.	We analyzed the accounting treatment of agreements for options issued on Webhelp shares, primarily on the basis of IAS 32/IFRS 9 'Financial Instruments', IAS 19 'Personal Benefits' and IFRS 2 'Share-based Payment'. We audited the valuation of the minority debts as of December 31, 2020. Our experts in valuation have been involved. The procedures performed can be summarised as follows: - Review of the valuation model, including the mathematical accuracy; - Review of the assumptions taken in the valuation model;

Key audit matters	How our audit addressed the key audit matters
As part of our audit, we identified the valuation of minority debts on Webhelp as a key audit matter primarily for the following reasons: - the materiality of the transaction; - the complexity of transaction-related contracts; - the level of estimate required for the valuation of minority debts. Information on minority debts is included in note 22 of the financial statements.	- Review of the information published in the annual report and assessment of their compliance with IFRS. The above procedures provided sufficient evidence to address the key audit matter relating to the valuation of the minority debts on Webhelp.
Assessment of the financial impacts relating to the talc litigation (Note 20)	
Certain Imerys Group subsidiaries are involved in litigation related to the talc business in the United States. In February 2019, the North American entities exposed to these disputes filed for Chapter 11 bankruptcy protection. Under this procedure, the Imerys Group remains legal owner of the relevant entities. However, the analysis of their placement under the legal control of the Court of the State of Delaware (United States) requested to negotiate a business reorganization plan that resulted in their exit from the Group's consolidation scope as from February 13, 2019, as the latter lost the previous control it exercised over them. On May 15, 2020, the Imerys Group reached an agreement with plaintiffs representatives on a joint restructuring plan which should lead to the resolution of the litigations. This plan is still subject to the approval of the majority of debtors and should be ratified by a US Federal Court. As part of this plan, the North American subsidiaries sold their assets to the Magris investment fund on February 17, 2021 for 223 million dollars. These different steps should lead to the emergence of Chapter 11 procedure during summer 2021. As of December 31, 2020, the remaining provision for these claims amounts to 118.8 million dollars. The assessment of a provision depends on Imerys management's judgment of the possibility of making a reliable estimate of the resulting obligation and all the related costs, where necessary. Imerys Management also exercised its judgment in determining the provision amount to be recorded. Considering the material financial impacts for the Group and the decisive nature of the judgments and estimates made by Imerys Management to assess the potential liability, we considered the assessment of the provision set aside for the risk relating to the resolution of the Chapter 11 proceedings to be a key audit matter.	Imerys auditors assessed the reasonableness of the residual provision recorded in the balance sheet, based on: - The 'Disclosure Statement' submitted to the Court for approval; - Extracts from the minutes of the Company's various Board of Directors' meetings, featuring the exchanges relating to this talc dispute in the US and the Chapter 11 proceedings. Imerys auditors obtained confirmation from the external legal advisors representing the Company in connection with the Chapter 11 proceedings of its North American subsidiaries that the provision reflected a reasonable estimate of the net financial impact for the Group arising from the potential resolution of these proceedings. We have assessed the disclosure in the notes to the consolidated financial statements with regard to IAS 37 'Provisions, contingent liabilities and contingent assets'. The above procedures provided sufficient evidence to address the key audit matter relating to the assessment of the financial impacts relating to the talc litigation.

Key audit matters	How our audit addressed the key audit matters
Impairment of assets in the Imerys Group (Note 10)	
The carrying value of long-term assets on the Imerys balance sheet amounts to 4,862.4 million EUR as of December 31, 2020 and includes goodwill for an amount of 2,149.1 million EUR. Such goodwill are tested at the level at which they are monitored by the Imerys Management as indicated in note 10 to the consolidated financial statements. An impairment test of goodwill is carried out every 12 months at the end of the period. During the year, Management reviews any indicators of impairment for CGUs, group of CGUs or long-term individual assets. As soon as facts indicating that a CGU, a group of CGUs or an individual long-term asset may be impaired, Management performs an impairment test at an interim date. An impairment test consists in comparing the carrying value of the assets in the scope of IAS 36 with its recoverable amount, corresponding to the highest amount between its value in use, estimated based on discounted future cash flows and its fair value less cost to sell. We considered the impairment of Imerys non-current assets (including goodwill) to be a key audit matter for the following reasons: - The amount of goodwill is material in the consolidated financial statements; - The definition of the level of goodwill testing and determination of indications of impairment such as those related to the paper business restructured during the year represent major judgments exercised by Imerys management; - The determination of the parameters used to implement impairment tests require management to make significant estimates, such as the levels of expected organic growth underlying the projected cash flows and perpetual growth and discount rates, in the specific context of Covid-19 crisis, which is source of volatility and uncertainty.	The Imerys auditors analyzed the consistency with IAS 36 'Impairment of assets' of the method used by Management to determine the recoverable amount of main CGUs or groups of CGU and, where necessary, significant individual long-term assets falling within the scope of the standard, presenting an indication of impairment. Imerys auditors have also, with the assistance of their valuation experts, studied the implementation terms of this methodology and analyzed in particular: - the reasonableness of the cash flow projections relating to each group of CGUs compared to the economic and financial context in which they operate; - the consistency of these cash flow projections with the most recent Management estimates that were presented to the Board of Directors as part of the budget process and with external studies related to the markets served by the group; - the reasonableness of hypotheses applied to the projected cash flows, and mainly long-term growth rate and discount rate, with regards to market analyses, the consensus of the main players and the economic environment of countries in which the Group operates. We have assessed the relevance of information disclosed in note 10 of the notes to the consolidated financial statements and verified arithmetical calculations of sensitivity analyses presented by Management. The above procedures provided sufficient evidence to address the key audit matter relating to the impairment of assets.

Key audit matters	How our audit addressed the key audit matters
Valuation of the provisions for mining sites restoration and dismantling (Note 20)	
Imerys is subject to different regulatory requirements relating to the restoration and dismantling, at the end of their operations, of the mining and industrial sites that the Group operates. Provisions have been recognized on the balance sheet for this purpose, for an amount of 252.5 million EUR as of December 31, 2020 (145.0 million EUR for mining site restoration and 107.5 million euros for industrial site dismantling). The calculation of these provisions requires Management to make assumptions to estimate the useful life of the mining sites and industrial sites as well as to determine the costs related to the aforementioned regulatory requirements and the implementation timetable with regard to the specificities of each site, the time frame considered and local regulatory requirements. The determination of the discount rates for forecast costs is also an important assumption Management relies on in-house experts to determine the main assumptions, by considering the expected impacts, where applicable, of regulatory changes. The valuation of provisions for restoration of mining sites and dismantling of industrial sites are therefore considered to be a key audit matter.	Imerys auditors familiarized themselves with the procedures set up by Management to determine these provisions and have performed certain specific tests on a sampling of operating entities. As part of those tests: - They have examined the competence of the in-house experts contacted by the Imerys Group; - They have assessed the pertinence of the method adopted and analyzed the reasonableness of the cost estimates with respect to applicable legal or contractual requirements; - They have analyzed the method for determining discount rates and reconciled the component parameters with market data. - For the other entities, Imerys auditors have analyzed the changes in provisions to identify any possible inconsistencies with respect to our understanding of the relevant site restoration or dismantling programs. The above procedures provided sufficient evidence to address the key audit matter relating to the valuation of the provisions for mining sites restoration and dismantling.

Responsibilities of the board of directors for the preparation of the consolidated financial statements

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

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

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

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

During the performance of our audit, we comply with the legal, regulatory and normative framework as applicable to the audit of consolidated financial statements in Belgium. The scope of the audit does not comprise any assurance regarding the future viability of the company nor regarding the efficiency or effectiveness demonstrated by the board of directors in the way that the company's business has been conducted or will be conducted.

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

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

We communicate with the audit committee regarding, amongst other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit committee with a statement that we have complied with relevant ethical requirements regarding independence, and we communicate with them about all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated to the audit committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our report unless law or regulation precludes any public disclosure about the matter.

Other legal and regulatory requirements

Responsibilities of the board of directors

The board of directors is responsible for the preparation and the content of the directors' report on the consolidated financial statements and other matters disclosed in the annual report on the consolidated financial statements.

Responsibilities of the statutory auditor

As part of our mandate and in accordance with the Belgian standard complementary to the International Standards on Auditing (ISA) as applicable in Belgium, our responsibility is to verify, in all material respects, the director's report on the consolidated financial statements and other matters disclosed in the annual report on the consolidated financial statements, as well as to report on these matters.

Aspects regarding the directors' report on the consolidated financial statements and other information disclosed in the annual report on the consolidated financial statements

In our opinion, after performing the specific procedures on the directors' report on the consolidated financial statements, this report is consistent with the consolidated financial statements for that same year and has been established in accordance with the requirements of article 3:32 of the Code of companies and associations.

In the context of our statutory audit of the consolidated financial statements we are also responsible to consider, in particular based on information that we became aware of during the audit, if the directors' report on the consolidated financial statements is free of material misstatement, either by information that is incorrectly stated or otherwise misleading. In the context of the procedures performed, we are not aware of such material misstatement.

The non-financial information as required by article 3:32, § 2 of the Companies Code, has been disclosed in a separate report that is part of section "Environmental, social and governance (ESG) responsibility" of the annual report. This statement on non-financial information includes all the information required by article 3:32, § 2 of the Companies Code and is in accordance with the consolidated financial statements for the financial year then ended. The non-financial information has been established by the company in accordance with the internationally recognised frameworks. In accordance with article 3:75, § 1, 6° of the Companies Code we do not express any opinion on the question whether this non-financial information has been established in accordance with the internationally recognised

Statements regarding independence

- Our audit firm and our network have not performed any prohibited services and our audit firm has remained independent from the group during the performance of our mandate.
- The fees for the additional non-audit services compatible with the statutory audit, as defined in article 3:65 of the Code of companies and associations, have been properly disclosed and disaggregated in the notes to the consolidated financial statements.

Other statements

- This report is consistent with our additional report to the audit committee referred to in article 11 of Regulation (EU) No 537/2014.

Signed at Zaventem.

The statutory auditor

Deloitte Bedrijfsrevisoren/Réviseurs d'Entreprises CVBA/SCRL
Represented by Corine Magnin

Deloitte Bedrijfsrevisoren/Réviseurs d'Entreprises
Coöperatieve vennootschap met beperkte aansprakelijkheid/Société coopérative à responsabilité limitée
Registered Office: Gateway building, Luchthaven Brussel Nationaal 1 J, B-1930 Zaventem
VAT BE 0429.053.863 - RPR Brussel/RPM Bruxelles - IBAN BE86 5523 2431 0050 - BIC GKCCBEBB

Member of Deloitte Touche Tohmatsu Limited

Condensed statutory financial statements as of December 31

In accordance with article 105 of the Company Code, which became article 3:17 of the Code on companies and associations on January 1, 2020, the non-consolidated accounts are presented hereafter in a summary version of the annual accounts, which does not include all the attachments required by law, nor the Statutory Auditor's report. The complete version of the annual accounts, to be deposited with the National Bank of Belgium, will be available on request from the company's registered office; they are also available on the website (www.gbl.be). The capital structure (as mentioned in the appendix of these accounts) is detailed on page 249.

The Statutory Auditor's report on the annual accounts was unqualified.

Condensed statutory balance sheet as of December 31 (after appropriation)

Assets

In EUR million	2020	2019
Start-up costs	**2.5**	3.2
Fixed assets	**13,146.8**	13,282.5
Tangible assets	**0.8**	1.0
Financial assets	**13,146.0**	13,281.5
Current assets	**2,960.7**	3,110.4
Amounts receivable after more than one year	**-**	-
Amounts receivable within one year	**2,507.2**	1,528.1
Short-term investments	**258.3**	1,227.9
Cash at the bank and in hand	**194.7**	354.2
Deferred charges and accrued income	**0.5**	0.2
Total assets	**16,110.0**	16,396.1

Liabilities

In EUR million	2020	2019
Capital and reserves	**14,187.5**	14,608.3
Capital	**653.1**	653.1
Share premium account	**3,519.6**	3,519.6
Reserves	**590.9**	318.8
Profit carried forward	**9,423.8**	10,116.7
Provisions and deferred taxation	**12.8**	15.5
Provisions for liabilities and charges	**12.8**	15.5
Creditors	**1,909.7**	1,772.3
Amounts payable after more than one year	**996.9**	996.2
Amounts payable within one year	**889.2**	755.7
Accrued charges and deferred income	**23.6**	20.4
Total liabilities	**16,110.0**	16,396.1

Income statement as of December 31

In EUR million	2020	2019
Sales and services	**3.5**	3.4
Turnover	**2.8**	2.8
Other operating income	**0.7**	0.5
Non-recurring operating income	**0.0**	-
Operating charges	**29.9**	32.6
Miscellaneous goods and services	**19.1**	19.6
Remuneration, social security and pensions	**10.5**	12.6
Depreciation on and amounts written off start-up costs, intangible and tangible assets	**1.2**	1.0
Amounts written off inventories, contracts in progress and trade debtors	-	-
Provisions for liabilities and charges	**(0.9)**	(1.1)
Other operating expenses	**0.1**	0.1
Non-recurring operating expenses	-	0.3
Loss of operating activities	**(26.4)**	(29.2)
Financial income	**280.6**	2,713.4
Recurring financial income	**104.2**	1,243.4
Income from financial assets	***64.3***	*1,221.9*
Income from current assets	***23.7***	*6.7*
Other financial income	***16.2***	*14.9*
Non-recurring financial income	**176.4**	1,470.0
Financial expenses	**279.1**	224.6
Recurring financial expenses	**32.8**	30.8
Debt expenses	***19.0***	*18.2*
Amounts written off current assets	***(0.6)***	*(4.9)*
Other financial expenses	***14.4***	*17.4*
Non-recurring financial expenses	**246.3**	193.8
Profit (loss) for the year before income taxes	**(24.9)**	2,459.6
Income taxes on result	-	-
Taxes	-	-
Adjustment of taxes and release of tax provisions	-	-
Profit (loss) for the year	**(24.9)**	2,459.6

Dividend policy

The profit appropriation policy proposed by the Board of Directors aims at maintaining a balance between an attractive dividend yield for shareholders and growth in GBL's share price. The dividend payout level is supported by the cash earnings.

Appropriation of profit

Taking into account the profit carried forward of EUR 10,116,728,083.08, the profit for the year of EUR - 24,881,963.02 and the deduction from and transfer to reserves of EUR - 272,136,264.32 the amount available for appropriation is EUR 9,819,709,855.74. The Board of Directors will propose the following appropriation to the General Meeting on April 27, 2021:

In EUR	
Dividend on 158,368,260 shares	395,920,650.00
To be carried forward	9,423,789,205.74

Appropriation of profit by Groupe Bruxelles Lambert (non-consolidated accounts)

In EUR million	2020	2019
Profit (loss) available for appropriation	**10,091.8**	10,625.0
Profit (loss) for the year available for appropriation	**(24.9)**	2,459.6
Profit (loss) carried forward from the previous year	**10,116.7**	8,165.4
Deduction from capital and reserves	**0.4**	-
from reserves	**0.4**	-
Transfer to capital and reserves	**(272.5)**	-
to other reserves	**(272.5)**	-
Result to be carried forward	**9,423.8**	10,116.7
Profit (loss) to be carried forward	**9,423.8**	10,116.7
Profit to be distributed	**395.9**	508.3
Dividends	**395.9**	508.3

Dividend per share

In EUR	2020		2019	
	Gross	**Net**[1]	Gross	Net[1]
Share	**2.50**	**1.750**	3.15	2.205

(1) Dividend excluding a 30.00% withholding tax

Consolidated figures IFRS over 10 years

In EUR million	2020	2019 [1]	2018	2017	2016	2015	2014	2013	2012	2011
Balance sheet										
Non-current assets	**26,087.8**	26,402.4	20,529.3	21,098.5	17,945.3	17,124.1	15,707.4	15,730.9	14,488.0	15,778.2
Current assets	**4,270.2**	4,883.9	3,360.9	2,960.1	3,927.5	3,281.5	3,977.4	3,226.8	2,933.8	2,361.2
Total assets	**30,358.0**	**31,286.3**	**23,890.2**	**24,058.6**	**21,872.8**	**20,405.6**	**19,684.8**	**18,957.7**	**17,421.8**	**18,139.4**
Shareholders' equity – Group's share	**18,975.5**	19,758.2	15,918.7	16,505.0	14,867.0	13,245.6	13,172.7	12,665.2	12,391.1	12,658.3
Non-controlling interests	**1,492.5**	1,581.2	1,710.9	1,431.4	1,507.2	1,297.9	1,111.5	1,025.6	1,000.6	972.3
Non-current liabilities	**7,520.5**	7,129.5	4,832.6	3,773.9	3,226.5	4,379.6	4,236.9	4,266.9	2,996.7	3,076.6
Current liabilities	**2,369.4**	2,817.4	1,428.0	2,348.3	2,272.1	1,482.5	1,163.7	1,000.0	1,033.4	1,432.2
Total liabilities and shareholders' equity	**30,358.0**	**31,286.3**	**23,890.2**	**24,058.6**	**21,872.8**	**20,405.6**	**19,684.8**	**18,957.7**	**17,421.8**	**18,139.4**
Income statement										
Share of profit (loss) of associates	**(30.9)**	(49.3)	25.6	23.9	24.2	(82.8)	72.5	135.8	69.5	135.9
Net dividends from investments	**312.9**	508.3	350.4	340.7	338.4	323.5	316.5	368.0	436.4	500.3
Other operating income (expenses) from investing activities	**(69.6)**	(62.5)	(39.1)	(59.4)	(48.2)	(52.4)	(37.2)	(37.7)	(27.9)	(34.4)
Gains (losses) on disposals, impairments and reversals of non-current assets from investing activities	**1.2**	128.6	4.2	245.7	(968.0)	749.8	495.8	192.2	(323.9)	(604.8)
Financial income (expenses) from investing activities	**424.0**	143.2	11.8	(17.4)	37.5	52.4	(123.6)	(169.5)	(46.6)	(43.8)
Profit (loss) before tax from investing activities - continued operations	**637.6**	**668.3**	**352.9**	**533.5**	**(616.1)**	**990.5**	**724.0**	**488.8**	**107.5**	**(46.8)**
Turnover	**5,915.9**	5,037.9	5,201.3	4,626.3	4,531.7	4,392.4	3,918.8	3,904.5	4,077.8	2,951.0
Raw materials and consumables	**(1,551.9)**	(1,729.5)	(1,715.7)	(1,434.0)	(1,434.2)	(1,416.1)	(1,283.6)	(1,355.7)	(1,463.2)	(1,039.3)
Employee expenses	**(2,157.0)**	(1,163.1)	(1,201.5)	(1,064.7)	(982.2)	(948.9)	(806.2)	(807.1)	(839.3)	(573.6)
Depreciation/amortisation of property, plant, equipment and intangible assets	**(538.2)**	(432.6)	(313.3)	(280.6)	(261.8)	(256.0)	(233.2)	(229.6)	(236.4)	(167.7)
Other operating income (expenses) from operating activities	**(1,362.4)**	(1,413.3)	(1,802.0)	(1,331.6)	(1,299.5)	(1,302.5)	(1,166.3)	(1,111.3)	(1,073.9)	(818.7)
Gains (losses) on disposals, impairments and reversals of non-current assets from operating activities	**(81.5)**	(51.1)	(215.2)	(6.6)	(25.2)	(268.9)	11.9	-	-	-
Financial income (expenses) from operating activities	**(352.4)**	(82.6)	(95.7)	(97.1)	(73.9)	(69.2)	(51.0)	(60.0)	(78.0)	(54.7)
Profit (loss) before tax from consolidated operating activities - continued operations	**(127.5)**	**165.7**	**(142.1)**	**411.7**	**454.9**	**130.8**	**390.4**	**340.8**	**387.0**	**302.0**
Income taxes	**(80.8)**	(65.1)	(94.7)	(121.4)	(149.7)	(65.4)	(121.3)	(104.9)	(119.0)	(88.5)
Profit (loss) from continued activities	**429.3**	**768.9**	**116.1**	**823.8**	**(310.9)**	**1,055.9**	**993.1**	**724.7**	**375.5**	**166.7**
Profit (loss) from consolidated operating activities - discontinued operations	**-**	**-**	**788.0**	**67.3**	**-**	**-**	**-**	**-**	**-**	**-**
Non-controlling interests	**38.3**	64.2	(245.2)	(185.7)	(146.8)	(29.5)	(117.8)	(104.1)	(119.9)	(90.6)
Consolidated profit (loss) for the year – Group's share	**391.0**	**704.7**	**658.9**	**705.4**	**(457.7)**	**1,026.4**	**875.3**	**620.6**	**255.6**	**71.1**
Gross dividend (in EUR)	**2.50**	3.15	3.07	3.00	2.93	2.86	2.79	2.72	2.65	2.60
Coupon number for dividend	**23**	22	21	20	19	18	17	16	15	14
Net asset value per share (in EUR)	**127.03**	126.11	100.35	117.06	105.31	94.13	94.58	92.45	82.10	71.65
Share price (in EUR)	**82.52**	93.96	76.08	89.99	79.72	78.83	70.75	66.73	60.14	51.51
Number of shares in issue	**161,358,287**	161,358,287	161,358,287	161,358,287	161,358,287	161,358,287	161,358,287	161,358,287	161,358,287	161,358,287
Number of treasury shares	**8,749,816**	5,238,989	2,642,982	5,660,482	5,924,416	6,079,926	6,147,123	6,308,090	6,134,514	6,099,444

(1) Comparative figures have been restated to reflect the finalization of the acquisition accounting of Webhelp (see note on « Changes in group structure »)

Corporate Governance

CORPORATE GOVERNANCE STATEMENT

Groupe Bruxelles Lambert ("GBL" or the "Company") complies with all corporate governance regulations. In this context, it complies in particular with the provisions of the 2020 Belgian Corporate Governance Code (the "2020 Code").

The standards of conduct for members of GBL's Board of Directors and specialised Committees, as well as the rules governing the functioning of these bodies, are laid out in the Corporate Governance Charter (the "Charter"). This document also includes the Dealing Code, which defines the rules applicable to transactions in GBL securities. The Charter was published for the first time at the end of 2005. Since then, the Board of Directors has ensured that this document reflects the various legal developments in the field of corporate governance, including the 2020 Code. The updated document is available on the Company's website (www.gbl.be).

This Corporate Governance Statement describes the composition and functioning of GBL's administrative bodies and their Committees. It comments on the practical application of GBL's governance rules during the financial year ended December 31, 2020 and the period between the end of this financial year and the Board of Directors meeting on March 11, 2021. Furthermore, it lists the Company's deviations from certain provisions of the 2020 Code and explains the reasons behind them. It also includes the remuneration policy and the remuneration report. Lastly, it reflects the principal characteristics of the Company's internal control and risk management systems.

1. Board of Directors

1.1. Composition as at December 31, 2020

	Start date of mandate	End date of current mandate	Standing Committee	Audit Committee	Nomination, Remuneration and Governance Committee
CHAIRMAN OF THE BOARD OF DIRECTORS					
Paul Desmarais, Jr.	1990	2023	Member	-	-
VICE-CHAIRMAN, DIRECTOR					
Baron Frère (Gérald)	1982	2023	Chairman	-	-
CEO					
Ian Gallienne	2009	2024	Member	-	-
DIRECTORS					
Victor Delloye	1999	2021	Member	-	-
Paul Desmarais III	2014	2022	Member	-	-
Baron Cedric Frère	2015	2023	Member	-	-
Ségolène Gallienne	2015	2023	Member	-	-
Claude Généreux	2019	2021	Member	-	-
Gérard Lamarche	2011	2021	Member	-	-
Xavier Le Clef	2019	2023	Member	Member	Member
Jocelyn Lefebvre	2017	2021	Member	Member	-
Amaury de Seze	1994	2021	Vice-Chairman	-	Chairman
INDEPENDENT DIRECTORS					
Countess Antoinette d'Aspremont Lynden	2011	2023	-	Chairwoman	-
Laurence Danon Arnaud	2017	2021	-	-	Member
Marie Polet	2015	2023	-	Member	Member
Agnès Touraine	2018	2021	-	-	Member
Martine Verluyten	2013	2021	-	Member	-

HONORARY CHAIRMAN	HONORARY MANAGING DIRECTORS	HONORARY DIRECTORS
Baron Frère (Albert) †	**Jacques Moulaert † and Emile Quevrin**	**Count Baudouin du Chastel de la Howarderie †, Jacques-Henri Gougenheim, Count Jean-Jacques de Launoit and Aldo Vastapane**

1.1.1. Composition of the Board of Directors

The composition of GBL's Board of Directors reflects the controlling shareholding of the Company. GBL is controlled by Parjointco Switzerland S.A., a company under Swiss law, itself controlled by Parjointco S.A., a company under Belgian law controlled jointly by the Frère and Power Corporation of Canada groups, under an agreement signed by the two groups in 1990.

This agreement aims to establish and maintain equal control between the Power Corporation of Canada group and the Frère group in Parjointco Switzerland S.A., GBL and their respective designated subsidiaries. It was extended on 16 December 2012 and shall expire in 2029 if not renewed.

As at December 31, 2020, out of a total of seventeen members, GBL's Board includes ten representatives proposed by the controlling shareholder, Parjointco Switzerland S.A. The shareholding structure explains the composition of the Board of Directors. It departs from Article 3.7 of the 2020 Code, which recommends a Board composition such that no individual Director or group of Directors is able to control decision-making.

This control situation also justifies the presence, as at December 31, 2020, of representatives proposed by the controlling shareholder, Parjointco Switzerland S.A., on the Standing Committee (ten members out of twelve), the Audit Committee (two members out of five) and the Nomination, Remuneration and Governance Committee (two members out of five).

It is also in this context that GBL has developed a diversity policy for its Board of Directors in accordance with the Law of September 3, 2017 on the disclosure of non-financial information and diversity information by certain companies and groups (for more details, see ESG section on pages 94 to 121 of this annual report). The Company also ensures the presence and contribution of independent Directors of a sufficient number and quality, thereby ensuring that the interests of all the Company's shareholders are respected.

It has also gradually increased the number of women on its Board and Committees, in accordance with the Law of July 28, 2011, which aims to guarantee the presence of women on the Board of Directors of listed companies.

GBL's Board of Directors has five independent Directors and six female Directors out of a total of seventeen members.

Board of Directors

Composition

1
CEO

16
Non-executive

5
Independent

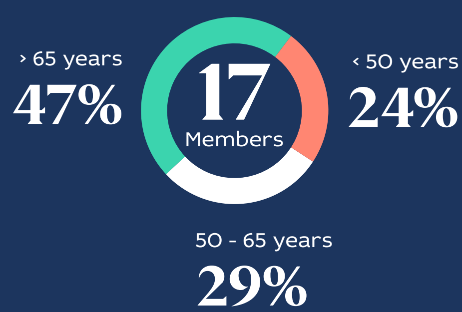
17
Members

Average length of mandates
10.1 years

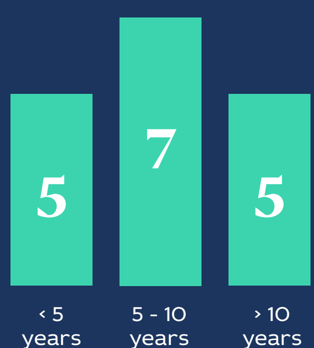
Average age
58.9

Percentage of men and women

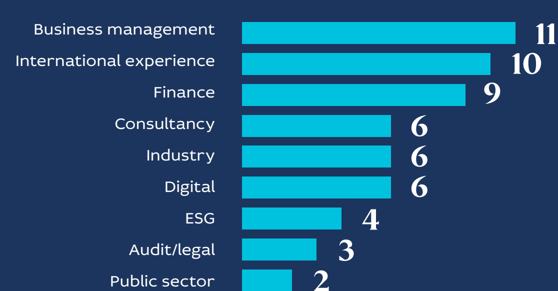
Age distribution



Length of mandate / Amount of Directors



Experience / Amount of Directors



1.1.2. Appointments proposed to the 2021 Ordinary General Meeting

The mandate of several Directors expires at the end of the Ordinary General Meeting of April 27, 2021.

Laurence Danon Arnaud, Victor Delloye and Martine Verluyten did not request renewal of their mandate.

Furthermore, Gérard Lamarche expressed his wish to end his mandate as a Director at the end of the 2021 Ordinary General Meeting and Amaury de Seze has reached the age limit.

The Ordinary General Meeting is therefore asked to reappoint Claude Généreux, Jocelyn Lefebvre and Agnès Touraine as Directors for a period of four years, i.e. until the end of the 2025 General Meeting called to approve the accounts for the 2024 financial year.

The General Meeting is also invited to appoint Jacques Veyrat as Director.

Jacques Veyrat

Born on November 4, 1962 in Chambéry, France, of French nationality.

Jacques Veyrat has a degree from the Ecole Polytechnique and is a member of the Corps des Ponts et Chaussées. He began his career at the Ministry of Finance (Treasury Department) from 1989 to 1993, then in the Office of the Minister of Equipment from 1993 to 1995. He was then appointed CEO of Louis Dreyfus Armateurs. In 1998, he founded Louis Dreyfus Communications, which became Neuf Cegetel. From 2008 to 2011, he was Chairman of the Louis Dreyfus Group. In 2011, he founded Impala, a leading shareholder holding company of around twenty companies operating in the energy sector with Direct Energie and Neoen. He is a Director of Iliad, Nexity and FNAC-Darty.

Finally, subject to approval of their appointment, the General Meeting is asked to recognise the independence of Agnès Touraine and Jacques Veyrat. To qualify as independent, a Director must, in accordance with the Charter, comply with Article 7:87 of the Belgian Code on companies and associations and Article 3.5 of the 2020 Code. The Board of Directors is of the opinion that, in the light of the criteria of the Code on companies and associations and the 2020 Code, Agnès Touraine and Jacques Veyrat qualify as independent. They also confirmed their independence in writing on January 18, 2021 and February 8, 2021 respectively.

1.2. Information on the Directors (1)

1.2.1. Main activity and other offices held by members of the Board of Directors

The full list of offices held by members of the Board of Directors during the last five years can be found on page 251 of this report. The list of offices held in listed companies during the 2020 financial year is in point 1.2.4.

Paul Desmarais, Jr.

Chairman of the Board of Directors

AGE

66 (born on July 3, 1954 in Sudbury, Ontario, Canada)

NATIONALITY

Canadian

EDUCATION & EXPERIENCE

- Paul Desmarais, Jr. has a degree in business from McGill University in Montreal and an MBA from INSEAD in Fontainebleau.
- He joined Power Corporation of Canada in 1981 and took up the position of Vice-President the following year.
- In 1984, he guided the creation of the Power Financial Corporation to consolidate, under the same banner, the main financial holdings of Power.
- Paul Desmarais, Jr. served as Vice-President of Power Financial Corporation from 1984 to 1986; President and Chief Operating Officer from 1986 to 1989; Executive Vice-Chairman of the Board from 1989 to 1990; Executive Chairman of the Board from 1990 to 2005; Chairman of the Executive Committee from 2006 to 2008; Executive Co-Chairman of the Board from 2008 to 2020; and has been Chairman of the Board since 2020.
- He also served as Vice-President of the Board of Power Corporation from 1991 to 1996. He was Co-Chief Executive Officer of Power Corporation from 1996 to 2020 and has been Chairman of the Board of Power Corporation since 1996.
- He has been a Director of Groupe Bruxelles Lambert since 1990.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

350

CONTACT ADDRESS

Power Corporation of Canada
751, Victoria Square
Montreal, Quebec H2Y 2J3 (Canada)

(1) As communicated individually to the Company by each member of the Board of Directors

Gérald Frère

Vice-Chairman of the Board of Directors

AGE
69 (born on May 17, 1951 in Charleroi, Belgium)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- After studying in Switzerland, Gérald Frère joined the family company, Frère-Bourgeois group (Belgium), where he took up the role of CEO.
- He was also Regent of the National Bank of Belgium.
- He has been on the Board of Directors of Groupe Bruxelles Lambert since 1982. In 1993, he was appointed CEO and Chairman of the Standing Committee, positions he held until he retired at the end of 2011.
- He has again chaired the Standing Committee since April 23, 2019.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

451,515

Ian Gallienne

CEO

AGE
49 (born on January 23, 1971 in Boulogne-Billancourt, France)

NATIONALITY
French and Belgian

EDUCATION & EXPERIENCE

- Ian Gallienne has an MBA from INSEAD in Fontainebleau.
- He began his career in Spain in 1992, as co-founder of a commercial company.
- From 1995 to 1997, he was a director of a consulting firm that specialises in turning around struggling businesses in France.
- From 1998 to 2005, he was Manager of the private equity funds Rhône Capital LLC in New York and London.
- In 2005, he created the private equity fund Ergon Capital in Brussels and was its CEO until 2012.
- In 2012, he became CEO of Groupe Bruxelles Lambert, of which he had been a Director since 2009.
- He has been solely responsible for the operational management of the Company since the 2019 Ordinary General Meeting.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

30,000

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

Antoinette d'Aspremont Lynden

Director

AGE
71 (born on October 24, 1949 in London, United Kingdom)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- Antoinette d 'Aspremont Lynden has a Master of Science from the School of Engineering at the University of Stanford, in California, and a PhD in applied economics from the Catholic University of Leuven.
- She began her career in the field of quantitative methods consulting in Palo Alto, California.
- Between 1973 and 1990, she held several positions at Banque Bruxelles Lambert in Brussels.
- She then spent twenty years as a professor of management at Université Charles-de-Gaulle Lille 3. In addition, she is a visiting professor of accounting and financial analysis at the Political Science Institute (Sciences Po) in Lille.
- She is also active in the non-profit sector as Treasurer of the Cathedral of St Michael and St Gudula in Brussels, a member of the education authority of the Collège de Maredsous (Belgium) and Director of the Royal Trust (Belgium).
- She has been a Director of Groupe Bruxelles Lambert since 2011.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
23, avenue du Général de Gaulle
1050 Brussels (Belgium)

Laurence Danon Arnaud

Director

AGE
64 (born on January 6, 1956 in Bordeaux (Gironde), France)

NATIONALITY
French

EDUCATION & EXPERIENCE

- Laurence Danon Arnaud is a former student of the Ecole Normale Supérieure Paris (1977), qualified in physical sciences (1980) and a member of the engineering Corps des Mines (1981-1984).
- After five years at the Ministry of Industry and the Hydrocarbons Directorate, she joined the ELF group in 1989. She held various positions in the Chemicals branch of the TOTAL FINA ELF group including, between 1996 and 2001, that of CEO of BOSTIK, the world's second largest adhesives company.
- In 2001, she was appointed CEO of Printemps and member of the Executive Board of PPR (KERING).
- After the repositioning of Printemps and the successful sale in 2007, she joined the world of finance, from 2007 to 2013 as Chairman of the Board of Directors of Edmond de Rothschild Corporate Finance and from 2013 as Chairwoman of the merchant bank Leonardo & Co.
- Following the sale of the latter to NATIXIS in 2015, shededicated herself to her family office, PRIMEROSE SAS.
- She has been a Director of Gecina since 2017, as well as a Director of Amundi since 2015 and TF1 since 2010. She has been a member of the Boards of Directors of Diageo (2006-2015), Plastic Omnium (2003-2010), Rhodia (2008-2011), and the Supervisory Board of BPCE (2009-2013).
- Since 2015, she has also been a Member of the Académie Française des Technologies.
- She has been a Director of Groupe Bruxelles Lambert since 2017.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
30, boulevard Victor Hugo
92200 Neuilly-sur-Seine (France)

Victor Delloye

Director

AGE
67 (born on September 27, 1953 in Huy, Belgium)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- Victor Delloye has a Bachelor's degree in law from the Catholic University of Leuven and a Master's degree in taxation from the Ecole Supérieure des Sciences Fiscales at the ICHEC-Brussels.
- He joined the Frère-Bourgeois group in 1987. He is Director and General Secretary of Frère-Bourgeois and Executive Director of its subsidiary, Compagnie Nationale à Portefeuille.
- He is also Vice-President of the Association Belge des Sociétés Cotées ASBL.
- He has been a Director of Groupe Bruxelles Lambert since 1999.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

850

CONTACT ADDRESS
Frère-Bourgeois
12, rue de la Blanche Borne
6280 Loverval (Belgium)

Paul Desmarais III

Director

AGE
38 (born on June 8, 1982 in Montreal, Quebec, Canada)

NATIONALITY
Canadian

EDUCATION & EXPERIENCE

- Paul Desmarais III has a Bachelor's degree in economics from Harvard University and an MBA from INSEAD in Fontainebleau.
- He began his career in 2004 at Goldman Sachs in the United States.
- In 2010, he took up a role at Imerys in France as a project manager, and in 2012 joined Great-West Lifeco (Canada) as Assistant Vice-President of Risk Management.
- In May 2014, he was appointed Vice-President of Power Corporation of Canada and Power Financial Corporation.
- He has been a Director of Groupe Bruxelles Lambert since 2014.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
Power Corporation of Canada
751, Victoria Square
Montreal, Quebec H2Y 2J3 (Canada)

Cedric Frère

Director

AGE
36 (born on April 13, 1984 in Charleroi, Belgium)

NATIONALITY
Belgian and French

EDUCATION & EXPERIENCE

- Cedric Frère has a Bachelor of Arts in Business Economics from Vesalius College in Brussels, Vrije Universiteit Brussel (VUB).
- He began his career in 2007 in the banking sector, where he held several positions, including in Paris, London and Brussels.
- In 2010, he joined Compagnie Nationale à Portefeuille in Belgium (Frère-Bourgeois group), of which he is a Director.
- He is also CEO of Frère-Bourgeois S.A. and Financière de la Sambre S.A., as well as Director of various companies including Compagnie Nationale à Portefeuille S.A. and Caffitaly System S.p.A.
- He is the Chairman of the Board of Directors of Société Civile du Château Cheval Blanc and Cheval Blanc Finance SAS.
- He has been a Director of Groupe Bruxelles Lambert since 2015.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
Frère-Bourgeois
12, rue de la Blanche Borne
6280 Loverval (Belgium)

Ségolène Gallienne

Director

AGE
43 (born on June 7, 1977 in Uccle, Belgium)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- Ségolène Gallienne has a Bachelor of Arts in Business Economics from Vesalius College in Brussels, Vrije Universiteit Brussel (VUB).
- Previous positions include Head of Public Relations at Belgacom (which became Proximus) and Head of Communications at Dior Fine Jewelry.
- She is currently a Director of various French and international companies (including Christian Dior S.E., Société Civile du Château Cheval Blanc and Frère-Bourgeois) and Chairwoman of the Board of Directors of Diane S.A., a company that specialises in the art trade.
- She has been a Director of Groupe Bruxelles Lambert since 2015.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

5,350

CONTACT ADDRESS
Frère-Bourgeois
12, rue de la Blanche Borne
6280 Loverval (Belgium)

Claude Généreux

Director

AGE
58 (born on April 10, 1962 in Montreal, Canada)

NATIONALITY
Canadian

EDUCATION & EXPERIENCE

- Claude Généreux has a degree in engineering from McGill University and in politics and economics from Oxford University (Rhodes Scholar).
- Since 2015, he has been Executive Vice-President of Power Corporation of Canada. He was Executive Vice President of Power Financial from 2015 to 2020. He sits on the Board of Directors of Great-West Lifeco, IGM Financial and a number of subsidiaries.
- He is also a Senior Partner Emeritus of McKinsey & Company, a global leader in management consulting. During his 28-year career at McKinsey, he assisted major companies operating in the financial services, energy and resources sectors, and took up various global leadership roles (energy sector, global recruitment, evaluation and partner elections).
- He helped launch the McKinsey office in Montreal in 1991 and also worked at its offices in Paris, Toronto and Stockholm.
- He sits on the Boards of McGill University (Vice-Chairman of the Board of Governors), and the Jeanne Sauvé, Canadian Rhodes Scholars and Loran Scholars Foundations.
- He has been a Director of Groupe Bruxelles Lambert since 2019.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

1,350

Gérard Lamarche

Director

AGE
59 (born on July 15, 1961 in Huy, Belgium)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- Gérard Lamarche has a degree in economics from the University of Louvain-La-Neuve and the INSEAD Management Institute (Advanced Management Program for Suez Group Executives). He also studied at the Wharton International Forum in 1998-1999 (Global Leadership Series).
- He began his career at Deloitte Haskins & Sells in Belgium in 1983 and in the Netherlands in 1987.
- In 1988, he joined Société Générale de Belgique as Investment Manager and was Controller from 1989 to 1991, before becoming an advisor on strategic operations from 1992 to 1995.
- He joined Compagnie Financière de Suez as Special Advisor to the Chairman and Secretary of the Executive Committee (1995-1997) before being appointed to the position of Executive Manager in charge of Planning, Control and Accounting.
- In 2000, he pursued his career in the industrial sector by joining NALCO (a US subsidiary of the Suez group, a world leader in industrial waste water treatment) as CEO.
- In January 2003, he was appointed CFO of the Suez group.
- He has been President of Multifin since 2019.
- He has been a Director of Groupe Bruxelles Lambert since 2011. He was its co-CEO between 2012 and 2019.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

6,150

CONTACT ADDRESS
Power Corporation of Canada
751, Victoria Square
Montreal, Quebec H2Y 2J3 (Canada)

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

Xavier Le Clef

Director

AGE

44 (born on August 4, 1976 in Wilrijk, Belgium)

NATIONALITY

Belgian

EDUCATION & EXPERIENCE

- Xavier Le Clef has a Master's degree in applied economics from the Solvay Brussels School of Economics & Management (ULB) and an MBA from Vlerick Business School.
- He began his career at the consulting firm Arthur D. Little, and in 2006 joined Compagnie Nationale à Portefeuille (CNP), where he was responsible for managing various industrial matters. He became its CEO in 2015. In the same year, he was appointed a Director of Frère-Bourgeois, of which he has been CEO since 2018.
- He is a Chairman, Director and/or committee member of several companies in the CNP group's portfolio (e.g. AKKA Technologies, Caffitaly System, CLS and APG/SGA).
- He has been a Director of Groupe Bruxelles Lambert since 2019.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

600

CONTACT ADDRESS
Frère-Bourgeois
12, rue de la Blanche Borne
6280 Loverval (Belgium)

Jocelyn Lefebvre

Director

AGE

63 (born on December 22, 1957 in Quebec, Canada)

NATIONALITY

Canadian and French

EDUCATION & EXPERIENCE

- Jocelyn Lefebvre has a degree from the Ecole des Hautes Etudes Commerciales de Montréal and is also a member of the Quebec Order of Chartered Accountants (CPA).
- He began his career in 1980 at Arthur Andersen, first in Montreal, then in Brussels.
- In 1986, he joined the Canadian industrial group M.I.L. Inc., where he served successively as Deputy to the President and Vice-President of Administration and Special Projects, then Corporate Affairs, while also holding the position of President of Vickers Inc., one of its main subsidiaries, until 1991.
- In 1992, he joined the Power Corporation of Canada group, where he has held various positions in Europe. In this context, he sat on the Board of Directors of group companies (Imerys, Parfinance, RTL, Suez-Tractebel, Kartesia, AFE, Orior Food).
- Now Vice Chairman Europe of Power Corporation of Canada, he serves as President of Sagard Private Equity.
- He has been a Director of Groupe Bruxelles Lambert since 2017.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

1,350

CONTACT ADDRESS
Power Corporation of Canada
751, Victoria Square
Montreal, Quebec H2Y 2J3 (Canada)

Marie Polet

Director

AGE
66 (born on December 5, 1954 in Eupen, Belgium)

NATIONALITY
Belgian

EDUCATION & EXPERIENCE

- After obtaining a Bachelor's degree in economics, Marie Polet joined British American Tobacco plc. (BAT), the world's second-largest tobacco company.
- She worked in marketing before being promoted to senior management positions. She was CEO of British American Tobacco Belgium until July 2008. She also spent a lot of time abroad for the BAT group, in the US, Germany and the Netherlands, before being appointed Head of Marketing for Europe in London.
- After successfully overseeing the merger between BAT and STC (cigars) in Belgium, the multinational tasked her with managing the takeover of the tobacco market leader in Scandinavia. As such, she was made CEO Denmark, working in Copenhagen until January 2010. She was then promoted to Group Head of Strategy & Planning at the group's head office in London.
- From October 1, 2011 to January 16, 2015, she served as President & CEO of Imperial Tobacco Canada, which has its registered office in Montreal. Until January 2019, she was Group Director of Strategy, Planning and Insights in London.
- She has been a Director of Groupe Bruxelles Lambert since 2015.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

750

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

Amaury de Seze

Director

AGE
74 (born on May 7, 1946)

NATIONALITY
French

EDUCATION & EXPERIENCE

- Amaury de Seze has a degree from the Centre de Perfectionnement dans l'Administration des Affaires and the Stanford Graduate School of Business.
- His career began at Bull General Electric.
- From 1978 to 1993, he worked for the Volvo group as President of Volvo Europe and Member of the group's Executive Committee.
- In 1993, he joined the Paribas group as a Member of the Board of Directors in charge of industrial affairs.
- He is currently Vice-Chairman of the Board of Power Corporation of Canada and is a former President of PAI Partners.
- He has been a Director of Groupe Bruxelles Lambert since 1994.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

Agnès Touraine

Director

AGE

65 (born on February 18, 1955 in Neuilly-sur-Seine, France)

NATIONALITY

French

EDUCATION & EXPERIENCE

- Agnès Touraine has a law degree from the Political Science Institute (Sciences Po) in Paris and an MBA from Columbia University.
- She is President of the French Institute of Directors (IFA) and founding President of Act III Consultants, a consulting firm dedicated to digital transformation.
- She was previously CEO of Vivendi Universal Publishing, after spending ten years at the Lagardère group and five years at McKinsey.
- She sits on the Board of Directors of Proximus (formerly Belgacom) and Rexel, as well as the Supervisory Board of Tarkett.
- She was previously a Director of Cable & Wireless plc., Neopost and Darty plc.
- She also sits on the Board of Directors of various non-profit organisations such as IDATE (Institute of Audiovisual Media and Telecommunications in Europe) and the French American Foundation.
- She has been a Director of Groupe Bruxelles Lambert since 2018.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

450

CONTACT ADDRESS
5, rue Budé
78004 Paris (France)

Martine Verluyten

Director

AGE

69 (born on April 14, 1951 in Leuven, Belgium)

NATIONALITY

Belgian

EDUCATION & EXPERIENCE

- Martine Verluyten has a degree in applied economics from the Catholic University of Leuven. She started her career at the audit firm Peat, Marwick, Mitchell, which later became KPMG.
- After being promoted to senior auditor, she joined the Californian company Raychem, which specialises in heat-shrinkable plastics, where she held a number of financial positions in Belgium and the United States.
- In 2000 she joined Mobistar, Belgium's second-largest mobile network operator, and quickly became CFO.
- She ended her career as CFO at Umicore from 2006 to 2011.
- She is currently a non-executive Director on the Board of STMicroelectronics N.V. and was a Director of Thomas Cook Group plc until January 18, 2020. She chairs the Audit Committee of STMicroelectronics N.V.
- She has been a Director of Groupe Bruxelles Lambert since 2013.

NUMBER OF GBL SHARES HELD AS AT DECEMBER 31, 2020

3,780

CONTACT ADDRESS
Groupe Bruxelles Lambert
24, avenue Marnix
1000 Brussels (Belgium)

1.2.2. Appointment of Directors

Directors are appointed on the basis of the procedures and selection criteria described in Chapter III, point A.2. of the Charter (which comply with the 2020 Code), as well as the Company's Diversity and Inclusion Policy (see page 99 of this annual report). The Nomination, Remuneration and Governance Committee is responsible for the process of selecting Directors.

1.2.3. Professional development

New Directors receive appropriate information enabling them to quickly begin contributing to the work of the Board of Directors. If the Director sits on a Board Committee as well, the information provided includes a description of the Committee's duties and any other information relating to its tasks. New Directors can also speak to the CEO to obtain any information that is useful or required in order to carry out their duties. Where applicable, one or more meetings are arranged with the Head of Investments, the CFO and the General Secretary to ensure that new Directors receive proper training.

Throughout their mandate, Directors update their skills and develop their knowledge of the Company in order to carry out their responsibilities as members of the Board of Directors and Committees.

1.2.4. Offices held by Directors in listed companies

The following table shows the offices held in listed companies by each of the Directors as at December 31, 2020, both in Belgium and abroad.

Two figures are given for the number of offices: the first figure represents the total number of offices held, and the second smaller or equal number is obtained by consolidating all offices held within the same group and representing it in its various holdings.

The specific nature of a holding company is to hold shares, whose performance must be monitored by the company's managers. In this context, Directors may legitimately hold more than five offices as their main professional activity, which explains why the Charter derogates from the provisions of the 2020 Code in this respect.

	Number of offices	Name of the listed company
Paul Desmarais, Jr.	6/1	Power Corporation of Canada (CDN) Power Financial Corporation (CDN) Great-West Lifeco Inc. (CDN) IGM Financial Inc. (CDN) Groupe Bruxelles Lambert (B) SGS S.A. (CH)
Gérald Frère	1/1	Groupe Bruxelles Lambert (B)
Ian Gallienne	5/1	Groupe Bruxelles Lambert (B) adidas AG (D) Imerys (F) Pernod Ricard (F) SGS S.A. (CH)
Antoinette d'Aspremont Lynden	2/2	BNP Paribas Fortis (B) Groupe Bruxelles Lambert (B)
Laurence Danon Arnaud	4/4	Amundi (F) Gecina (F) Groupe Bruxelles Lambert (B) TF1 (F)
Victor Delloye	1/1	Groupe Bruxelles Lambert (B)
Paul Desmarais III	2/1	Groupe Bruxelles Lambert (B) Imerys (F)
Cedric Frère	1/1	Groupe Bruxelles Lambert (B)
Ségolène Gallienne	2/2	Christian Dior S.E. (F) Groupe Bruxelles Lambert (B)
Claude Généreux	3/1	Great-West Lifeco Inc. (CDN) IGM Financial Inc. (CDN) Groupe Bruxelles Lambert (B)
Gérard Lamarche	2/1	Groupe Bruxelles Lambert (B) SGS S.A. (CH)
Xavier Le Clef	3/1	APG/SGA (CH) AKKA Technologies (B) Groupe Bruxelles Lambert (B)
Jocelyn Lefebvre	1/1	Groupe Bruxelles Lambert (B)
Marie Polet	1/1	Groupe Bruxelles Lambert (B)
Amaury de Seze	1/1	Groupe Bruxelles Lambert (B)
Agnès Touraine	4/4	Groupe Bruxelles Lambert (B) Proximus (B) Rexel (B) Tarkett S.A. (F)
Martine Verluyten	2/2	Groupe Bruxelles Lambert (B) STMicroelectronics N.V. (NL)

1.2.5. Family ties between members of the Board of Directors

- Gérald Frère is the brother-in-law of Ian Gallienne.
- Gérald Frère is the father of Cedric Frère and the brother of Ségolène Gallienne.
- Ian Gallienne is married to Ségolène Gallienne.
- Paul Desmarais, Jr. is the father of Paul Desmarais III.

1.2.6. Management expertise and experience of members of the Board of Directors

Among the criteria laid down for the selection of Directors is their expertise and experience in management and finance as provided for in GBL's Diversity and Inclusion Policy.

The activity exercised and offices held by Directors reflect their individual expertise and experience.

1.2.7. No convictions for fraud, charges and/or official public sanctions

None of the Directors has been convicted of fraud, charged and/or received an official public sanction pronounced by a statutory or regulatory authority within the last five years.

Likewise, none of the Directors has been banned by a court from being a member of a management, executive or supervisory body or being involved in the management or conduct of an issuer's activities within the last five years.

1.2.8. Bankruptcy, receivership or liquidation of companies in which a Director has been an executive within the last five years

None of the Directors has been subject to bankruptcy, receivership or liquidation within the last five years.

1.2.9. Potential conflicts of interest between members of the Board of Directors

The following theoretical potential conflicts of interest have been identified:

- Gérald Frère is Chairman of the Board of Directors of Frère-Bourgeois and holds various directorships within the Frère-Bourgeois group;
- Cedric Frère holds various positions as Executive Director within the Frère-Bourgeois group;
- Ségolène Gallienne holds various directorships within the Frère-Bourgeois group;
- Xavier Le Clef is CEO of Frère-Bourgeois and a Director of other companies in the Frère-Bourgeois group;
- Victor Delloye holds various positions as Executive Director within the Frère-Bourgeois group;
- Paul Desmarais, Jr., Paul Desmarais III and Jocelyn Lefebvre hold various directorships within the Power Corporation of Canada group;
- Amaury de Seze is Vice-Chairman of the Board of Power Corporation of Canada and a Director of Compagnie Nationale à Portefeuille S.A.;
- Claude Généreux holds various positions within the Power Corporation of Canada group.

1.2.10. Arrangements or agreements entered into with the main shareholders

The Company has not entered into any arrangements or agreements with the main shareholders under which the Directors were selected as members of the Board of Directors.

1.2.11. Restriction on the sale of GBL shares

To the Company's knowledge, there are no restrictions on the sale by a Director of the GBL shares that they hold, except for the stipulations regarding lock-up periods and closed periods provided for in the remuneration policy.

1.3. Delegation of day-to-day management

1.3.1. Composition

As at December 31, 2020, day-to-day management is undertaken by Ian Gallienne, CEO.

1.3.2. Remit of the CEO

Ian Gallienne is responsible for the day-to-day management of the group. He enjoys a large degree of autonomy: his powers are not limited to implementation of decisions of the Board of Directors, but also include all measures necessary to ensure that the Company and its subsidiaries (wholly owned directly or indirectly by GBL) operate normally and to successfully implement the Company's strategy (see Charter, Chapter III, points B. 1. and 2.).

1.3.3. Evaluation of the CEO

On an annual basis, the Board assesses the performance of the CEO and the achievement of the company's strategic objectives in relation to the agreed measures and targets, after consulting the Nomination, Remuneration and Governance Committee. Furthermore, the non-executive Directors meet annually, in the absence of the CEO, to review the interaction between non-executive Directors and the CEO. The meeting on the 2020 financial year was held on November 4, 2020 (for more details, see 'Effectiveness and assessment of the Board' on page 233 of this annual report).

1.4. Powers and functioning of the Board of Directors

The powers and functioning of the Board of Directors are described in Chapter III, points A. 4.1. and 4.2 of the Charter.

1.5. Board meetings held in 2020 and attendance of Directors

The Board of Directors met seven times in 2020, with a weighted average attendance rate by Directors of 95.00% for all the meetings.

Directors' individual attendance rates for these meetings were as follows:

Directors	Attendance rate
Paul Desmarais, Jr.	100.00%
Gérald Frère	85.71%
Ian Gallienne	100.00%
Antoinette d'Aspremont Lynden	100.00%
Laurence Danon Arnaud	85.71%
Victor Delloye	100.00%
Paul Desmarais III	85.71%
Cedric Frère	100.00%
Ségolène Gallienne	100.00%
Claude Généreux	71.43%
Gérard Lamarche	100.00%
Xavier Le Clef	100.00%
Jocelyn Lefebvre	100.00%
Marie Polet	100.00%
Thierry de Rudder (1)	100.00%
Amaury de Seze	85.71%
Agnès Touraine	100.00%
Martine Verluyten	100.00%
Total	**95.00%** (2)

(1) Up to the General Meeting of April 28, 2020. Attendance rate calculated based on meetings during their directorship
(2) Attendance rate calculated based on the weighted attendance of all members during their directorship

The Board of Directors meetings in March and July traditionally have on their agenda the approval of the consolidated financial statements and accounts for the periods ended December 31 and June 30.

The May and November meetings focus on the quarterly results. The projected year-end results are examined at each of these meetings. The investment portfolio is generally included on the agenda of all meetings. Throughout the year, the Board focused its work on monitoring the impact of the health crisis (Covid) and the strategy involving various investment and divestment projects. The Board meeting of March 11, 2020 drew up the agenda for the Ordinary General Meeting and Extraordinary General Meeting. The Board meeting of September 28, 2020 approved the principle of an issue by GBL of a bond exchangeable for GEA shares. The meeting of November 4, 2020 decided to propose to the 2021 Ordinary General Meeting the appointment of PwC as Statutory Auditor of GBL for a period of 3 years. Finally, the Board of Directors meeting of December 10, 2020 agreed to invest in the Canyon Group.

Board of Directors

Meetings in 2020	Average weighted attendance rate
7	95%

1.6. Effectiveness and assessment of the Board

In accordance with its internal rules and regulations (see Chapter III, point A.4.2.6. of the Charter), the Board of Directors assesses its own performance every three years on the basis of an individual questionnaire. This questionnaire covers the size, composition and collective performance of the Board of Directors, as well as the actual contribution of each Director and the interaction of the Board of Directors with the CEO. Furthermore, the non-executive Directors meet annually, in the absence of the CEO, to review the interaction between non-executive Directors and the CEO. The scope of this assessment includes the Audit Committee and the Nomination, Remuneration and Governance Committee.

The first assessment of the Board of Directors was conducted in 2007. The latest assessment of the functioning of the Board of Directors and the interaction between the Board and the CEO began in the second quarter of 2019. The results were reported to the Board at its meeting of October 31, 2019 and were satisfactory. A new assessment shall take place in 2022.

The meeting of the non-executive Directors covering the 2020 financial year was held on November 4, 2020 in the absence of the CEO.

The following items were raised:

- the quality of the relationship between the CEO and the Board of Directors;
- the information provided by the CEO;
- the assessment of the CEO by the Board of Directors;
- the division of tasks between the CEO and the Board of Directors;
- the opportunity for Directors to meet with the CEO outside of Board meetings.

Each of these matters was deemed generally satisfactory.

When the mandate of each Director expires, the Board of Directors assesses their attendance at meetings of the Board or the Board Committees, their level of engagement and their constructive involvement in debates and decision-making, in accordance with a pre-established and transparent procedure.

2. Board Committees

The Board of Directors is assisted by the Standing Committee, the Nomination, Remuneration and Governance Committee and the Audit Committee, which carry out their activities under its responsibility. The internal rules and regulations for each of these Committees can be found in Appendix 1 to the Charter.

2.1. Standing Committee

2.1.1. Composition

As at December 31, 2020, the Standing Committee is made up of twelve members, ten of whom are representatives of the controlling shareholder. The Committee is chaired by Gérald Frère.

The end of the mandate of the Committee's members corresponds to that of their mandate as Director.

Members of the Standing Committee	Current mandates	Attendance rate
Gérald Frère, Chairman	2019-2023	100.00%
Amaury de Seze, Vice-Chairman	2017-2021	100.00%
Victor Delloye	2017-2021	100.00%
Paul Desmarais, Jr.	2019-2023	100.00%
Paul Desmarais III	2018-2022	100.00%
Cedric Frère	2019-2023	100.00%
Ian Gallienne	2020-2024	100.00%
Ségolène Gallienne	2019-2023	100.00%
Claude Généreux	2019-2021	66.67%
Gérard Lamarche	2019-2023	83.33%
Xavier Le Clef	2019-2023	100.00%
Jocelyn Lefebvre	2017-2021	100.00%
Thierry de Rudder (1)	2016-2020	100.00%
Total		**95.89%** (2)

(1) Up to the General Meeting of April 28, 2020. Attendance rate calculated based on meetings during their directorship
(2) Attendance rate calculated based on the weighted attendance of all members during their term as Committee members

2.1.2. Frequency and content of meetings

The Standing Committee met six times in 2020. As shown in the table above, there was a 95.89% weighted average attendance rate for Directors for all meetings in 2020.

At its various meetings, the Standing Committee addressed the main subjects to be deliberated upon by the Board, namely:

- GBL's strategic and financial direction (including investment in the Canyon group);
- review of the valuation of GBL and its holdings;
- monitoring of social and environmental issues to enable the Company to anticipate the related opportunities, challenges and risks;
- cash earnings forecasts and the new dividend policy;
- the group's cash and investment capacity;
- the issue by GBL of a bond exchangeable for GEA shares.

Standing Committee

Meetings in 2020	Average weighted attendance rate
6	95.89%

2.2. Nomination, Remuneration and Governance Committee

2.2.1. Composition

As at December 31, 2020, the Committee has five members and is chaired by Amaury de Seze. The mandate of the Committee's members corresponds to their term of office as Director.

A the end of the Ordinary General Meeting, the Committee shall be made up of Agnès Touraine, Chairwoman, Xavier Le Clef, Marie Polet and Jacques Veyrat.

Members of the Nomination, Remuneration and Governance Committee	Current mandate	Attendance rate
Amaury de Seze, Chairman	2017-2021	100.00%
Laurence Danon Arnaud	2017-2021	100.00%
Xavier Le Clef	2019-2023	100.00%
Marie Polet	2019-2023	66.67%
Agnès Touraine	2018-2021	100.00%
Total		**93.33%** (1)

(1) Attendance rate calculated based on the weighted attendance of all members during their term as Committee members

All members of the Nomination, Remuneration and Governance Committee are non-executive Directors, three of whom are independent. They possess the necessary expertise in the areas of governance and remuneration policy.

2.2.2. Frequency and content of meetings

The Nomination, Remuneration and Governance Committee met three times in 2020. As shown in the table above, there was a 93.33% weighted average attendance rate for Directors for all the meetings in 2020.

At these meetings, the Committee mainly focused on the following issues:

- proposal for option plans to be granted in 2020 to the CEO and setting of the parameters and conditions of exercise;
- drafting of the remuneration report and review of other corporate governance texts regarding the appointment and remuneration of directors to be published in the 2019 annual report;
- drafting of the report by the Chairman of the Nomination, Remuneration and Governance Committee to the Ordinary General Meeting of April 28, 2020;
- preparation of the annual assessment of the interaction between the CEO and non-executive Directors;
- review of the Charter to take into account the 2020 Code;
- review of the composition of the Board of Directors and Committees (including the selection of a new independent Director);
- introduction of a new Code of Conduct and Ethics.

In 2020, it also reviewed the principles governing the functioning of the Board and Committees. It believes that the governance of the Company complies with the regulations in force, the 2020 Code and best practices, taking into account the shareholding structure.

2.3. Audit Committee

2.3.1. Composition

As at December 31, 2020, the Audit Committee is made up of five members, three of whom are independent within the meaning of Article 7:87 of the Code on companies and associations and the 2020 Code. These members are Antoinette d'Aspremont Lynden, Chairwoman of the Committee, Marie Polet and Martine Verluyten. The two other members, namely Xavier Le Clef and Jocelyn Lefebvre, are representatives of the controlling shareholder.

The mandate of the Committee's members corresponds to their term of office as Director.

At the end of the Ordinary General Meeting, the members of the Committee shall be Antoinette d 'Aspremont Lynden, Chairwoman, Jocelyn Lefebvre and Marie Polet.

Members of the Audit Committee	Current mandate	Attendance rate
Antoinette d'Aspremont Lynden, Chairwoman	2019-2023	100.00%
Xavier Le Clef	2019-2023	100.00%
Jocelyn Lefebvre	2017-2021	100.00%
Marie Polet	2019-2023	100.00%
Martine Verluyten	2017-2021	100.00%
Total		**100.00%**

All Committee members are non-executive Directors and have accounting and auditing expertise as a result of their education or professional experience. Furthermore, the members have collective expertise in the Company's areas of activity.

2.3.2. Frequency and content of meetings

The Audit Committee met five times in 2020, with an attendance rate by its members of 100% for all meetings, as shown in the table above.

The Chief Financial Officer and the Company's Statutory Auditor attended all meetings.

At these meetings, the Audit Committee examined the accuracy and fair presentation of GBL's accounts and consolidated financial statements and performed its monitoring responsibilities in respect of control in the broadest sense, in particular with regard to the quality of internal control and information provided to shareholders and the markets.

Nomination, Remuneration and Governance Committee

Meetings in 2020

3

Average weighted attendance rate

93.33%

In 2020, the Committee examined the following items:

- review of the Company's annual and half-yearly consolidated financial statements and consolidated quarterly results;
- review of the Company's annual and half-yearly accounts;
- review of draft press releases for publication, the annual report and half-yearly report;
- review of short and medium-term forecasts;
- analysis of financial position, review of the market and monitoring of investment capacity;
- review of accounting treatments and the book value of investments;
- review of the results of the impairment tests carried out on June 30, 2020 and December 31, 2020 on consolidated companies and accounted for by the equity method;
- analysis and monitoring of the accounting impacts of investment in the Webhelp group, including the valuation of debts on minority shareholders;
- analysis of the impact of purchase price allocation exercises on Webhelp and Parques Reunidos;
- monitoring of trends in the activities of Sienna Capital, methods of accounting for new investments and returns, review of underlying transactions;
- analysis of the accounting impacts of a bond exchangeable for GEA shares;
- review of the accounting treatment of recoveries of witholding taxes;
- analysis of the accounting impacts of forward sale and hedging transactions;
- monitoring of yield enhancement activities, including the management of derivatives;
- monitoring of the major ongoing litigations;
- review and assessment by the Statutory Auditor of the operational effectiveness of the internal control systems;
- review and monitoring of the independence of the Statutory Auditor, analysis of regulatory changes relating to statutory audit;
- recommendation of a new auditor in the context of the mandatory rotation of the Statutory Auditor on the expiry of Deloitte's mandate in April 2021.

2.4. Digital Disruption Committee

As from 2021, the Board of Directors has decided to enlist the assistance of a Digital Disruption Committee in its digitalisation efforts. This Committee, made up of the CEO and experts in the field, aims in particular to discuss the Company's digital strategy, to speed up the integration of digital into investment activities and to monitor the digital environment (risks and opportunities, innovations).

2.5. Assessment of the functioning and performance of the Committees of the Board of Directors

According to developments in and the effectiveness of their work, the various Committees may, at any time, propose changes to their respective internal rules and regulations. The Charter therefore does not establish a regular procedure for reviewing the internal rules and regulations of the Committees.

The functioning and performance of each Committee are measured and analysed as part of the triennial assessment of the performance of the Board of Directors. Part of this individual assessment questionnaire is reserved for this purpose for members of the respective Committees.

The interaction between the CEO and non-executive Directors is also assessed within the Audit Committee and the Nomination, Remuneration and Governance Committee.

Audit Committee

Meetings in 2020
5

Attendance rate
100%

Non-executive
2

Independent
3

3. Remuneration of corporate officers

3.1. Remuneration policy

This remuneration policy was approved by the Ordinary General Meeting of April 28, 2020 with effect from January 1, 2020.

3.1.1. Remuneration policy for the CEO

PRINCIPLES

The Board of Directors sets the remuneration of the CEO after taking advice from the Nomination, Remuneration and Governance Committee, the composition of which - consisting of a majority of independent Directors - contributes to preventing conflicts of interest relating to the remuneration policy.

The CEO remuneration principles are intended to:

- contribute to the sustainable alignment between shareholders and the CEO, strengthening investment in GBL shares;
- link the CEO's long-term remuneration to the Company's long-term (stock market) performance, by submitting the granting of options to a TSR condition;
- ensure consistency between the remuneration of the CEO and the remuneration of staff teams in order to attract, retain and motivate the best talent in a business sector that relies on the value of teams and in which competition is fierce.

The CEO's remuneration is revised every three years (next review in 2022) to bring it into line with market practices. The work of the Nomination, Remuneration and Governance Committee is based on the use of an external consultant, in-depth benchmarks and dialogue with the CEO.

3.1.2. Remuneration policy for non-executive Directors

PRINCIPLES

The remuneration of non-executive Directors is set by the General Meeting on the basis of a proposal by the Board of Directors after a recommendation from the Nomination, Remuneration and Governance Committee. It is revised every three years to bring it into line with market practices.

STRUCTURE OF THE REMUNERATION OF NON-EXECUTIVE DIRECTORS

Non-executive Directors receive fixed remuneration in cash, attendance fees and fixed remuneration in Company shares (following the entry into force of the 2020 Code). They do not receive any variable remuneration. The CEO receives no remuneration for his directorships as such.

The remuneration of non-executive Directors is set in such a way as to attract and retain quality members able to contribute to the Company's development.

The fixed annual remuneration in cash of non-executive Directors is as follows:

In EUR	Per meeting	Member	Chairman
Board of Directors	3,000	27,500	150,000
Standing Committee	3,000	15,000	15,000
Other Committees	3,000	12,500	12,500

STRUCTURE OF THE CEO'S REMUNERATION

Remuneration		
1. Fixed	Base salary	The fixed annual remuneration of the CEO is mainly paid by GBL and partly paid by certain portfolio companies of which he is a Director. Given the various tax regimes applicable to those fees, the fixed annual remuneration is defined net and totals EUR 960,000.
	Pension and other benefits	The CEO benefits from a defined-contribution pension plan, into which 21% of his fixed annual net remuneration is paid by GBL on a yearly basis, a disability and life insurance plan, Directors' and Officers' (D&O) liability insurance and a company car.
2. Variable in cash		The CEO does not receive variable annual remuneration in cash. GBL is a holding company whose performance is assessed over the medium to long-term.
3. Stock options		The CEO benefits from a stock option plan relating to a GBL subsidiary, invested primarily in GBL shares and secondly in shares of a portfolio company. These shares are acquired through equity and bank financing. The debt of this subsidiary is guaranteed by GBL. The interest is financed by the dividends received. The value of the shares underlying the options represents 20% of the value of the assets. The underlying value of the assets of the subsidiary whose options are granted to the CEO represents 225% of his fixed gross basic remuneration (itself defined as two times the fixed net remuneration). Options are exercisable from the 3rd anniversary of the grant, for a period of seven years, provided that the TSR is at least 5% per year on average over the period elapsed since the grant of the options. Thereafter, this condition must be met monthly, with the TSR covering the period elapsed since the grant. This performance condition reflects the total return for shareholders, calculated on the basis of the variation in the stock market price over the period in question, taking account of the gross dividend(s) paid during this period and reinvested in securities at the time of their collection. This therefore means linking the CEO's long-term remuneration to the Company's (stock market) performance. The Nomination, Remuneration and Governance Committee is responsible for verifying whether the performance condition has been met.
4. Rights of recovery		The Board of Directors may decide to remove, in full or in part, and/or modify the conditions of options granted to the CEO that are not yet exercisable if the CEO, in connection with his duties within the Company, has caused a loss that is extremely detrimental to the Company.
5. Contract and severance pay		In the context of an open-ended service contract, the CEO may claim compensation equivalent to eighteen months of fixed remuneration if he is removed from office without serious grounds. The amount of this compensation was set on the recommendation of the Nomination, Remuneration and Governance Committee.
6. Minimum holding threshold of GBL shares		The CEO must hold GBL shares for an amount equivalent to one year's fixed gross basic remuneration (itself defined as two times the fixed net remuneration). It is specified that he has twelve months from January 1, 2020 in which to build up this position, and that he must keep these shares for at least six months after the end of his contract with the Company if he decides to leave the group voluntarily. The equivalence between the value of the position in shares and the value of the remuneration in question is verified in May each year.

Following the entry into force of the 2020 Code, non-executive Directors also receive fixed annual remuneration in Company shares (350 shares). Non-executive Directors must retain these shares for at least three years after each grant. The shareholding structure and composition of the Board of Directors explain the term of retention of shares granted in this way to non-executive Directors, which derogates from the 2020 Code. In addition, as stipulated in the Charter (Chapter III. A.2.), all non-executive Directors must, at all times, own at least 100 Company shares.

Non-executive Directors benefit from Directors' and Officers' (D&O) liability insurance and a contractual allowance from the Company for the mandates they exercise on the governance bodies of companies in the GBL portfolio.

3.2. Remuneration report

This remuneration report shall be submitted for approval at the Ordinary General Meeting on April 27, 2021. It concerns the 2020 financial year. Subject to the provisions of point 3.2.1. below, remuneration for the 2020 financial year is in line with the remuneration policy that applied to this financial year.

Where necessary, the remuneration policy, which is set out in section 3.1. above, is incorporated into this remuneration report.

3.2.1. CEO

The remuneration paid to the CEO in 2020 is set out below.

SUMMARY

Amounts paid in 2020	
Status	Self-employed (1)
Fixed remuneration (net)	EUR 960,000 (2)
Fixed remuneration (gross) (2)	*EUR 1,748,921*
Pension (defined contribution type) and life insurance	EUR 241,023
Other benefits	
Benefits in kind relating to the use of a company car, driver, mobile phone, computer	*EUR 18,496*
Insurance (hospitalisation, health and disability)	*EUR 70,161*

(1) A self-employed person carries out a gainful professional activity without being tied to an employer through an employment contract
(2) This figure includes Director's fees collected through attendance

MINIMUM HOLDING THRESHOLD OF GBL SHARES

As at December 31, 2020, Ian Gallienne held 30,000 GBL shares, which represents 129% of one year's fixed gross remuneration.

STOCK OPTIONS

Stock options exercised in 2020

The CEO did not exercise any stock options in 2020, as the conditions of exercise were not met.

Furthermore, no option held by the CEO expired during the 2020 financial year.

Stock options granted in 2020

In accordance with the remuneration policy referred to in section 3.1.1. above, the CEO has received the following stock options:

June 2020	
Number of options granted	86,400
Book value of the grant as at December 31, 2020	EUR 8.10
Decision	Board of Directors meeting of March 11, 2020 Ordinary General Meeting of April 28, 2020
Stock option characteristics	Stock options in a GBL subsidiary
Exercise price	EUR 10
Vesting date	06/12/2023
Expiry date	12/06/2030 (duration of the plan: 10 years)
Exercise period	At any time from 06/12/2023 until 06/11/2030 (inclusive)
Performance condition	Options are exercisable from the third anniversary of the grant date, provided that the TSR is at least 5% per year on average over the period elapsed since the grant of the options. Thereafter, this condition must be met monthly, with the TSR covering the period elapsed since the grant.

As an exception to the remuneration policy referred to in section 3.1.1. above and with a view to linking the CEO to the success of the company in the context of the COVID-19 pandemic, the Board of Directors has also granted him the stock options listed below, the exercise of which is subject, in particular, to the approval of the Ordinary General Meeting of April 27, 2021:

December 2020	
Number of options granted	86,400
Book value of the grant as at December 31, 2020	EUR 3.07
Decision	Board of Directors meeting of July 30, 2020 Ordinary General Meeting of April 27, 2021
Stock option characteristics	Stock options in a GBL subsidiary
Exercise price	EUR 10
Vesting date	12/15/2023
Expiry date	12/15/2030 (duration of the plan: 10 years)
Exercise period	At any time from 12/15/2023 until 12/14/2030 (inclusive)
Performance condition	Options are exercisable as from the third anniversary of the grant date, provided that the TSR is at least 5% per year on average over the period elapsed since the grant of the options. Thereafter, this condition must be met monthly, with the TSR covering the period elapsed since the grant

SUMMARY OF STOCK OPTIONS HELD BY THE CEO

	Maximum value of the assets of the (sub-)subsidiary whose options are granted to the CEO	Exercise or sale period
2017	EUR 3.87 million	from 05/08/2020 to 05/07/2027 (inclusive)
2018	EUR 3.87 million	from 05/07/2021 to 05/06/2028 (inclusive)
2019	EUR 3.87 million	from 05/10/2022 to 05/09/2029 (inclusive)
2020	EUR 4.32 million	from 06/12/2023 to 06/11/2030 (inclusive)
2020	EUR 4.32 million	from 12/15/2023 to 12/14/2030 (inclusive)

3.2.2. Non-executive Directors

REMUNERATION AND ATTENDANCE FEES

In 2020, an aggregate amount of EUR 1,564,167 was divided between the non-executive Directors as follows:

In EUR	Board Member	Member of the Standing Committee	Member of the Audit Committee	Member of the Nomination, Remuneration and Governance Committee	GBL total	Other (1)	Total
Antoinette d'Aspremont Lynden	48,500	0	40,000 (2)	0	**88,500**	0	88,500
Laurence Danon Arnaud	45,500	0	0	21,500	**67,000**	0	67,000
Victor Delloye	48,500	33,000	0	0	**81,500**	160,000 (5)	241,500
Paul Desmarais, Jr.	198,500 (3)	33,000	0	0	**231,500**	299,697 (6)	531,197
Paul Desmarais III	45,500	33,000	0	0	**78,500**	80,753 (7)	159,253
Gérald Frère	45,500	48,000 (2)	0	0	**93,500**	23,514 (8)	117,014
Cedric Frère	48,500	33,000	0	0	**81,500**	31,250 (9)	112,750
Ségolène Gallienne	48,500	33,000	0	0	**81,500**	0	81,500
Claude Généreux	42,500	27,000	0	0	**69,500**	0	69,500
Gérard Lamarche	48,500	30,000	0	0	**78,500**	615,500 (10)	694,000
Xavier Le Clef	48,500	33,000	27,500	21,500	**130,500**	0	130,500
Jocelyn Lefebvre	48,500	33,000	27,500	0	**109,000**	0	109,000
Marie Polet	48,500	0	27,500	18,500	**94,500**	0	94,500
Thierry de Rudder (4)	12,167	8,000	0	0	**20,167**	32,860 (11)	53,027
Amaury de Sèze	45,500	33,000	0	34,000 (2)	**112,500**	31,250 (12)	143,750
Agnes Touraine	48,500	0	0	21,500	**70,000**	0	70,000
Martine Verluyten	48,500	0	27,500	0	**76,000**	0	76,000
	920,167	**377,000**	**150,000**	**117,000**	**1,564,167**	**1,274,824**	**2,838,991**

(1) Other remuneration in cash or in kind attached to the offices held within the group
(2) Chairman of a Committee (two times the fixed fees of a Member)
(3) Chairman of the Board (EUR 150,000)
(4) Up to the General Meeting of April 28, 2020
(5) Fees received by the Director for an office held within a wholly-owned subsidiary of the group
(6) Fees received by the Director in respect of their positions at LafargeHolcim and SGS
(7) Fees received by the Director in respect of their position at Imerys
(8) Benefit in kind relating to a company car
(9) Fees received by the Director in respect of their position at Sienna Capital
(10) Fees received by the Director in respect of their position at LafargeHolcim, SGS, Total, Umicore and their duties within GBL
(11) Of which EUR 31,250 in fees received by the Director for their position at Sienna Capital and EUR 1,517 in benefits in kind related to health insurance
(12) Fees received by the Director in respect of their position at Sienna Capital

GBL SHARES

On May 18, 2020, each non-executive Director was allocated 350 GBL shares (EUR 67.38 per share - closing price on May 15, 2020), in accordance with the remuneration policy referred to in section 3.1. above.

MISCELLANEOUS

No loan agreement with the Company or any of its subsidiaries has been entered into by a non-executive Director.

Furthermore, Gérard Lamarche became Senior Advisor after the 2019 General Meeting under a contract which includes the following main conditions:

- Gérard Lamarche represents GBL on the Boards of some of its holdings and may be given ad hoc advisory assignments by GBL;
- these provisions took effect after the General Meeting of April 23, 2019 and are contractually agreed for a period of two years, renewable automatically for a further two-year period unless one of the parties gives notice;
- Gérard Lamarche has signed a non-compete clause;
- for all these offices and assignments, Gérard Lamarche receives annual gross remuneration of EUR 700,000 (including remuneration and attendance fees received from holdings and from GBL).

This contract shall terminate after the Ordinary General Meeting of April 27, 2021.

3.2.3. Remuneration ratio

This presentation is intended to comply with the new transparency requirements in terms of executive remuneration. It may change according to possible clarifications and subsequent official positions for issuers.

CHANGES IN THE COMPANY'S REMUNERATION AND PERFORMANCE

The following table details annual changes, over the last five financial years, in the Company's performance, the remuneration of non-executive Directors and the CEO, and the average remuneration on a full-time equivalent basis of the Company's employees.

The scope includes Groupe Bruxelles Lambert, a listed company, and its wholly-owned subsidiaries, with the exception of other subsidiaries of the Company that are not integrated into the group's remuneration policy.

For non-executive Directors, the criterion for a financial year is the sum of the fixed remuneration and attendance fees paid by GBL, divided by the number of offices and rescaled on the assumption of 20 annual meetings to obtain a useful comparison (i.e. by dividing by the number of meetings of the Board of Directors and Committees for the year and then multiplying by 20). The 'number of offices' is defined as the number of offices within the Company's Board of Directors and specialized Committees.

The remuneration of the CEO and employees corresponds to the total of the fixed and variable gross remuneration allocated for the financial year, excluding options granted during the financial year, taking into account the tax aspect.

Finally, the performance criterion is the comparison between (i) GBL's TSR and (ii) the Stoxx Europe 50 TSR. In both cases, this is over a 5-year period, with dividends reinvested, annualised and calculated on 31 December each year.

	2016	2017	2018	2019	2020
GBL 5 Year TSR	13.69%	12.57%	6.34%	9.61%	**4.67%**
Stoxx Europe 50 5 Year TSR	9.36%	8.59%	2.98%	6.72%	**4.04%**
Performance ratio	4.33%	3.98%	3.36%	2.89%	**0.63%**

	2016	2017	2018	2019	2020
Non-executive Directors	3.22%	- 0.62%	- 6.42%	- 0.81%	**- 6.14%**
CEO	39.74%	- 9.71%	0.32%	- 9.44%	**4.58%**
Employees	- 15.00%	6.00%	0.00%	11.00%	**15.00%**
Performance ratio	4.33%	3.98%	3.36%	2.89%	**0.63%**

RATIO BETWEEN HIGHEST AND LOWEST REMUNERATION

In 2020, the ratio of the lowest remuneration (expressed on a full-time equivalent basis of employees) to that of the CEO was 1/46.27.

The scope is the same as that for the ratio above.

4. Auditing of the financial statements

The Ordinary General Meeting of April 23, 2019 appointed:

Deloitte Réviseurs d'Entreprises
SCRL
Gateway building
Luchthaven Nationaal 1 J
1930 Zaventem

represented by Corine Magnin, as Statutory Auditor for a period of three years, and set its fees for this audit assignment at EUR 76,500, exclusive of VAT.

In the performance of its duties, the Statutory Auditor maintains close relations with the CEO and has free access to the Board of Directors via the Audit Committee. Furthermore, it may address the Chairman of the Audit Committee and the Chairman of the Board of Directors directly and with no restrictions.

At group level (GBL and its wholly-owned subsidiaries, identified under the heading 'Holding' in note 1, page 162) the total fees paid to Deloitte for its audit of the 2020 financial statements amount to EUR 6,148,486.

Details regarding the fees paid to Deloitte can be found in note 34, page 204.

The external rotation rules that came into force in 2017 and the September 2018 interpretation of the Conseil Supérieur des Professions économiques require the Company's Statutory Auditor to resign at the end of the 2021 Ordinary General Meeting (and therefore after two years of office). This Belgium-specific interpretation is based on Article 41 of the European Regulation on Public Interest Entities, which states that "as of June 17, 2020, a public interest entity may not accept or renew an audit assignment with a given statutory auditor or audit firm if this statutory auditor or audit firm has, as at June 16, 2014, provided audit services to this entity in the public interest for twenty consecutive years or more".

The Ordinary General Meeting of April 27, 2021 shall therefore be invited to approve the appointment of PwC, represented by Alexis Van Bavel, as Statutory Auditor of GBL for a period of three years and for a remuneration of EUR 91,000 per year, excluding VAT.

5. Staff and organisation

5.1. Management

Ian Gallienne

See biography page 223.

Colin Hall

Born on November 18, 1970, of US nationality.

Colin Hall has an MBA from the Stanford University Graduate School of Business.

He began his career in 1995 as a financial analyst at Morgan Stanley in private equity in New York. In 1997 he joined the Rhône Capital group, a private equity fund, where he held several positions over 10 years, in New York and then London. In 2009, he co-founded a hedge fund sponsored by Tiger Management (New York), where he worked until 2011.

In 2012 he became CEO of Sienna Capital, a wholly-owned subsidiary of GBL grouping together its alternative investments (private equity, debt funds and funds with specific themes). He has served as Vice-Chairman of the Board of Directors since 2020. He has been Head of Investments of GBL since 2016.

Priscilla Maters

Born on April 26, 1978, of Belgian nationality.

Priscilla Maters has law degrees from the Université Libre de Bruxelles and the London School of Economics (LLM).

She began her career in 2001 with law firms in Brussels and London (including Linklaters), where she specialised in mergers and acquisitions, capital markets, financing and business law.

She joined GBL in 2012 and currently holds the positions of Chief Legal Officer and General Secretary. She has also been Compliance Officer since January 1, 2021.

Xavier Likin

Born on June 24, 1968, of Belgian nationality.

Xavier Likin is a commercial engineer and has certificates in taxation from the Solvay Brussels School of Economics and Management (ULB).

He began his career in Central Africa in the car distribution sector, where he held a number of administrative and financial positions at MIC. He joined PwC in 1997, where he became a senior manager and was appointed as a Statutory Auditor (CPA) by the Institut des Réviseurs d'Entreprises.

In 2007, he joined Ergon Capital Partners as Chief Financial Officer. Then, in June 2012, he was appointed Group Controller at GBL. He has been Chief Financial Officer there since August 1, 2017.

5.2. Organisation

Investments

FROM LEFT TO RIGHT AND FROM TOP TO BOTTOM
Justine Vernack, François Perrin, Michael Bredael [1],
Nicolas Gheysens, Colin Hall, Laurent Raets,
Simon Zenner, Jonathan Rubinstein,
Nicolas Van Paesschen, Rein Dirkx, Martin Doyen.

OTHER EMPLOYEES
Dominique Stroeykens, Audrey Libotte.

(1) Representative of 5M Advisory SRL

Finances

FROM LEFT TO RIGHT AND FROM TOP TO BOTTOM
Anne-Claire Jedrzejczak, Sophie Gallaire, Philippe Tacquenier, Pascal Reynaerts, Serge Saussoy, Xavier Likin, Céline Loi, Geoffroy Hallard, Illiass Albukili, Guglielmo Scodrani, Céline Donnet.

OTHER EMPLOYEES
Philippe Debelle, Noëline Dumbi, Bénédicte Gervy, Philippe Lorette, Lydia Papaioannou, Viviane Veevaete.













Legal and administrative affairs

FROM LEFT TO RIGHT
Pierre-Guillaume le Hodey, Priscilla Maters, Yves Croonenberghs.

OTHER EMPLOYEES
Carine Dumasy, José De La Orden, Sara Taghzout, Aymeric de Talhouët, Eddy Vanhollebeke, Serge Walschaerts.

ASSISTANTS TO THE CEO
Valérie Huyghe, Christelle Iurman.

6. Risk management and internal control

GBL's Board of Directors is responsible for assessing the risks inherent to the GBL group and the effectiveness of the internal control system.

With regard to risk management and internal control, the Belgian legislative framework consists of the law of December 17, 2008 (transposition of European Directive 2006/43/EC on statutory audits of annual accounts and consolidated accounts) and the law of April 6, 2010 (the so-called 'Corporate Governance' Law). The 2020 Code also includes provisions on this subject. Likewise, IFRS 7 defines additional requirements for the management of risks related to financial instruments. In 2006, GBL formalised its internal control and risk management system based on the COSO model [(1)].

The COSO methodology is organised around five strands: the control environment, risk assessment, control activities, information and communication, and supervision and monitoring.

6.1. Control environment

6.1.1. Objective of the Company

GBL's primary objective is to create value for its shareholders in the long term. GBL strives to develop a quality portfolio focused on a targeted number of industry-leading companies, with whom it acts as an engaged and responsible shareholder contributing to long-term value creation. The portfolio is intended to evolve over time while remaining balanced in terms of sector and geographic diversification.

GBL invests and divests depending on companies' development and market opportunities in order to achieve its value creation objective, while maintaining a solid financial structure.

The internal control in effect at GBL helps safeguard assets, and contributes to their oversight and optimisation. It aims to provide reasonable assurance in relation to achieving the objectives of compliance with the laws and regulations in force and the reliability of accounting and financial information. Like any control system, it can provide only reasonable assurance that the risks of errors or fraud are totally managed or eliminated.

6.1.2. Role of management bodies

GBL has a Board of Directors, a Standing Committee, an Nomination, Remuneration and Governance Committee and an Audit Committee. Their respective functioning is described on page 220 and pages 233 to 235. The Audit Committee is responsible for checking the effectiveness of the company's internal control and risk management systems. It monitors the proper application of a whistle-blowing procedure. The majority of its members, all of whom are appointed by the Board, are independent Directors. The Chairman of the Audit Committee is appointed by the members of the Committee and may not be the Chairman of the Board of Directors.

6.1.3. Risk culture

GBL aims to invest in companies that offer potential for value creation in the long term. New opportunities and portfolio management are continuously monitored at the highest level (see "Portfolio risk", on page 125). The divestment policy (as set out on page 37 of the "Portfolio management strategy" section) aims to dispose of investments that no longer meet the group's investment criteria.

6.1.4. Conduct - Ethics

GBL has adopted a Corporate Governance Charter and Code of Conduct that are regularly updated and aim to ensure that the conduct of the Directors and the group's staff in the performance of their duties is honest, ethical and complies with laws, regulations and principles of good governance.

6.1.5. Appropriate measures to ensure adequate skills

The Nomination, Remuneration and Governance Committee reviews candidacies and seeks to ensure that a satisfactory balance is maintained within the Board of Directors in terms of its members' skills, knowledge and experience, particularly in the fields of finance, accounting and investment. On a regular basis, at intervals of no more than three years, the Board of Directors conducts assessments of itself and its Committees to assess size, composition and performance. At the same time, it also examines interaction between non-executive Directors and the CEO.

Furthermore, the skills of GBL staff are ensured through a recruitment process tailored to the profiles sought, appropriate training and a remuneration and assessment policy based on the achievement of targets.

6.2. Risk analysis

GBL has formalised its risk analysis and assessment process since 2006.

A thorough exercise for the identification and ranking of risks faced by GBL is carried out every three years.

The risks identified during the last assessment carried out in 2018 are presented on pages 125 to 129.

Furthermore, the risks and their level of control are reviewed annually, based on changes to the portfolio, economic parameters and the control environment.

The Audit Committee reviews the risk analysis and assessment carried out by Management, and verifies the operational effectiveness of internal control systems. When necessary, it ensures that the CEO implements a corrective action plan.

The current level of control of these risks (see "Control activities" below) appears sufficient and no additional measures are required to be implemented.

6.3. Control activities

Control activities encompass all measures taken by GBL to ensure that the key risks identified are appropriately controlled.

Risk prioritisation has been carried out based on impact (financial, reputational, legal and operational) and occurrence criteria.

This analysis revealed that GBL is exposed both to:

- exogenous risks, the materialisation of which depends on factors outside its control. However, the group aims to limit their impact;
- endogenous risks that arise from its own environment.

Specific risks related to its holdings are identified and addressed by the companies themselves within the framework of their own risk management and internal control. The table on page 123 includes links to websites containing the work carried out by these companies on risk identification and internal control.

(1) The COSO (Committee of Sponsoring Organisations of the Treadway Commission) is a recognised private, international, non-governmental organisation active in the areas of governance, internal control, risk management and financial reporting

6.4. Information and communication

GBL has developed a standardised information flow process in order to communicate reliable financial information to shareholders in a timely manner. GBL has been applying IFRS requirements since 2000.

Its assessment rules and accounting principles are published every year in its annual report. Standardised financial reporting is used both upstream and downstream within the GBL Group in order to ensure the consistency of data and to detect potential anomalies.

A financial calendar for this reporting is drawn up every year in consultation with the controlling shareholder, the subsidiaries and the associated companies based on the publication dates.

The Investor Relations department ensures that significant transactions and important changes within the group are communicated in an appropriate and timely manner.

6.5. Supervision and monitoring

Supervision is exercised by the Board of Directors through the Audit Committee. Given the structure and nature of GBL's activities, and as an exception to Article 4.14 of the 2020 Code, there is no internal auditor role. This situation is assessed on a yearly basis and has so far been deemed appropriate.

The Statutory Auditor (Deloitte Réviseurs d'Entreprises) also caries out a review on a yearly basis of the internal control covering the risks related to GBL's financial statements. This internal control review forms part of its duties to certify the compliance of GBL's statutory and consolidated accounts with the audit standards applicable in Belgium. More specifically, on the basis of a triennial rotation plan, the Statutory Auditor tests the operational effectiveness of the internal control of risks deemed critical in relation to the financial statements. Its work consists of discussions with members of the organisation while testing a given number of transactions.

The conclusions of this work are presented in a report submitted to GBL and do not reveal any major deficiencies in its internal control.

This report is sent to Members of the Audit Committee.

7. Policy on conflicts of interest

Chapter III, point A. 4.2.2. of the Charter describes the Company's policy on transactions or other contractual relations between the Company, including affiliated companies, and Directors, in cases where these transactions or other contractual relations are not covered by legal provisions on conflicts of interest. It also provides for the application of the specific procedures laid down in Articles 7:96 and 7:97 of the Code on companies and associations.

Conflict of interest situations, as defined by Articles 7:96 and 7:97 of the Code on companies and associations, were brought to the attention of the Board of Directors at meetings in 2020 and were addressed in accordance with the procedures provided for in these articles. As can be seen from the extracts below, some Directors, to whom the legal conflict of interest rules were nevertheless not applicable, abstained in accordance with the policy set out in the Charter.

The Statutory Auditor was informed of these situations and an extract from the minutes relating to these resolutions is included in its entirety below:

7.1. Board of Directors by written resolution dated February 10, 2020

"Sagard recently informed GBL of the need to launch the Sagard 4 fund more quickly than anticipated and at least before the next GBL Board of Directors meeting on 11 March. It therefore seems necessary to use the circular resolution procedure again for the decision on the investment even in Sagard 4 and Sagard NewGen funds.

In this context, please find enclosed the following documents:

- *a presentation on the Sagard 4 and Sagard NewGen funds prepared by the Sagard teams;*
- *a presentation by Sienna Capital summarising the main conditions offered to GBL for its investment in Sagard 4 and Sagard NewGen;*
- *the opinion of the Committee of Independent Directors; and*
- *the opinion delivered by BNP Paribas as an independent expert.*

It should be noted that GBL's holding in the Sagard 4 and Sagard NewGen funds requires compliance with the related party transaction procedure as provided for in Article 7:97 of the Code on companies and associations. The Committee of Independent Directors, made up of Antoinette d 'Aspremont Lynden, Marie Polet and Agnès Touraine, has enlisted the services of BNP Paribas as an independent expert ("BNP Paribas"). BNP Paribas has concluded that:

"In conclusion, our analysis finds that the subscription envisaged by GBL for EUR 150 million in the Sagard IV Europe fund and EUR 50 million in the Sagard NewGen fund does not invite any specific comment in financial terms and in view of GBL's strategy to develop Sienna Capital, and is therefore not likely to cause any manifestly excessive loss or damage to GBL."

Based on its work and the opinion of BNP Paribas, the Committee of Independent Directors concluded that:

"Based on their work, the Independent Directors estimate that the subscription commitment of EUR 150 million in Sagard 4 and EUR 50 million in Sagard NewGen shall not cause any manifestly excessive damage in light of GBL's policy, or any loss to GBL."

You are now asked to decide on the subscription commitment to be made by GBL, via its wholly-owned subsidiary Sienna Capital, in the amount of (1) EUR 150 million in Sagard 4 and (2) EUR 50 million in Sagard NewGen.

Please note that Paul Desmarais III and Jocelyn Lefebvre have declared that, from now on, there is a conflict of interest on their part due to their position at Sagard and their direct and indirect financial interest in this investment proposal. Article 7:96 of the Code on companies and associations therefore applies and GBL's Statutory Auditor has been informed in advance of this situation.

If the investment proposal meets with your approval, I would be grateful if you could return to me as soon as possible a copy of this letter, duly signed for approval and dated. It shall be deemed unanimously approved when all Directors, with the exception of those mentioned above due to a conflict of interest, have approved it in writing."

7.2. Board of Directors meeting of March 11, 2020

"… Remuneration of the CEO

This decision requires the application of the procedure provided for in Article 7:96 of the Code on companies and associations. Ian Gallienne left the meeting as he had a conflict of interest. The Management team also left.

Gérald Frère, Cedric Frère and Ségolène Gallienne did not wish to take part in the vote for professional ethics reasons, due to their family ties with Ian Gallienne.

It was also proposed that, in 2020, Ian Gallienne would be granted long-term remuneration for his role as CEO of GBL similar to that of last year, and therefore to set it at 225% of the annual gross basic remuneration, equivalent to twice the annual fixed net remuneration. The amount of the value of the shares underlying the options to be granted in 2020 is EUR 4.32 million, or 86,400 options.

The options shall have exactly the same characteristics as those granted in 2019. Therefore, they may only be exercised three years after the grant, within the windows provided for by the plan, and provided that on that date, the three-year TSR is at least 5% per year on average. This condition must also be met each subsequent year on the anniversary date to enable the exercising of options during the twelve months that follow, with the TSR in each case covering the period elapsed since the grant of the options.

As regards the 2020 employee option plan, the Committee had been informed of the CEO's decision to grant to the GBL group's staff in 2020 options with an underlying maximum value of the assets of the subsidiary to which the options shall relate of EUR 13.107 million.

The plan for employees and the CEO, as in 2019, takes the form of an annual stock option plan on existing shares in a GBL subsidiary, holding mainly GBL shares to be financed through equity and bank financing, guaranteed by GBL at the market rate.

In the context of this guarantee, the Board was asked to read the report to be drawn up in accordance with Article 7:227 of the Code on companies and associations, and to authorise the CEO with right of substitution to implement the profit-sharing plan and in particular to:

- *set up GBL's subsidiary (FINPAR V);*
- *negotiate the credit agreement with a financial institution and the pledge and guarantee agreements for a maximum amount of EUR 14.0 million;*
- *organise management of the option plan, including option liquidity;*
- *complete and fulfil, within this framework and on behalf of GBL, all other formalities required by the profit-sharing plan.*

GBL's guarantee to grant credit of a maximum amount of EUR 14.0 million shall be subject to the approval of the Ordinary General Meeting of April 28, 2020.

The Board approves the recommendations of the Nomination, Remuneration and Governance Committee referred to above and underlines that the consequences of this plan and its terms are minor for the company."

7.3. Board of Directors meeting of July 31, 2020

"Amaury de Seze stated that at its meeting on June 19, 2020, the Nomination, Remuneration and Governance Committee noted the efforts made by the GBL team in recent weeks and the need for the company to offer a remuneration system ensuring sufficient retention and motivation of the teams. He therefore questioned the possible scenarios around the right balance to be found to motivate beneficiaries for the coming years, while reflecting the impact of Covid and in line with the market context and legal constraints.

In this context, the Committee recommends the following measures to the Board:

- *a change in the frequency of review of the TSR condition in LTI plans granted from 2020 onwards: monthly review after the vesting period of 3 years instead of a current annual review; and*
- *a year-end grant of an additional LTI which shall have the same characteristics as the plan approved by the Board last March. It is specified that for the CEO, the exercise of these options (after the vesting period of 3 years) shall be subject to the approval of the 2021 Meeting.*

These decisions require the application of the procedure provided for in Article 7:96 of the Code on companies and associations. Ian Gallienne left the meeting as he had a conflict of interest. The Management team also left.

Gérald Frère, Cedric Frère and Ségolène Gallienne did not wish to take part in the vote for professional ethics reasons, due to their family ties with Ian Gallienne.

Amaury de Seze stated that, with regard to the additional LTI, on December 15, 2020, a proposal was made to grant Ian Gallienne, for his role as CEO of GBL, similar long-term remuneration set at 225% of the fixed annual gross basic remuneration, equivalent to twice the fixed annual net remuneration. The amount of the value of the shares underlying the options to be granted at the end of 2020 is EUR 4.32 million, or 86,400 options.

The options shall have exactly the same characteristics as those granted in May 2020. Therefore, they may only be exercised three years after the grant, within the windows provided for by the plan, and provided that on that date, the three-year TSR is at least 5% per year on average. Thereafter, this condition must be met monthly, with the TSR covering the period elapsed since the grant.

Regarding staff and subject to approval by the Board, the Committee was informed of the CEO's decision to grant options on December 15, 2020 with an underlying maximum value of the assets of the subsidiary to which the options shall relate of EUR 14.2 million.

The plan for employees and the CEO, as in June 2020, shall take the form of an annual stock option plan on existing shares in a GBL subsidiary, holding mainly GBL shares to be financed through equity and bank financing, guaranteed by GBL at the market rate.

In this context, the Board was asked to authorise the CEO, with right of substitution, to implement the profit-sharing plan and in particular to:

- *set up GBL's subsidiary (FINPAR VI);*
- *negotiate the credit agreement with a financial institution and the pledge and guarantee agreements for a maximum amount of EUR 15.0 million;*
- *organise management of the option plan, including option liquidity;*
- *complete and fulfil, within this framework and on behalf of GBL, all other formalities required by the profit-sharing plan.*

The Board approves the recommendations of the Nomination, Remuneration and Governance Committee referred to above and underlines that the consequences of this plan and its terms are minor for the company."

8. Policy relating to transactions in GBL securities

The rules relating to transactions in GBL securities are contained in the "Dealing Code", which can be found in Appendix 2 to the Charter. The Dealing Code lays down the Company's internal policy on the prevention of market abuse. More specifically, it establishes the rules designed to prevent the illegal use of inside information by Directors and employees of the Company and the GBL group. Under these rules, it defines the windows during which these people are prohibited from buying or selling, or attempting to buy or sell, GBL securities on their own behalf or that of a third party, either directly or indirectly ("closed periods").

A calendar of the closed periods, as defined in the Charter, is also provided to the CEO, other Directors and members of staff.

In addition, the Directors and other potential insiders, whose names are included on a list kept by the Company, must inform the General Secretary before carrying out any transaction in GBL securities.

Finally, GBL Directors and persons closely connected to them are also legally obliged to notify the Belgian Financial Services and Markets Authority (FSMA) of any transactions in GBL securities performed on their own behalf.

The General Secretary ensures the application of all legal measures relating to market abuse and measures laid down by the Charter. He is available to provide members of the Board of Directors and staff with any information on this subject.

9. Shareholders

9.1. Compliance with the provisions of the 2020 Code concerning shareholders

The Company complies with all of the provisions of the 2020 Code concerning shareholders.

Accordingly, one or more shareholders who collectively own at least 3% of the Company's share capital may request the addition of an item to the agenda of the General Meeting, and may also submit proposals for decisions concerning the items to be discussed or to be placed on the agenda. The threshold from which one or more shareholders may request the calling of a General Meeting is set at 10% of the share capital.

Furthermore, the Company publishes the results of votes and the minutes of the General Meeting on its website as soon as possible after the Meeting.

9.2. Relations with the controlling shareholder

The shareholding of the Company is described in section 1.1.1. above.

Following the success of the project to simplify the ownership structure by the Company's controlling shareholder, the Frère and Power Corporation of Canada groups, through their vehicle of control Parjointco S.A. and its subsidiary Parjointco Switzerland S.A.:

- have gone from de jure control to de facto control over GBL due to the double voting right adopted at the 2020 General Meeting; and
- hold approximately 28.23% of GBL's capital (43.23% of the voting rights) plus GBL's self-control (5.4% as at December 31, 2020).

Furthermore, by letter dated March 1, 2021, Parjointco S.A. confirmed to the Board of Directors its strategic objectives as controlling shareholder, in accordance with the 2020 Code. These objectives are:

- maintain its stake in the Company in order to ensure joint control of the groups Power Corporation of Canada and Frère in the Company;
- support GBL's strategy of deploying capital in quality assets, leaders in their sector, and generally promote long-term value creation in a sustainable way;
- encourage GBL to act as a professional, active and responsible investor.

During its meeting on March 11, 2021, the Board of Directors assessed the need to enter into a relationship agreement between the Company and Parjointco S.A. It has determined that such an agreement is not necessary, as the controlling shareholder has demonstrated, for many years, that it has used its position judiciously by avoiding conflicts of interest and respecting the rights and interests of minority shareholders.

9.3. Information on shareholding structure

9.3.1. Notification in accordance with legislation on takeover bids

On February 21, 2008, the Company received a notification from its controlling shareholders concerning their holding in GBL as at September 1, 2007.

This notification was sent in accordance with Article 74 § 7 of the law of April 1, 2007 on takeover bids. Under this law, shareholders who hold more than 30% of the capital of a listed company are exempted from the obligation to launch a takeover bid on this company provided that they have notified the FSMA of their holding by the time of the law's entry into force (i.e. September 1, 2007) and the company concerned by February 21, 2008 at the latest.

Pursuant to this law, these shareholders are also obliged to report any change in their controlling interest to the FSMA and to the company concerned each year. They therefore sent GBL an update of the controlling shareholding structure as at September 1, 2020, which is set out below:

- Number and percentage of shares with voting rights held by the declaring parties:

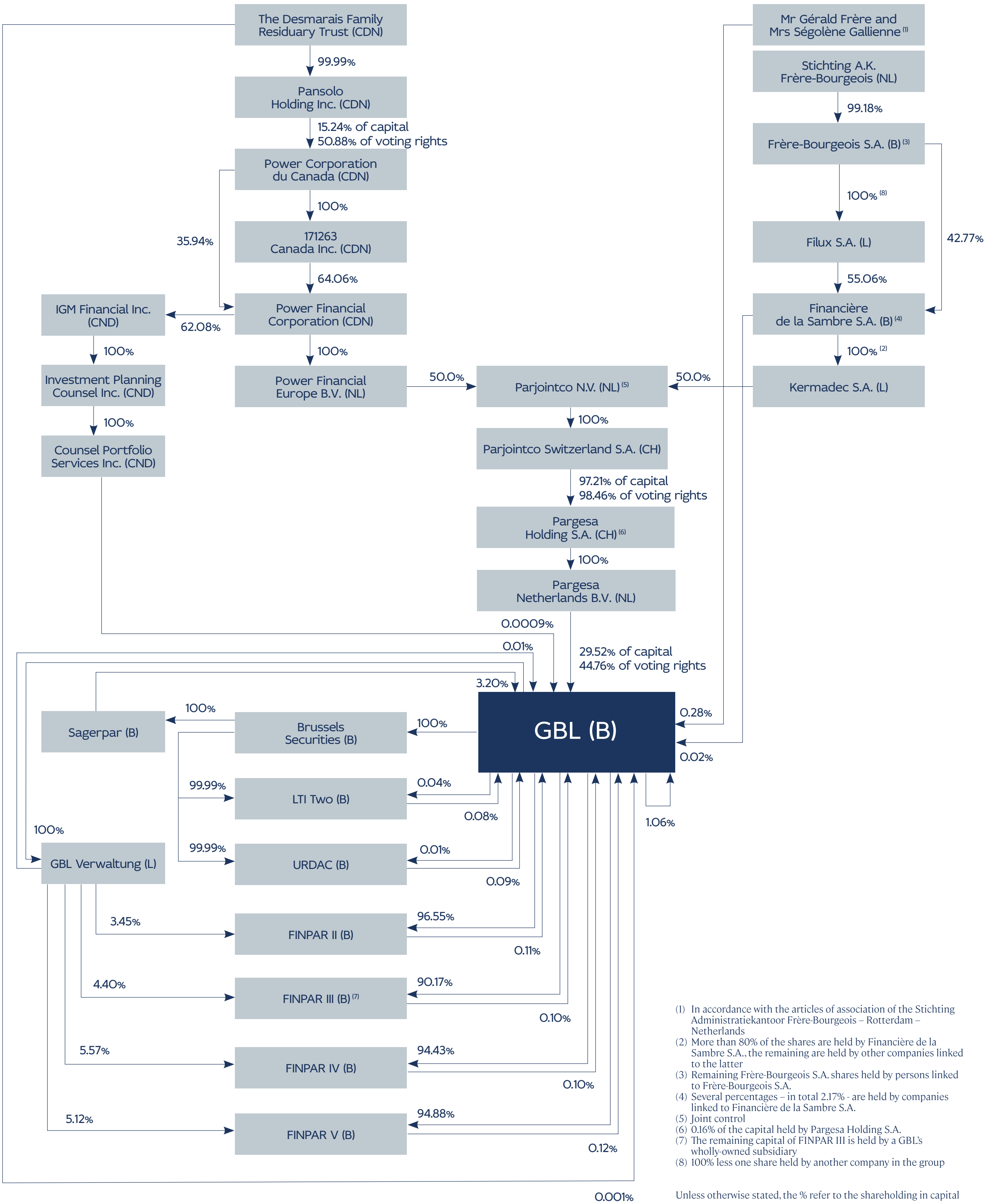
Shareholders	Number of shares with voting rights	%
Gérald Frère	451,515	0.28
Ségolène Gallienne	5,350	0.00
Financière de la Sambre S.A.	38,500	0.02
Paul Desmarais, Jr.	350	0.00
The Desmarais Family Residuary Trust	500	0.00
Counsel Portfolio Services	1,360	0.00
Pargesa Netherlands B.V.	47,625,828	29.52
Groupe Bruxelles Lambert S.A.(1)	1,702,752	1.06
Sagerpar S.A.(1)	5,169,209	3.20
GBL Verwaltung S.A.(1)	22,500	0.01
LTI Two S.A.(1)	129,770	0.08
URDAC S.A.(1)	141,108	0.09
FINPAR II S.A.(1)	171,678	0.11
FINPAR III S.A.(1)	161,956	0.10
FINPAR IV S.A.(1)	154,568	0.10
FINPAR V S.A.(1)	192,884	0.12
Total	**55,969,828**	**34.69**

(1) Shares with suspended voting rights

- Natural and/or legal person(s) ultimately controlling the declaring legal persons:

  The Desmarais Family Residuary Trust, Gérard Frère and Ségolène Gallienne, bound by a concerted action agreement.

Chain of control as at August 31, 2020



(1) In accordance with the articles of association of the Stichting Administratiekantoor Frère-Bourgeois – Rotterdam – Netherlands
(2) More than 80% of the shares are held by Financière de la Sambre S.A., the remaining are held by other companies linked to the latter
(3) Remaining Frère-Bourgeois S.A. shares held by persons linked to Frère-Bourgeois S.A.
(4) Several percentages – in total 2.17% - are held by companies linked to Financière de la Sambre S.A.
(5) Joint control
(6) 0.16% of the capital held by Pargesa Holding S.A.
(7) The remaining capital of FINPAR III is held by a GBL's wholly-owned subsidiary
(8) 100% less one share held by another company in the group

Unless otherwise stated, the % refer to the shareholding in capital

9.3.2. Notification of major holdings in 2020

In accordance with Belgian legal requirements on transparency, all GBL shareholders must make a disclosure whenever their voting rights either exceed or fall below the thresholds of 5%, 10%, 15% and all other multiples of 5% of the total voting rights.

GBL's Articles of Association do not lay down a declaration threshold lower than 5% or 10%.

The Extraordinary General Meeting of April 28, 2020 amended the Articles of Association to grant double voting rights for Company shares that have been registered for at least two years, without interruption, in the name of the same shareholder in the register of registered shares (see Article 11 of the Articles of Association).

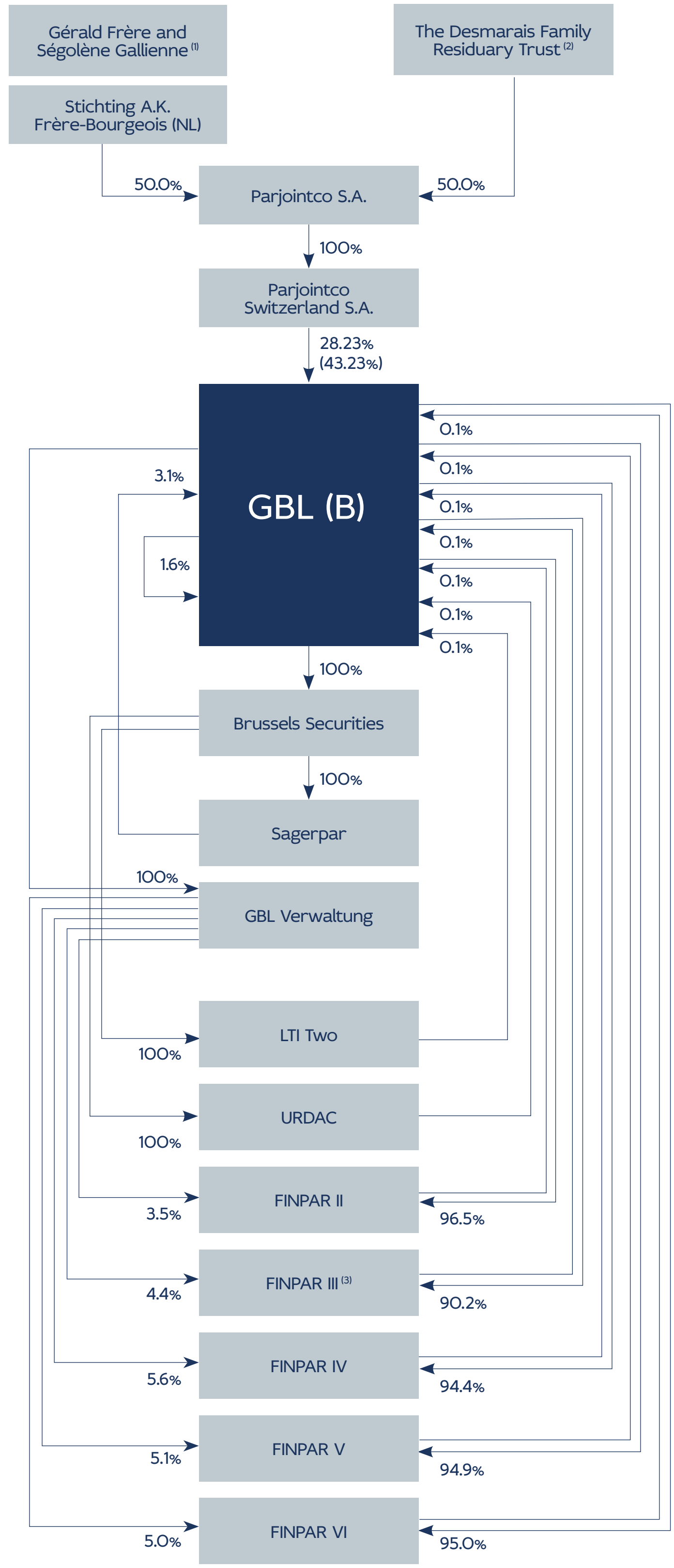
GBL received the following transparency notifications in 2020:

- on May 5, 2020, a transparency notification showing that as at April 28, 2020, following the introduction of double voting rights in GBL's Articles of Association, Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust and Pargesa Netherlands now hold 69.20% of GBL's voting rights;
- on June 19, 2020, a notification from Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust, Parjointco Switzerland S.A. and Pargesa Netherlands showing that they hold 53.90% of GBL 's voting rights as at June 16, 2020;
- on June 23, 2020, a transparency notice that as at June 16, 2020 First Eagle Investment Management LLC holds 6.07% of GBL's voting rights;
- on July 7, 2020, a notification from Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust, Parjointco Switzerland S.A. and Pargesa Netherlands under which they hold 49.61% of GBL 's voting rights as at July 6, 2020;
- on October 13, 2020, a transparency notification showing that, as at October 9, 2020 Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust and Pargesa Netherlands hold 50% of GBL's voting rights;
- on December 1, 2020, a notification from Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust and Parjointco Switzerland S.A. showing that they hold 48.63% of GBL's voting rights as at November 30, 2020.

9.3.3. Shareholding structure as at December 31, 2020

	Number of voting rights		% of voting rights		Date of exceeding the threshold
Shareholders	Attached to securities	Not linked to securities	Attached to securities	Not linked to securities	
Gérald Frère, Ségolène Gallienne, Stichting Administratiekantoor Frère-Bourgeois, The Desmarais Family Residuary Trust and Parjointco Switzerland S.A.	102,467,079	-	48.63%	-	November 30, 2020
First Eagle Investment Management LLC	13,310,034	-	6.07%	-	June 16, 2020

9.3.4. Organisation chart relating to control of GBL as at December 31, 2020



( ) Voting rights
(1) Under the Articles of Association of Stichting Administratiekantoor Frère-Bourgeois (Rotterdam – Netherlands), these two people exercise joint control over the voting rights linked to certified securities
(2) Trustees of a trust set up on the death of Paul G. Desmarais, for the benefit of certain members of the Desmarais family
(3) The balance of FINPAR III's capital is held by a wholly-owned subsidiary of GBL

10. Other information relating to the Company

10.1. History and development

The Company was founded as the result of the merger in April 2001 between GBL S.A. and Electrafina, in which GBL S.A. held a stake of more than 80%.

Over the years, Electrafina became the "energy arm" of the group, holding its interests in the oil and electricity industries. Later, it also invested in media. GBL S.A., on the other hand, held direct interests in fields such as financial services, real estate and trade. Over time, the differences between the assets of the parent company and its subsidiary became less pronounced and all assets were brought together into a single entity.

This merger also conformed to the group's strategy of keeping its assets internationally positioned in a portfolio in a context of concentration and increasing competition, which resulted in its divestment of the financial services and the sale of interests that had become marginal.

Since then, the group's portfolio has been composed of companies with an international footprint that are leaders in their market, and within which GBL can contribute to the creation of value in its role as an active professional investor.

10.2. Name

Groupe Bruxelles Lambert
Groep Brussel Lambert
in abbreviated form "GBL"

The French and Dutch registered names may be used together or separately.

10.3. Registered office

24, avenue Marnix - 1000 Brussels

The registered office may be transferred to any other address in Belgium by decision of the Board of Directors.

10.4. Legal form, incorporation and statutory publications

The Company was incorporated on January 4, 1902 as a limited liability company under Belgian law, by deed executed by Edouard Van Halteren, Notary in Brussels, published in the Appendices to the Belgian Official Gazette of January 10, 1902, reference number 176.

The Articles of Association have been amended on a number of occasions, most recently by a deed dated April 28, 2020 published in the Appendices to the Belgian Official Gazette of May 25, 2020, reference number 0059981, and June 30, 2020, reference number 0073407.

10.5. Legislation governing its activities

The Company is governed by existing and future laws and regulations applicable to public limited companies and by its Articles of Association.

10.6. Register of Legal Entities

The Company is registered in the Register of Legal Entities (RPM) under the business number 0407.040.209.

10.7. Legal Entity Identifier

The Company's Legal Entity Identifier is 549300KV0ZEHT2KVU152.

10.8. Term

The Company is incorporated for an unlimited period.

10.9. Purpose

The Company's object is:

- to carry out for itself or on behalf of third parties all real estate, financial and portfolio management transactions; to this end, it may create companies or bodies, take stakes therein, carry out all financing, consignment, loan, pledge or deposit transactions;
- to carry out all studies and provide technical, legal, accounting, financial, commercial, administrative or management assistance on behalf of companies or bodies in which it holds a direct or indirect interest, or on behalf of third parties;
- to insure for itself or on behalf of third parties any transport or transit companies.

The Company may be interested by contribution or merger in any existing or future companies or bodies whose object is similar, analogous or related to its own or which would be of such a nature as to confer on it any advantage in terms of achieving its object.

10.10. Share capital

10.10.1. Issued capital

As at December 31, 2020, the fully paid-up share capital amounts to EUR 653,136,356.46. It is represented by 161,358,287 shares without par value.

Subject to the provisions of section 10.10.2, all shares, representing capital, have the same rights.

GBL has not issued any other class of shares, such as non-voting or preferential shares.

In accordance with the law of December 14, 2005 on the elimination of bearer shares, holders of bearer shares had to convert their securities into registered or dematerialised shares by December 31, 2013 at the latest. Bearer shares that had not been converted into registered or dematerialised shares as at January 1, 2014 were automatically converted into dematerialised shares registered in a securities account in GBL's name.

Since January 1, 2014, the exercising of bearer share rights has been suspended in accordance with the law.

The law also provides that, as from January 1, 2015, issuers must put any unclaimed bearer shares up for sale on the stock market and announce this mandatory sale in good time in line with the applicable regulations. Once the unclaimed bearer shares have been sold, the net proceeds of this sale (in other words, the proceeds less any custodian costs) must be transferred to the Caisse des Dépôts et Consignations within fifteen days.

In accordance with this obligation, two notices stating the maximum number of securities liable to be put up for sale and the depositing deadline and location for bearer shares were published by GBL and Euronext on their websites. An initial notice was published on December 5, 2014 and concerned 69,082 unclaimed bearer shares, while a second notice was published on October 2, 2015 relating to 32,656 bearer shares from share exchange reserves. These notices were also published in the Belgian Official Gazette of December 11, 2014 and October 6, 2015 respectively. Following the publication of these notices, the shares in question were sold on the stock exchange on January 21, 2015 (69,082 shares) and November 16, 2015 (32,656 shares). The proceeds from these sales were transferred on January 23, 2015 and November 18, 2015 to the Caisse des Dépôts et Consignations.

Since December 31, 2015, the owners of these old bearer shares have been entitled to demand payment of the corresponding proceeds from the Caisse des Dépôts et Consignations, subject to these owners being able to provide proof of ownership. However, the law of December 14, 2005 provides that, as from January 1, 2016, such reimbursement shall be subject to a fine of 10% of the proceeds from the sale of the underlying bearer shares, calculated per year of delay that has commenced. GBL is therefore no longer involved in this process.

10.10.2. Authorised capital

The Extraordinary General Meeting of April 28, 2020 renewed, for a period of five years, the authorisation given to the Board of Directors to:

- increase the share capital, on one or more occasions, by up to EUR 125 million;
- decide to issue, on one or more occasions, convertible bonds or bonds redeemable in shares, subscription rights or other financial instruments, whether or not they are attached to bonds or other securities, and that may in time give rise to capital increases of a maximum amount such that the amount of the capital increases that may result from the exercise of these conversion or subscription rights, whether or not they are attached to such securities, does not exceed the authorised amount remaining as defined by the above-mentioned limits.

In both cases, the Board of Directors may, in the interests of the Company, limit or cancel the preferential subscription rights of the existing shareholders according to the conditions provided for by law.

This authorisation, which was granted for the first time in 1987, was last renewed on April 28, 2020. It is valid for a five-year period from May 25, 2020, i.e. until May 2025.

As at December 31, 2020, the authorised capital amounts to EUR 125 million.

Based on this amount, a maximum of 30,881,431 new shares may be created.

10.10.3. Own shares

The Extraordinary General Meeting of April 28, 2020 renewed the authorisation given to the Company's Board of Directors, for a period of five years, to buy a maximum of 32,271,657 of its own shares, in accordance with the legal provisions. The unit price may not be more than ten percent (10%) lower than the lowest price in the twelve (12) months preceding the transaction, or more than ten percent (10%) higher than the highest of the last twenty (20) share prices preceding the transaction.

This authorisation also covers purchases by GBL's direct and indirect subsidiaries.

The same Extraordinary General Meeting also renewed the authorisation of the Board of Directors to purchase and divest its own shares when such a purchase or divestment is necessary to prevent serious and imminent harm to the Company. This authorisation is valid for three years from May 25, 2020, i.e. until June 2023.

The Board of Directors may also sell its own shares on or off the stock market without the prior intervention of the General Meeting and without any time limits, under certain conditions.

The Company has entered into a liquidity agreement to improve the market liquidity of GBL shares. This agreement is performed on a discretionary basis by a third-party on behalf of GBL within the limits of the authorisation granted by the General Meeting of April 28, 2020, as well as in compliance with the applicable laws.

In 2020, GBL's Board of Directors also authorised the Company, if appropriate and depending on market conditions, to buy back own shares amounting to up to EUR 250 million.

Purchases and sales of own shares in 2019 and 2020 are presented in detail on page 185 of this annual report.

10.11. Voting rights

There are no statutory restrictions on the exercise of voting rights, without prejudice to general rules on admission to the General Meeting.

Pursuant to Article 11 of the Articles of Association, double voting rights were granted to Company shares that have been registered for at least two years, without interruption, in the name of the same shareholder in the register of registered shares.

As at December 31, 2020, the total number of voting securities and the total number of voting rights were split as follows:

Total capital	EUR 653,136,346.46
Total number of securities conferring voting rights	161,358,287
Number of securities conferring double voting rights	49,371,501
Total number of voting rights (= denominator)	210,729,788

This situation (the denominator) serves as the basis for the reporting of the exceeding of thresholds by shareholders.

10.12. Documents available to the public

10.12.1. Shareholders' access to information, website and email address

GBL has set up a website to provide information to its shareholders (http://www.gbl.be).

This site, which is updated regularly, contains the information required under the Royal Decree of November 14, 2007 on the obligations of issuers of financial instruments admitted to trading on a regulated market.

This information includes accounts, annual reports and all press releases issued by the Company, as well as any useful and necessary information about General Meetings and shareholders' attendance at such meetings, including the conditions provided for by the Articles of Association for the calling of (Ordinary and Extraordinary) General Meetings.

The results of votes, as well as the minutes of General Meetings, are also published on the website.

The Company's email address, within the meaning of Article 2:31 of the Code on companies and associations, is info@gbl.be.

10.12.2. Places where publicly accessible documents may be viewed

The Company's Consolidated Articles of Association may be viewed at the Registry of the Brussels Commercial Court, at the Company's registered office and on its website (http://www.gbl.be).

Annual accounts are filed with the National Bank of Belgium and may be viewed on GBL's website. Resolutions relating to the appointment and removal of members of the Company's executive bodies are published in the Appendices to the Belgian Official Gazette.

Financial notices relating to the Company are published in the financial press. Other documents available for public inspection may be viewed at the Company's registered office.

The Company's annual report is sent each year to registered shareholders and to any person requesting a copy. It is available free of charge at the registered office.

The annual reports and all the documents referred to in this section may be viewed on the Company's website.

List of other offices held by the members of the Board of Directors between 2016 and 2020 [1]

Paul Desmarais, Jr.

Chairman of the Board of Directors

List of activities and other mandates exercised in Belgian and foreign companies:

- Director and Chairman of the Board of Power Corporation of Canada (CDN) and Power Financial Corporation (CDN).
- Chairman of the Board, Treasurer and Director of Belvoir Canada Inc. (CDN) and Belvoir Investments Corporation (CDN).
- Chairman, Secretary/Treasurer and Director of 4379071 Canada Inc. (CDN) and Pet Care Holdings ULC (CDN).
- Chairman and Director of Placements Paquerais Inc. (CDN) and Desmarais Realty Corporation (CDN).
- Chairman of the Board and Director of The Memphrémagog Golf Club Inc. (CDN).
- Vice-Chairman and Director of 2790343 Canada Inc. (CDN), Cimetière Laforest (CDN), Laforest Trustee Corporation (CDN) and Palso Investments Inc. (CDN).
- Director, Vice-Chairman and Vice-Chairman of the Board of Sanpalo Investments Corporation (CDN).
- Co-Chairman and Director of Louisefam Holding Corporation (CDN) and Sophiefam Holding Corporation (CDN).
- Director of GWL&A Financial Inc. (USA), Power Communications Inc. (CDN), SGS S.A. (CH), AppDirect Inc. (USA), Lakefield Acquisition Corporation (USA), 9058-3105 Québec Inc. (CDN) and Desmarais Interiors Inc. (CDN).
- Director and Member of the Human Resources Committee and of the Risk Management Committee of The Canada Life Assurance Company (CDN).
- Director and Member of the Human Resources Committee and of the Governance and Nominating Committee of IGM Financial Inc. (CDN), Investors Group Inc. ("IG Wealth Management") (CDN) and Mackenzie Inc. (CDN).
- Executive Vice-Chairman and Director of Paul G. Desmarais Foundation (CDN).
- Director and Member of the Executive Committee and of the Human Resources Committee of Putnam Investments LLC (USA).
- Director and Executive Member of the Investment Committee and of the Governance and Nominating Committee of Great-West Life & Annuity Insurance Company (USA).
- Director and Member of the Human Resources Committee of Empower Retirement LLC (USA)
- Chairman of the Advisory Committee of Sagard Private Equity Partners (F).
- Member of the Supervisory Board of Parjointco S.A. (B) and Power Financial Europe S.A. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Co-CEO of Power Corporation of Canada *(CDN) (until 2020)*.
- Executive Co-Chairman of the Board of Power Financial Corporation (CDN) (*until 2020*).
- Director and Chairman of the Board of 171263 Canada Inc. (CDN) (*until 2020*) and Power Corporation International (CDN) (*until 2020*).
- Chairman of the Board and CEO of Pargesa Holding S.A. (CH) (*until November 20, 2020*).
- Vice-Chairman and Director of 2945355 Canada Inc. (CDN) (*until December 2019*) and Ansopolo Investments Corporation (CDN) (*until February 2020*).
- Director of Great-West Financial (Canada) Inc. (CDN) (*until 2017*), Great-West Financial (Nova Scotia) Co. (CDN) (*until 2017*), Total S.A. (F) (*until 2017*), Steve Nash Fitness Centers (CDN) (*until 2016*), 152245 Canada Inc. (CDN) (*until 2020*), Power Communications Inc. (CDN) (*until 2020*), Canada Life Financial Corporation (CDN) (*until December 2019*), The Great-West Life Assurance Company (CDN) (*until December 2019*), London Life Insurance Company (CDN) (*until December 2019*), London Insurance Group Inc. (CDN) (*until December 2019*), The Canada Life Insurance Company of Canada (CDN) (*until 2020*) and Great-West Lifeco Inc. (CDN) (*until 2020*).
- Director and Deputy Chairman of the Board of La Presse Ltd. (CDN) (*until 2019*), Gesca Ltd. (CDN) (*until 2019*) and Square Victoria Communications Group Inc. (CDN) (*until 2018*).
- Director and Member of the Nomination, Compensation and Governance Committee of LafargeHolcim (CH) (*until 2020*).
- Member of the Executive Committee of London Insurance Group Inc. (CDN) (*until 2017*).
- Vice-Chairman of 159964 Canada Inc. (CDN) (*until 2018*).

Gérald Frère

Vice-Chairman of the Board of Directors

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairman of the Board of Directors and CEO of GFO S.R.L. (B).
- Chairman of the Board of Directors of Stichting Administratiekantoor Bierlaire (NL), Domaines Frère-Bourgeois S.A. (B) and Frère-Bourgeois S.A. (B).
- Director of Fonds Charles-Albert Frère A.S.B.L. (B) and Haras de la Bierlaire S.A. (B).
- Member of the Supervisory Board of Parjointco S.A. (B).
- Chairman of the Raad van Bestuur of Stichting Administratiekantoor Frère-Bourgeois (NL).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Chairman of the Board of Directors of Loverval Finance S.A. (B) (*until December 28, 2017*).
- First Vice-Chairman of the Board of Directors of Pargesa Holding S.A. (CH) (*until November 20, 2020*).
- Vice-Chairman of the Board of Directors and CEO of Pargesa Holding S.A. (CH) (*until December 31, 2018*), Financière de la Sambre S.A. (B) (*until January 25, 2018*) and Frère-Bourgeois S.A. (B) (*until January 25, 2018*).
- Director Secretary of Fondation Charles-Albert Frère FUP (B) (*until March 11, 2019*) and Fonds Charles-Albert Frère A.S.B.L. (B) (*until June 30, 2020*).
- Director of Erbe S.A. (B) (*until December 28, 2017*) and Power Financial Corporation (CDN) (*until February 28, 2020*).
- Member of the Related Party and Conduct Review Committee of Power Financial Corporation (CDN) (*until May 12, 2016*).
- Regent and Member of the Budget Committee of the National Bank of Belgium S.A. (B) (*until May 22, 2018*).
- Manager of Agriger S.P.R.L. (B) (*until June 15, 2017*).
- Member of the Raad van Bestuur of Stichting Administratiekantoor Frère-Bourgeois (NL) (*until end February 2019*).
- Member of the Remuneration Committee of Power Financial Corporation (CDN) (*until February 28, 2020*).

(1) Other than offices held in GBL's wholly-owned subsidiaries

Ian Gallienne

CEO

List of activities and other mandates exercised in Belgian and foreign companies:

- Director of Imerys (F), Pernod Ricard (F), SGS S.A. (CH), adidas AG (D), Frère-Bourgeois (B), Compagnie Nationale à Portefeuille S.A. (B), Webhelp (F) and Société Civile du Château Cheval Blanc (F).
- Member of the Strategic Committee of Pernod Ricard (F).
- Member of the General Committee of adidas AG (D).
- Member of the Remuneration Committee of Pernod Ricard (F).
- Member of the Remuneration Committee and of the Corporate Governance & Sustainability Committee of SGS S.A. (CH).
- Chairman of the Strategic Committee and Member of the Appointments Committee and of the Compensation Committee of Imerys (F).
- Manager of SCI Serena 2017 (F).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Ergon Capital S.A. (B) (*until February 15, 2016*), Lafarge (F) (*until March 17, 2016*), Erbe S.A. (B) (*until December 28, 2017*) and Umicore (B) (*until April 25, 2017*).
- Manager of Ergon Capital II S.à r.l. (L) (*until February 15, 2016*).
- Member of the Audit Committee of adidas AG (D) (*until 2020*).

Antoinette d'Aspremont Lynden

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director of BNP Paribas Fortis (B).
- Chairwoman of the Audit Committee of BNP Paribas Fortis (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Member of the Audit Committee of BNP Paribas Fortis (B) (*until July 2019*).
- Member of the Risk Committee of BNP Paribas Fortis (B) (*until July 2019*).
- Member of the Remuneration Committee of BNP Paribas Fortis (B) (*until July 2019*).

Laurence Danon Arnaud

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairwoman of Primerose SAS (F).
- Director of Amundi (F), TF1 (F) and Gecina (F).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Nihil

Victor Delloye

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director - General Secretary of Frère-Bourgeois S.A. (B) and Financière de la Sambre S.A. (B).
- Executive Director of Compagnie Nationale à Portefeuille S.A. (B), Investor S.A. (B) and Carpar S.A. (B).
- CEO of Fondation Charles-Albert Frère FUP (B).
- Director of Domaines Frère-Bourgeois S.A. (B), Finer S.A. (L), Filux S.A. (L), Swilux S.A. (L), GB-INNO-BM S.A. (B), GIB Group International S.A. (L), GFO S.R.L. (B) and Parjointco Switzerland S.A. (CH).
- Member of the Supervisory Board of Parjointco S.A. (B).
- Vice-Chairman of the Board of Directors of Association Belge des Sociétés Cotées A.S.B.L. (B).
- Member of the Raad van Bestuur of Stichting Administratiekantoor Bierlaire (NL), Stichting Administratiekantoor Peupleraie (NL) and Stichting Administratiekantoor Frère-Bourgeois (NL).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Chairman of the Board of Directors of Geseluxes S.A. (L) (*until December 11, 2020*).
- CEO of Delcortil S.A. (B) (*until December 28, 2016*) and Fonds Charles-Albert Frère A.S.B.L. (B) (*from July 1, 2017 until June 30, 2020*).
- Director - General Secretary of Loverval Finance S.A. (B) (ex-Compagnie Nationale à Portefeuille S.A.) (*until December 28, 2017*), Erbe S.A. (B) (*until December 28, 2017*), Compagnie Immobilière de Roumont S.A. (B) (*until December 13, 2018*), Europart S.A. (B) (*until November 12, 2018*), Fibelpar S.A. (B) (*until November 12, 2018*), Compagnie Nationale à Portefeuille S.A. (B) (*until 2019*), Investor S.A. (B) (*until 2019*) and Carpar S.A. (B) (*from May 27, 2016 until 2019*).
- Director of Pargesa Holding S.A. (CH) (*until November 20, 2020*), Brufinol (L) (*until December 22, 2017*), Kermadec S.A. (L) (*until March 23, 2016*), Cargefin S.A. (L) (*until December 28, 2016*) and GIB Corporate Services S.A. (B) (*until August 24, 2018*).
- Director of Fibelpar S.A. (B) as permanent representative of Loverval Finance S.A. (ex-Compagnie Nationale à Portefeuille S.A.) (*until April 27, 2016*), Carpar S.A. (B) as permanent representative of Loverval Finance S.A. (ex-Compagnie Nationale à Portefeuille S.A.) (*until May 27, 2016*) and GIB Corporate Services S.A. (B) as permanent representative of Loverval Finance S.A. (ex-Compagnie Nationale à Portefeuille S.A.) (*until September 21, 2017*).
- Co-Manager of the partnership ESSO (*from March 14, 2018 until June 2019*).

Paul Desmarais III

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- First Vice-Chairman of Power Corporation of Canada (CDN) and Power Financial Corporation (CDN).
- Chairman and CEO of Sagard Holding ULC (CDN).
- Chairman of Peak Achievement Athletics (CDN).
- Chairman of the Board of Directors of Wealthsimple Financial Corp Inc. (CDN) and Wealthsimple Inc (CDN).
- Director of Imerys (F), Koho Financial Inc. (CDN) and Personal Capital Corporation (USA).
- Member of the Strategic Committee of Imerys (F).
- Member of the Management Board of Parjointco S.A. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Great-West Financial (Canada) Inc. (CDN) (*until May 2017*), Canada Life Financial Corporation (CDN) (*until November 2019*), London Insurance Group Inc. (CDN) (*until May 2017*), London Life Insurance Company (CDN) (*until November 2019*), Mackenzie Inc. (CDN) (*until May 2019*), The Canada Life Insurance Company of Canada (CDN) (*until November 2019*), The Canada Life Assurance Company (CDN) (*until November 2019*), GWL&A Financial Inc. (CDN) (*until July 2016*), Investors Group Inc. (CDN) (*until May 2019*), The Great-West Life Assurance Company (CDN) (*until November 2019*), Putnam Investments, LLC (USA) (*until May 2016*), IntegraMed America Inc. (USA) (*until August 2019*), IntegratedMed Fertility Holding, LLC (USA) (*until August 2019*), IntegraMed Holding Corp. (USA) (*until August 2019*), IntegraMed America Inc. (USA) (*until August 2019*), Integrate.ai Inc. (CDN) (*until December 2019*) and Pargesa Holding S.A. (CH) (*until November 20, 2020*).
- Chairman of the Appointments and Compensation Committee of Imerys (F) (*until 2020*).

Cedric Frère

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairman of the Board of Directors, CEO of Haras de la Bierlaire S.A. (B), Manoir de Roumont S.A. (B) and CF Holding S.R.L. (B).
- CEO of Domaines Frère-Bourgeois S.A. (B), Frère-Bourgeois S.A. (B) and Financière de la Sambre S.A. (B).
- Chairman of the Board of Directors of Cheval Blanc Finance SAS (F), Société Civile du Château Cheval Blanc (F) and Filux S.A. (L).
- Director of Investor S.A. (B), Compagnie Nationale à Portefeuille S.A. (B), Carpar S.A. (B), Delcortil S.A. (B), Chimay Malgré Tout S.A. (B), Fondation Saint-Luc FUP (B), Association de la Noblesse du Royaume de Belgique A.S.B.L. (B), Caffitaly System S.p.A. (IT), GFO S.R.L. (B) and 1E S.R.L. (B).
- Director Treasurer Secretary of Fondation Charles-Albert Frère FUP (B).
- Tenured Director of Cheval des Andes (Argentina).
- Manager of Agriger S.P.R.L. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Erbe S.A. (B) (*until December 28, 2017*), Swilux S.A. (L) (*until April 28, 2017*), Société Civile du Château Cheval Blanc (*until June 27, 2019*), Filux S.A. (L) (*until October 7, 2019*) and Pargesa Holding S.A. (CH) (*until November 20, 2020*).
- Director of Carpar S.A. (B) as permanent representative of Manoir de Roumont S.A. (*until May 27, 2016*).
- Director Treasurer of Fonds Charles-Albert Frère A.S.B.L. (B) (*until June 30, 2020*).
- Vice-Chairman, Director of Hippocrène A.S.B.L. (B) (*until September 30, 2020*).
- Regent (*until May 20, 2019*) and Member of the Special Fund Committee (*until May 20, 2019*) of the National Bank of Belgium S.A. (B).

Ségolène Gallienne

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairwoman of the Board of Directors of Diane S.A. (CH).
- Director of Frère-Bourgeois S.A. (B), Compagnie Nationale à Portefeuille S.A. (B), Cheval Blanc Finance SAS (F), Domaines Frère-Bourgeois S.A. (B), Christian Dior SE (F), Fonds Charles-Albert Frère A.S.B.L. (B), Fondation Charles-Albert Frère FUP (B) and Société Civile du Château Cheval Blanc (F).
- Manager of the partnership ESSO (B).
- Chairwoman of the Raad van Bestuur of Stichting Administratiekantoor Peupleraie (NL).
- Member of the Raad van Bestuur of Stichting Administratiekantoor Frère-Bourgeois (NL).
- Member of the Supervisory Board of Parjointco S.A. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Erbe S.A. (B) (*until December 28, 2017*) and Pargesa Holding S.A. (CH) (*until November 20, 2020*).

Claude Généreux

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director and Chairman of the Human Resources Committee of Great-West Lifeco Inc. (CDN), The Canada Life Assurance Company (CDN), Great-West Life & Annuity Insurance Company (USA), Putnam Investments LLC (USA), IGM Financial Inc. (CDN), Investor Group Inc. (CDN), Mackenzie Inc. (CDN) and Empower Retirement LLC (USA).
- Director of The Canada Life Insurance Company of Canada (CDN), Jeanne Sauvé Foundation (CDN), Loran Scholars Foundation (CDN) and Rhodes Scholarship in Canada (CDN).
- Director, Vice-Chairman of the Board, Member of the Executive Committee and of the Human Resources Committee of McGill University (CDN).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director and Chairman of the Human Resources Committee of GWL&A Financial Inc. (USA) (*until July 28, 2020*), The Great-West Life Assurance Company (CDN) (*until December 2019*), London Life Insurance Company (CDN) (*until December 2019*) and Canada Life Financial Corporation (CDN) (*until December 2019*).
- Director of Michaëlle Jean Foundation (CDN) (*until end December 2019*).

Gérard Lamarche

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director of SGS S.A. (CH), Pearsie International (L), Samrée S.A. (L), Multifin S.A. (B) and Gentianes (L).
- Member of the Audit Committee of SGS S.A. (CH).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Lafarge (F) (*until May 4, 2016*), Legrand (F) (*until May 27, 2016*), LafargeHolcim (CH) (*until May 15, 2019*), Total S.A. (F) (*until May 29, 2019*) and Umicore (B) (*until April 30, 2020*).
- Member of the Audit Committee of Legrand (F) (*until May 27, 2016*), Lafarge (F) (*until May 2016*), LafargeHolcim (CH) (*until May 15, 2019*) and Total S.A. (F) (*until May 29, 2019*).
- Chairman of the Remuneration Committee of Total S.A. (F) (*until May 29, 2019*).

Xavier Le Clef

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director of Andes Invest S.A. (B), APG/SGA S.A. (CH), BSS Investments S.A. (B), Cheval Blanc Finance SAS (F), Tagam AG (CH), Transcor Astra Group S.A. (B), Worldwide Energy Ltd AG (CH) and AKKA Technologies SE (B).
- Director and Chairman of the Board of Directors of Caffitaly Sytem S.p.A (I), Finer S.A. (L), Kermadec S.A. (L) and Swilux S.A. (L).
- CEO of Carpar S.A. (B), Compagnie Nationale à Portefeuille S.A. (B), Financière de la Sambre S.A. (B), Frère-Bourgeois S.A. (B) and Investor S.A. (B).
- Chairman of the Supervisory Board of C3 Holding SAS (F).
- Substitute Director of Cheval des Andes S.A. (Argentina).
- Manager of Immobilière Rue de Namur S.à. r.l. (L).
- Member of the Management Board of Parjointco S.A. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of AOT Holding Ltd AG (CH) (*until July 2019*), Carpar S.A. (B) (*from May 2016 until September 2018*), Coffeeblend S.p.A (I) (*from August 2017 until December 2017*), Coffelux S.A. (L) (*from July 2017 until May 2019*), Distriplus S.A. (F) (*until October 2018*), Fidentia Real Estate Investments S.A. (B) (*until May 2016*), Financière Flo SAS (F) (*until January 2017*), GIB Corporate Services S.A. (B) (*from September 2017 until August 2018*), Groupe Flo S.A. (F) (*until June 2017*), International Duty Free S.A. (B) (*until September 2019*), Investor S.A. (B) (*until September 2018*), Loverval Finance S.A. (B) (*until December 2017*), The Belgian Chocolate House Bussels S.A. (B) (*until May 2017*), Tikehau Capital Advisors S.A. (F) (*until June 2016*), Pargesa Holding S.A. (CH) (*from May 2019 until November 20, 2020*), GB-Inno-BM S.A. (B) (*until October 2020*) and Transcor Astra 25 N.V. (NL) (*until January 2018*).
- Manager of Astra Transcor Energy N.V. (NL) (*from July 2016 until February 2018*).

- Director of Carpar S.A. (B) as permanent representative of Investor S.A. (B) (*until May 2016*), GIB Corporate Services S.A. (B) as permanent representative of Compagnie Immobilière de Roumont S.A. (B) (*until September 2017*) and International Duty Free Belgium S.A. (B) as permanent representative of Compagnie Immobilière de Roumont S.A. (B) (*until September 2019*).
- CEO of Compagnie Immobilière de Roumont S.A. (B) (*until December 2018*), Europart S.A. (B) (*until November 2018*) and Fibelpar S.A. (B) (*from April 2016 until November 2018*).
- CEO of Fibelpar S.A. (B) as permanent representative of Investor S.A. (B) (*until April 2016*).
- Manager of Hulpe Offices SCA (B) as permanent representative of Hulpe Office Management SPRL (B) (*from May 2016 until January 2019*).
- Manager of Hulpe Offices Management SPRL (B) (*from May 2016 until January 2019*).
- Director and Member of the Strategic Committee of Imerys (F) (*until May 2018*).
- Manager of Pargesa Asset Management N.V. (NL) (*until June 2017*).
- Member of the Investment Committee of Tikehau Capital Partners S.A. (F) (*until November 2016*).
- Member of the Audit Committee and of the Remuneration Committee of Pargesa Holding S.A. (CH) (*from May 2019 until November 20, 2020*).

Jocelyn Lefebvre

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairman of Sagard SAS (F) and Parjointco Switzerland S.A. (CH).
- Vice-Chairman Europe of Power Corporation of Canada (CDN).
- Member of the Management Board of Parjointco S.A. (B).
- Director of Power Financial Europe S.A. (B).
- Member of the Supervisory Board of Stokocorp SAS (F).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Member of the Supervisory Board of Kartesia Management S.A. (L) (*until July 2016*).
- Vice-Chairman of the Board of Directors, Director and Member of the Audit Committeee of Pargesa Holding S.A. (CH) (*until November 20, 2020*)

Marie Polet

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Chairwoman of the Supervisory Board of British American Tobacco International (Holding) B.V. (NL).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Member of the Supervisory Board of Koninklijke Theodorus Niemeyer B.V. (NL) (*until 2020*).

Amaury de Seze

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Vice-Chairman of the Board of Power Corporation of Canada (CDN).
- Director of Sagard Capital Partners GP, Inc (USA), Sagard Capital Partners Management Corp. (USA), Compagnie Nationale à Portefeuille S.A. (B) and Power Financial Europe S.A. (B).
- Member of the Supervisory Board of Parjointco S.A. (B).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Chairman of the Supervisory Board of PAI Partners SAS (F) (*until November 2019*).
- Vice-Chairman of the Board of Power Financial Corporation (CDN) (*until 2020*).
- Member of the Supervisory Board of Publicis Groupe (F) (*until May 25, 2016*).
- Director of Imerys (F) (*until May 4,2016*), Erbe S.A. (B) (*until December 28, 2017*), RM2 International S.A. (UK) (*until June 30, 2017*), BW Group (BM) (*until December 31, 2020*) and Pargesa Holding S.A. (CH) (*until November 20, 2020*).
- Lead Board Director of Carrefour S.A. (F) (*until June 15, 2017*).

Agnès Touraine

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- CEO of Act III Consultants (F).
- Director of Proximus (B), Rexel (B) and SNCF (F).
- Member of the Supervisory Board of Tarkett (F) and 21 Centrale Partners (F).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of Darty plc. (GB) (*until 2016*) and Keesing (NL) (*until 2020*).

Martine Verluyten

Director

List of activities and other mandates exercised in Belgian and foreign companies:

- Director of STMicroelectronics N.V. (NL).
- Chairwoman of the Audit Committee of STMicroelectronics N.V. (NL).

List of activities and other mandates exercised in Belgian and foreign companies expired during the last five years:

- Director of 3i Group plc. (UK) (*until June 29, 2017*) and Thomas Cook Group plc. (UK) (*until January 2020*).
- Member of the Valuation Committee, of the Nomination Committee and of the Audit and Compliance Committee of 3i Group plc. (UK) (*until June 29, 2017*).
- Chairwoman of the Audit Committee of Thomas Cook Group plc. (UK) (*until January 2020*).
- Member of the Nomination Committee of Thomas Cook Group plc. (UK) (*until January 2020*).

Glossary

With regards to the terms related to financial data on the investments, please refer to the definitions provided by each company in its financial communication.

The specific terminology used in the section on "Accounts as of December 31, 2020" refers to the IFRS (International Financial Reporting Standards) rules as adopted by the European Union.

Finally, the terms used in the "Corporate Governance Statement" refer directly to the 2020 Belgian Code on corporate governance and other specific legislation.

Cash and debt

Net cash or, where applicable, net debt, consists of gross cash (excluding treasury shares) and gross debt.

Gross debt includes all the financial liabilities of the Holding segment (convertible and exchangeable bonds, bonds and bank debt), valued at their nominal repayment value.

Gross cash includes the cash and cash equivalents of the Holding segment. It is valued at the book or market value (for certain cash equivalents).

The cash and debt indicators are presented for the Holding segment to reflect GBL's own financial structure and the financial resources available to implement its strategy.

Discount (%)

The discount is defined as the percentage difference (expressed in relation to the net asset value) between the market capitalisation and the net asset value.

Economic analysis of the result

Cash earnings

- Cash earnings primarily include dividends from portfolio companies and treasury shares, dividends and interests from Sienna Capital, net earnings from the yield enhancement activity, income from cash management, realized exchange differences, tax refunds, less general overheads, gross debt-related charges and taxes. All of these results relate to the Holding activity.
- Cash earnings also are one of the components used in the calculation of the payout ratio.

Mark to market and other non-cash

- The concept of mark to market is one of the foundations of the fair value method of valuation as defined in IFRS international accounting standards, the principle of which is to value some assets and liabilities at their market value on the last day of the financial year.
- Mark to market and other non-cash items in GBL's accounts reflect the changes in fair value of the financial instruments bought or issued (bonds, exchangeables or convertibles, trading assets, options, ...), the actuarial costs of financial liabilities valued at their amortized cost, unrealized exchange differences, various non-cash expenses, as well as the adjustment of certain cash earnings items in accordance with IFRS rules (dividends decided but not paid out during the financial year but after the date of approval of the financial statements, etc.). All these results relate to the Holding activity.

Operating companies (associates or consolidated entities) and Sienna Capital

- This column shows the results, group's share, from consolidated operating companies, i.e. controlled by the group. Control is presumed to exist when GBL has more than 50% of the voting rights, either directly or indirectly.
- Also included are the results, group's share, from associated operating companies, namely operating companies in which the group has significant influence. Significant influence is presumed to exist if the group has more than 20% of the voting rights, either directly or indirectly. Associated operating companies are recorded in the consolidated financial statements using the equity method.
- This column also includes the changes in fair value of the debts on Webhelp's minority shareholders.
- This column also includes the results, group's share, from Sienna Capital, consisting of the various elements relating to its activity: the results, group's share, of associated or consolidated operating companies, (ii) interest income (expenses), (iii) other financial income (expenses), (iv) other operating income (expenses), (v) gains (losses) on disposal, impairments and reversals on non-current assets and (vi) taxes.

Eliminations, capital gains, impairments and reversals

The eliminations, capital gains, impairments and reversals mainly include the elimination of dividends received from associated or consolidated operating companies and from dividends received from own shares as well as gains (losses) on disposals, impairments and reversals on some assets and on discontinued activities. All these results relate to the Holding activity.

ESES and payment of dividend

ESES, for Euroclear Settlement for Euronext-zone Securities, is the single platform for the stock market transactions of Euronext Brussels, Paris and Amsterdam and non-stock market transactions involving securities traded on these markets (OTC).

The theoretical distribution calendar for the dividend is as follows:

- Ex-Date: date (at market opening) from which the underlying share is traded without its dividend or ex-entitlement;
- Record Date (Ex-date + 1): date on which positions are recorded by the central depository (at market closing, after clearing) in order to determine which shareholders are entitled to dividends;
- Payment Date: date of payment of the dividend in cash, at the earliest the day after the Record Date.

Given the time needed for settlement-delivery and ownership transfer relative to D + 2 (D being the transaction date), the last day on which the share is traded with entitlement to dividend distribution is the day before the Ex-Date.

Dividend yield (%)

The dividend yield is defined as the ratio between (i) the gross dividend detached (or the sum of the gross dividends detached) during the period (12 months) and (ii) the stock market price at the beginning of the period.

The dividend yield for year N is therefore the ratio between (i) the gross dividend (or the sum of the gross dividends) having its (their) Ex-Date in year N+1 and (ii) the closing price on the last trading day of year N.

The value of gross dividends not yet declared is estimated using Bloomberg's "BDVD" function. If this function is not available, the last gross dividend declared is used as an estimate.

Group's shareholding

- In **capital**: the percentage interest held directly and indirectly, calculated on the basis of the number of shares in issue on the date of calculation.
- In **voting rights**: the percentage held directly or indirectly, calculated on the basis of the number of voting rights existing on the date of calculation, including suspended voting rights.

Liquidity profile

The liquidity profile corresponds to the sum of gross cash and the undrawn amount of committed credit lines.

Loan To Value (%)

The Loan To Value ratio is calculated on the basis of (i) GBL's net debt relative to (ii) the portfolio's value of GBL increased by, if applicable, the value of the treasury shares underlying the bonds convertible into GBL shares. The valuation methods applied to the portfolio and treasury shares are identical to those used for the net asset value.

Net asset value

The change in GBL's net asset value is, together with the change in its stock price, cash earnings and result, an important criterion for assessing the performance of the group.

The net asset value is a conventional reference obtained by adding gross cash and treasury shares to the fair value of the investment portfolio and deducting gross debt.

The following valuation principles are applied for the portfolio:

- investments in listed companies and treasury shares are valued at the closing price. However, the value of shares underlying any commitments made by the group is capped at the conversion/exercise price;
- investments in unlisted companies are valued on a quarterly basis at their fair value in line with the recommendations of the International Private Equity and Venture Capital Valuation Guidelines (IPEV). Recent investments are valued at their acquisition cost, provided that these valuations are considered as the best estimates of fair value;
- regarding the portfolio of Sienna Capital, the valuation corresponds to the sum of its investments, at fair value based on elements provided by the fund managers, to which is added Sienna Capital's net cash or, where applicable, to which is deducted Sienna Capital's external net debt.

GBL's net asset value is reported together with the results' publication on a quarterly basis.

Some minor events may not have been taken into account in the value reported. The combined effect of these factors may not exceed 2% of the net asset value.

The number of GBL shares used to calculate the net asset value per share is the number of company shares outstanding on the valuation date.

Operating company

An operating company is defined as a company having a commercial or industrial activity, in opposition to an investing company ("holding").

Some minor events may not have been taken into account in the value reported. The combined effect of these factors may not exceed 2% of the net asset value.

The number of GBL shares used to calculate the net asset value per share is the number of company shares outstanding on the valuation date.

Payout ratio (%)

The payout or distribution of dividends ratio is calculated, for the financial year N, by dividing (i) the dividends paid in N+1 for the financial year N by (ii) the cash earnings for the financial year N.

Portfolio

The portfolio includes:

- the other equity investments and investments in associates in the Holding segment;
- Imerys;
- Webhelp; and
- Sienna Capital

System Paying Agent

In ESES, the entity that proceeds with distribution is known as the System Paying Agent. This is the party responsible within Euroclear Belgium for distribution to other participants of the resources related to a specific distribution. The system paying agent may be either an external paying agent (a CSD participant) or the CSD itself.

Total Shareholder Return or TSR (%)

The Total Shareholder Return or TSR is calculated on the basis of the change in the stock market price(s) over the period under consideration, taking into account the gross dividend(s) received during this period and reinvested in securities at the time of receipt. It is expressed on an annualized basis and corresponds to the calculation made by Bloomberg via its "TRA" function. It should be noted that the comparison of GBL's TSR with its benchmark index is based on identical periods in terms of trading days.

Velocity on float (%)

The velocity on float, expressed as a percentage, is an indicator of the stock market activity of a listed company, which corresponds to the ratio between the number of shares traded over a specified period of time on the stock exchange and the float on the last day of that period. The velocity on float is usually calculated per calendar year.

A listed company's float, or floating capital, corresponds to the proportion of the shares actually liable to be traded on the stock exchange. It can be expressed in value, but is more often expressed as a percentage of the market capitalisation.

Weighted average number of ordinary shares (basic calculation)

This corresponds to the number of outstanding ordinary shares at the start of the period, less treasury shares, adjusted by the number of ordinary shares reimbursed (capital reduction) or issued (capital increase), or sold or bought back during the period, multiplied by a time-based weighting factor.

Weighted average number of ordinary shares (diluted calculation)

It is obtained by adding potential dilutive shares to the weighted average number of ordinary shares (basic calculation). In this case, potential dilutive shares correspond to call options granted by the group.

Yield enhancement

The yield enhancement activity consists of executing derivatives instruments (primarily sales of options with short-term maturities on some assets in GBL's portfolio) and in operations on trading assets, aiming at generating an increased yield for GBL. The yield enhancement results are mainly made out of (i) premium of option sales, (ii) capital gains or losses realized in the context of operations on trading assets and (iii) dividends received in relation to trading assets.

Responsible persons

1 Responsibility for the document

Ian Gallienne
CEO

2 Declaration of the persons responsible for the financial statements and for the management report

Ian Gallienne, the CEO, and Xavier Likin, Chief Financial Officer, certify in the name and on behalf of GBL, that to their knowledge:

- the financial statements as of December 31, 2020, contained in this annual report were drawn up in accordance with applicable accounting standards (IFRS or Belgian accounting legislation) and give a fair and true view of the assets as defined by IAS/IFRS, the financial position and results of GBL and of its consolidated companies (1);
- the management report (2) presented in the annual report presents a true picture of the evolution of the activities, results and position of GBL and of its consolidated companies (1), and contains a description of the main risks and uncertainties with which they are confronted.

3 Statutory Auditor

Deloitte Bedrijfsrevisoren/
Reviseurs d'Entreprises
BV o.v.v.e. CVBA / SC s.f.d. SCRL
Represented by Corine Magnin
Gateway Building,
Luchthaven Nationaal 1 J
1930 Zaventem
Belgium

(1) "Consolidated companies" are GBL's subsidiaries within the meaning of Article 6 of the Companies Code
See list of subsidiaries on page 159 of the annual report
(2) Document established by the Board of Directors on March 11, 2021

FOR FURTHER INFORMATION

Groupe Bruxelles Lambert
Avenue Marnix 24
1000 Brussels
Belgium
RLE: Brussels
VAT: BE 0407 040 209
IBAN: BE07 3100 0655 5266
BIC: BBRUBEBB
Website: www.gbl.be

For more information about GBL:
Tel.: +32 2 289 17 17

Dit jaarverslag is ook verkrijgbaar in het Nederlands
Ce rapport annuel est également disponible en français

Design and production: www.aironair.com, www.landmarks.be

Printed in Belgium by Die Keure