Translation for convenience only. The French version of this document prevails.

Guillemot
CORPORATION

Hercules THRUSTMASTER®

2023 UNIVERSAL REGISTRATION DOCUMENT

INCLUDING THE **2023 ANNUAL FINANCIAL REPORT**

2023 UNIVERSAL REGISTRATION DOCUMENT INCLUDING THE 2023 ANNUAL FINANCIAL REPORT

This document also includes the full Management Report
and report on corporate governance.

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

The Universal Registration Document was filed with the AMF (France's financial markets authority), in its capacity as the competent authority under Regulation (EU) 2017/1129, on April 25, 2024. In accordance with Article 9 of the aforementioned regulation, it was filed without prior approval.

The Universal Registration Document may be used for the purposes of a public offering of financial securities or the admission to trading of financial securities on a regulated market provided it is supplemented by a short-form prospectus and, as the case may be, a summary and any amendments to the Universal Registration Document. The resulting documentation shall together be approved by the AMF in accordance with Regulation (EU) 2017/1129.

A cross-reference table is provided on page 214 of this Universal Registration Document to help the reader find the information referred to in Annexes 1 and 2 of Commission Delegated Regulation (EU) 2019/980 of March 14, 2019.

This 2023 annual financial report is a reproduction in PDF format of the official version of the annual financial report prepared in XHTML format, filed with the AMF on April 25, 2024 and available from the issuer's website at www.guillemot.com.

Pursuant to Article 19 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, the following information is incorporated by reference into this Universal Registration Document:

- The consolidated financial statements for the fiscal year ended December 31, 2022, together with the statutory auditors' report pertaining thereto, found on pages 115-149 of the Universal Registration Document filed with the AMF on April 26, 2023 under number D.23-0335 (https://www.guillemot.com/DEU/2022.xhtml)

- The consolidated financial statements for the year ended December 31, 2021, together with the statutory auditors' report pertaining thereto, found on pages 115-149 of the Universal Registration Document filed with the AMF on April 27, 2022 under number D.22-0353 (https://www.guillemot.com/DEU/2021.xhtml)

Information included in these documents other than the information referred to above has, where applicable, been replaced and/or updated with information included in this Universal Registration Document.

CONTENTS

➢ 2023 MANAGEMENT REPORT

Dear Shareholders,

In accordance with statutory and regulatory provisions and the requirements laid down in the Articles of Incorporation, we have convened this shareholders' general meeting to examine the financial statements for the fiscal year ended December 31, 2023 and to report on the business of the Guillemot Corporation Group and its parent company during that year.

The financial statements, reports and other documents and information laid down in regulations were provided or made available to you within the statutory deadlines.

1. BUSINESS OF THE COMPANY AND THE GROUP DURING FISCAL 2023

Listed on the stock market since 1998 and active in its sector since 1984, the Guillemot Corporation Group is a major player in the interactive entertainment market through its two brands, Hercules and Thrustmaster, and is considered a global leader in its field.

The Group specializes in the design and marketing of digital peripherals and accessories for PCs and gaming consoles. Business development is structured around two flagship brands:

- **Hercules** in the audio equipment and peripherals segment (mixing decks for amateur and semi-professional DJs, DJ headphones, streaming audio, etc.)

- **Thrustmaster** in PC and console gaming accessories for experienced gamers as well as consumers more generally (gamepads, racing wheels, joysticks, gaming headsets and farming accessories)

Thanks to its two brands, the Group has a strong reputation in the global PC and console gaming accessories industry. Its extensive portfolio of innovative products, evenly split between its two brands, allows it to capitalize on emerging new trends.

With a presence in 11 countries (France, Germany, the United Kingdom, the United States, Canada, Spain, Italy, Belgium, the Netherlands, China [Shanghai, Shenzhen and Hong Kong] and Romania), the Group distributes its products in over 150 countries and develops accessories that combine innovative hardware and software in response to current challenges. Thanks to the quality of its products and its efficient organization, the Group is able to stay ahead of changes in the markets in which it operates.

Ever since it was created and brought its first products to market, the Group has based its strategic business model on innovation, offering high-performance digital solutions that maximize enjoyment for lovers of digital audio and gamers. Some years ago, the Group adopted a regional sales organization to optimize the availability of Hercules and Thrustmaster products across retail networks and ensure all its users were well served. Its products are now available in over 150 countries worldwide.

With four research and development units based in France, Canada, Romania and China, the Group has expertise in audio technology as well as research and development teams all over the world, enabling it to design products at the cutting edge of technology. Hercules is renowned for its innovation in the musical entertainment market, a segment with universal reach in which it aims to expand.

Drawing on its ability to innovate and adapt to consumer needs, the Group's identity is underpinned by three core principles: consumer confidence, service and added value. The Group is constantly seeking to maintain its technological lead and differentiate itself so as to meet current market challenges and create even more added value.

Passion, quality and innovation are the fundamental values espoused by the Group, which stands out for its innovation methods based on design thinking.

The Group worked with its research and development teams throughout 2023 to offer a raft of major new releases so as to instill fresh sales momentum and leverage a strong crop of new games released in the year.

This was reflected in the following actions:

- Expansion of the product range and diversification of the Group's business through the recent launch of a number of new product lines in farming/trucking and streaming to broaden the scope of the Thrustmaster and Hercules brands
- Launch of the *DJControl Inpulse T7* motorized controller, the Hercules brand's new flagship product
- Release of the *T818 Ferrari SF1000 Simulator* racing wheel, officially licensed by Ferrari
- December 2023 launch of a new Ferrari-licensed racing wheel, together with a new gear stick
- Development of two new high-end flight sim accessories
- Release of the *ESWAP XR PRO Controller Forza Horizon 5 Edition* gamepad
- Extension of direct shipping agreements with major e-commerce operators to include Asia so as to more efficiently respond to consumer demand
- Expansion of product listings across all US retail channels

The Group successfully brought a number of new products to market in 2023:

- The new *Ferrari F488 GT3* racing wheel, a genuine replica of the real Ferrari wheel
- The Thrustmaster *T818 Ferrari SF1000* racing wheel
- The *DJControl Inpulse T7* controller
- The new *Viper* range of high-end joysticks
- The new *SimTask* range for the new farming segment

In pursuing its business objectives, the Group naturally places a high priority on climate issues and has put in place specific plans reflecting its social and environmental responsibility.

1.1 Hercules: the ultimate DJ brand

Established in the United States in 1982 and acquired by Guillemot Corporation in 1999, Hercules made history by becoming a global pioneer in the graphics card market, notably by creating a number of new standards. For over 35 years, Hercules has put all its energy into innovating and developing digital audio solutions that continue to make waves. At Hercules, each and every innovation is driven by a passion for music, resulting in cutting-edge gear recognized for its precision and sound quality. From the first quadrophonic PC sound card to the first portable DJ mixing desk with integrated audio for PC and Mac, Hercules has built up extensive know-how. The brand is now renowned for its audio expertise and is one of the world’s foremost makers of mobile DJ controllers.

In 2023, Hercules:

- brought to market the *DJControl Inpulse T7*, the new flagship product in its DJ controller range;
- launched the Hercules *DJControl Inpulse 300 Mk 2* and *DJ Learning Kit Mk2* controllers;
- rolled out version 6.0.4 of its DJUCED software, featuring expanded functionality.

Guillemot Corporation has a professional anechoic chamber which it uses to develop its range of DJ speakers, DJ headphones and gaming headsets. The chamber’s walls are covered with dihedrons made from absorbent material for measuring sound waves without any of the disruption linked to reflections, thus recreating “free field” conditions.

Thanks to its investment in research and development and its design thinking methods, Hercules is able to design innovative products that meet the expectations of demanding communities in the music world.

1.1.1 The Hercules DJ range

- DJUCED software

The Inpulse range has been powered by the new DJUCED ecosystem since 2018.

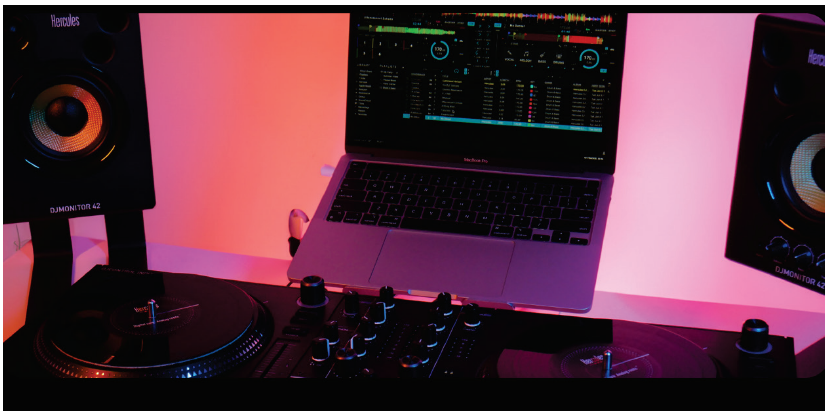
Thanks to its ease of use, the DJ Academy, and the inclusion of exclusive comprehensive features such as the Intelligent Music Assistant, Beatmatch Guides and multilingual translation, DJUCED has established itself as the best DJ software for anyone wanting to break into, understand and progress in the world of DJing.

DJs have long dreamed of the possibility of separating out individual instruments from a track so they can mix them with greater precision. Artificial intelligence has now made that dream a reality: this revolutionary technology, embedded in DJUCED STEMS since version 6, can be accessed right from Hercules controllers.

In 2023, Hercules rolled out version 6.0.4 of its DJUCED software, including both new functionality and improvements to existing functionality.

Over the years, DJUCED has played a part in training up new DJs. DJUCED was the driver behind the success of the *DJControl Inpulse 500* and *DJControl Inpulse T7* controllers.

Planned new versions of DJUCED Pro and DJUCED Pro+ are currently being finalized with the aim of offering more pro-level functionality while remaining faithful to Hercules' DNA of providing tools that help DJs learn, from putting together a set through to performing live in public.



- HERCULES OFFICIAL MUSIC

To meet the expectations of consumers looking for music to help them get started in DJing and royalty-free tracks they can freely use in their mixes, Hercules offers new tracks produced by the brand each month through *Hercules Official Music*, now one year old.

- DJCONTROL INPULSE T7

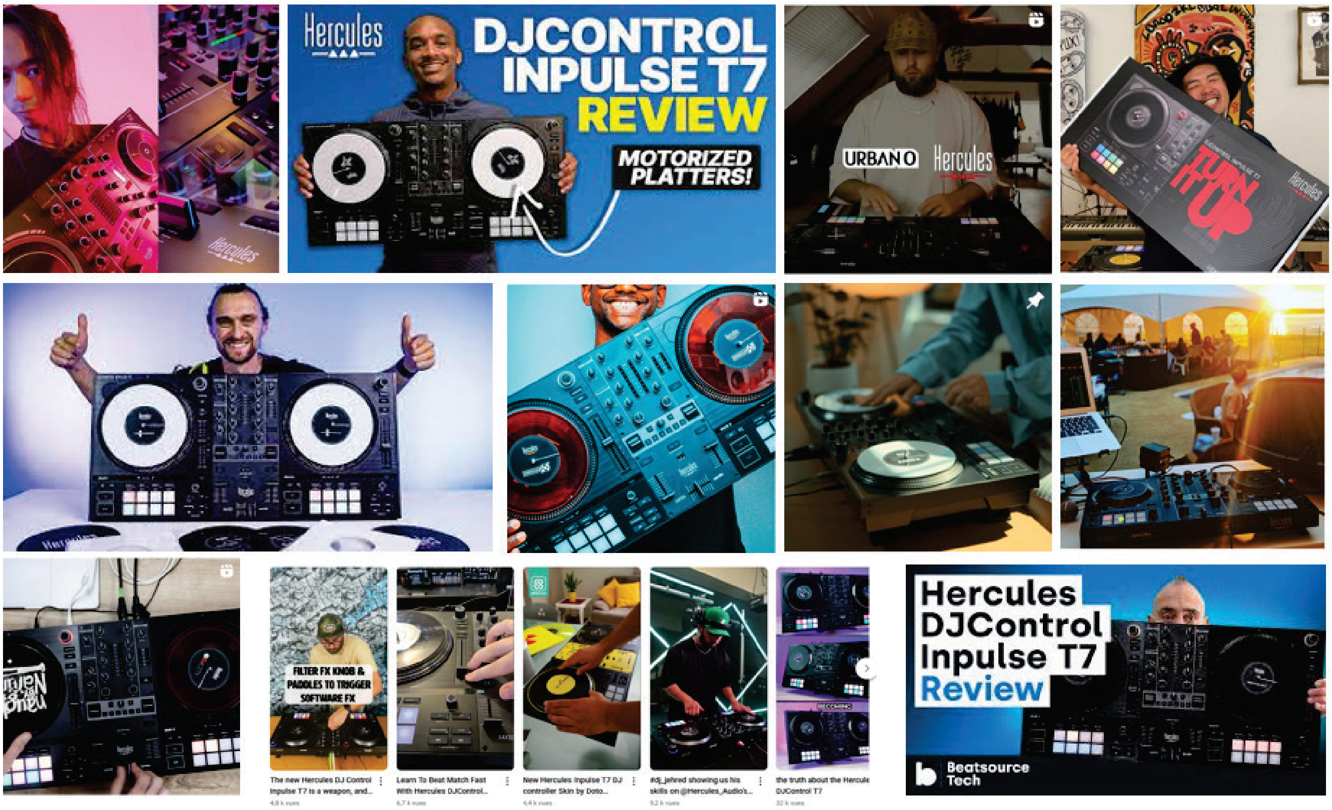
At the *NAMM Show* in Anaheim, California in April 2023, Hercules successfully unveiled its new flagship product, the *DJControl Inpulse T7* motorized controller. This motorized DJ controller is ideal for helping DJs master the art of the vinyl deck. The easy-to-transport controller combines the feel of a real vinyl disc with the benefits of digital technology.

Universally hailed by the DJ community and available since September 12, 2023, this controller is considered a major new product, offering the experience of vinyl mixing at a very affordable price point and in a form factor that is easy for DJs to transport. In one video, YouTuber Mojaxx of BeatsourceTech said of the controller, “This is the One!” The *DJControl Inpulse T7* controller is supported by an entire ecosystem of accessories including the *T7 Transport Bag*, *T7 Scratch Slipmats* and the *T7 Premium Faders Module*.

The *DJControl Inpulse T7* controller was voted “Best New DJ Turntable” by Magnetic magazine on December 21, 2023.

Hercules chose the NAMM Show in January 2024 to announce and globally launch the high-end *DJControl Inpulse T7 Premium Edition* with special enhanced functionality.

These products are set to be significant growth drivers in 2024.



DJCONTROL INPULSE 300 MK2

Hercules' celebrated *Inpulse* range achieved a new milestone with the release of new MK2 versions of its best-selling *DJControl Inpulse 200* and *300* controllers.

While the flagship innovation was the inclusion of Serato software, Hercules' engineering and DJ teams took the opportunity to rethink the products' design and feature set, bringing improvements that noticeably enhance the user experience.

1.1.2 New streaming range

Towards the end of 2023, Hercules launched its brand new *Hercules Stream* category to diversify the brand's product portfolio and bring streamers a high-quality offering underpinned by the expertise of Hercules' research and development team.

This brand new range designed specifically for live streamers draws on the expertise of Hercules' research and development teams as well as input from streamers themselves to ensure it meets their needs as closely as possible. The *Hercules Stream* range includes two audio controllers launched last December: The *Hercules Stream 100* and *Hercules Stream 200 XLR* controllers offer advanced functionality such as full control over a stream's audio and monitoring of levels thanks to a high-brightness screen, offering a simplified and tailored real-time audio experience.

1.2 Thrustmaster: the brand for true fans of console and PC gaming accessories

Established in 1990 and acquired by Guillemot Corporation in 1999, Thrustmaster brings its expertise and technical knowledge to the video game accessories market. For nearly 30 years now, Thrustmaster has been developing high-tech accessories such as racing wheels, joysticks and gamepads for gaming consoles and PCs designed to satisfy and entertain gamers of every stripe.

Thanks to its high-quality accessories and international reach, Thrustmaster has real authority in the racing world, and particularly in racing wheels.

Thrustmaster aspires to continually make the gaming experience more realistic and immersive. Thrustmaster's PC and console gaming accessories provide occasional gamers and hardcore video game fans alike with the best possible experience.

The brand's strong reputation in the PC and console accessories market enables it to unleash its full potential.

In 2023, Thrustmaster:

- expanded its racing ecosystem, adding a new gear stick, the *TH8S Shifter Add-On*, at the end of June;
- brought to market its *Ferrari 488 GT3 Wheel Add-On*, officially licensed by Ferrari;
- launched the new *SimTask Steering Kit* for farming and trucking applications;
- launched its new *ESWAP X2* gamepad in China (European launch planned for 2024);
- put in place a program of cooperation and discussion between the Group's Research and Development department and video game vendors in anticipation of the release of two major racing games (The Crew Motorfest and Forza Motorsport 8);
- gained market share in Europe in racing wheels, joysticks and high-end gamepads;
- trained its research and development staff (engineers) and producers in green mechanical design to give them a better understanding of green product design issues.

1.2.1 Racing wheels and accessories

Considered a flagship brand in the racing wheel category and the competitive racing wheel segment in particular, Thrustmaster is the favorite brand of hardcore gamers seeking unique thrills.

Thrustmaster continued with the planned development of its racing wheel range. The launch of the *T818 Direct Drive* racing wheel repositioned the Group to be able to ride the new wave of Direct Drive racing wheels. Ferrari unveiled the new flagship Thrustmaster product at the launch of the Ferrari Esports Series 2023. The package, consisting of the very latest Direct Drive base – the *T818* – together with the iconic *Formula Wheel Add-On Ferrari SF1000 Edition* racing wheel, is designed to deliver the kind of performance eSports demands. The Group continues to strengthen its presence at the more consumer-oriented end of this segment and is planning to launch new racing wheels in 2024.

At Gamescom in August 2023, Thrustmaster unveiled its new one-of-a-kind fixing system and rotary spinner knob, a perfect combination for simulating the experience of driving heavy vehicles: *SimTask Steering Kit.*

Designed to offer gamers an immersive experience of driving farm machinery and heavy vehicles, it enables the wheel to be placed in a flat position to replicate the true feel of what it's like to sit in the cab of such vehicles. Thanks to its ease of configuration, the *SimTask Steering Kit* stands out for its versatility and its ability to adapt to a wide variety of situations.

In 2023, the US racing wheel market declined 0.7% by value (to $127.5 million) and 5.7% by volume*. Sales of Thrustmaster racing wheels fell 11.2% by value and 10.5% by volume *(source: Circana – copyright 2024, The Circana Group, L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only; *not including racing wheels compatible with the Nintendo Switch console).*

Thrustmaster underperformed the market in 9 out of 12 months but outperformed it in January, March and October. Thrustmaster was number two by both volume and value.

In the top five European countries of France, Germany, the United Kingdom, Italy and Spain, the racing wheel market also declined 19% by value (to €134.5 million) and 12.8% by volume. Thrustmaster was the number two player in racing wheels, with a market share of 31.1% by value and 19% by volume. Thrustmaster's market share by volume increased 1.5 percentage points *(source: © GfK 2024, all rights reserved).*

Thrustmaster launched a replica of the steering wheel from the most titled Ferrari of all time, the *Ferrari 488 GT3*, used in both GT and endurance championships (with over 500 competition wins). The brand's first next-gen wheel add-on, it is natively compatible with all current and future Thrustmaster servo bases with detachable wheels.

With its carbon-coated central faceplate and 31-centimeter diameter, the new *Ferrari 488 GT3 Wheel Add-On* is weight-optimized and designed for performance. Its design enables racers to take full advantage of the base's power, delivering the detailed force feedback and precision steering that are essential to competitive performance.

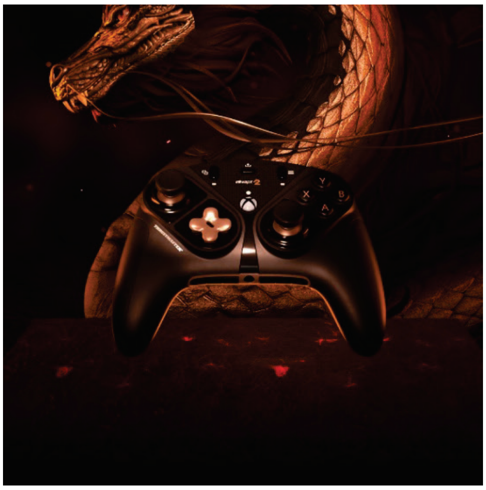
Thrustmaster also expanded its racing ecosystem by adding a new gear stick, the *TH8S Shifter Add-On*. A direct descendent of the *TH8A Shifter Add-On*, the benchmark for high-end gear shifters, the *TH8S Shifter Add-On* is a more affordable but just as high-performing version that retains its predecessor’s core feature set. It has met with great success, continuing to secure new listings and expand its global footprint. With its eight-position “H”-pattern shift plate, the *TH8S Shifter Add-On* is a versatile gearbox for all types of games and vehicles with manual gear shifting, offering an even more thrilling and immersive driving experience.

1.2.2 Gamepads

Since its launch in 2019, the ESWAP range has gained a loyal following, standing out from run-of-the-mill gamepads and attracting players of various eSports games. What distinguishes it from the pack is the ability to alter controls by swapping out modules.

The Group regularly adds to its gamepad range, an example being the successful launch of the *ESWAP X2*, representing the next generation of gamepads. Its hot-swap technology means *S5 NXG* Mini-Stick modules, recognized in the eSports world for their exceptional precision, can be swapped in and out at will.

This new version of the modular gamepad, available in China since October 2023 and in the rest of the world since January 2024, further improves the user experience and will help the Group win additional market share in the high-end gamepad segment.



eSwapX 2 PRO CONTROLLER

The *ESWAP X2* gamepad is the next generation of the *ESWAP X PRO CONTROLLER*, retaining all the features gamers have come to appreciate over the years. With its new D-pad designed specifically with fighting games in mind, this gamepad has proved particularly popular among Japanese game developers.

In 2023, the US high-end gamepad market* grew 21% by volume and 12.8% by value (to $137.2 million). Sales of Thrustmaster gamepads grew 3.2% by volume and 9.6% by value *(source: Circana – copyright 2024, The Circana Group, L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only; *gamepads priced over $70).*

ESWAP sales increased 9.6% by value *(source: Circana – copyright 2024, The Circana Group, L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only).*

In the top five European countries, the market for gamepads priced over €70 grew 24% by volume and 3% by value *(source: © GfK 2024, all rights reserved).*

1.2.3 Flight simulation accessories

Thrustmaster is recognized in the gaming community for its innovation and its broad range of high-precision flight sim accessories catering for the needs of all pilots. It is the undisputed benchmark brand in this segment .

Thrustmaster is constantly developing and expanding its joystick range to meet the needs of the most demanding expert users, offering a coherent ecosystem of products that replicate expert flight sim setups.

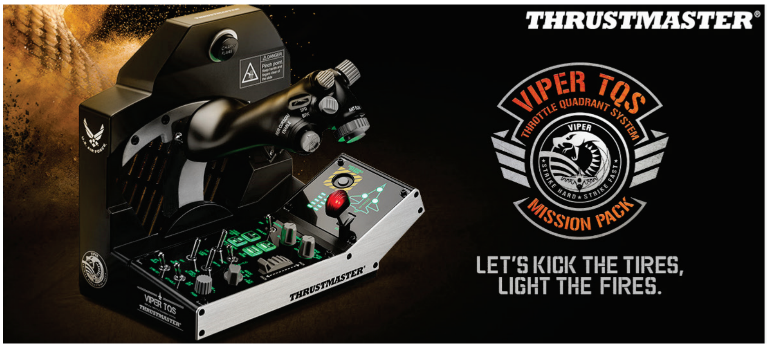
With the launch of its *Thrustmaster Civil Aviation* (TCA) range, Thrustmaster has established itself as a benchmark in PC-based civil aviation simulation.

Ever since it brought out the iconic *Hotas Warthog*, Thrustmaster has been working on the development of a premium military ecosystem for its flying community. When launching its new *Viper TQS* range at last June's Flight Sim Expo, Thrustmaster unveiled its new PC-compatible *Viper TQS Mission Pack* officially licensed by the US Air Force, which was released on October 11, 2023.

French website www.serial-gamers.fr described the new product, already heralded in the press, as a "military-grade throttle for the most serious pilots". Meanwhile, website *Game is Hard* found it to be "a high-quality, expert-level peripheral that delivers a realistic and immersive combat flight simulation experience".

The *Viper TQS* throttle, with its realistic control switches and flight kinematics designed to replicate the sensations experienced by real Viper pilots, was eagerly awaited by the community.

The arrival of a new version of Microsoft Flight Simulator in 2024 should give the Group's sales of flying accessories a significant boost.



In 2023, the US joystick market declined 11.5% by both volume and value (to $31.7 million). Thrustmaster was number one by both value and volume, strengthening its positioning in this segment *(source: © 2024 The Circana Group L.P., All Rights Reserved; Proprietary and Confidential Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only).*

Seven Thrustmaster joysticks were among the top ten by value. In value terms, Thrustmaster outpaced the market, growing its market share to 51.1%.

In the top five European countries, the joystick market declined 25.1% by volume and 23.4% by value (to €22.7 million). Meanwhile, Thrustmaster's market share increased 63.8% by volume (up 1.4 percentage points) and 62.5% by value (up 3.3 percentage points). Thrustmaster was number one by both volume and value *(source: © GfK 2024, all rights reserved).*

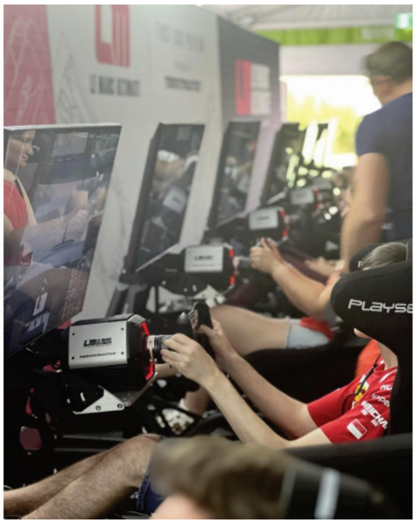
1.2.4 eSports

Thrustmaster is particularly focused on the racing and flying segments of the eSports market, delivering precision controllers to help young talents and identifying their specific needs to inform future product design.

1.2.4.1 eSports racing

Thrustmaster participated in a number of eSports events in 2023, including the following:

- The 24 Heures du Mans (in Le Mans, France), where Thrustmaster products – in particular the T818 base – were on display in the fan zone at the legendary Circuit de la Sarthe. Fans were able to use them to play a sneak preview of racing game Le Mans Ultimate.



- Olympic Esports Week (June 2023 in Singapore)

The first ever Olympic Esports Week was held in Singapore from June 23 to 25, 2023. One of the nine categories at this unique event was motorsports. Thrustmaster's *T-GT II* was the official racing wheel for Gran Turismo 7.

- Paris Games Week (November 2023 in Paris)

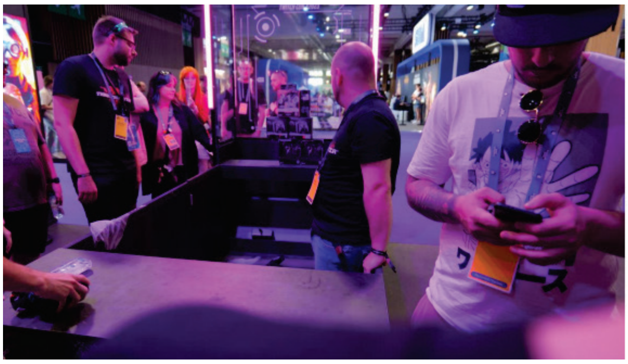
1.2.4.2 eSports flying

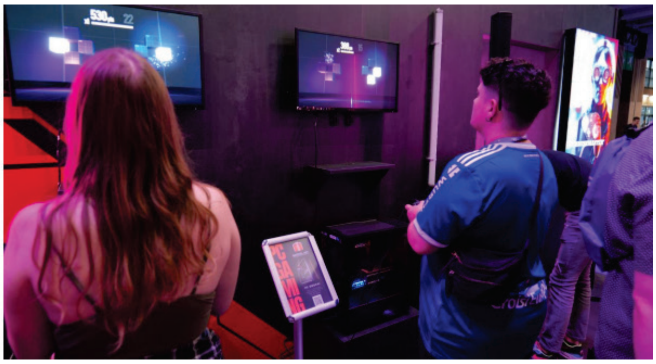
Thrustmaster unveiled its *Viper TQS* joystick at Flight Sim Expo in Houston, where it was acclaimed as the number one brand for flight sim accessories. The *Viper TQS* garnered very positive feedback from Thrustmaster's partners and the community.

In 2023, Thrustmaster attended the Paris Air Show in Le Bourget where, for the first time in the show's history, visitors were able to explore a 120-square-meter space dedicated to flight simulation. The stand was fully stocked with Thrustmaster products and featured an area for competitors and "tryhards" and another for beginners.

Thrustmaster organized and ran highly successful global military tournaments and air shows for the flight sim community.

At the beginning of July 2023, Thrustmaster attended TwitchCon 2023 in Paris. The event, held in France for the first time, attracted over 12,000 visitors. TwitchCon, which celebrates the well known streaming platform, was the perfect opportunity for the Group to present its ESWAP controllers.





1.2.5 Farming

The new *SimTask Farming* segment has met gamers’ expectations in this promising market thanks to the newly launched Thrustmaster range unveiled at the Gamescom show at the end of August 2023. The range is specially designed to simulate the experience of driving heavy vehicles and agricultural machinery. This new range is perfect for farming and trucking fans seeking a realistic and authentic experience. The new offering has powered Thrustmaster to prominence among the growing community of farming and trucking simulation fans. A green design approach (using less packaging, no ink or varnish, recyclable materials, etc.) was used involving the use of monochrome packaging to make products more environmentally friendly.

Thrustmaster unveiled its new multifunction farm sim joystick, the *SimTask FarmStick*, at the Poznan Game Arena show in Poland in October.

Pre-orders opened on October 19 and the new product shipped on November 19. The new *Farming Simulator 23* game was the perfect vehicle to highlight the Group’s new accessories at Switzerland’s most popular public fair, Olma, on October 18. This new benchmark controller for simulating farming, construction and other heavy vehicles and machinery was the first three-axis joystick to draw on Thrustmaster’s flight sim expertise. Featuring as many as 33 action buttons, it is designed to operate heavy machinery.

The *SimTask Steering Kit* is the ideal wheel base for simulating the experience of driving heavy vehicles and agricultural machinery. The kit includes a rotary spinner knob to allow one-handed operation for greater agility.

The Group worked with a number of game developers including GIANTS Software (*Farming Simulator)*, which has an estimated community of over 4 million gamers, as well as SCS Software (*Eurotruck*) and Green Man Gaming (*Alaskan Road Trucker*), which develop trucking simulator games.

2. Research and development undertaken by the Company and the Group

The Group’s global research and development activities are based in four countries (France, Canada, Romania and China) and encompass the design of electronic and mechanical products and the development of embedded software and applications. The Group invests significant amounts in research and development every year.

Its Guillemot Innovation Labs SAS subsidiary, established in 2012, continues to build on its existing expertise in research and development. This subsidiary is involved in the innovation process, using a user-focused "design thinking" approach to identify the needs of gamers and musicians and devise innovative solutions. In particular, it contributed to the 2023 launch of the new Thrustmaster SimTask and Hercules streaming ranges. Since January 2024, Guillemot Innovation Labs has also been working on rapid prototyping for the Group's product development teams and on designing 3D files for distribution to the Group's communities.

In 2023, the Group invested €9 million in research and development, equating to 7.5% of consolidated turnover.

3. ANALYSIS OF THE BUSINESS, RESULTS AND FINANCIAL POSITION OF THE COMPANY AND THE GROUP IN FISCAL 2023

The Guillemot Corporation Group's turnover declined by 37% in 2023 to €119.1 million, resulting in net income from ordinary activities of €2.5 million, compared with €34.2 million in 2022.

The Group posted net operating income of €2.5 million in 2023, compared with €34.2 million in 2022. Consolidated net income totaled €1.0 million, compared with €20.4 million the previous year. This includes a financial loss of €1.5 million arising from a revaluation loss on the Group's portfolio of Ubisoft Entertainment shares.

The accounting gross profit margin for 2023 came out at 49%, down 5 percentage points year on year in an inflationary and highly competitive environment.

Shareholders' equity stood at €101.8 million at December 31, 2023. The Group's financial structure is robust, with net debt negative at -€16.7 million at December 31, 2023 (excluding the portfolio of investment securities: €10.3 million), compared with a negative net debt position of -€21.3 million at December 31, 2022.

3.1 2023 marked by lower sales

The Group's customers held high levels of inventory at the beginning of 2023 due to a mismatch between expected strong sales and a market downturn. The Group stepped up its promotional activities over the course of the year to reduce its customers' inventories, which are now well balanced.

The Group generated full-year 2023 turnover of €119.1 million, down 37% year on year, with sales down 40% at Thrustmaster but up 14% at Hercules.

Turnover was down 24% in the fourth quarter of 2023, at €35.6 million, amid a European market downturn.

Sales outside France totaled €109.5 million in 2023, accounting for 92% of total consolidated turnover:

- North America

The Group's North American sales declined 32% to €37.2 million.

- European Union and United Kingdom

In 2023, the Group's sales in the European Union and United Kingdom region fell 36% from €93.6 million to €59.5 million.

- Other countries

Sales in other countries also declined 44% over the period, down from €39.7 million to €22.4 million.

The Group's huge network of distributors includes the following:

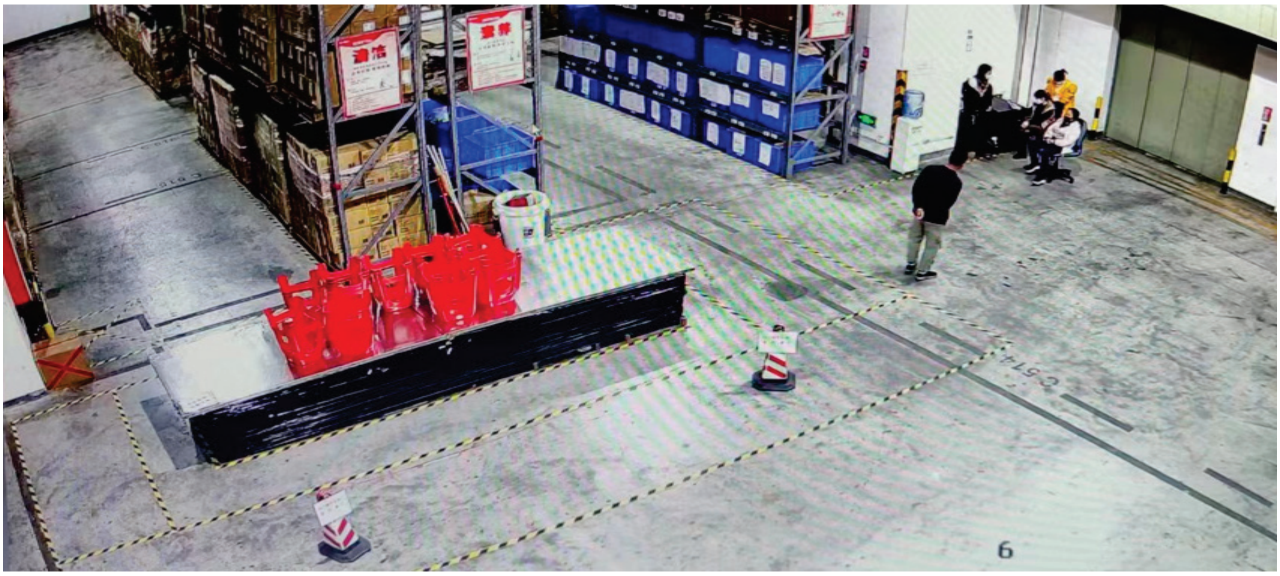
- Europe and CIS/EE: Amazon, Auchan, Boulanger, Carrefour, Cdiscount, Conforama, Dixons, Curry's, El Corte Ingles, Eroski, Euronics, Fnac, Game, LDLC.com, Leclerc, Media Markt, Micromania, Netto, Rue du Commerce, Saturn, Thomann, Unieuro, Worten, Bax Shop, Gear4Music, Woodbrass, Aldi, etc.

- North America: Amazon.com, Target, Best Buy, Costco, GameStop, Walmart, Guitar Center, Meijer, Micro Center, Newegg, B&H, Nebraska Furniture, Sam Ash, Musician's Friend, Electronic Express, Sweetwater, etc.

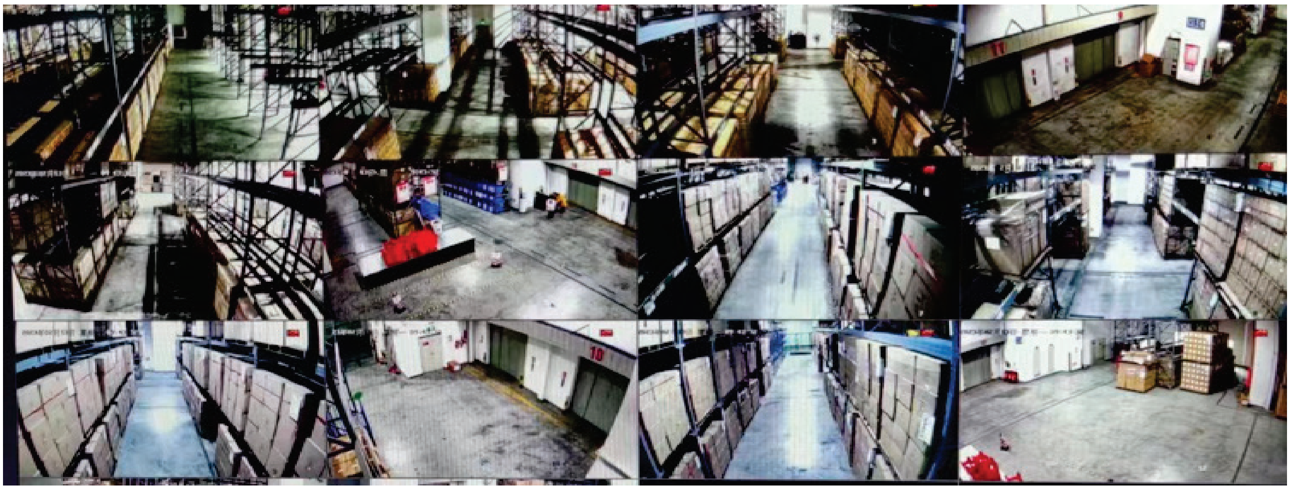
- South America: Kabum, Amazon, Carrefour, Walmart, Fnac, Saraiva, Extra, Fast, etc.

3.2 An efficient global supply chain

The Group covers three global regions that account for the majority of high-tech product sales in North and South America, Europe and Asia and optimizes logistics by shipping direct to each continent from production sites in Asia. The Group has its own international logistics base in France with extensive storage capacity, enabling it to serve the whole of Europe including Eastern Europe. However, it uses logistics providers based in the United States, Hong Kong, Yantian and Shanghai to handle both wholesale sales and e-commerce, enabling the Group to efficiently ship its products across all continents.



Thanks to the development and evolution of its Yantian logistics platform since 2020, the Group continues to optimize direct shipping from Asia to all of its European, Asian and American customers, enabling it to maximize the efficiency of its supply chain. A new third-party US logistics hub, opened in late 2021, has helped optimize direct-to-consumer shipping in North America. By maintaining shipping options from Asia and consolidating orders in high-capacity containers, the Group has helped all its customers route goods to their desired destinations and provide faster shipping while continuing to reduce the environmental impact of transportation. By prioritizing the use of ships powered by liquefied natural gas (LNG) for all shipping to its European platform and optimizing shipping arrangements from its European platform to its customers, the Group has also succeeded in reducing the carbon impact of its transportation.



3.3 A high-performing and versatile customer service team

To enable it to handle enquiries from all over the world, the Group's customer service department has technical advisors based in France, Canada (Montreal) Romania (Bucharest) and China. In 2023, the Group expanded its customer service workforce so as to be able to provide support in additional languages. Customer service in China and Japan is handled by a subcontractor to ensure consumer requests receive a quick response. The customer service team is backed up by the Group's logistics capability, which ships out replacement parts, and three repair centers (in France, the United States and China) that repair products both under warranty and out of warranty. The team responds to incoming requests via e-mail, live chat and telephone in seven languages. Increasing the number of available spare parts has made it possible to quickly respond to customer requests, lengthen product lifespans and reduce the carbon impact of shipping products back to repair centers. The new Customer Relationship Management system implemented in 2021 can accurately track requests, enabling the Group to quickly provide personalized responses to individual consumers. In 2023, the Group launched a customer satisfaction survey and a new telephony system to improve service quality across the Asia region.

3.4 Competitive landscape

The Group is benefiting from quickening growth in the markets in which it operates.

The Group faces a wide variety of competitors in its markets, offering products aimed at gaming fans, music enthusiasts with its DJing, speaker and streaming audio lines, gamepads for online gamers, and PC and console gaming accessories. The markets in which the Group operates are very competitive and highly dependent on product innovation and replacement cycles, with a number of international players vying for business. However, the Group's growth strategy depends first and foremost on its innovative, high-quality products and the quality image projected by its two brands, Hercules and Thrustmaster.

These markets are characterized in particular by a growing reliance on technological advances linked to changing consumer behaviors. Convinced that the success of its product ranges is built on its international positioning, the Group aims to be the number one player in each of its business areas in every one of the countries in which it operates. Against this backdrop, the Group enjoys a significant competitive edge and works hard to anticipate demand and constantly reinvent its products.

The Group's research and development capability and expertise in innovation are key drivers of differentiation. This strategic emphasis is consistent with consumers' expectations. Thanks to its accumulated know-how, the commitment of its research and development, sales and marketing teams, and its technological expertise, the Group is able to create unique, differentiated products that help it more effectively meet the needs of gamers around the world.

Key competitors by product category	
DJing	American Audio, M Audio, Native Instruments, Numark, Pioneer, Denon DJ, Roland, Rane, Reloop
Streaming (new category)	Elgato, Logitech, Avermedia, Razer
PC gaming accessories	Corsair, Fanatec, Logitech, Razer, Steelseries, Nacon, Honeycomb, Turtle Beach, Asetek, Simucube, Moza, Winwing
Console gaming accessories	Big Ben Interactive, Fanatec, Hori, Microsoft, PDP, Razer, Sony, Corsair, Turtle Beach, Asetek, Simucube, Moza
Gamepads	Microsoft, Nacon, Nintendo, PDP, Astro, Sony, Razer, Steelseries, Scuf, Hori, Turtle Beach

3.5 Social media and international press

In an age of digitalization and social media omnipresence, social media has become a key tool for growing and developing a business's reputation. The Group has put in place an effective communications strategy focused on making extensive use of new technologies by maximizing its social media presence and public visibility. It has succeeded in making social networks its allies in promoting its products and brands and serving as a highly effective communication channel.

The French and international specialist press has regularly praised the Group's product ranges and publishes the results of benchmarking tests highlighting their quality, originality and reliability.

The Group regularly works with YouTubers, influencers and ambassadors to boost its visibility and raise awareness of its products and brands among the gaming and DJ communities. These partnerships also help it attract potential new customers.

New channels like Twitch and Discord offer a range of exciting new possibilities for the Group to communicate more dynamically. Dedicated marketing teams work every day to create content and help, lead and listen to communities through a number of channels including Instagram, Facebook, TikTok, Discord and YouTube so as to strengthen the brands' relationships with their customers and gain input that will help shape future products.

3.5.1 Hercules range

Hercules receives regular recognition in the form of articles and videos covering its product ranges.

On 23 October 2023, website www.digitaldjtips.com published an article on the *DJControl Inpulse T7* controller describing it as "that rarest of things – an intermediate DJ controller that offers head-turning innovation".

The June 2023 issue (no. 176) of British trade publication DJMag dedicated an entire article to the *DJControl Inpulse 7* controller.

On December 21, 2023, the *DJControl Inpulse T7* was voted "Best New DJ Turntable" by Magnetic magazine.

Accessories in the brand new streaming range have received positive coverage in various articles.

3.5.2 Thrustmaster range

Website www.stuff.tv named the *T300RS GT Edition* racing wheel “Best console gaming accessory of the year”.

In its April 25, 2023 issue, www.pcgamer.com named the *HOTAS Warthog* “best PC joystick of 2023”, the *TCA Sidestick Airbus Edition* “best entry-level joystick” and the *T.Flight HOTAS X* “best value-for-money joystick”.

On December 21, 2023, the *ESWAP XR Forza Horizon 5 Edition* gamepad was described as “best Xbox gaming controller”.

3.6 Corporate social responsibility

Corporate social responsibility (CSR) is at the heart of the Group’s strategic roadmap for the coming years. Building on tangible progress achieved over the past few years, the Group has stepped up its CSR ambitions and rolled out its plan across the entire business.

The Group takes its responsibility very seriously and is taking action in response to changes in the market. It has put in place targets backed up by specific indicators to monitor its performance with regard to sustainable development.

The products designed by the Group are inseparably linked with day-to-day life in the digital era. Rapid growth in the use of these types of products means the Group must take action across the entire value chain, from manufacturers and wholesalers to end consumers. Environmental responsibility is becoming an increasingly important issue for consumers.

4. Group results and presentation of the financial statements for the year ended December 31, 2023

4.1 Group key figures and segment information

4.1.1 Key figures

Key figures from Guillemot Corporation's consolidated financial statements for the fiscal year ended December 31, 2023 are as follows:

(€m)	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021
Turnover	119.1	188.0	176.8
Net income from ordinary activities	2.5	34.2	33.0
Net operating income	2.5	34.2	33.0
Net financial income*	-1.4	-6.7	-16.4
Consolidated net income	1.0	20.4	13.7
Basic earnings per share	€0.06	€1.35	€0.90
Shareholders' equity	101.8	104.4	90.4
Net debt (excl. investment securities)**	-16.7	-21.3	-5.2
Inventories	45.7	57.2	40.9
Intangible assets	23.7	23.3	16.2
Current financial assets (investment securities portion)	10.3	11.7	19.1

* Financial income includes the cost of net financial debt as well as other financial income and expenses.
** Investment securities are not taken into account when calculating net debt (see section 5.7.13 of the notes to the consolidated financial statements).

Consolidated annual turnover in fiscal year 2023 totaled €119.1 million, down 37% year on year. Net income from ordinary activities came in at €2.5 million, down from €34.2 million in the year to December 31, 2022. Net operating income came in at €2.5 million, compared with €34.2 million in 2022.

The net financial expense of €1.4 million included a €1.5 million revaluation loss on current financial assets (available-for-sale securities) consisting of Ubisoft Entertainment shares, compared with a €7.4 million revaluation loss in 2022.

Net profit for the year came in at €1.0 million, compared with €20.4 million in 2022, after taking into account a €0.1 million tax expense in the year.

Current financial assets totaled €10.3 million at December 31, 2023, consisting of 443,874 Ubisoft Entertainment shares.

Net debt excluding investment securities was negative at -€16.7 million.

Shareholders' equity fell from €104.4 million to €101.8 million.

4.1.2 Segment information

Detailed segment information is set out in note 5.6 to the consolidated financial statements.

4.1.3 Breakdown of turnover

- By business segment

▪ (€m)	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021
Hercules	**14.2**	**12.5**	**9.0**
Digital devices	14.2	12.2	8.1
OEM*	0.0	0.3	0.9
Thrustmaster	**104.9**	**175.5**	**167.8**
Gaming accessories	104.9	175.5	167.8
OEM	0.0	0.0	0.0
TOTAL	**119.1**	**188.0**	**176.8**

** Accessories developed for third party companies (Original Equipment Manufacturers).*

- By geographical region

(€m)	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021
European Union	59.5	93.5	93.6
North America	37.2	54.8	49.9
Other	22.4	39.7	33.3
TOTAL	**119.1**	**188.0**	**176.8**

4.1.4 Breakdown of net operating income by business area

(€m)	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021
Hercules	-0.7	0.2	0.0
Thrustmaster	3.2	34.0	33.0
TOTAL	**2.5**	**34.2**	**33.0**

4.2 Presentation of the financial statements for the year ended December 31, 2023 and appropriation of income

4.2.1 Comments on the Group's consolidated financial statements

4.2.1.1 Income statement

The Group generated consolidated turnover of €119,132k excluding taxes in the fiscal year.

The main operating expenses were purchases totaling €51,534k.

External expenses of €24,263k mainly consisted of transportation, advertising and marketing costs.

Employee expenses totaled €16,269k, while additions to amortization, depreciation and provisions totaled €8,358k.

Taxes and duties totaled €542k and other income and expenses netted out at a €6,064k expense.

Net income from ordinary activities totaled €2,521k.

Net operating income came in at €2,521k.

The cost of net financial debt was €535k and other financial income and expenses netted out at a €1,979k expense, including a €1,465k revaluation loss on the Group's holding of Ubisoft Entertainment shares.

After taking into account these items and a €113k tax expense, the Group generated net income of €964k.

Basic earnings per share came out at €0.06.

4.2.1.2 Balance sheet

Non-current assets consisted of €23,739k in net intangible assets, €8,592k in net property, plant and equipment, €593k in financial assets, €543k in tax assets and €4,634k in deferred tax assets.

Current assets included the following:

- Inventories with a net value of €45,725k, taking into account €2,084k in impairment charges
- Trade receivables with a net value of €36,057k, with no provisions for doubtful accounts
- Other receivables with a net value of €3,620k, mainly consisting of receivables in relation to value added tax and advances and progress payments made
- Financial assets totaling €10,258k and cash and cash equivalents totaling €25,728k

Shareholders' equity stood at €101,784k.

Non-current liabilities totaled €6,545k, including borrowings of €4,821k.

Current liabilities totaled €55,375k, including €4,251k in foreign currency borrowings and advances.

Cash flows from operating activities are broken down as follows:

	At Dec 31, 2023
Net income from consolidated companies	964
+ Additions to amortization, depreciation and provisions	6,788
- Reversals of amortization, depreciation and provisions	-1,947
-/+ Unrealized gains and losses arising from changes in fair value	1,465
+/- Expenses and income arising from stock options	511
-/+ Capital gains and losses on disposals	73
Change in deferred taxes	-366
Operating cash flow after cost of financial debt	**7,488**
Cost of financial debt	-535
Operating cash flow before cost of financial debt	**6,953**
Currency translation adjustment on gross cash flow from operations	0
Change in working capital	**-1,942**
Net cash flows from operating activities	**5,546**
Cash flows from investing activities	
Cash flows from property, plant and equipment and intangible assets	-6,588
Cash flows from non-current financial assets	74
Net cash flows from investing activities	**-6,514**
Cash flows from financing activities	
Buybacks of treasury shares	0
Dividends paid	-3,761
Borrowings	0
Repayment of borrowings	-4,364
Other cash flows from financing activities	-138
Total cash flows from financing activities	**-8,263**
Impact of foreign currency translation adjustments	**-266**
Change in cash	**-9,497**
Net cash at the beginning of the period	35,225
Net cash at the end of the period	25,728

The Group's operating cash flow after the cost of financial debt in fiscal year 2023 totaled €7,488k.

The Group's working capital increased by €1,942k in fiscal year 2023.

Cash flows from investing activities consisted of capitalized research and development costs and equipment used in the production of new products.

The Group did not take out any new borrowing in 2023.

4.2.2 Comments on the Guillemot Corporation S.A. parent company financial statements

4.2.2.1 Income statement

Guillemot Corporation S.A. generated turnover of €109,863k in the fiscal year.

Operating income totaled €111,515k.

The main operating expenses were purchases consumed totaling €52,350k and external expenses of €41,443k.

External expenses mainly consisted of subcontracting costs, development costs, and transportation, advertising and marketing costs.

Taxes and duties and employee expenses totaled €520k and other expenses came in at €11,039k.

Additions to amortization and depreciation totaled €3,486k.

Additions to provisions for current assets totaled €613k.

The Company recognized a €652k provision for product returns.

The Company posted net operating income (total operating income less total operating expenses) of €984k.

Taking into account net financial income of €805k, a net non-recurring expense of €49k and a corporate income tax expense of €7k, net income came in at €1,747k.

Net financial income is broken down as follows:

Foreign currency translation adjustments:	-€124k
Interest income and expenses:	€572k
Net income from disposals of investment securities:	-€189k
Additions to and reversals from provisions:	€546k

Interest income mainly consisted of €606k in interest from bank investments and other financial products, €14k in current account interest and €58k in respect of a current account advance to subsidiary Guillemot GmbH (Germany) with a clawback provision, which was reinstated in the balance sheet after having been waived by the parent company in 2004.

Financial expenses mainly consisted of €64k in interest charges on borrowings and bank balances and €42k in current account interest charges.

The net expense from the disposal of treasury shares under the liquidity agreement in force totaled €189k.

Reversals of impairment on shares of subsidiaries totaled €489k, while reversals of provisions on current account advances totaled €58k.

Key intermediate management balances are as follows:

Production in the year:	€106,468k
Value added:	€12,675k
Earnings before interest, tax, depreciation and amortization:	€12,155k

4.2.2.2 Balance sheet

Net fixed assets totaled €37,673k, consisting of €20,830k in intangible assets, €2,937k in property, plant and equipment and €13,906k in non-current financial assets.

Intangible assets included development costs with a net value of €10,808k.

The net value of inventory stood at €36,910k.

The net value of trade receivables totaled €31,245k.

Other receivables with a net value of €5,308k mainly consisted of current account advances to subsidiaries with a net value of €280k, tax receivables totaling €4,731k and credit notes receivable totaling €297k.

The net value of investment securities totaled €7,107k, consisting of 49,731 treasury shares with a net value of €340k and 443,874 Ubisoft Entertainment S.A. shares with a purchase cost of €6,767k.

Shareholders' equity totaled €89,747k.

Debt is broken down as follows:

SCHEDULE OF DEBTS (€k)	**At Dec 31, 2023**
Borrowings from credit institutions	5,792
Bond issue	0
Medium-term bank loans	55
Bank overdrafts and foreign currency advances	0
Trade payables	31,648
Taxes and social security payable	209
Other liabilities	5,565
Payables to fixed asset suppliers	0
Group and affiliates	2,046
TOTAL	**45,315**
Borrowings taken out during the period	10,000
Reduction in borrowings via conversion of bonds	0
Reduction in borrowings via repayment	4,143
Debts owed to individuals	0

Cash flows from operating activities are broken down as follows:

(€k)	At Dec 31, 2023
Net profit (loss)	1,747
Additions to and reversals of amortization, depreciation and provisions (1)	2,248
Capital gains and losses on disposals	1
Cash generated from operations	**3,996**
Change in operating cash requirement	-789
Change in non-operating cash requirement	1,453
Change in working capital	**664**
Cash flows from investing activities	
Outflows – Acquisitions of intangible assets	-4,653
Outflows – Acquisitions of property, plant and equipment	-714
Inflows – Disposals of property, plant and equipment and intangible assets	5
Outflows – Acquisitions of non-current financial assets	-123
Inflows – Disposals of non-current financial assets	138
Acquisitions – Disposals of subsidiaries	0
Total cash flows from investing activities	**-5,347**
Increases in capital and capital injections	0
Buybacks of treasury shares	0
Dividends paid	-3,761
Borrowings	0
Repayments of borrowings	-4,133
Total cash flows from financing activities	**-7,894**
Change in cash	-8,581
Net cash at the beginning of the period (2)	36,828
Net cash at the end of the period (2)	28,247

(1) Excludes additions to and reversals of impairment losses on investment securities.
(2) Includes net amount of investment securities.

4.2.2.3 Information on payment terms

Outstanding invoices received and issued at the last balance sheet date (table required pursuant to the first paragraph of Article D.441-6 of the French Commercial Code)												
(€k)	Article D.441-6 I-1: Invoices received outstanding at the last balance sheet date						Article D.441-6 I-2: Invoices issued outstanding at the last balance sheet date					
	0 days (indicative)	1-30 days	31-60 days	61-90 days	91 days or longer	Total (1 day or longer)	0 days (indicative)	1-30 days	31-60 days	61-90 days	91 days or longer	Total (1 day or longer)
(A) Late payment tranches												
Number of invoices concerned	470					255	875					1575
Total value of invoices concerned (excl. taxes)	8,386	1,332	1,043	300	1,973	4,548	18,374	1,735	3,335	2,613	713	8,396
Percentage of total value of purchases in the year (excl. taxes)	16%	2%	2%	1%	4%	9%						
Percentage of turnover in the year (excl. taxes)							10%	1%	1%	0%	1%	3%
(B) Invoices not included in (A) relating to disputed or unrecognized payables and receivables												
Number of invoices not included												
Total value of invoices not included (excl. taxes)												
(C) Benchmark payment terms used (contractual or statutory)												
Payment terms used to calculate late payment	Contractual terms: 0-120 days Statutory terms:						Contractual terms: 0-120 days Statutory terms:					

4.2.2.4 *Appropriation of income*

After deducting all expenses, taxes, amortization and depreciation, the parent company accounts presented to you show a profit of €1,747,000.39, which we propose be apportioned to other reserves.

In accordance with the provisions of Article 243 *bis* of the French General Tax Code, you are reminded that the following dividends have been paid in respect of the past three fiscal years:

	2022	2021	2020
Number of shares	15,087,480	15,287,480	15,287,480
Dividend per share	€0.25	€0.25	€0.25
Total dividend (1) (2)	€3,771,870	€3,821,870	€3,821,870

(1) These figures do not include any amounts not paid out in respect of treasury shares.
(2) Dividends eligible for the 40% tax relief laid down in Article 158 3 (2) of the French General Tax Code.

4.2.2.5 *Non-tax-deductible expenses*

In accordance with the provisions of Articles 223 *quater* and 223 *quinquies* of the French General Tax Code, you are advised that the financial statements for the last fiscal year do not include any expenses not deductible from taxable profit.

5. Potential dependencies of the Company and the Group

The Group operates in the consumer computing and video game consoles market and supplies consumer accessories.

For the Thrustmaster range, the ability to market new designs and accessories depends on securing approval from gaming console manufacturers and entering into licensing deals with those manufacturers.

6. Investment policy

For the past several years, the Group's investment policy has consisted of creating added value and building robust fundamentals through recurring investment in research and development. Investment in research and development equated to 7.5% of turnover in 2023, while research and development personnel accounted for over 30% of the Group's workforce.

The Group's principal investments are described in sections 5.7.2, "Intangible assets", and 5.7.3, "Property, plant and equipment", of the notes to the consolidated financial statements.

7. Strategy and objectives of the Company and the Group

In 2024, the Group will be adapting its strategic plan in response to market developments and changing patterns of consumption and focusing its efforts on:

- continuing to invest in research and development to ensure its products are significantly differentiated from and offer substantially higher added value than competitor products;
- increasing market share by expanding its product offering in market segments for which the Group does not currently cater;
- stepping up and expanding its sales strategy in the Asia-Pacific and Middle East regions to tap into emerging growth opportunities in China, Japan and South Korea after an economically mixed year in 2023;
- continuing to pursue corporate social responsibility (CSR) initiatives to reduce its carbon footprint and more effectively respond to key challenges relating to the climate, the economy and society.

8. FORESEEABLE CHANGES IN THE POSITION OF THE COMPANY AND THE GROUP

For fiscal year 2024, the Group expects to return to growth and deliver a net operating profit.

These forecasts are based on the following key assumptions:

- Assumptions about factors under the influence of the Group's management bodies:
  - Implementation and success of the Group's strategy as set out in section 7
  - Continued investment to build added value as set out in section 6

- Assumptions about factors outside the influence of the Group's management bodies:
  - No marked deterioration in consumer spending or the video game market
  - Commercial success of the Group's new products
  - Release of new racing and flying games in the second half of the year

9. SIGNIFICANT EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

None.

10. MATERIAL CHANGES IN THE GROUP'S FINANCIAL OR COMMERCIAL POSITION SINCE THE END OF THE FISCAL YEAR

There have been no material changes in the Group's financial or commercial position since the end of the fiscal year.

11. SUBSIDIARIES AND INVESTMENTS

11.1 Guillemot Corporation Group organization chart at December 31, 2023

The percentages shown below correspond to the proportion of capital held.

GUILLEMOT BROTHERS SAS (1)	GUILLEMOT FAMILY	GUILLEMOT CORPORATION S.A.	FREE FLOAT
15.15%	53.58%	0.33%	30.94%

GUILLEMOT CORPORATION S.A.

SUBSIDIARIES (2)		
Guillemot GmbH	Germany	99.75%
Guillemot S.A.	Belgium	99.93%
Guillemot Inc. (3)	Canada	74.89%
Guillemot Recherche & Développement Inc.	Canada	99.99%
Guillemot Electronic Technology (Shanghai) Co. Ltd.	China	100.00%
Guillemot Spain SL	Spain	100.00%
Guillemot Inc.	United States	99.99%
Hercules Thrustmaster SAS	France	99.42%
Guillemot Administration et Logistique SARL	France	99.96%
Guillemot Innovation Labs SAS	France	100.00%
Guillemot Corporation (HK) Ltd.	Hong Kong	99.50%
Guillemot Srl	Italy	100.00%
Guillemot Netherlands B.V.	Netherlands	100.00%
Guillemot Romania Srl	Romania	100.00%
Guillemot Ltd.	United Kingdom	99.99%
INVESTMENTS		
Ubisoft Entertainment S.A. (4)	France	0.35%

(1) Wholly owned by members of the Guillemot family.
(2) The percentage of voting rights exercisable at shareholders' general meetings is the same as the percentage of capital
(3) Canadian company Guillemot Inc is owned 74.89% by Guillemot Corporation S.A. and 25.11% by US company Guillemot Inc.
(4) The percentage of voting rights exercisable at shareholders' general meetings is 0.64%.

At December 31, 2023, Guillemot Corporation S.A. had no branches other than the subsidiaries listed above.

11.2 Parent company

Guillemot Corporation S.A., the Group's parent company, markets Hercules- and Thrustmaster-branded hardware and accessories to the Group's customers with the exception of those in North America, who are supplied directly by Canadian subsidiary Guillemot Inc., and those in China, who are supplied directly by Chinese subsidiary Guillemot Electronic Technology (Shanghai) Co. Ltd.

The Company owns the Hercules and Thrustmaster brands and assumes responsibility for the necessary marketing investment in those brands.

Billing of the Company's products in all countries (with the exception of North America and China) is managed centrally. To reduce the number of billing and shipping points, its products are marketed and sold by specialized wholesalers in each country.

Products are manufactured by subcontractors, most of whom are located in Asia. The Company provides its subcontractors with designs, key components (secured directly from technology suppliers) and, in some cases, specific equipment.

The Company holds substantially all the shares of consolidated Group companies (there being no minority interests in consolidated companies).

The executives of Guillemot Corporation S.A. oversee the Group's subsidiaries.

The Company holds the Group's main financial resources (equity, bank borrowings and other borrowings). It grants interest-bearing current account advances to subsidiaries requiring financing.

11.3 Marketing and sales subsidiaries

These subsidiaries are responsible for promotion, marketing and sales in the countries in which they are located, and within their area of influence. The Group controls marketing companies in France, Germany, China, Spain, Italy, the Netherlands and the United Kingdom, and distributes its products in 150 countries.

Furthermore, Hercules Thrustmaster SAS designs interactive entertainment accessories for PCs and gaming consoles and interactive entertainment hardware for PCs. It manages development projects, marketing activities and purchases and sales in relation to those products.

11.4 Research and development subsidiaries

These subsidiaries are responsible for designing and producing the products marketed by the Group. The Group has five research and development entities: Hercules Thrustmaster SAS and Guillemot Innovation Labs SAS in France, Guillemot Recherche & Développement Inc. in Canada, Guillemot Romania Srl in Romania and Guillemot Corporation (HK) Ltd. in China.

11.5 Other subsidiaries

Guillemot Administration et Logistique SARL, based in France, is responsible for product packaging and shipping. It also has responsibility for maintaining and developing equipment and computer systems as well as for accounting, financial management and legal affairs on behalf of the Group.

12. INFORMATION ABOUT THE COMPANY AND ITS SHARE CAPITAL

12.1 Information about the Company's share capital

12.1.1 Share capital at December 31, 2023

At the most recent balance sheet date of December 31, 2023, the share capital stood at €11,617,359.60, made up of 15,087,480 ordinary shares with a par value of €0.77 each.

During the fiscal year ended December 31, 2023, the Company's share capital was reduced by €154,000 through the retirement of 200,000 shares, as agreed by the Board of Directors at its meeting of January 25, 2023.

There have been no changes in the share capital since the end of the fiscal year.

A schedule of changes in equity since the formation of Guillemot Corporation S.A is set out in section 18 of the Management Report.

12.1.2 Breakdown of share capital and voting rights

12.1.2.1 Changes over the past three years

In 2023, founding shareholders and executives of the Company transferred shares in the Company to their spouses and children. There were no other material changes in the Company's ownership in 2023.

Guillemot Corporation S.A. is jointly controlled by Guillemot Brothers SAS and the members of the Guillemot family. Other than appointing three independent members – Maryvonne Le Roch-Nocera, Corinne Le Roy, and Marie-Hélène Lair followed by Véronique Le Bourge – to the Board of Directors, the Company has not taken any special steps to ensure that control is not wrongfully exercised.
At December 31, 2023, the Guillemot family group directly and indirectly held 68.73% of the share capital and 79.72% of voting rights exercisable at shareholders' general meetings.

To the Company's knowledge, no shareholders other than those indicated in the tables below directly or indirectly hold more than 5% of the Company's share capital or voting rights.

The Company does not have any information on identifiable bearer shares that might enable it to indicate how many shareholders it has or provide a breakdown of ownership between resident and non-resident shareholders or between private shareholders and institutional investors.

At December 31, 2023, the Company had no employee shareholders as defined in Article L.225-102 of the French Commercial Code.

At December 31, 2023						
Shareholder	**Number of shares**	**% of capital**	**Number of theoretical voting rights**	**% of theoretical voting rights**	**Number of voting rights exercisable at shareholders' general meetings**	**% of voting rights exercisable at shareholders' general meetings (1)**
GUILLEMOT BROTHERS SAS (2)	2,286,122	15.15%	2,286,122	9.86%	2,286,122	9.88%
Michel Guillemot	1,056,569	7.00%	2,110,628	9.10%	2,110,628	9.12%
Gérard Guillemot	986,246	6.54%	1,969,982	8.50%	1,969,982	8.52%
Yves Guillemot	678,170	4.49%	1,353,830	5.84%	1,353,830	5.85%
Claude Guillemot	321,839	2.13%	641,165	2.77%	641,165	2.77%
Christian Guillemot	309,348	2.05%	616,186	2.66%	616,186	2.66%
Other members of the Guillemot family (4)	4,731,735	31.36%	9,463,470	40.82%	9,463,470	40.91%
Together	**10,370,029**	**68.73%**	**18,441,383**	**79.55%**	**18,441,383**	**79.72%**
Treasury shares (3)	49,731	0.33%	49,731	0.21%	0	0.00%
Free float	4,667,720	30.94%	4,690,886	20.24%	4,690,886	20.28%
TOTAL	**15,087,480**	**100.00%**	**23,182,000**	**100.00%**	**23,132,269**	**100.00%**

At December 31, 2022						
Shareholder	**Number of shares**	**% of capital**	**Number of theoretical voting rights**	**% of theoretical voting rights**	**Number of voting rights exercisable at shareholders' general meetings**	**% of voting rights exercisable at shareholders' general meetings (1)**
GUILLEMOT BROTHERS SAS (2)	2,236,122	14.63%	2,236,122	9.56%	2,236,122	9.66%
Claude Guillemot	1,227,087	8.03%	2,451,661	10.49%	2,451,661	10.59%
Michel Guillemot	1,056,569	6.91%	2,110,628	9.03%	2,110,628	9.12%
Gérard Guillemot	986,246	6.45%	1,969,982	8.43%	1,969,982	8.51%
Yves Guillemot	678,170	4.44%	1,353,830	5.79%	1,353,830	5.85%
Christian Guillemot	611,097	4.00%	1,219,684	5.22%	1,219,684	5.27%
Other members of the Guillemot family (4)	3,524,738	23.06%	7,049,476	30.15%	7,049,476	30.45%
Together	**10,320,029**	**67.50%**	**18,391,383**	**78.66%**	**18,391,383**	**79.45%**
Treasury shares (3)	232,132	1.52%	232,132	0.99%	0	0.00%
Free float	4,735,319	30.98%	4,757,125	20.35%	4,757,125	20.55%
TOTAL	**15,287,480**	**100.00%**	**23,380,640**	**100.00%**	**23,148,508**	**100.00%**

At December 31, 2021						
Shareholder	**Number of shares**	**% of capital**	**Number of theoretical voting rights**	**% of theoretical voting rights**	**Number of voting rights exercisable at shareholders' general meetings**	**% of voting rights exercisable at shareholders' general meetings (1)**
GUILLEMOT BROTHERS LTD (2)	2,236,122	14.63%	4,472,244	17.39%	4,472,244	17.41%
Claude Guillemot	1,224,574	8.01%	2,449,148	9.52%	2,449,148	9.54%
Michel Guillemot	1,054,059	6.89%	2,108,118	8.20%	2,108,118	8.21%
Gérard Guillemot	983,736	6.43%	1,967,472	7.65%	1,967,472	7.66%
Christian Guillemot	708,587	4.64%	1,417,174	5.51%	1,417,174	5.52%
Yves Guillemot	675,660	4.42%	1,351,320	5.25%	1,351,320	5.26%
Yvette Guillemot	12,553	0.08%	13,355	0.05%	13,355	0.05%
Other members of the Guillemot family (4)	3,524,738	23.06%	7,049,476	27.41%	7,049,476	27.45%
Together	**10,420,029**	**68.16%**	**20,828,307**	**80.98%**	**20,828,307**	**81.10%**
Treasury shares (3)	36,040	0.24%	36,040	0.14%	0	0.00%
Free float	4,831,411	31.60%	4,855,016	18.88%	4,855,016	18.90%
TOTAL	**15,287,480**	**100.00%**	**25,719,363**	**100.00%**	**25,683,323**	**100.00%**

(1) Some of the shares held by members of the Guillemot family carry double voting rights.

(2) Wholly controlled by members of the Guillemot family.

(3) Treasury shares with no voting rights.

(4) Spouses and descendants of Messrs. Claude, Michel, Yves, Gérard and Christian Guillemot, none of whom individually holds 5% or more of the Company's share capital or voting rights.

12.1.2.2 Breakdown of share capital and voting rights at February 29, 2024

At February 29, 2024						
Shareholder	**Number of shares**	**% of capital**	**Number of theoretical voting rights**	**% of theoretical voting rights**	**Number of voting rights exercisable at shareholders' general meetings**	**% of voting rights exercisable at shareholders' general meetings (1)**
GUILLEMOT BROTHERS SAS (2)	2,286,122	15.15%	2,286,122	9.86%	2,286,122	9.89%
Michel Guillemot	1,056,569	7.00%	2,110,628	9.10%	2,110,628	9.13%
Gérard Guillemot	986,246	6.54%	1,969,982	8.50%	1,969,982	8.52%
Yves Guillemot	678,170	4.49%	1,353,830	5.84%	1,353,830	5.85%
Claude Guillemot	321,839	2.13%	641,165	2.77%	641,165	2.77%
Christian Guillemot	309,348	2.05%	616,186	2.66%	616,186	2.66%
Other members of the Guillemot family (4)	4,731,735	31.36%	9,463,470	40.82%	9,463,470	40.92%
Together	**10,370,029**	**68.73%**	**18,441,383**	**79.55%**	**18,441,383**	**79.74%**
Treasury shares (3)	56,395	0.37%	56,395	0.24%	0	0.00%
Free float	4,661,056	30.89%	4,684,222	20.21%	4,684,222	20.26%
TOTAL	**15,087,480**	**100%**	**23,182,000**	**100%**	**23,125,605**	**100%**

(1) Some of the shares held by members of the Guillemot family carry double voting rights.
(2) Wholly controlled by members of the Guillemot family.
(3) Treasury shares with no voting rights.
(4) Spouses and descendants of Messrs. Claude, Michel, Yves, Gérard and Christian Guillemot, none of whom individually holds 5% or more of the Company's share capital or voting rights.

12.1.3 Transactions subject to Article L.621-18-2 of the French Monetary and Financial Code

The following transactions were carried out during the fiscal year ended December 31, 2023:

Guillemot Brothers SAS Legal entity related to Christian Guillemot, Deputy Chief Executive Officer of Guillemot Corporation S.A.					
Transaction type	**Transaction date**	**Trading venue**	**Number of shares**	**Unit price (€)**	**Transaction amount (€)**
Purchase	14/02/2023	Euronext Paris	8,720	8.72	76,034.91
Purchase	15/02/2023	Euronext Paris	20,000	9.31	186,126.00
Purchase	16/02/2023	Euronext Paris	9,795	9.52	93,213.14
Purchase	17/02/2023	Euronext Paris	11,485	9.52	109,332.61

Claude Guillemot Director and Chairman and Chief Executive Officer, Guillemot Corporation S.A.					
Transaction type	**Transaction date**	**Trading venue**	**Number of shares**	**Unit price (€)**	**Transaction amount (€)**
Gift (1)	12/05/2023	Euronext Paris	905,248	0.00	0.00

Christian Guillemot Director and Chairman and Deputy Chief Executive Officer, Guillemot Corporation S.A.					
Transaction type	**Transaction date**	**Trading venue**	**Number of shares**	**Unit price (€)**	**Transaction amount (€)**
Gift (1)	25/05/2023	Euronext Paris	301,749	0.00	0.00

(1) Gift to his spouse and children.

No transactions were carried out between January 1, 2024 and the date of this management report.

12.1.4 Crossings of significant share ownership thresholds

During the fiscal year ended December 31, 2023, the following share ownership thresholds, referred to in Article L.233-7 of the French Commercial Code, were crossed:

Declarant(s)	Date threshold crossed	Threshold(s) crossed		Direction crossed	Holding after crossing threshold	
		Capital	Voting rights		Capital	Voting rights
Guillemot Brothers SAS [1]	Feb 15, 2023	15%	-	Upward *(shares purchased)*	15.01%	9.77%
Claude Guillemot [1]	May 12, 2023	5%	10% and 5%	Downward *(shares gifted)*	2.13%	2.77%
Christian Guillemot [1]	May 25, 2023	-	5%	Downward *(shares gifted)*	2.05%	2.66%

(1) Individual crossing.

No share ownership thresholds referred to in Article L.233-7 of the French Commercial Code have been crossed since the balance sheet date.

At February 29, 2024, the total number of voting rights attaching to shares making up the Company's share capital used to calculate significant shareholding thresholds was 23,182,000.

12.1.5 Treasury shares

12.1.5.1 Share buyback program

At the shareholders' general meeting of June 1, 2023, the Board of Directors received authorization to undertake share buybacks.

The characteristics of the share buyback program are set out below:

- Program duration: 18 months from the date of the shareholders' general meeting (i.e. expiring November 30, 2024)
- Maximum authorized proportion of share capital: 10%
- Maximum unit purchase price: €40
- Objectives of the buyback program:
  - To make a market in and thus ensure the liquidity of the Company's shares, through an investment services provider acting independently under the terms of a liquidity agreement that complies with the AMF decision renewing the use of liquidity agreements covering shares as an accepted market practice
  - To hold and subsequently remit shares in payment or exchange in connection with potential external growth transactions, with the proviso that the number of shares purchased for such purpose may not exceed 5% of the shares making up the share capital
  - To cover securities representing debt instruments that entitle the holder, by way of their conversion, exercise, redemption or exchange, to an allotment of shares of the Company
  - To cover stock option programs and/or any other form of allocation of shares to employees and/or executive directors of the Company and/or the Group
  - To retire some or all shares, subject to the shareholders approving a specific resolution at an extraordinary general meeting
  - To carry out any transaction that is allowed or that might become authorized by regulations subsequent to this meeting, notably where such transaction is in line with a market practice that comes to be accepted or renewed by the AMF

At the start of the fiscal year beginning January 1, 2023, the Company held 232,132 treasury shares.

During the fiscal year ended December 31, 2023:

- 70,339 treasury shares were purchased and 52,740 shares were sold under its liquidity agreement with Portzamparc; and
- 200,000 shares were retired.

At December 31, 2023, the Company held 49,731 treasury shares.

Number of shares registered in the Company's name at December 31, 2022:	232,132
Number of shares purchased during the fiscal year ended December 31, 2023:	70,339
Average purchase price:	8.01 €
Number of shares sold during the fiscal year ended December 31, 2023:	52,740
Average selling price:	8.05 €
Number of shares retired during the fiscal year ended December 31, 2023:	200,000
Total trading fees in the fiscal year ended December 31, 2023:	0.00 €
Number of shares registered in the Company's name at December 31, 2023:	49,731
Value of shares registered in the Company's name at December 31, 2023, valued at purchase price:	342,306.38 €
Total par value of shares registered in the Company's name at December 31, 2023:	38,292.87 €
- o/w under the liquidity agreement (49,731 shares):	*38,292.87 €*
Number of shares used during the fiscal year ended December 31, 2023:	52,740
- o/w amounts sold under the liquidity agreement:	*52,740*
Reallocations during the fiscal year ended December 31, 2023:	None
Proportion of capital represented by shares held at December 31, 2023:	0.33%
- o/w under the liquidity agreement (49,731 shares):	*0.33%*

At February 29, 2024, the Company held 56,395 treasury shares, accounting for 0.37% of its share capital; since January 1, 2024, the Company had purchased 17,384 shares and sold 10,730 shares under its liquidity agreement with Portzamparc S.A.

12.1.5.2 Liquidity agreement

The liquidity agreement with Portzamparc S.A. entered into force on January 2, 2022. This agreement complies with AMF decision 2021-01 of June 22, 2021, applicable with effect from July 1, 2021, renewing the use of liquidity agreements covering equity securities as an accepted market practice.

At the time this liquidity agreement was put in place, the Company provided the following resources, which had been allocated to the previous liquidity agreement with Portzamparc S.A.:

- 36,040 shares; and
- €311,512.95 in cash

12.1.5.3 Description of the share buyback program to be submitted to the shareholders for approval at the general meeting of May 30, 2024

A new share buyback program will be proposed to the shareholders at the next shareholders' general meeting, as described below:

- Date of the shareholders' general meeting called to authorize the new share buyback program: May 30, 2024
- Number of shares held by the issuer (directly and indirectly) at February 29, 2024: 56,395
- Percentage of capital held by the issuer (directly and indirectly) at February 29, 2024: 0.37%
- Breakdown of shares held by the issuer at February 29, 2024 by intention:

- Liquidity agreement: 56,395

- Objectives of the new buyback program:
  - To make a market in and thus ensure the liquidity of the Company's shares, through an investment services provider acting independently under the terms of a liquidity agreement that complies with the AMF decision renewing the use of liquidity agreements covering shares as an accepted market practice
  - To hold and subsequently remit shares in payment or exchange in connection with potential external growth transactions, with the proviso that the number of shares purchased for such purpose may not exceed 5% of the shares making up the share capital
  - To cover securities representing debt instruments that entitle the holder, by way of their conversion, exercise, redemption or exchange, to an allotment of shares of the Company
  - To cover stock option programs and/or any other form of allocation of shares to employees and/or executive directors of the Company and/or the Group
  - To retire some or all shares, subject to the shareholders approving a specific resolution at an extraordinary general meeting
  - To carry out any transaction that is allowed or that might become authorized by regulations subsequent to this meeting, notably where such transaction is in line with a market practice that comes to be accepted or renewed by the AMF
- Maximum proportion of capital the issuer proposes to acquire: 10%
- Maximum amount allocated to the share buyback program: €10 million
- Maximum number of shares the issuer proposes to acquire: 10% of the total number of shares making up the Company's share capital at any given time, after adjusting the capital to reflect any transactions that might affect it subsequent to the date of the shareholders' general meeting

- Details of shares the issuer proposes to acquire: ordinary shares of Guillemot Corporation (ISIN: FR0000066722) listed on Euronext Paris (Compartment B)
- Maximum unit purchase price: €40
- Duration of buyback program: 18 months from the date of the shareholders' general meeting (i.e. expiring November 29, 2025)

12.1.6 Shareholders' undertakings and shareholders' agreement

12.1.6.1 2019 undertaking

On May 3, 2019, Claude Guillemot, Michel Guillemot, Yves Guillemot, Christian Guillemot and Guillemot Brothers Limited entered into a collective undertaking to hold Guillemot Corporation shares for a period of two years (the "Dutreil undertaking"). This undertaking covered a total of 3,809,028 shares representing, at that date, 24.92% of the share capital and 29.93% of the voting rights (exercisable at a shareholders' general meeting) of Guillemot Corporation S.A.

On that same date, Claude Guillemot, Michel Guillemot, Yves Guillemot and Christian Guillemot gifted the shares covered by the aforementioned undertaking to their respective spouses and children by way of an advance on inheritance in accordance with Articles 1075 et seq. of the French Civil Code, for a total of 3,059,028 shares representing, at that date, 20.01% of the share capital and 24.04% of the voting rights (exercisable at a shareholders' general meeting) of Guillemot Corporation S.A. The donees:

- must comply with the aforementioned collective undertakings entered into by their respective donors;
- must hold the shares gifted to them for a further four years once the aforementioned collective undertaking has expired; and
- may not, without the donor's consent, sell, transfer, or pledge the shares gifted to them, nor offer them as collateral, for a period of six years with effect from May 3, 2019.

12.1.6.2 2023 undertaking

On May 12, 2023, Claude Guillemot, Michel Guillemot, Yves Guillemot, Christian Guillemot, Gérard Guillemot, Valentin Guillemot, Nathalie Guillemot, Victoria Guillemot, Julia Guillemot and Guillemot Brothers Limited entered into a collective undertaking to hold Guillemot Corporation shares for a period of two years (the "Dutreil undertaking"). This undertaking covered a total of 2,715,752 shares representing, at that date, 18% of the share capital and 22.13% of the voting rights (exercisable at a shareholders' general meeting) of Guillemot Corporation S.A.

On that same date, Claude Guillemot gifted shares covered by the aforementioned undertaking to his spouse and children by way of an advance on inheritance in accordance with Articles 1075 et seq. of the French Civil Code, for a total of 905,248 shares representing, at that date, 6% of the share capital and 7.82% of the voting rights (exercisable at a shareholders' general meeting) of Guillemot Corporation S.A. The donees:

- must comply with the aforementioned collective undertaking entered into by the donor;
- must hold the shares gifted to them for a further four years once the aforementioned collective undertaking has expired; and
- may not, without the donor's consent, sell, transfer, or pledge the shares gifted to them, nor offer them as collateral, for a period of six years with effect from May 12, 2023.

On May 25, 2023, Christian Guillemot gifted shares covered by the aforementioned undertaking to his spouse and children by way of an advance on inheritance in accordance with Articles 1075 et seq. of the French Civil Code, for a total of 301,749 shares representing, at that date, 2% of the share capital and 2.60% of the voting rights (exercisable at a shareholders' general meeting) of Guillemot Corporation S.A. The donees:

- must comply with the aforementioned collective undertaking entered into by the donor;
- must hold the shares gifted to them for a further four years once the aforementioned collective undertaking has expired; and
- may not, without the donor's consent, sell, transfer, or pledge the shares gifted to them, nor offer them as collateral, for a period of six years with effect from May 25, 2023.

12.1.7 Legal charges over the Company's share capital

To the Company's knowledge, there are no legal charges over its share capital.

12.2 Information about Guillemot Corporation shares

12.2.1 Market in the issuer's shares

Guillemot Corporation S.A. is listed on Euronext Paris (Compartment B).

ISIN	:	FR0000066722
Market capitalization at December 29, 2023	:	€102,443,989.20
Market capitalization at February 29, 2024	:	€73,777,777.20

12.2.2 Guillemot Corporation share price over time

Month	Total shares traded	Average daily volume of shares	First quoted price on last day of month (€)	Monthly high (€)	Monthly low (€)
Sep-22	283,909	12,905	11.30	13.88	9.60
Oct-22	246,719	11,749	12.56	13.80	11.70
Nov-22	108,436	4,929	12.30	12.78	11.34
Dec-22	133,923	6,377	12.44	13.00	11.80
Jan-23	421,814	19,173	10.26	14.08	9.11
Feb-23	360,249	18,012	9.11	10.50	8.04
Mar-23	230,216	10,009	7.62	9.57	7.00
Apr-23	171,402	9,522	6.51	7.82	6.46
May-23	158,131	7,188	6.73	7.20	6.50
Jun-23	161,090	7,322	6.70	7.70	6.51
Jul-23	100,641	4,792	7.14	7.30	6.57
Aug-23	175,322	7,623	7.12	7.63	6.55
Sep-23	119,642	5,697	6.26	7.10	5.92
Oct-23	121,297	5,514	5.65	6.50	5.50
Nov-23	187,410	8,519	6.80	7.02	5.51
Dec-23	147,442	7,760	7.00	7.02	6.03
Jan-24	132,880	6,040	5.55	6.95	5.10
Feb-24	183,137	8,721	4.60	5.50	4.41

(Source: Euronext) (September 1, 2022 to February 29, 2024)

(September 1, 2022 to February 29, 2024)

13. RISK FACTORS

The Group has reviewed those risks that could have a material adverse effect on its business, financial position or results. The various risks specific to the Group are ranked by their potential impact and probability of occurrence. (A risk whose occurrence is probable is considered higher than one whose occurrence is merely possible.) This mapping of risks reflects the Guillemot Corporation Group's exposure.

Risk	Probability of occurrence	Impact	Criticality
Risks associated with supply sources	Possible	Moderate	Limited
Risks associated with the equity portfolio	Possible	Major	Limited
Risks associated with protectionism	Probable	Moderate	Limited
Technology risk	Probable	Moderate	Limited
Risks associated with seasonality	Probable	Major	Limited
Risks arising from competition in the sector	Probable	Moderate	Limited
Risks associated with licensing agreements	Possible	Moderate	Limited

13.1 Risks associated with supply sources

- Reliance on certain suppliers

The degree to which the Group is reliant on any given supplier depends on the technological complexity of the product in question.

The Group has for several years maintained ongoing commercial relationships with a good number of suppliers, for whom it represents attractive sales potential.

However, the Group is not completely immune to changes in the sales strategies of technology manufacturers, who could in certain cases restrict the use of such technologies to certain of their other customers. Furthermore, lengthening procurement lead times may lead to significant production delays. Moreover, production stoppages by some suppliers of critical components could necessitate changes in the design of product electronics, thus delaying the shipment of affected products.

- Stoppages, mergers and concentration

Over the past few years, the interactive entertainment market has seen production stoppages, alliances and takeovers.

Guillemot Corporation's market position means it would be able to turn to alternative supply sources if one of its suppliers should fail or undergo a change of control. In some cases, such developments can necessitate changes in the manufacturing process, resulting in additional production and supply lead times, and thus impacting sales.

- Components

A shortage of components or a corresponding lengthening of procurement lead times could force the Group to purchase its raw materials at higher prices if it had to obtain supplies from suppliers outside of its usual supply network. This could have the effect of delaying the production, and thus the shipment, of some products. The Group oversees production schedules on a weekly basis so as to detect any potential delays and minimize their impact on production. The Group's policy is to forecast its requirements for components and maintain an inventory of certain critical components. Procurement lead times for critical components may lengthen without notice.

- Supply chain

Some links in the supply chain may be unable to meet demand, resulting in increased costs or longer supply lead times.

13.2 Risks associated with the equity portfolio

At December 31, 2023, the net value of listed securities in the portfolio stood at €10,258k.

Inventory of portfolio securities at December 31, 2023

Inventory of portfolio securities	Market	Number of securities at December 31, 2023	Market value (€k) (1)
Ubisoft Entertainment S.A. (Shares)	Euronext Paris	443,874	10,258
		Total	**10,258**

(1) Based on the share price on the last day of December 2023 (Ubisoft Entertainment: €23.11).

The Group's earnings are affected by fluctuations in the market price of its shareholdings. A 10% decrease in the price of Ubisoft Entertainment shares over the course of 2024 (relative to their price at December 31, 2023) would have reduced net financial income by €1.0 million.

At March 21, 2024, Ubisoft Entertainment shares closed at €19.015, down 17.72% relative to their price at December 31, 2023. This decrease would have given rise to the recognition of a revaluation loss of €1,818k in the Group's consolidated financial statements at that date.

The Group reserves the right to use these shares to finance its funding requirements.

13.3 Risks associated with protectionism

The Group's products are currently traded all over the world and are subject to moderate customs duties. Protectionist policies could result in high customs duties, adversely affecting the Group's sales in affected countries.

In 2023, the Group generated over 25% of its consolidated turnover in the United States.

The following US import tariffs apply to some products sold by the Group:

Thrustmaster products:
PC accessories: 25%
Console accessories: 0%

Hercules products:
DJ controllers: 25%
Speakers: 7.5%

Import tariffs on products imported into the United States in 2023 totaled $1.5 million.

The Group generally adjusts its retail selling prices to reflect these tariffs; this may have an impact on sales.

13.4 Technology risk

Guillemot Corporation operates in the consumer computing and video game console sectors, which are sensitive to developments in electronic technology and the video game console life cycle.

Guillemot Corporation relies on the most innovative technologies to manufacture its products, many of which use different technologies. Its research and development teams based in France, North America and Romania are in direct contact with major technology operators and the development studios of the largest video game publishers. However, rapid changes in technology can lead to some products becoming obsolete, putting inventory of those products at risk of impairment.

Impairment of inventory recognized in the income statement in respect of fiscal year 2023 totaled €1.7 million. Cumulative impairment of inventory recognized in the balance sheet at December 31, 2023 totaled €2.1 million.

13.5 Risk associated with seasonal fluctuations in business

The Guillemot Corporation Group generates approximately 50% of its annual revenue between September and December. The Group uses subcontractors to meet increased production and logistics requirements during this period. The working capital requirement arising from these seasonal fluctuations is financed through short- and medium-term funding. Furthermore, significant seasonal fluctuations can give rise to inventory problems (overstocking or stockouts).

13.6 Risks arising from competition in the sector

Having operated in its market for many years, the Group has achieved a high level of awareness among distributors and consumers. The Group is exposed to high levels of competition and must constantly monitor the competitiveness of its product ranges.

The Group has competitors all over the world. Thanks to their originality and performance, the Group's products stand up well against competitor offerings, garnering awards and securing top rankings in comparative tests in the trade press in both Europe and the United States. A loss of competitiveness could have an impact on the Group' results and turnover.

13.7 Risks associated with licensing agreements

Licensing agreements with owners of trademarks or technologies usually include early termination clauses. Such agreements also include clauses allowing the Company, in certain cases, to sell off inventory during a given period after its expiration date ("sell-off clauses"). The termination of such a contract could have an impact on sales of the products covered by the agreement in question, as well as on the value of residual inventory.

14. INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES RELATING TO THE PREPARATION AND PROCESSING OF ACCOUNTING AND FINANCIAL INFORMATION

The Group has drawn on the recommendations set out by the AMF in its report dated January 22, 2007 as well as the reference framework for listed companies updated in July 2010.

The Group has also used the guide to implementing this framework for small and mid cap companies to facilitate discussion and communication on internal control and to help the Company identify areas of control requiring improvement.

14.1 Objectives of internal control procedures

Internal control consists of a set of procedures, drawn up and implemented under the Company's responsibility, intended to:

- ensure compliance with legislation and regulations;
- ensure that instructions and guidelines issued by senior management are implemented;
- ensure the smooth operation of the Company's internal processes, notably those that help protect the Company's assets;
- ensure the reliability of financial information;
- more generally, help the Company manage its business, operate efficiently and make best use of its resources.

By helping safeguard against and control risks that might prevent the Company from achieving these objectives, the internal control system plays a key role in the management and coordination of the Company's various activities. The scope of internal control is not confined to procedures designed to ensure the reliability of accounting and financial information.

However, internal control arrangements cannot provide an absolute guarantee that these objectives will be achieved.

14.2 General organization of internal control

14.2.1 Scope of internal control

The parent company ensures that internal control systems are in place within each of its subsidiaries, and that they are adapted to suit the specific characteristics of each subsidiary and relations between the parent company and subsidiaries.

14.2.2 Persons responsible for internal control

Internal control at Guillemot Corporation Group is based on the principles of delegation, authorization and separation of functions. These principles are reflected in approval and sign-off processes and procedures.

All Group employees are made aware of the rules of conduct and integrity upon which the Group's internal control system is founded. Each employee has the necessary knowledge to be able to put in place, operate and monitor internal control procedures in light of the objectives assigned to him/her.

The organization and roles of the various bodies involved in internal control are detailed below.

14.2.2.1 Board of Directors

The Board of Directors determines the Group's business strategy and ensures that it is implemented.

14.2.2.2 *Chairman and Chief Executive Officer*

The Chairman and Chief Executive Officer is responsible for ensuring that procedures and resources are in place to ensure the proper operation and monitoring of internal control.

14.2.2.3 *Administration and Finance*

The Administration and Finance department encompasses functional teams with dual duties consisting of expertise and control, as set out below.

- Financial Control

Group Financial Control provides managers with relevant numerical information (on sales, margins, costs, etc.). Its objectives are as follows:

- To put in place reporting, management and decision support tools suited to different levels of responsibility
- To analyze gaps between actual and target performance, work with operational staff to explain the reasons for those gaps and monitor implementation of corresponding corrective measures
- To check the accuracy of base data and the output of accounting and financial information systems

- Accounts and Consolidation

Accounts and Consolidation is responsible for the following:

- Preparing the interim and annual parent company and consolidated financial statements in compliance with legal obligations and within the timescales demanded by financial markets
- Implementing accounting procedures
- Drawing up and monitoring implementation of financial security procedures in compliance with the principle of separation of tasks between individuals with the power to authorize expenditure and those making payments
- Managing credit limits and payment collection and monitoring trade receivables
- Formulating the Company's tax policy
- Coordinating with the statutory auditors and provide them with the information they need to perform their duties

- Treasury

The Treasury department's role is to monitor and optimize the Group's cash holdings. The department manages cash flows and decides how financial resources are used in coordination with each of the Group's financial institutions.

To reduce the risk of error or fraud, authority is delegated to a limited number of employees who alone are authorized by senior management to handle certain financial transactions, within the confines of predetermined thresholds and authorizations.

- Legal

The Group has an in-house legal department that provides services to Group companies. This department is responsible for the following:

- Drawing up the Group's contractual policy and monitoring its implementation
- Monitoring disputes and legal risks and interfacing with the accounts department to ensure that such disputes and risks are reflected in the financial statements
- Monitoring off-balance-sheet commitments
- Monitoring the Group's various insurance policies

- Human Resources

The Group has a centralized Human Resources department based at its headquarters. This department ensures that the Group complies with the provisions of the French Labor Code and manages relations with employee representative bodies.

- Financial Reporting

The Financial Reporting team provides shareholders, financial analysts and investors with the information they need to properly understand the Group's strategy.

- Information Systems

The Information Systems department manages the development of specific systems and is involved in choosing IT solutions. It monitors the progress of IT projects on an ongoing basis and ensures that such projects are meeting operational needs. The department is also responsible for IT security and confidentiality.

14.2.3 Implementation of internal control and risk management

14.2.3.1 Risk management

In the course of its business, the Group is exposed to a variety of risks that could impact its performance and its ability to achieve its strategic and financial objectives.

The nature of key risk factors, together with preventive and corrective measures, are detailed in this section.

The key areas are set out below.

- Risks associated with the Company's industry sector

- Technology risk

Guillemot Corporation relies on the most innovative technologies to manufacture its products, many of which use different technologies.

As part of their work to determine the features of forthcoming products, the Company's engineers continuously monitor technological developments. Its research and development teams, based in France, North America and Romania, bolstered by a technology monitoring base in Hong Kong, are in direct contact with major technology operators and the development studios of the largest video game publishers. However, rapid changes in technology can lead to some products becoming obsolete, putting inventory of those products at risk of impairment.

- Risks associated with supply sources

Reliance on certain suppliers:
The degree to which the Group is reliant on any given supplier depends on the technological complexity of the product in question.

The Group has for several years maintained ongoing commercial relationships with a good number of suppliers, for whom it represents attractive sales potential.

However, the Group is not completely immune to changes in the sales strategies of technology manufacturers, who could in certain cases restrict the use of such technologies to certain of their other customers. Furthermore, lengthening procurement lead times may lead to significant production delays. Moreover, production stoppages by some suppliers of critical components could necessitate changes in the design of product electronics, thus delaying the shipment of affected products.

Stoppages, mergers and concentration:
Over the past few years, the interactive entertainment market has seen production stoppages, alliances and takeovers.

Guillemot Corporation's market position means it would be able to turn to alternative supply sources if one of its suppliers should fail or undergo a change of control.

In some cases, such developments can necessitate changes in the manufacturing process, resulting in additional production and supply lead times, and thus impacting sales.

- Risks arising from competition in the sector

Having operated in its market for many years, the Group has achieved a high level of awareness among distributors and consumers. The Group is exposed to high levels of competition and must constantly monitor the competitiveness of its product ranges.

The Group has competitors all over the world. Thanks to their originality and performance, the Group's products stand up well against competitor offerings, garnering awards and securing top rankings in comparative tests in the trade press in both Europe and the United States. A loss of competitiveness could have an impact on the Group' results and turnover.

- Risks arising from competition from gaming console manufacturers

Gaming console manufacturers control which accessories work with their consoles. They can sometimes reject new developments. The ability to market new developments and accessories requires the approval of gaming console manufacturers.

- Risk associated with seasonal fluctuations in business

The Guillemot Corporation Group generates approximately 50% of its annual revenue between September and December. The Group uses subcontractors to meet increased production and logistics requirements during this period. The working capital requirement arising from these seasonal fluctuations is financed through short- and medium-term funding. Furthermore, significant seasonal fluctuations can give rise to inventory problems (overstocking or stockouts).

- Industrial and environmental risk

Since the Group contracts out all of its production and has no production sites of its own, it has not assessed these risks. Its main subcontractors are certified ISO 9001 and ISO 14001. Neither the Group's warehouses nor its key production subcontractors are located in regions recognized as being sensitive to climate change risk.

The Group has not assessed the financial risks associated with the effects of climate change. The increase in direct shipments from the Group's Hong Kong warehouse helps reduce its carbon footprint.

- Market risk

- Interest rate risk

At December 31, 2023, the Group had fixed-rate financial liabilities totaling €9,072k.
Based on the Group's outstanding unhedged floating-rate financial liabilities at December 31, 2023, a 1% annual increase in interest rates would have had no impact on net financial income, since the Group had no floating-rate financial liabilities at December 31, 2023.

- Foreign exchange risk

Since all major players in the multimedia industry transact in US dollars, no manufacturer has a competitive advantage that would result in increased market share. Since all industry players index-link their selling prices to cost prices in US dollars, selling prices rise and fall in line with cost prices, insofar as market dynamics allow. The main currency for purchases of hardware and accessories is the US dollar. The trading currency in the United States, Canada and all other countries outside Europe is also the US dollar. In Europe, the Group mainly sells its products in euros. If certain countries should leave the eurozone, this could have an inflationary effect linked to exchange rates in those countries. This could reduce the Group's sales in the countries in question.

Rapid currency fluctuations, and particularly declines in the value of the US dollar, may result in lower selling prices for the Group's products, thus impacting the value of inventories. Conversely, given the seasonal nature of the Company's business, if the US dollar were to rise sharply during the second half of the year, the Group would not be able to adjust its selling prices to reflect the full extent of such an increase, which could therefore have a temporary adverse impact on the Group's gross margin.

However, to limit the Group's foreign exchange risk, Guillemot Corporation hedges against currency fluctuations by buying spot currency and currency futures and options. Furthermore, growth in the Company's export sales over the past few years has boosted its natural hedging and significantly lowered its foreign exchange risk.

A breakdown of the Group's foreign currency assets and liabilities at December 31, 2023 (unhedged assets only – i.e. those exposed to exchange rate fluctuations) is as follows:

Foreign currency amounts exposed to upward or downward exchange rate fluctuations:

(€k)	USD	GBP
Assets	26,494	1,663
Liabilities	14,687	135
Net position before hedging	11,807	1,528
Off balance sheet position	0	0
Net position after hedging	11,807	1,528

Based on foreign currency values exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in the US dollar exchange rate would have resulted in a financial loss of €971k.

Based on foreign currency values exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in the sterling exchange rate would have increased financial expenses by €160k.

The impact of exchange rate fluctuations on other currencies is not material.

Foreign exchange effects arising from the translation of subsidiaries' accounts:
All subsidiaries conduct business in local currency; the impact on shareholders' equity was -€228k.

- Risks associated with the equity portfolio

At December 31, 2023, the net value of listed securities in the portfolio stood at €10,258k.

Inventory of portfolio securities at December 31, 2023

Inventory of portfolio securities	Market	Number of securities at December 31, 2023	Market value (€k) (1)
Ubisoft Entertainment S.A. (Shares)	Euronext Paris	443,874	10,258
		Total	**10,258**

(1) Based on the share price on the last day of December 2023 (Ubisoft Entertainment: €23.11).

The Group's earnings are affected by fluctuations in the market price of its shareholdings. A 10% decrease in the price of Ubisoft Entertainment shares over the course of 2024 (relative to their price at December 31, 2023) would have reduced net financial income by €1.0 million.

At March 21, 2024, Ubisoft Entertainment shares closed at €19.015, down 17.72% relative to their price at December 31, 2022. This decrease would have given rise to the recognition of a revaluation loss of €1,818k in the Group's consolidated financial statements at that date.

- Credit risk

Credit risk is the risk of financial loss should a customer fail to meet its contractual obligations. The Group manages this risk by taking out credit insurance covering more than 70% of the overall risk while intentionally excluding some accounts associated with the Group's top customer (for an amount equivalent to 24% of consolidated turnover) in light of the robustness of that customer's financial position.

Since the Group uses wholesalers, it has a limited number of customers. In a small number of cases, the Group is obliged to grant additional credit where its insurance cover is considered clearly unsuitable (see section 5.7.6 of the notes to the consolidated financial statements).

- Liquidity risk

- Treasury risk

At December 31, 2023, the Group's net debt was negative at -€16.7 million and its portfolio of Ubisoft Entertainment shares had a market value of €10.3 million.

The Group also has undrawn credit lines in place with its partner banks.

The following table shows the Group's debt position at December 31, 2023.

Characteristics of securities issued or borrowings	Fixed rate	Floating rate	Total amount of facilities	Maturity	Hedged
Borrowings from credit institutions	9,053		9,053	2024-2025	No
Bank overdrafts and foreign currency advances			0	2,024	No
Sundry	19		19	2,024	No
TOTAL (€k)	**9,072**	**0**	**9,072**		

- Acceleration clauses

At December 31, 2023, the Group had no borrowings subject to acceleration clauses.

- Supply and price risk

A shortage of components or a corresponding lengthening of procurement lead times could force the Group to purchase its raw materials at higher prices if it had to obtain supplies from suppliers outside of its usual supply network. This could have the effect of delaying the production, and thus the shipment, of some products. The Group oversees production schedules on a weekly basis so as to detect any potential delays and minimize their impact on production. The Group's policy is to forecast its requirements for components and maintain an inventory of certain critical components. Procurement lead times for critical components may lengthen without notice. Container prices out of Asia are subject to significant fluctuations.

- Legal risk

- Disputes

There are no government, administrative, legal or arbitration proceedings, including any pending or threatened proceedings of which the Company is aware, which are likely to have, or which have had within the last 12 months, a significant impact on the Company's and/or the Group's financial position or profitability.

- Intellectual property

The Group's trademarks are mainly registered in Europe with the European Union Intellectual Property Office (EUIPO), in the United States with the United States Patent and Trademark Office and in Canada with the Canada Intellectual Property Office. They are also registered in other foreign countries via the World Intellectual Property Organization (WIPO).

The Group mainly protects the appearance of its products (forms and/or designs) by registering designs and models in Europe with the European Union Intellectual Property Office (EUIPO), in the United States with the United States Patent and Trademark Office and in China with the China National Intellectual Property Administration.

The Group mainly protects technological innovations included in its products by registering patents in France with the Institut National de la Propriété Industrielle (National Institute for Intellectual Property) and/or in Europe with the European Patent Office (EPO) and in the United States with the United States Patent and Trademark Office.

Before registering a trademark or community design, the Group conducts research (or has its advisors conduct research) to check whether the trademark or community design in question is available. For patents, the Group searches (or has its advisors search) for the existence of prior patents.

However, the Group cannot guarantee that proceedings might not be brought against it. Defense costs and the costs of damages in the event of an unfavorable outcome for the Group could have an adverse effect on the Group's business and financial position.

In the event of infringement (whether suspected or proved) by third parties of intellectual property rights belonging to the Group, the Group shall assess the impact of such infringement on its business, together with any associated defense costs. Should the Group bring any proceedings against such third parties, an unfavorable outcome for the Group could adversely affect its business, results and financial position. Any decision to bring such proceedings would be at the sole discretion of the Group, and would probably only be reached after the Group had attempted to contact the infringer to ask it to refrain from its use or to propose a licensing agreement.

- Regulatory risk

The Group has taken steps to comply with the RoHS (Restriction of Hazardous Substances) and WEEE (Waste Electrical and Electronic Equipment) directives and the REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals) regulation. The Group is already working towards being ready for the Corporate Sustainability Reporting Directive (CSRD), to which it will be subject with effect from the fiscal year beginning January 1, 2025. While the Group is careful to monitor regulatory developments in the various countries in which it operates, it cannot completely rule out the possibility that some developments may escape its notice.

- Other risks

- Risks associated with product marketing

The Group's customers are mostly leading wholesalers and e-tailers who directly fulfil requests from end customers (with ordering and shipping centralized). The Group's top customer accounts for 39% of consolidated turnover, while its top five and top ten customers account for 59% and 73% of consolidated turnover respectively.

Outstanding receivables not recovered in connection with the Group's top ten customers totaled €9,680k at December 31, 2023.

However, the Group's rigorous customer selection process helps minimize customer risk.

The Group has credit insurance in place to cover the risk of non-payment (see section 5.7.6 of the notes to the consolidated financial statements).

- Country risk

The Group generates a significant volume of export sales. A deterioration in the economic climate in certain countries could lead to a decline in turnover.

Most of the Group's products are manufactured by partners located in Asia.

Regional conflicts could have an impact on the Group's supplies.

- Risks associated with use of the Group's assets

The Guillemot Corporation Group owns all the assets it needs to operate.

- Insurance and risk hedging

The Group has taken out insurance to cover the key risks identified. It has public liability insurance cover of between €5 million and €8 million depending on the nature of the claim. Other insurance policies cover premises, facilities, vehicles and inventory. Buildings located in France are insured for €8 million, while goods are insured for €10.8 million. The Group also has policies covering goods in transit to protect against major incidents that might affect its shipments. The Group's shipping arrangements are insured for €0.765 million per shipment, irrespective of shipping method and destination.

- Major contracts

To the Company's knowledge, there are no major contracts, other than those entered into in the normal course of business, that would impose a significant obligation or commitment on the Group as a whole.

- Risks associated with licensing agreements

Licensing agreements with owners of trademarks or technologies usually include early termination clauses. Such agreements also include clauses allowing the Company, in certain cases, to sell off inventory during a given period after its expiration date ("sell-off clauses"). The termination of such a contract could have an impact on sales of the products covered by the agreement in question, as well as on the value of residual inventory.

- Risks associated with protectionism

The Group's products are currently traded all over the world and are subject to moderate customs duties. Protectionist policies could result in high customs duties, adversely affecting the Group's sales in affected countries.

14.2.3.2 Financial control procedures

- Business planning

Forecasting is coordinated centrally at headquarters by the Finance department and the Financial Control team, which determines planning principles and the planning schedule, manages the process at entity level and carries out checks to ensure entity business plans are consistent with Group strategy. The business plan is updated half-yearly.

- Annual budget

Operational and functional managers work with the Financial Control and Finance teams to draw up a budget for the year.

Proposed targets are signed off by senior management and meetings are held with operational managers throughout the year to monitor progress.

- Weekly performance dashboard

The Financial Control team produces a weekly performance dashboard for senior management that includes, in particular, the following information:

- Consolidated turnover
- Gross margin
- Costs
- Inventory levels
- Indicators of actual performance vs. forecasts and budgets
- Trend indicators

- Reconciliation with accounting data

The Financial Control team carries out a quarterly reconciliation with accounting data to analyze and correct any differences between the following:

- Subscriptions recognized in the management accounts and actual accounting costs

- Costs input by Financial Control and actual costs
This reconciliation serves to provide analytical data by sector.

- Financial forecasts

To supplement budget-based planning and improve consistency between management and cash forecasts, the Accounts department prepares the following:

- A simplified income statement highlighting key management figures
- A simplified balance sheet to supplement the profit-based approach resulting from management forecasts with an asset-based approach aimed at helping anticipate trends in key items such as fixed assets/investment and the working capital position, as well as making the approach to cash management as reliable as possible
- A funding schedule to facilitate the production of forecast indicators

14.2.3.3 Monitoring commitments

- Preparation, approval and monitoring of contracts

The Group's Legal department works closely with senior management and operational staff to monitor all commitments and ensure they are watertight.

- Monitoring of contracts

Before being signed by the Group, all contracts are submitted to Legal department for checking. Once signed, all originals of contracts are filed by Legal department.

- Procurement

The Group regularly works with the same suppliers, each of which is approved in advance.

Management is responsible for approving new suppliers. The procedure in place aims, in particular, to ensure that duties are separated within the purchasing cycle, from ordering through to payment of invoices, and that accounts are checked on an ex post basis.

- Sales

The Group's general terms and conditions of sale are reviewed and signed off annually by the Legal and Sales departments, notably in light of regulatory developments.

Customer solvency is an ongoing concern for the Group. Accordingly, strict procedures are in place from senior management all the way down to customer advisors.

New customers are subject to a rigorous selection process and must take out adequate credit insurance before the Group agrees to do business with them. Payments (and associated reminders) are continuously and systematically monitored under the dual responsibility of the Accounts Receivable and Sales teams.

14.2.3.4 Monitoring assets

- Fixed assets

Fixed assets are managed by the Financial Accounting team. Regular reviews are carried out with technical managers to update the status of these assets.

- Inventories

The Group has developed a computer system to optimize inventory monitoring and has put in place a continuous inventory procedure at its Carentoir site. External warehouses are also monitored on a daily basis.

14.2.3.5 Monitoring cash

- Payment security

All payment methods used by the Group are covered by a security procedure contractually agreed with the Group's banks. The Group's parent company has been using electronic signatures under the EBICS TC protocol since 2016.

These security procedures are backed up by daily bank/accounting reconciliations.
A procedure is in place to ensure that payment instructions cannot be both issued and signed by the same person, thus limiting the risk of internal fraud.

Given the upsurge in attempted fraud linked to payment instructions, the Group has tightened up its verification procedures and regularly issues communications to accounting and operations teams to remind them of the need for ongoing vigilance.

- Management of liquidity risk

The Treasury department is responsible for ensuring that the Group has adequate sources of long-term funding to meet its needs.

A monthly analysis is undertaken to this end, while cash forecasts are updated daily and the net cash position is reported daily to senior management.

- Hedging of foreign exchange and interest rate risk

Goods are mainly purchased in US dollars.

The Group mainly invoices its customers in euros and dollars.

Since all operators in the Group's industry sector index-link their selling prices to cost prices in US dollars, the Group raises and lowers its selling prices in line with cost prices. To limit the Group's foreign exchange risk, Guillemot Corporation partly hedges against currency fluctuations by buying spot currency and currency forwards and options.

Interest rate risk is regularly reviewed by the Treasury department and signed off by senior management.

14.2.3.6 Producing and verifying financial reporting

- Recognition of turnover

The Financial Control team supplies consolidated Group turnover figures on a quarterly basis. To ensure that turnover is recognized, billing data from the Group's invoicing software is fed into its accounting systems.

Figures from Financial Control are reconciled with accounting figures.

- Accounting systems

The Group uses a number of software packages for financial accounting, cash management, fixed asset management, payroll and consolidation. Specific management systems are developed in-house to ensure that the Group's needs are met as efficiently and effectively as possible.

- Analysis and monitoring procedures

The Group uses a paperless supplier billing system to optimize productivity and security.

The principle of separation of tasks is applied within the Accounts department to safeguard against the risk of error or fraud.

Particular attention is paid to the security of computerized data and data processing (physical and logical protection of access, saving, back-ups, etc.).

Access rights are managed centrally, ensuring that companies' commitments, as well as payment authorizations and payments issued, are secure.

All balance sheet and income statement items are analyzed by comparing them with the prior year; to safeguard against the risk of fraud or error, all differences are explained.

- Year-end accounting procedures

At the fiscal year-end, the parent company financial statements are presented to senior management by the Accounts department and inventory items are jointly analyzed by Accounts and Financial Control. Provisions are set aside following careful analysis of risks with the relevant operational and/or functional teams, the Group's Legal department and, where applicable, external advisors.

The consolidated financial statements are prepared in-house by the Consolidation team, which updates consolidation parameters and prepares and produces the statutory financial statements in compliance with IFRS. The main checks carried out by the Consolidation team are to verify returns submitted by subsidiaries, review control reports produced by the consolidation system and check consolidation analysis reports.

- Relations with the statutory auditors

Relations with the statutory auditors are structured as follows:

- A meeting is held ahead of the accounting year-end, attended by senior management, to agree on the calendar and organizational approach and approve key accounting options.

- A wrap-up meeting is held after the year-end accounts have been produced. At this meeting, which is attended by senior management, comments (if any) are gathered from the statutory auditors on the parent company and consolidated financial statements.

The statutory auditors present their report addressed to the audit committee at a meeting of the Board of Directors sitting as an audit committee. The financial statements are then presented to the Chairman of the Board of Directors before being signed off by the Board of Directors.

- Financial reporting

The principal parties involved in reporting financial information to the market are the Chairman and Chief Executive Officer and the Deputy Chief Executive Officers.

The Finance department, the Communications team and the Legal department are also authorized to disclose financial information.

Financial reporting is based on financial and accounting reports, registration documents and financial press releases. These documents are signed off by the relevant teams within Administration and Finance, and all financial reporting is signed off by senior management.

Lastly, the Universal Registration Document is filed with the AMF.

Financial reporting is disseminated by e-mail, telephone and postal mail.

Regulated financial information is passed on to a primary information provider meeting the criteria laid down in the AMF's General Regulation. Press releases are uploaded to the Guillemot Group's website (where they are available in French and English). The Group hosts two meetings a year for the financial community, coinciding with the release of its results.

14.2.4 Preparation of accounting and financial information for shareholders

Internal control procedures relating to the preparation and processing of financial and accounting information for shareholders, and those intended to ensure compliance with general accounting principles, are agreed with senior management, which tasks the Group's Administration and Finance department with implementing them and monitors implementation.

14.2.5 IT achievements and projects

Projects aimed at improving the reliability of and control over the Group's business in 2023 were as follows:

- Upgrade functionality within the Group's management systems:
    - Overhaul customer order management
    - Automate component orders via portals
    - Deliver EDI integration for a European e-tailer
    - Implement management of customer logistical constraints by region
    - Implement monitoring of inter-platform transportation flows
    - Improve purchase analysis and forecasting tools
- Software rollouts:
    - Implement SAAS solution to replace software used to manage after-sales calls
    - Implement AI-powered chatbot to respond to customer queries
    - Replace IP-based telephony solution
- Networks and cybersecurity:
    - Upgrade server OS to Windows 2019
    - Upgrade ERP database version
    - Carry out network penetration testing
- Websites and e-shops:
    - Optimize site performance
    - Implement bundled product sales
    - Extend store to 28 European countries
    - Launch sale of technical spares
    - Launch community.hercules.com forum
- Dashboard:
    - Global sales monitoring
    - Monitoring of shipping costs and corporate social responsibility

The following projects are planned for 2024:

- Upgrade functionality within the Group's management systems:
    - Introduce integrator fee schedule to simplify transportation costs
    - Upgrade ERP framework
    - Implement AI-powered data analysis tools
- Software rollouts:
    - Implement intranet via collaborative communication platform Steeple
    - Implement Copilot (artificial intelligence) within Microsoft tools
    - Implement Devops internal project monitoring and ticketing system
    - Implement product information management tools
- Networks and cybersecurity:
    - Install optical fiber backbone at Carentoir site
    - Migrate on-premises file storage to the cloud
    - Upgrade China network
- Website:
    - Open up US shop to sales in Canada
    - Upgrade dedicated online customer area
    - Carry out black box penetration testing on network of websites

14.2.6 Conclusion

The Guillemot Corporation Group's internal control procedures are continuously monitored to ensure that they are updated and amended as necessary, notably in light of changes in legislation and regulations applicable to the Group and its business.

The Group pays close attention to business continuity and system restores are tested annually.

The Chairman of the Board of Directors considers that the measures in place provide for effective internal control.

15. WORKFORCE-RELATED, ENVIRONMENTAL AND SOCIAL INFORMATION

As of December 31, 2023, the Group was not subject to the requirement to include a statement of non-financial performance in its Management Report. The Group is preparing for the Corporate Sustainability Reporting Directive (CSRD), to which it will be subject with effect from the fiscal year beginning January 1, 2025.

15.1 Workforce-related information

In 2023, each subsidiary was asked to complete a corporate report including quantitative and qualitative information on all social issues covered by France's "Grenelle II" Act across a comprehensive consolidation scope.

15.1.1 Workforce

15.1.1.1 Total workforce and breakdown by gender, age and geographical region

A breakdown of the current workforce is as follows:

	At December 31, 2023						At December 31, 2022					
	Parent company	**Guillemot Administration et Logistique**	**Hercules Thrustmaster**	**Guillemot Innovation Labs**	**Foreign subsidiaries**	**Total**	**Parent company**	**Guillemot Administration et Logistique**	**Hercules Thrustmaster**	**Guillemot Innovation Labs**	**Foreign subsidiaries**	**Total**
Total	**5**	**84**	**101**	**6**	**101**	**297**	**5**	**81**	**90**	**5**	**100**	**281**
O/w permanent contracts	5	76	90	5	96	272	5	70	83	5	90	253
O/w fixed-term contracts	0	8	11	1	5	25	0	11	7	0	10	28
O/w women	0	35	46	0	32	113	0	36	41	0	32	109
O/w men	5	49	55	6	69	184	5	45	49	5	68	172
Aged under 30	0	20	41	3	9	73	0	27	33	2	13	75
Aged 30-39	0	18	26	1	24	69	0	13	25	1	23	62
Aged 40-49	0	18	14	0	38	70	0	18	15	0	40	73
Aged 50 and over	5	28	20	2	30	85	5	23	17	2	24	71

The total Group workforce in 2023 averaged 281 people, down from 258 in 2022.

15.1.1.2 Hirings and dismissals

During the fiscal year ended December 31, 2023, a total of 40 people were hired on permanent contracts: 23 in France, 4 in Canada, 7 in Romania and 1 in Belgium.

Eight contracts were terminated by Group companies: five in France, one in Germany and two in Canada.

By comparison, Group companies hired 52 people in 2022: 31 in France, 8 in Canada, 7 in Romania, 3 in China, 2 in the United Kingdom and 1 in Germany.

One French company terminated a permanent contract in 2022.

15.1.1.3 Compensation

(€k)	**2023**		**2022**	
Company	Compensation in year	Social security contributions in year	Compensation in year	Social security contributions in year
Parent company	316	87	348	97
Hercules Thrustmaster SAS	4,816	1,767	4,376	1,693
Guillemot Administration et Logistique SARL	3,325	1,133	2,913	1,037
Guillemot Innovation Labs SAS	457	182	402	165
Consolidated foreign subsidiaries	5,562	591	4,923	586
Total	**14,476**	**3,760**	**12,962**	**3,578**

Pay rises are mainly the result of individual negotiations based on the expansion of employees' skills and/or responsibilities.

These may be supplemented by collective pay increases, as was the case in the last two fiscal years as well as twice at the Group's French companies in fiscal year 2021.

Nationwide or collective agreements (industry agreements, etc.) apply to the various subsidiaries of Guillemot Corporation Group. Provisions in the French Labor Code on compulsory and voluntary employee profit-sharing and employee savings schemes did not apply to the Group's French companies in 2023.

15.1.2 Organization of work

15.1.2.1 Organization of working time

All employees of Group companies are covered by applicable local regulations. The number of hours in the working week is as follows:

- 35 hours in France
- 37.5 hours in the United Kingdom
- 38 hours in the Benelux countries
- 38.5 hours in Germany
- 40 hours in Canada, Spain, Romania and China

Employees working part-time (excluding part-time parental leave) at consolidated French and foreign subsidiaries accounted for 5.82% of the workforce at December 31, 2023, compared with 5.43% at December 31, 2022 and 4.22% at December 31, 2021.

A total of 1,915 overtime hours were worked in 2023: 1,419 hours in France and 496 hours at foreign companies (compared with 882 in 2022: 444 in France and 438 at foreign companies).

15.1.2.2 Absenteeism

Absences at consolidated subsidiaries are broken down as follows:

	2023					2022				
	Guillemot Administration et Logistique	Hercules Thrustmaster	Guillemot Innovation Labs	Foreign subsidiaries	Total	Guillemot Administration et Logistique	Hercules Thrustmaster	Guillemot Innovation Labs	Foreign subsidiaries	Total
Sick leave	723	805	12	159.5	**1699.5**	444	397	0	325.5	**1166.5**
Maternity leave	16	92	0	0	**108**	232	197	0	0	**429**
Occupational and commuting accidents	5	4	0	0	**9**	50	54	0	20	**124**
Unpaid leave	24.5	30.4	1	20	**75.9**	58	3.5	0	40	**101.5**
Paternity leave	37	27	0	0	**64**	32	45	0	0	**77**
Other absence	80.7	53.6	0	10	144.3	87	37.5	6	9	139.5
Total	**886.2**	**1012**	**13**	**189.5**	**2100.7**	**903**	**734**	**6**	**394.5**	**2037.5**

In 2022, the Covid pandemic resulted in more work stoppages than in either of the previous two years, particularly in France and China. Despite Covid no longer being a factor, the number of absences due to sickness continued to increase significantly in France, driven by both short- and long-term sickness (in 2023, three employees were absent for more than four months).

Beyond taking into account these temporary absences, to help employees settle back into work following a period of absence, or in specific medical circumstances, the Group's French subsidiaries consult with their occupational health teams and endeavor to take into account their recommendations. In particular, efforts are made to adapt the content of the role and the environment in which it is performed on a case-by-case basis.

15.1.3 Health and safety

15.1.3.1 Workplace health and safety conditions

The Group's French companies continue to implement and update their risk prevention process. In particular, this involves updating a single document that serves to identify, assess and analyze the risks to which employees may be exposed. The Group's various sites are subject to inspections in accordance with applicable rules in each country.

It should also be noted that the Group's activities give rise to little occupational risk.

As well as ensuring that workplaces are equipped with first aid kits, fire extinguishers, etc. and regularly reiterating the importance of using personal protective equipment in storage and handling areas, efforts at the Group's French companies are focused on three aspects of prevention in particular: posture when working in front of a screen, carrying loads, and heart problems.

Companies also communicate with and/or support their employees in relation to work-related stress: for example, a "stress whistleblowing" procedure has been introduced at two French companies to help raise employee awareness of signs of workplace stress; the Group's values, including "respect, collaboration and solidarity", are disseminated; management coaching is provided; and "workplace quality of life" diagnoses are undertaken.

As part of more in-depth work aimed at reducing work-related stress, one of the Group's French companies carried out a broad survey on workplace quality of life in 2023.

Employees regularly receive new and refresher safety training, both to prepare them to deal with workplace hazards (in accordance with applicable regulations) and to train volunteers to be able to provide first aid (as certified first aiders, in France, at Guillemot Administration et Logistique SARL and Hercules Thrustmaster SAS).

The Group's French companies are equipped with automatic defibrillators: when combined with cardio-pulmonary resuscitation, early defibrillation significantly increases the chances of survival of a person in cardio-respiratory failure with ventricular fibrillation, the main cause of sudden death in adults.

As regards the carrying of loads, the relevant advice is accessible via the intranet and is reiterated in brochures and on posters in all workspaces.

Similarly, since most workstations involve the use of a computer, simple rules on how to properly organize a computer-based workstation are set out in a number of online documents.
Another aspect of occupational health was addressed in 2015, when the Company began providing its French employees with information on the prevention of health risks when traveling abroad and expanded its communication to cover all teams, sharing recommendations designed to limit the spread of viral and bacterial infections in all workplaces.

The Company is also working to adapt all its workstations in keeping with changing circumstances (e.g. epidemics). In particular, this has involved a range of actions over the past three years as local rules and public health situations have evolved against the backdrop of the global Covid-19 pandemic: remote working has mostly become intermittent since 2021 for all employees whose roles allow for this type of arrangement, and protective rules and systems are in place to minimize the risk of infection. Employees were provided with technical and practical solutions to enable them to feel safe while working, and support measures and reminders were put in place to both to ensure that the working environment continued to meet prevention requirements and to maintain close contact between employees and the Company. These solutions could easily be reintroduced, and measures designed to reduce the risk of Covid contamination remain in place.

Lastly, it should be noted that the Group's French companies introduced supplementary group health cover for all employees in early 2016.

15.1.3.2 Frequency and severity of occupational accidents, and occupational diseases

Seven occupational accidents (five workplace accidents and two commuting accidents) occurred at French companies in 2023, resulting in nine days' loss of work in the year.

There were seven occupational accidents in 2022: six in France and one in Germany. Of these seven occupational accidents, four were commuting accidents. These workplace and commuting accidents resulted in 124 days' loss of work in France and 20 in Germany.

No cases of occupational diseases were recorded.

15.1.4 Employee relations

15.1.4.1 Arrangements for employee dialogue, including in particular procedures for informing, consulting and negotiating with employees

Employees of the Group's two French subsidiaries and its Romanian subsidiary are represented by employee representatives. These employee representative bodies are established, informed and consulted in accordance with the prescribed regulatory framework.

15.1.4.2 Review of collective agreements, notably as regards occupational health and safety

All companies are careful to apply collective regulations specific to their business, namely nationwide and industry-wide agreements.

One of the Group's French companies introduced a homeworking charter in September 2020 based on the belief that homeworking would improve work-life balance for eligible employees while helping make the company in question more competitive and attractive. Guillemot Corporation's other two French subsidiaries adopted a charter in 2021 allowing eligible employees to work from home some of the time if they so wish.
One of these charters was revised in 2023 to allow for arrangements specific to one particular business line.

In Romania, employee representatives elected in April 2023 negotiated a company-wide collective agreement that entered into force in September 2023.

15.1.5 Training

15.1.5.1 Training policy, notably as regards environmental protection

The training policy in force at the Group's French companies is aimed at adapting employees' expertise in line with developments in the Group's business areas, notably by implementing a skills development plan.
Other training activities may be put in place at the request of employees or, by exception, on the basis of commitments made when employment contracts are entered into.

The Group raises its employees' awareness of environmental impacts by regularly communicating about issues linked to printing, sorting and lighting, as well as by informing subsidiaries about how to save water, electricity and paper.

In 2023, all employees of the Group's French companies were invited to attend a "Climate Fresk" workshop.

One employee of a French company also completed a 10.5-hour training course on this topic, partly so as to be able to lead workshops with colleagues, employees or customers and partly to gain an understanding of environmental impacts and the key principles of green design, raise staff awareness of these issues and stimulate creative thinking around innovative green solutions.

A group of five people from one of the Group's French companies also completed a two-day (14-hour) green design course aimed at incorporating an environmental approach into the product design and development cycle.

15.1.5.2 Total number of hours' training

Company	2023	2022
Parent company	0	0
Hercules Thrustmaster SAS	665	571
Guillemot Administration et Logistique SARL	337	682
Guillemot Innovation Labs	32	0
Consolidated foreign subsidiaries	34	30
Total	**1,068**	**1,283**

These figures reflect only training delivered by accredited organizations.

Training activities, the vast majority of which involve face-to-face training, were heavily affected by the pandemic in 2020 and 2021, with public health restrictions making travel impossible.

Some training, including remote training, continues to be delivered in-house. This includes training in tools and methods as part of the induction process or when an employee changes jobs, regular product training for sales staff, refresher safety training, help using software packages, etc. These types of training are not included in the above figures.

15.1.6 Equality

15.1.6.1 Gender equality

Group companies seek to promote professional equality between women (of whom there were 113, or 38% of the workforce, at December 31, 2023, compared with 109, or 39% of the workforce, at December 31, 2022) and men in terms of compensation, qualifications, classification, promotion and recruitment.

The proportion of women in the workforce held steady in the year despite the fact that, given the technical nature of the Group's activities, the vast majority of engineering positions are held by men. However, one-third of head of department positions within the Group are held by women.

	At December 31, 2023						**At December 31, 2022**					
	Parent company	Guillemot Administration et Logistique	Hercules Thrustmaster	Guillemot Innovation Labs	Foreign subsidiaries	Total	Parent company	Guillemot Administration et Logistique	Hercules Thrustmaster	Guillemot Innovation Labs	Foreign subsidiaries	Total
Workforce	**5**	**84**	**101**	**6**	**101**	**297**	**5**	**81**	**90**	**5**	**100**	**281**
O/w women	*0*	*35*	*46*	*0*	*32*	**113**	*0*	*36*	*41*	*0*	*32*	**109**
O/w men	*5*	*49*	*55*	*6*	*69*	**184**	*5*	*45*	*49*	*5*	*68*	**172**
Male/female pay rati	N/A	0.9	1.1	N/A	1.4		N/A	0.8	1.3	N/A	1.6	

The ratio of male to female pay is stable, with the trend for women improving since 2021 at the two main French subsidiaries (in 2023, the ratio was 0.9 at Guillemot Administration et Logistique SARL and 1.1 at

Hercules Thrustmaster SAS, compared with 1.0 and 1.5 in 2019 respectively). This indicator continues to be closely monitored.

The gender equality scores reported in 2022 and 2023 were as follows:

- Guillemot Administration et Logistique SARL: 85 out of 100 for 2022; "not calculable" for 2023 (as a result of changes in the workforce)
- Hercules Thrustmaster SAS: 86 out of 100 for 2022; 88 out of 100 for 2023

15.1.6.2 Employment and inclusion for people with disabilities

During the year, the Group's French subsidiaries used services offered by sheltered employment organizations (*Etablissements et Services d'Aide par le Travail* – ESATs) employing people with disabilities at a level corresponding to 1.49 units* (compared with 1.31 the previous year). They also contributed to social inclusion for people with disabilities via the DOETH return covering the employment of workers with disabilities.

** Unit: employee benefiting from the employment obligation by virtue of a disability (Agefiph 2020 reporting methodology).*

15.1.6.3 Anti-discrimination policy

The Group makes every effort to treat individual circumstances with the utmost consideration.

The Group remains careful to ensure that a balance of men and women are recruited, and that all staff receive the same professional development opportunities irrespective of gender. However, given its preponderance of technical roles, the Group continues to operate in a labor market in which women are still under-represented.

15.2 Environmental information

15.2.1 General environmental policy

15.2.1.1 Organizational measures to take into account environmental issues and, where applicable, environmental assessment and certification

Organizational arrangements were put in place in May 2023 to ensure that all departments of the Company take into account the environmental impacts of the business. In addition to the Group Corporate Social Responsibility (CSR) Officer, each department has a CSR champion who raises awareness and gathers initiatives and proposals. These arrangements were put in place in France and are set to be extended to the entire Group in 2024.

Lastly, a green design engineer carries out life cycle analysis of the Group's products and helps develop products with a reduced environmental impact. Two life cycle analyses were completed in 2023 (one on a racing wheel and the other on a gamepad) and are currently being externally validated for certification purposes.

As happens every year, each subsidiary was asked to complete an environmental report including quantitative and qualitative information on all environmental issues covered by France's "Grenelle II" Act across a comprehensive consolidated scope.

The Group has embarked on a process of continuous improvement and put in place regular monitoring to improve its performance against certain environmental indicators.

15.2.1.2 Safeguarding against environmental risks and pollution

Since the Group has no manufacturing sites of its own, it has little exposure to environmental or pollution risk and has not put in place any specific resources in this area.

The Group is sensitive to transportation-related issues. A carrier protocol is in place setting out requirements designed to safeguard against environmental risk at the Carentoir site.

15.2.1.3 Provisions and guarantees for environmental risk, unless such information could be seriously detrimental to the Company in ongoing litigation

Given the nature of the Group's business, no specific provisions have been set aside for environmental risk.

15.2.2 Pollution

15.2.2.1 Prevention, reduction or treatment of discharges into the air, water and soil having a serious impact on the environment

Since the Group has no manufacturing sites of its own, it has little exposure to the risk of discharges into the air, water or soil having a serious impact on the environment and has not implemented any specific measures in this area.

The Group is increasingly making use of environmentally friendly products to maintain and clean its premises. For the upkeep of green spaces at its Carentoir site, the Group exclusively calls on external providers that do not use phytosanitary products.

A transportation protocol has been put in place at the Carentoir logistics site under which carriers must comply with certain measures designed to safeguard against the risk of pollution at the site.

To limit the risk of soil contamination arising from the storage of fuel oil to fire the furnace at the Carentoir site, the tank is installed over a secondary containment area. In 2023, work began on replacing the oil-fired furnaces with two wood-fired furnaces, which are scheduled to come into service in 2024.

15.2.2.2 Business-specific forms of pollution, including in particular noise and light pollution

The Group's activities do not generate any noise pollution affecting surrounding neighborhoods. All electrical and electronic testing takes place in certified laboratories. Subsidiaries only operate during daylight hours. A transportation protocol is also in place at the Carentoir site, under which carriers are required to comply with noise and safety requirements.

15.2.3 Circular economy

15.2.3.1 Waste prevention and management

15.2.3.1.1 Waste prevention, recycling and reuse and other forms of waste recovery and elimination

Waste generated by end-of-life products

In the area of product packaging, the Group is constantly working to optimize the size and shape of packaging relative to the shape of its products so as to limit packaging waste.

The Group now always uses biodegradable loose-fill packing materials when repackaging parcels. Cardboard cartons received are also reused for repackaging purposes.

A technical memorandum on green packaging design was issued to R&D project managers in 2023 to ensure that best practice is adopted in three areas when products are designed: Reduce, Reuse and Recycle.

In 2023, 90% of packaging marketed in France was based on recycled cardboard, 5% on plastic and 5% on polystyrene. The Group aims to eliminate the use of polystyrene in its packing by the end of 2025. The Guillemot Innovation Labs SAS subsidiary is seeking the best replacement solutions.

As regards recycling of its packaging, the Group has appointed CITEO and Landbell to collect, process and recover packaging waste for products marketed in the French and German markets respectively.

The Group has appointed specialist companies to collect, process, recycle and destroy batteries and accumulators used in its products in France (Screlec), the Netherlands (Stibat) and Germany (GRS).

As regards waste electrical and electronic equipment, the Group has appointed specialist companies to collect, process and recycle products marketed in France (Ecologic), the Netherlands (Stichting Open) and Germany (European Recycling Platform (ERP) Deutschland GmbH).

Waste generated by on-site activities

The Group collects various types of waste across its two French sites: paper, cardboard, soft plastic (palletizing film), polystyrene, cartridges, batteries, scrap metal and waste electrical and electronic equipment (WEEE). At the Carentoir site, 89% of all waste collected is recycled.

Paper and magazine waste is collected at both French sites and handed over to a recycling firm. A 100% recovery rate was achieved in 2023. This firm also generates a valuable social impact by employing people struggling to find work. Activities to raise awareness of paper sorting and recycling were carried out at the Carentoir and Rennes sites to reiterate sorting practices and explain what happens to recycled waste.

In 2023, the Group began participating in a polystyrene circular economy program by delivering its polystyrene waste to a neighboring polystyrene production facility that incorporates it into its production process.
Waste electrical and electronic equipment is handed over to a company that dismantles products in order to recycle and recover certain components, with a recovery rate of around 87%. Printer cartridges and used batteries are handed over to specialist recycling and recovery firms.

Waste collected at the Carentoir site (metric tons)	**2023**	**2022**
Sorting of cardboard for recycling	17.610	9.760
Sorting of paper and magazines for recycling	0.400	0
Sorting of palletization film for recycling	0	1.770
Sorting of scrap metal for recycling	14.340	0
Transfer of waste electrical and electronic equipment for dismantling and recycling	68.360	44.040
Wood (transfer of broken pallets to a company for repair or recycling)	13.570	0
Sorting of fluorescent light tubes for recycling	0.005	0
Recycling of masks	0	0.006
Polystyrene	0.100	0
Collection of common industrial waste (CIW)	13.860	9.140
Percentage of waste recycled	**89%**	**86%**

As far as foreign subsidiaries are concerned, waste (paper, plastic and glass) is separated at the Group's offices in Romania, Germany and Italy.

15.2.3.1.2 Prevention of food waste

To date, the Group has not adopted any specific measures to prevent food waste.

There are no staff canteens at Group subsidiaries.

15.2.3.2 Sustainable use of resources

15.2.3.2.1 Water supply and consumption in accordance with local constraints

Sites occupied by Group companies consist solely of office premises and warehouses. That being the case, the Group's water consumption is limited to normal consumption for these types of premises. The Group ensures that its employees are made aware of water-saving initiatives.

Water consumption:

Water (m^3)	**2023**	**2022**	**Change**
France*	279	273	2%

* Premises located in Carentoir.

For the Group's other subsidiaries, it is physically impossible to provide an individual breakdown of water consumption at leased offices (either because they are jointly owned or because water consumption is included in overall service charges).

15.2.3.2.2 Consumption of raw materials and steps taken to improve their efficient use

The main raw material used within the Group's subsidiaries is office paper.

The Group's French subsidiaries now only use recycled paper.

The Group is constantly reminding its employees of ways to reduce their consumption of office paper. For example, it recommends that printer paper be printed on both sides. In addition, electronic archival systems are being developed at Group subsidiaries and paperless billing is being implemented for some customers.

In 2019, the Group implemented a paperless supplier management system at its French subsidiaries.
All import and export shipping files at the Carentoir site went paperless in late 2020.

With effect from June 2020, employees at French sites have the option of receiving their payslips in paperless form via a secure online portal.

This has further built on the significant reduction in paper consumption over the past few years. The Group's total annual paper consumption is estimated at 7 kg per person.

A much larger volume of materials is consumed indirectly in the process of manufacturing the Group's products.

In 2023, the Group set up a circular economy working group to step up actions to lengthen the life span of its products and adopt green design principles to reduce the amount of raw materials used.

Green product design

The Group is gradually incorporating the sustainability principles into its product design process. In late 2023/early 2024, its R&D teams received training in a green product design methodology.

The Group undertakes life cycle analysis in an effort to understand the main environmental impacts of its products and prioritize action to mitigate them. Life cycle analyses of a gamepad and a racing wheel showed that the most significant impact arose during the manufacturing process. Life cycle analyses on other product ranges are scheduled to be undertaken in 2024.

The Group is continuing with its plans to use recycled materials in pilot products to reduce the need to extract virgin raw materials.

Repairing products and extending their life span

The Group uses three repair centers (in France, the United States and China), enabling it to repair 4,744 products in 2023.

The Group also sells a wide range of parts in its online store so consumers can carry out their own repairs, thus extending the life of their products. It should be noted that the Group ships parts free of charge worldwide for the first two years of a product's life, and that it continues to ship parts or carry out repairs for a number of out-of-warranty products. A total of 8,038 spare parts were shipped to customers in 2023.

The Group's technical support department assists customers with any questions and problems and offers frequently asked questions and a knowledge base to help with recurring issues.

In 2023, the Group increased the number of parts and accessories available from its online store. Its European eShop sold 19,146 parts and accessories to consumers in 2023, up 33.5% year on year.

Tutorials offering product maintenance and repair advice were broadcast on the brand's Twitch account in 2023. Plans are in place to increase the number of tutorials in 2024.

15.2.3.2.3 Energy consumption, steps taken to improve energy efficiency, and use of renewable energy

Sites occupied by Group companies consist solely of office premises and warehouses. That being the case, the Group's energy consumption is limited to normal consumption for these types of premises. The Group displays notices to raise employee awareness of power-saving initiatives.

Resources consumed by the principal Group companies

Electricity (kWh)	2023	2022	Change
Carentoir (France)	193,622	211,527	-8%
Rennes (France)	73,293	64,441	14%
Romania	97,532	96,004	2%
Canada	56,219	76,911	-27%
Hong Kong	15,721	16,463	-5%
Shanghai	5,895	5,810	1%
Italy	1,200	1,314	-9%
Germany	863	1,842	-53%
Total	**444,345**	**474,312**	**-6%**

Fuel oil (liters)	2,023	2,022	Change
Carentoir (France)	45,150	66,190	-32%

The Group uses renewably sourced electricity at its sites in Rennes (France), Germany, Romania and Italy, accounting for 37% of the total amount of electricity consumed by the principal Group companies.

In recent years, the Group has upgraded the heating system at the Carentoir premises occupied by its French companies by installing a temperature regulation system.

The Group's Rennes offices are new and comply with the latest energy efficiency standards. These premises have bioclimatic facades covered with aluminum lattice that limit energy consumption in the winter and promote comfort in the summer.

Movement detectors have been installed at a number of French subsidiaries to ensure lights are only on when needed.

At Group level, computers and other computerized office appliances are switched off at the end of each day. The Group uses virtual servers. The resulting reduction in the number of physical servers translates into lower overall power consumption.

The Group's administration and logistics premises in Carentoir underwent another energy audit in June 2023. The audit covered lighting, heating, ventilation, air conditioning, processes (IT and warehouse equipment), the parking lot and other related energy-intensive equipment. It produced a picture of energy use across the site by category and made it possible to identify particularly energy-intensive activities and work needed to lower the energy bill.

Since the 2019 energy audit, major work has been undertaken to install sun shades with roof-mounted solar panels and replace the oil-fired furnaces with two wood-fired furnaces, due to come into service in 2024. The solar panels are expected to generate 273,000 kWh of electricity to cover electricity consumption at the Carentoir and Rennes sites. The wood-fired furnaces should generate a saving of 14,000 kWh a year and avoid 165 metric tons equivalent of CO_2 emissions a year.

15.2.3.2.4 Land use

The Group's main use of land is for office space.

The Group's business does not give rise to any risk of soil contamination.

High racks are used to optimize the use of space in warehouses.

15.2.4 Climate change

15.2.4.1 Significant greenhouse gas emissions arising from the Company's activities, including use of goods and services produced by it

In 2023, the Group began working on a 2022 carbon assessment using an external tool to enable it to understand its main sources of greenhouse gas emissions and prioritize actions accordingly. The results were due to be available by the end of the first quarter of 2024. The results of the 2023 carbon assessment will be available by the end of the first half of 2024.

The installation of the solar power plant and the replacement of the oil-fired furnaces with wood-fired furnaces at the Carentoir site should considerably reduce the Group's carbon footprint across Scopes 1 and 2.

As regards Scope 3, efforts have been ongoing for a number of years in relation to transportation and logistics, employee travel and IT.

Transportation and logistics

As regards the transportation of goods, the Group optimizes truck fill rates by using freight carriers that combine and ship orders to multiple customers. The Group has used logistics platforms via a Hong Kong-based provider since 2013 and via a Yantian-based provider since 2020. This has made it possible to increase direct shipping (shipping to customers without going through the Group's warehouses), thus significantly reducing road transportation. The Group continues to expand its use of the Yantian platform, thus reducing the distances traveled by its products. In 2023, direct shipping accounted for 54% of the Group's total shipments by volume, compared with 65% in 2022.

The Group is also proud to have had six containers on the 2020 inaugural voyage of the CMA CGM Jacques Saadé, the world's first container ship powered by liquefied natural gas (LNG). The ship, which represents a revolution in sea freight, generates 20% less CO_2 emissions than a ship powered by fuel oil and over 90% less fine particulate matter, sulfur dioxide and nitrogen oxide emissions. In 2023, 37 containers were shipped on LNG-powered ships, equating to 55% of the total number of containers shipped to Europe by the Group. Alongside its use of rail freight, this approach highlights the Group's desire to reduce its transport-related carbon footprint.

As regards supplies of consumables, the Carentoir site has maintained the proportion of products sourced from local suppliers so as to reduce transportation requirements.

Employee travel

The Group advocates the use of videoconferencing, which is regularly used by its employees.

In 2020, the public health situation arising from the Covid-19 pandemic meant the Group was heavily reliant on remote communication tools to facilitate homeworking.

City-based offices are located close to train and metro stations to encourage employees to use public transport. The Group also encourages employees to make use of carpooling for commuting to and from work and traveling between the Rennes and Carentoir sites. A networking tool to facilitate the use of carpooling within the Group was put in place in 2023.

An electric vehicle was purchased for use at the Carentoir site in 2021. This vehicle is available for employee travel.

IT and digital technology

The use of virtual servers limits the need for air conditioning in computer rooms.

In 2023, green design elements including lazy loading and server optimization were added to the thrustmaster.com website. These actions have reduced the site's carbon footprint by 2 metric tons of CO_2 equivalent.

Alongside these actions, employees in France attended a half-day "Climate Fresk" workshop in 2023 to raise awareness of climate change. The focus was on understanding the causes and consequences of climate change and discussing steps that could be taken by the business and individuals to reduce the Group's carbon footprint. The workshop was attended by 91 people across the Rennes and Carentoir sites.

15.2.4.2 Adapting to the consequences of climate change

In recent years, the Group has worked to improve insulation in its own buildings to make them less sensitive to temperature fluctuations.

Global warming can give rise to extreme weather such as storms that can disrupt the power supply. The Group has put in place systems and resources to ensure that it is self-sufficient in its electricity generation and able to guarantee business continuity.

Neither the Group's warehouses nor its key production subcontractors are located in regions recognized as being sensitive to climate change risk.

The consequences for climate change have not been quantified.

15.2.4.3 Voluntary medium- and long-term greenhouse gas emissions reduction targets and resources put in place to achieve them

The results of the 2022 carbon assessment will form the baseline for setting targets to reduce the Guillemot Corporation Group's carbon footprint.

15.2.5 Protecting biodiversity

15.2.5.1 Action taken to protect or restore biodiversity

A number of local initiatives are in place. At the Carentoir site, green spaces are covered by organic mulch made from pine bark. This avoids the need for chemical weed-killers, maintains soil aeration and softness, promotes biological life and the work of earthworms, protects helpful insects during the winter and limits soil dryness in summer.

15.3 Social information

As happens every year, each of the Group's subsidiaries was asked to complete a social report in 2023 including quantitative and qualitative information on all social issues covered by France's "Grenelle II" Act across a comprehensive consolidation scope.

15.3.1 Social commitments in support of sustainable development

15.3.1.1 Impact of the Company's business on employment and local development

Employees' daily attendance at subsidiaries' offices benefits local retail outlets (restaurants, supermarkets, mail services, garages, parking lots, etc.). Some subsidiaries have entered into agreements with local hotels and sports facilities.

In France, the Group favors regional organizations when deciding how to allocate the apprenticeship tax and works with a number of local companies (including sheltered employment organizations, known in France as "ESATs"). One example is Le Bois Jumel, an ESAT that mains green spaces on the Carentoir site.

In France, the Group's support takes the form of donations to the Fonds d'Initiatives du Club des Trente (FICT), a fund that exists to support and finance public interest initiatives aimed at promoting balance, expansion and prosperity in France's western regions, to boost economic activity in western France, to promote the business world among all people groups, and particularly young people, and to promote, spread and defend the values of engagement, initiative and responsibility.

In recent years, this organization has helped finance the following projects:

- Passeport Armorique pour Entreprendre, which works to promote regional development by encouraging and facilitating access to the business world for young people with viable business plans. Business owners sponsor young people during their studies; together with funding provided by two partner banks, this acts as a genuine project accelerator. The main goal is to pass on a corporate social and cultural heritage to young people who are socially far removed from the entrepreneurial world by facilitating access to the business world, stimulating ambition and helping fast-track projects and identify talent.
- Femmes de Bretagne, a collaborative network aimed at helping female business leaders start up and develop businesses. This non-profit has set itself a new goal of expanding in rural areas of Brittany and opening in ten cities within three years to help the most isolated female entrepreneurs.
- 100,000 Entrepreneurs: a non-profit that aims to stimulate interest in entrepreneurship by organizing meetings between 13-25-year-olds and entrepreneurs. Thanks to the fund's support, this nationwide network was able to open an office in Brittany in 2023.
- Starting in 2023, the fund is now supporting Institut Agro, a higher education and research institution working in the fields of food, agriculture, the environment and landscape, with a program of initiatives dedicated to entrepreneurial spirit and innovation in business.

15.3.1.2 Impact of the Company's operations on residents and local populations

The Group regularly donates products, IT equipment and furniture to local schools and non-profits. In 2023, 200 items of computer equipment (computer monitors, tablets and PCs) were donated to Lycée Marcel Callo in Redon.

15.3.1.3 Stakeholder relations and dialogue

The Group's French companies are careful to ensure that the apprenticeship tax, which helps finance expenditure needed to develop technical and professional education and apprenticeships, is allocated to institutions of its choosing, with the aim of promoting local organizations and creating and maintaining links or fostering cooperation with the education and student sectors.

15.3.1.4 Partnership and sponsorship

For some invitations to tender for subcontracting and services, the Group favors local non-profits working in support of social and professional integration. The level of services sourced from organizations working with people with disabilities was unchanged in 2023.

Local initiatives are in place whereby Group employees are involved in sports organizations, non-profits aimed at boosting local economic activity, and charities. For example, on May 14, 2023, 17 employees took part in La Gacilienne, a race and walk in the local community of La Gacilly. All funds raised were donated to cancer prevention.

In October 2023, three relay teams of four runners each ran the "Green Marathon" race in Rennes, which aims to plant one tree for each kilometer run. Their participation paid for 126 trees to be planted.

15.3.2 Subcontracting and suppliers

15.3.2.1 Social and environmental issues and procurement policy

The Group requires its subcontractors to comply with environmental legislation and regulations in force and encourages them not to make use of environmentally harmful materials or substances. In 2023, the Group continued to use regional service providers for road transportation and procurement.

Contracts with subcontractors in Asia include recommendations concerning social conditions (prohibition of child labor).

The Group's principal Asian subcontractors are ISO 9001, ISO 14001 and SA8000 certified.

15.3.2.2 Social and environmental responsibility of suppliers and subcontractors

The Group uses subcontractors to manufacture its products.

While most manufacturing takes place in Asia, the Group relocated some of its manufacturing to France in 2022.

The Group has been working with subcontractors for many years and is careful to ensure that production sites meet applicable social and environmental criteria. The Hong Kong subsidiary carries out daily monitoring of work at production facilities, and teams of French engineers regularly visit production sites.

The Group also sometimes makes use of subcontractors for research, promotion, marketing and sales purposes, and uses environmentally certified organizations to collect and recycle waste.

15.3.3 Fair practices

15.3.3.1 Action in support of consumer health and safety

The Group scrupulously abides by applicable standards covering the electrical safety and safe use of its products and complies with the RoHS (Restriction of Hazardous Substances) and WEEE (Waste Electrical and Electronic Equipment) directives and the REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals) regulation for relevant products.

The number one priority for the Group's development teams is to be mindful of consumer safety.

15.3.4 Anti-corruption measures

15.3.4.1 Preventing corruption

In France, the Group underscores the duty of loyalty in its employment contracts and explains this principle orally when taking on new recruits.

The use of secure payments and strict control over product inventories serve to safeguard against any attempted corruption within the Group.

15.3.5 Actions in support of human rights

15.3.5.1 Promotion of and compliance with the stipulations of the fundamental Conventions of the International Labour Organization

Both of the Group's main subcontractors in Asia are SA8000 certified, ensuring respect for human rights. This certification notably covers the following: prohibition of child labor and forced labor; freedom of association and the right to collective bargaining; elimination of discrimination; monitoring of working hours and payment of overtime; compensation; and workplace health and safety.

15.3.5.1.1 Freedom of association and the right to collective bargaining

All Group companies make every effort to comply with regulations in this area. For example, elected employee representatives perform their duties in accordance with the legal framework (see section 15.1.4.1).

15.3.5.1.2 Eliminating discrimination in respect of employment and career development

The Group assesses its employees on the basis of their competence and rejects all forms of discrimination.

To limit potential risks in this area, personnel management practices are backed up by the expertise of internal and external human resources professionals, in terms of both designing and implementing recruitment processes and signing off contractual terms.

The Group is also sensitive to the need to integrate young people into the business world: it hosts students (on internships, research assignments, etc.) during their studies as well as supporting projects run by Passeport Armorique pour Entreprendre, which works to promote regional development by encouraging and facilitating access to the business world for young people with a viable business idea. Employees of the Group's French companies regularly visit schools to talk about their professional experience.

In 2023, 16 students completed internships (excluding work experience “taster” programs) at French companies and one foreign company. Meanwhile, 18 students were employed on apprenticeship contracts at French companies.

In 2022, the Group’s French companies hosted 11 interns undertaking accredited assignments (excluding short-term “taster” internships) and employed eight students on apprenticeship contracts.

In addition, starting in October 2020 one of the Group’s French companies has created a number of part-time customer advisor roles, providing opportunities over the past three years for students to take on work in a manner suited to their study schedules.

In 2018, the Group hosted a group of German students in France as part of a partnership with a local high school.

15.3.5.1.3 Eliminating forced and compulsory labor

All positions are subject to applicable legislation and comply with the rules governing the administration of employment contracts.

The Group works with subcontractors in Asia and ensures that appropriate checks are carried out via direct contracts with its suppliers and three-way contracts with suppliers and customers, who can request that social audits be undertaken at production sites.

Both of the Group’s main subcontractors in Asia are SA8000 certified, ensuring respect for human rights. This certification notably covers the following: prohibition of child labor and forced labor; freedom of association and the right to collective bargaining; elimination of discrimination; monitoring of working hours and payment of overtime; compensation; and workplace health and safety.

15.3.5.1.4 Abolition of child labor

The Group does not employ anyone under the age of 18.

Furthermore, service agreements with subcontractors covering production in Asia stipulate that child labor is prohibited.

15.3.5.2 Other actions in favor of human rights

The Group upholds and abides by international laws and standards in this area.

16. STATUTORY AUDIT

The statutory auditors will read out their reports on the financial statements for the fiscal year ended December 31, 2023. Their reports cover the audit of the parent company and consolidated financial statements, the basis for the auditors’ conclusions, and specific checks required by law. They will also read out their special report on agreements covered by Articles L.225-38 et seq. of the French Commercial Code.

The text of the draft resolutions will then be presented to you.

The floor will then be opened for debate and the resolutions submitted for approval will be voted on.

The Board of Directors

March 26, 2024

17. APPENDIX 1: FIVE-YEAR FINANCIAL SUMMARY

(Article R.225-102 of the French Commercial Code)

17.1 Five-year financial summary: Guillemot Corporation S.A.

Fiscal year	2023	2022	2021	2020	2019
I - Financial position at the end of the year					
Share capital (€k)	11,617	11,771	11,771	11,771	11,771
Number of shares issued	15,087,480	15,287,480	15,287,480	15,287,480	15,287,480
Number of bonds convertible into shares	0	0	0	0	0
II - Comprehensive income from activities in the year (€k)					
Turnover excluding taxes	109,863	174,820	168,762	109,418	60,315
Earnings before taxes, depreciation, amortization and provisions	3,989	31,406	33,154	21,368	46
Corporate income tax	-7	3,887	4,018	2,921	-336
Earnings after taxes, depreciation, amortization and provisions	1,747	29,059	28,046	17,692	-1,934
Amount of earnings distributed (1)	0	3,772	3,822	3,822	0
III - Earnings per share (€)					
Earnings after taxes but before depreciation, amortization and provisions	0.26	2.05	1.91	1.21	0.07
Earnings after taxes, depreciation, amortization and provisions	0.12	1.90	1.83	1.16	-0.13
Dividend paid on each share (2)	0	0.25	0.25	0.25	0
IV – Workforce					
Number of employees (3)	5	5	5	5	5
Total payroll (€k)	316	349	273	309	221
Amount paid out in employee benefits (€k)	87	97	81	92	78

(1) For fiscal year 2022, the amount of earnings distributed takes into account the decision, taken by the Board of Directors at its meeting of January 25, 2023, to retire 200,000 treasury s

(2) For fiscal year 2022, the amount of the dividend per share is after the retirement of 200,000 treasury shares, as decided by the Board of Directors at its meeting of January 25, 2023.

(3) Consists of the executive directors Claude, Michel, Yves, Gérard and Christian Guillemot, who do not have employment contracts.

17.2 Five-year financial summary: Guillemot Corporation Group

Fiscal year	2023	2022	2021	2020	2019
Comprehensive income from activities in the year (€k)					
Turnover excluding taxes	119,132	188,047	176,755	120,619	60,875
Earnings before taxes, depreciation, amortization and provisions	9,435	35,237	23,273	37,584	-2,663
Corporate income tax	-113	-7,235	-2,887	-699	813
Earnings after taxes, depreciation, amortization and provisions	964	20,352	13,707	29,781	-6,414
Amount of earnings distributed	0	3,772	3,822	3,822	0
Earnings per share (€)					
Earnings after taxes but before depreciation, amortization and provisions	0.62	1.83	1.33	2.41	-0.12
Earnings after taxes, depreciation, amortization and provisions	0.06	1.35	0.90	1.95	-0.42
Dividend paid on each share	0	0.25	0.25	0.25	0
Workforce					
Number of employees	297	281	242	205	191
Total payroll (€k)	12,898	11,283	9,852	8,613	7,595
Amount paid out in employee benefits (€k)	3,371	3,139	2,972	2,387	2,182

18. APPENDIX 2: SCHEDULE OF CHANGES IN EQUITY – GUILLEMOT CORPORATION S.A.

Amounts are stated in euros with effect from September 11, 2001, when the share capital was converted into euros.

Date	Nature of transaction	Number of shares	Cumulative number of shares	Amount of increase in capital			Amount of reduction in capital	Par value of shares	Issue and/or conversion premiums and/or goodwill on consolidation	Cumulative amount of capital
				Through cash injection or non-cash contribution	Through conversion	Through capitalization of reserves				
Sep 1, '97	Formation of the Company	1,000,000	1,000,000	-	-	-	-	FF 20	-	FF 20,000,000
Aug 1, '98	Share split	1,000,000	2,000,000	-	-	-	-	FF 10	-	FF 20,000,000
Nov 24, '98	Increase in capital upon IPO	353,000	2,353,000	FF 3,530,000	-	-	-	FF 10	FF 98,840,000	FF 23,530,000
Feb 23, '00	Increase in capital through conversion of bonds	67,130	2,420,130	-	FF 671,300	-	-	FF 10	FF 30,152,775	FF 24,201,300
Feb 23, '00	Share split	2,420,130	4,840,260	-	-	-	-	FF 5	-	FF 24,201,300
May 17, '00	Increase in capital through conversion of bonds	93,550	4,933,810	-	FF 467,750	-	-	FF 5	FF 21,009,922	FF 24,669,050
May 17, '00	Increase in capital through exercise of share subscription warrants	222	4,934,032	F 1,110	-	-	-	FF 5	FF 64,420	FF 24,670,160
May 17, '00	Increase in capital through issuance of shares	953,831	5,887,863	FF 4,769,155	-	-	-	FF 5	FF 321,206,020	FF 29,439,315
Sep 13, '00	Increase in capital through conversion of bonds	20,818	5,908,681	-	FF 104,090	-	-	FF 5	FF 4,675,409	FF 29,543,405
Sep 11, '01	Increase in capital through conversion of bonds	128,750	6,037,431	-	FF 643,750	-	-	FF 5	FF 28,915,312	FF 30,187,155
Sep 11, '01	Conversion of share capital into euros and cancellation of par value	-	6,037,431	-	-	-	-	-	-	€4,602,002.11
May 16, '02	Re-establishment of par value and increase in capital by increasing par value of shares (1)	-	6,037,431	-	-	46,819.76	-	0.77	-	4,648,821.87
May 16, '02	Increase in capital through conversion of bonds (1)	4,376	6,041,807	-	3,369.52	-	-	0.77	149,790.48	4,652,191.39
Jun 28, '02	Increase in capital through non-cash contribution (2)	435,278	6,477,085	335,164.06	-	-	-	0.77	4,587,835.94	4,987,355.45
Aug 30, '02	Increase in capital through non-cash contribution (3)	3,000,000	9,477,085	2,310,000	-	-	-	0.77	12,690,000	7,297,355.45
Aug 30, '02	Reduction in capital through retirement of treasury shares (4)	416,665	9,060,420	-	-	-	320,832.05	0.77	-11,346,025	6,976,523.40
Sep 19, '02	Increase in capital through conversion of bonds (5)	6,000	9,066,420	-	4,620	-	-	0.77	205,380	6,981,143.40
Dec 23, '03	Increase in capital through non-cash contribution (6)	4,444,444	13,510,864	3,422,221.88	-	-	-	0.77	10,577,778.12	10,403,365.28
Jan 19, '04	Increase in capital through exercise of share subscription warrants (7)	81,446	13,592,310	62,713.42	-	-	-	0.77	181,624.58	10,466,078.70
Nov 16, '06	Increase in capital through exercise of share subscription warrants (8)	101	13,592,411	77.77	-	-	-	0.77	4,422.23	10,466,156.47
Nov 16, '06	Increase in capital through cash injection (9)	1,076,233	14,668,644	828,699.41	-	-	-	0.77	1,571,300.59	11,294,855.88
Sep 18, '07	Increase in capital through conversion of bonds (10)	290,532	14,959,176	-	223,709.64	-	-	0.77	700,710.36	11,518,565.52
Jan 29, '08	Increase in capital through exercise of options (11)	6,700	14,965,876	5,159.00	-	-	-	0.77	7,102.00	11,523,724.52
Jan 20, '11	Increase in capital through exercise of options (12)	38,860	15,004,736	29,922.20	-	-	-	0.77	40,035.40	11,553,646.72
Jan 24, '18	Increase in capital through exercise of options (13)	382,500	15,387,236	294,525.00	-	-	-	0.77	436,050.00	11,848,171.72
Jan 24, '18	Reduction in capital through retirement of treasury shares (14)	187,256	15,199,980	-	-	-	144,187.12	0.77	-457,354.20	11,703,984.60
Mar 16, '18	Increase in capital through exercise of options (15)	87,500	15,287,480	67,375.00	-	-	-	0.77	99,750.00	11,771,359.60
Jan 25, '23	Reduction in capital through retirement of treasury shares (16)	200,000	15,087,480	-	-	-	154,000.00	0.77	-2,474,690.16	11,617,359.60

(1) At its meeting of May 16, 2002, the Board of Directors, by virtue of the authorization granted to it at the shareholders' general meeting of February 15, 2002, reinstated the statement of par value in the Company's Articles of Incorporation, at €0.77. At that same meeting, the Board noted the number of bonds converted into shares since the beginning of the current financial year and the corresponding increase in capital.

(2) At the extraordinary general meeting of June 28, 2002, the shareholders voted to increase the share capital by creating 435,278 new shares in consideration of the contribution by Guillemot Participations S.A. consisting of one share in Italian company Guillemot Srl, representing full ownership of the latter. The number of new shares was determined based on the value of the contribution, equal to €4,923,000, divided by the reference price of Guillemot Corporation shares corresponding to their average closing price over the 60 trading days preceding the date of the shareholders' meeting.

(3) At the extraordinary general meeting of August 30, 2002, the shareholders voted to increase the share capital by creating 3,000,000 new shares in consideration of the contribution by Guillemot Brothers S.A. consisting of one million shares in Ubisoft Entertainment with a total value of €15 million; the contribution agreement entered into with Guillemot Brothers S.A specified an exchange ratio of three new Guillemot Corporation shares for every Ubisoft Entertainment share contributed. On August 14, 2002, the Commission des Opérations de Bourse (the then French stock market regulator) approved the appendix to the report by the Board of Directors presented at the extraordinary general meeting under number E.02-213.

(4) At its meeting of August 30, 2002 following the extraordinary general meeting, the Board of Directors, by virtue of the authorization granted to it at the combined general meeting of February 15, 2002, decided to retire 416,665 treasury shares.

(5) At its meeting of September 19, 2002, the Board of Directors noted the number of bonds converted into shares between May 16, 2002 and August 31, 2002.

(6) At the extraordinary general meeting of December 23, 2003, the shareholders voted to increase the share capital through a non-cash contribution by Guillemot Brothers S.A. consisting of 5 million Gameloft shares.

(7) At its meeting of January 19, 2004, the Board of Directors noted the number of share subscription warrants issued on December 5, 2003 and exercised during the subscription period expiring December 31, 2003.

(8) 100 share subscription warrants issued in 1999 were exercised during the year ended December 31, 2006. Share subscription warrants issued in 1999 were exercisable up to August 31, 2006. Share subscription warrants not exercised at that date lost all their value and were delisted from Eurolist at market close on August 31, 2006.

(9) At its meeting of November 16, 2006, the Board of Directors decided to increase the capital by €2,400,000, including issue premiums, as agreed at the extraordinary general meeting of October 31, 2006. The 1,076,233 new shares were fully paid up by offsetting them against liquid claims due against the Company held by Guillemot Brothers S.A.

(10) At its meeting of September 18, 2007, the Board of Directors noted the number of bonds converted between January 1, 2007 and August 31, 2007, when the bond issue matured, and noted the corresponding increase in capital. A total of 13,206 bonds were converted during this period.

(11) At its meeting of January 29, 2008, the Board of Directors noted the number and value of shares issued during the year ended December 31, 2007 following the exercise of stock options. A total of 6,700 options were exercised during the period.

(12) At its meeting of January 20, 2011, the Board of Directors noted the number and value of shares issued during the year ended December 31, 2010 following the exercise of stock options. A total of 38,860 options were exercised during the period.

(13) At its meeting of January 24, 2018, the Board of Directors noted the number and value of shares issued during the year ended December 31, 2017 following the exercise of stock options. A total of 382,500 options were exercised during the period.

(14) At its meeting of January 24, 2018, the Board of Directors, by virtue of the authorization granted to it at the combined general meeting of May 24, 2017, decided to retire 187,256 treasury shares. During that same Board meeting, these 187,256 treasury shares had been reassigned for retirement.

(15) At its meeting of March 16, 2018, the Board of Directors noted the number and value of shares issued over the period from January 1 to February 18, 2018 following the exercise of stock options. A total of 87,500 options were exercised during the period.

(16) At its meeting of January 25, 2023, the Board of Directors, by virtue of the authorization granted to it at the combined general meeting of June 9, 2022, decided to retire 200,000 treasury shares purchased in 2022 and designated immediately thereafter for retirement.

19. APPENDIX 3: SPECIAL REPORT ON STOCK OPTIONS

Dear Shareholders,

In accordance with the provisions of Article L.225-184 of the French Commercial Code, we have set out in this report information on transactions in share subscription and purchase options undertaken during the year ended December 31, 2023.

No stock options were awarded, exercised, subscribed for or purchased during the fiscal year ended December 31, 2023.

The table below summarizes the current stock option plans put in place by Guillemot Corporation S.A.:

Date of shareholders' meeting	May 27, 2021
Date of Board of Directors meeting	December 3, 2021
Total number of shares available for subscription: - O/w by corporate officers - O/w by top ten employee beneficiaries	193,950 0 29,500
Start date for exercise of options	December 3, 2023
Expiration date of options	December 2, 2031
Subscription price	€14.44
Terms of exercise	▪ 50% during the third year of the plan ▪ A further 25% during the fourth year of the plan ▪ The remaining 25% from the fifth year of the plan Any options not exercised during the third, fourth and fifth years of the plan may be exercised during the following years up to and including December 2, 2031.
Number of shares subscribed for at December 31, 2023	0
Share subscription options cancelled or lapsed during fiscal year ended December 31, 2023	26,500
Share subscription options outstanding at December 31, 2023	160,400

You are advised that, since the start of the fiscal year beginning January 1, 2024:

- no stock subscription or purchase options have been granted;
- no subscription options have been exercised.

Rennes, March 26, 2024

The Board of Directors

20. APPENDIX 4: SPECIAL REPORT ON FREE SHARES

Dear Shareholders,

In accordance with the provisions of Article L.225-197-4 of the French Commercial Code, we have set out in this report information on free share awards during the year ended December 31, 2023.

No free shares were awarded either during the fiscal year ended December 31, 2023 or during prior periods.

Furthermore, no free shares have so far been awarded during the fiscal year beginning January 1, 2024.

Rennes, March 26, 2024

The Board of Directors

21. APPENDIX 5: REPORT OF THE BOARD OF DIRECTORS ON CORPORATE GOVERNANCE

Dear Shareholders,

Pursuant to the provisions of Article L.225-37 of the French Commercial Code, we hereby present our report on corporate governance in respect of the fiscal year ended December 31, 2023.

21.1 Corporate governance code

The Company applies the Middlenext corporate governance code.
This code is available from the Middlenext website (www.middlenext.com).

At its meeting of October 27, 2021, the Board of Directors familiarized itself with the items set out in the "Areas for attention" section of the Middlenext code (September 2021 edition).

Recommendation 15 ("Corporate diversity and equity policy") has not yet been applied as such. It should, however, be noted that, although the Company has yet to formally adopt a diversity and equity policy, it complies with French legal requirements as regards the calculation of a gender equality indicator and pays special attention to that indicator (see section 15.1.6 of the Management Report on equality). The Board of Directors will be meeting to make related decisions in the course of the current fiscal year, namely to verify that a gender equality and equity policy is in place at every level of the Company's hierarchy.

21.2 Directors and executives of Guillemot Corporation S.A.

21.2.1 Directors and executives

<table>
<tr><th colspan="4">Claude Guillemot
Director, Chairman and Chief Executive Officer (**)</th></tr>
<tr><td>Age</td><td>67</td><td colspan="2" rowspan="7">Claude Guillemot joined the family business after completing a master's degree in economics at Université de Rennes I in 1981, followed by a specialized degree in industrial IT at ICAM in Lille. In 1984, he shifted the Company's focus towards the distribution of IT products, and in 1985 steered the business towards specializing in the distribution of video games under the "Guillemot International Software" brand. He and his four brothers went on to set up Guillemot Corporation Group, listed on the stock exchange since 1998, a designer and maker of interactive leisure hardware and accessories under the Hercules brand for digital peripherals (DJing, digital music and speakers) and the Thrustmaster brand for gaming accessories for PCs and video gaming consoles.

In 1986, he and his brothers also founded Ubisoft Entertainment Group, a designer and vendor of interactive PC and console games, and in 2000 they established Gameloft Group, a leading global vendor of downloadable video games.
Claude Guillemot is Chairman and Chief Executive Officer of Guillemot Corporation S.A. as well as a Deputy Chief Executive Officer and director of Ubisoft Entertainment S.A.</td></tr>
<tr><td>Gender</td><td>M</td></tr>
<tr><td>Independent director</td><td>No</td></tr>
<tr><td>Year first appointed</td><td>1997</td></tr>
<tr><td>Directorship expires</td><td>2024</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>321,839</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><td colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</td><td>Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</td></tr>
<tr><td colspan="3">In France
Chairman, Hercules Thrustmaster SAS, Guillemot Innovation Labs SAS

Outside France
Chairman and director, Guillemot Inc. (Canada), Guillemot Recherche & Développement Inc. (Canada), Guillemot Inc. (United States)
Executive Director, Guillemot Electronic Technology (Shanghai) Co. Ltd. (China)
Director, Guillemot Ltd. (United Kingdom), Guillemot Corporation (HK) Ltd. (Hong Kong), Guillemot S.A. (Belgium), Guillemot Romania Srl (Romania), Guillemot Srl (Italy), Guillemot Spain SL (Spain)
Statutory manager, Guillemot GmbH (Germany)</td><td>In France
Deputy Chief Executive Officer and director, Ubisoft Entertainment S.A.*
Director, AMA S.A.
Chief Executive Officer, Guillemot Brothers SAS
Statutory manager, BANGOR SCI

Outside France
Director, Ubisoft Nordic A/S (Denmark), Ubisoft Emirates FZ LLC (United Arab Emirates)
Alternate director, Ubisoft Entertainment Sweden AB (Sweden), RedLynx Oy (Finland), Ubisoft Fastigheter AB (Sweden)
Director, Playwing Ltd. (United Kingdom), AMA Corporation plc (United Kingdom)*
Director and Deputy Chief Executive Officer, Guillemot Brothers Ltd. (United Kingdom)</td></tr>
</table>

Claude Guillemot (contd.) Director, Chairman and Chief Executive Officer (**)	
Expired offices and roles within the Guillemot Corporation Group **(over the past five years)**	**Expired offices and roles outside the Guillemot Corporation Group** **(over the past five years)**
None	None

** Listed on Euronext Paris.*
(**) Guillemot Corporation S.A. is a director of Guillemot Netherlands B.V. (Netherlands)

<table>
<tr><th colspan="3">Michel Guillemot
Director and Deputy Chief Executive Officer with responsibility for strategy</th></tr>
<tr><td>Age</td><td>65</td><td rowspan="7">A graduate of the EDHEC business school and holder of a DECS post-graduate degree in accountancy, Michel Guillemot co-founded Guillemot Corporation Group (a designer and maker of interactive entertainment hardware and accessories under the Hercules and Thrustmaster brands) with his four brothers and serves as Deputy Chief Executive Officer and director of Guillemot Corporation S.A.

His 40 years’ experience in the information technology and video game industry, expertise in artificial intelligence, entrepreneurial spirit and in-depth knowledge of the mobile industry make him a recognized expert in the field.
He also founded mobile video game vendor Gameloft, where he served as Chairman and Chief Executive Officer for 16 years. Under his leadership, Gameloft enjoyed a period of strong and rapid growth from 2001 to 2016, becoming a global leader and one of the world’s leading mobile game developers.

Michel Guillemot also co-founded the Ubisoft Entertainment Group (which designs and sells interactive PC and console games) in 1986, and serves as Deputy Chief Executive Officer and director of Ubisoft Entertainment S.A. with responsibility for strategic and financial development.

Now based in London, he is also founder as well as Chairman and Chief Executive Officer of Playwing Ltd., Artificial Intelligence Research Lab (AIRLAB) Inc. and Advanced Research In Artificial Neural Networks (Ariann) Inc.</td></tr>
<tr><td>Gender</td><td>M</td></tr>
<tr><td>Independent director</td><td>No</td></tr>
<tr><td>Year first appointed</td><td>1997</td></tr>
<tr><td>Directorship expires</td><td>2028</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>1,056,569</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><th colspan="2">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</th><th>Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</th></tr>
<tr><td colspan="2"><u>In France</u>
None

<u>Outside France</u>
Director, Guillemot SA (Belgium), Guillemot Ltd (United Kingdom), Guillemot Inc. (United States), Guillemot Inc. (Canada)</td><td><u>In France</u>
Deputy Chief Executive Officer and director, Ubisoft Entertainment S.A.*
Director, AMA S.A.
Chief Executive Officer, Guillemot Brothers SAS

<u>Outside France</u>
Chairman and director, Ariann Finance Inc. (Canada), Divertissements Playwing Inc. (Canada), Artificial Intelligence Research Lab (AIRLAB) Inc. (Canada), Playwing Ltd. (Bulgaria), Playwing Srl (Romania), Playwing Entertainment SL (Spain)
Chairman and director, Playwing Ltd. (United Kingdom)
Director, AMA Corporation plc (United Kingdom)*, Artificial Intelligence Research Lab Ltd. (United Kingdom), Next Move Digital Ltd. (United Kingdom)
Director and Deputy Chief Executive Officer, Guillemot Brothers Ltd. (United Kingdom)</td></tr>
<tr><th colspan="2">Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</th><th>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</th></tr>
<tr><td colspan="2">None</td><td>None</td></tr>
</table>

** Listed on Euronext Paris.*

<table>
<tr><th colspan="4">Gérard Guillemot
Director and Deputy Chief Executive Officer with responsibility for marketing research</th></tr>
<tr><td>Age</td><td>62</td><td colspan="2" rowspan="7">After graduating from the EDHEC business school in Lille, Gérard Guillemot oversaw the establishment of the North American studios of Ubisoft Entertainment Group, specializing in the design and sale of interactive PC and console games, which he founded along with his four brothers in 1986. He has managed Ubisoft's Cinema division (Motion Pictures) since April 2016. He is also Deputy Chief Executive Officer and director of Ubisoft Entertainment S.A. He previously launched Gameloft.com, an online gaming portal whose IPO he subsequently oversaw.

Gérard Guillemot is now based in New York and serves as Chairman of US company Longtail Studios Inc., which he formed in 2003 and which designs educational smartphones and tablets apps.

He also co-founded Guillemot Corporation Group (a designer and maker of interactive leisure hardware and accessories under the Hercules and Thrustmaster brands) and serves as Deputy Chief Executive Officer and director of Guillemot Corporation S.A.</td></tr>
<tr><td>Gender</td><td>M</td></tr>
<tr><td>Independent director</td><td>No</td></tr>
<tr><td>Year first appointed</td><td>1997</td></tr>
<tr><td>Directorship expires</td><td>2028</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>986,246</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><td colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</td><td>Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</td></tr>
<tr><td colspan="3"><u>In France</u>
None

<u>Outside France</u>
Director, Guillemot Ltd. (United Kingdom), Guillemot Inc. (United States), Guillemot Inc. (Canada)</td><td><u>In France</u>
Deputy Chief Executive Officer and director, Ubisoft Entertainment S.A.*
Director, AMA S.A.
Chief Executive Officer, Guillemot Brothers SAS

<u>Outside France</u>
Chairman, Longtail Studios Inc. (United States), Longtail Studios Halifax Inc. (Canada), Longtail Studios PEI Inc. (Canada)
Chairman and director, Ubisoft L.A. Inc. (United States), Script Movie Inc. (United States)
Director, Playwing Ltd. (United Kingdom), AMA Corporation plc (United Kingdom)*
Director and Deputy Chief Executive Officer, Guillemot Brothers Ltd. (United Kingdom)</td></tr>
<tr><td colspan="3">Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</td><td>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</td></tr>
<tr><td colspan="3">None</td><td><u>In France</u>
None

<u>Outside France</u>
Deputy Chairman, Dev Team LLC (United States)</td></tr>
</table>

** Listed on Euronext Paris.*

<table>
<tr><th colspan="4">Christian Guillemot
Director and Deputy Chief Executive Officer with responsibility for administration</th></tr>
<tr><td>Age</td><td>58</td><td colspan="2" rowspan="7">After graduating from the European Business School in London, Christian Guillemot played a leading role in the IPOs of Ubisoft Entertainment (a designer and vendor of interactive PC and console games), Guillemot Corporation (a designer and maker of interactive leisure hardware and accessories under the Hercules and Thrustmaster brands) and Gameloft (a leading global vendor of downloadable video games), each of which he co-founded with his four brothers. As well as serving as Deputy Chief Executive Officer and director of the Guillemot Corporation and Ubisoft Entertainment groups, he is also Chairman and Chief Executive Officer of the two family holding companies, Guillemot Brothers Ltd. and Guillemot Brothers SAS, and corporate secretary of Longtail Studios Inc.

He runs the AMA Corporation plc group (“AMA”), which he co-founded with his four brothers in 2016 and which is now a global leader in productivity applications for field professionals.

Since 2016, AMA has been designing secure communications software used by over 400 key account customers in more than 130 countries. This software uses cutting-edge technology such as assisted reality and artificial intelligence to provide remote support, carry out digital inspections and provide work instructions. These solutions help major global groups significantly boost the productivity of remote teams while substantially reducing their carbon footprint.
A passionate innovator, he is also actively involved in developing French tech, having set up three digital accelerators in Brittany, where he has served as a local elected representative since 2014.</td></tr>
<tr><td>Gender</td><td>M</td></tr>
<tr><td>Independent director</td><td>No</td></tr>
<tr><td>Year first appointed</td><td>1997</td></tr>
<tr><td>Directorship expires</td><td>2024</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>309,348</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><th colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</th><th>Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</th></tr>
<tr><td colspan="3"><u>In France</u>
Statutory manager, Guillemot Administration et Logistique SARL

<u>Outside France</u>
Director, Guillemot Corporation (HK) Ltd. (Hong Kong), Guillemot Ltd. (United Kingdom), Guillemot Inc. (United States), Guillemot Inc. (Canada), Guillemot Recherche & Développement Inc. (Canada), Guillemot S.A. (Belgium)</td><td><u>In France</u>
Deputy Chief Executive Officer and director, Ubisoft Entertainment S.A.*
Chairman and Chief Executive Officer and director, AMA S.A.
Chairman, Guillemot Brothers SAS
Chief Executive Officer, La Cour de Marzan SAS
Statutory manager of a number of property investment companies (including Bangor SCI) and Groupement Forestier de l’Argoat

<u>Outside France</u>
Director, Ubisoft Nordic A/S (Denmark)
Chairman and Chief Executive Officer and director, AMA L’œil de l’expert Inc. (Canada)
Chairman and Chief Executive Officer and director, Guillemot Brothers Ltd. (United Kingdom), AMA Corporation plc (United Kingdom)*, AMA Xperteye Ltd. (United Kingdom), AMA Xperteye Inc. (United States)
Director, AMA Xperteye Ltd. (Hong Kong), AMA (Shanghai) Co. Ltd. (China), AMA Xperteye KK (Japan), Playwing Ltd. (United Kingdom)
Director, Artificial Intelligence Research Lab (AIRLAB) Inc. (Canada), AMA Xperteye Srl (Romania), AMA Xperteye S.R.L. (Italy), AMA Xperteye SL (Spain), Playwing Entertainment SL (Spain), Playwing Srl (Romania)
Statutory manager, AMA Xpert Eye GmbH (Germany)
Secretary, Longtail Studios Inc. (United States)</td></tr>
<tr><th colspan="3">Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</th><th>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</th></tr>
<tr><td colspan="3">None</td><td><u>In France</u>
Chairman, SAS du Corps de Garde, AMA Opérations SAS, AMA Research and Development SAS
Liquidator, SAS du Corps de Garde

<u>Outside France</u>
None</td></tr>
</table>

** Listed on Euronext Paris.*

<table>
<tr><th colspan="4">Maryvonne Le Roch-Nocera
Director</th></tr>
<tr><td>Age</td><td>65</td><td colspan="2" rowspan="7">After obtaining a DECS post-graduate degree in accountancy from the ICS Paris business school, Maryvonne Le Roch-Nocera joined audit firm Edouard Salustro & Associés. She then managed a portfolio of clients at chartered accountants and statutory auditors Grégoire et Associés.

In 1986, she moved to Brittany to work for the family holding company, which owned supermarkets and real estate companies.
From 2005 to 2007, she ran the Intermarché group's business aviation organization and established Air ITM's public transport operation.
She set up an Intermarché store in Surzur in 2007 and took over the Arzon store in 2011.

From 2006 to 2019, she was a member of the board of Fondation Le Roch – Les Mousquetaires, of which she was appointed Chair in November 2019.</td></tr>
<tr><td>Gender</td><td>F</td></tr>
<tr><td>Independent director</td><td>Yes</td></tr>
<tr><td>Year first appointed</td><td>2014</td></tr>
<tr><td>Directorship expires</td><td>2026</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>100</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><th colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</th><th>Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</th></tr>
<tr><td colspan="3">None</td><td>None</td></tr>
<tr><th colspan="3">Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</th><th>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</th></tr>
<tr><td colspan="3"><u>In France</u>
Chairman, Majimer SAS (***), Fondation Le Roch – Les Mousquetaires
Statutory manager, Du Lobréont SCI

<u>Outside France</u>
None</td><td><u>In France</u>
Chief Executive Officer, Rochelven SAS
Chairman, Rochelven SAS, Franclem SAS, Nautimar SAS
Chief Executive Officer and member of the Executive Board, Vanves Distribution S.A. (****)
Chairman and Chief Executive Officer, Filandi S.A.
Statutory Manager, SCI de la Rue des Peupliers

<u>Outside France</u>
None</td></tr>
</table>

(***) Majimer SAS also holds the chairmanship of Franclem SAS and Elegie SAS.
(****) Vanves Distribution S.A. also acts as statutory manager of Du Chantier S.N.C.

<table>
<tr><th colspan="4">Corinne Le Roy
Director</th></tr>
<tr><td>Age</td><td>60</td><td colspan="2" rowspan="7">Mrs. Le Roy established Ubisoft Entertainment Group's Chinese operation in 1996 and served as Chief Executive Officer of its Shanghai subsidiary until 2018. After initially overseeing video game vending, she was then put in charge of video game production in 2000. After 2000, she focused on developing Ubisoft's Shanghai studio – China's first and only world-class video game studio with full design and production capability. It was ranked among the world's top 100 studios in 2009 (in the Develop 100 ranking), when Tom Clancy's EndWar won the E3 Game Critics award for best strategy game.

In 2009, Mrs. Le Roy was awarded the White Magnolia by the Shanghai Municipal Government for her outstanding contribution to Shanghai.
Before joining Ubisoft Entertainment Group, Mrs. Le Roy, who is a qualified nurse and medical carer, worked in hospitals and public health, developing and managing projects in Africa, the former USSR and the Middle East.</td></tr>
<tr><td>Gender</td><td>F</td></tr>
<tr><td>Independent director</td><td>Yes</td></tr>
<tr><td>Year first appointed</td><td>2017</td></tr>
<tr><td>Directorship expires</td><td>2027</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>1</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><td colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</td><td>Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</td></tr>
<tr><td colspan="3">None</td><td>None</td></tr>
<tr><td colspan="3">Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</td><td>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</td></tr>
<tr><td colspan="3">France:
Director, SCOP Tipis Volants
Statutory manager of property investment companies</td><td>In France
None

Outside France
Director, Shanghai Uno Network Technology Co. Ltd (China)</td></tr>
</table>

<table>
<tr><td colspan="4">Véronique Le Bourge
Director
(In office from June 1, 2023)</td></tr>
<tr><td>Age</td><td>57</td><td colspan="2" rowspan="7">After completing various internships in Asia and Europe, Mrs. Le Bourge began her career in the cotton industry, where she was involved in developing value chains outside Africa, including seeking funding in France and Europe (1991-1998). She was then Customer Relations and Quality Manager with insurance brokerage Groupe Marsh (1999-2008).
In 2008, Mrs. Le Bourge joined the Alain Glon group, founded and owned by her family, and helped expand its marketing and business development. She now chairs the Executive Board of the family holding company, Alain Glon Holding S.A. (AGH), which has a number of subsidiaries specializing in areas including agri-food, sustainable packaging, green energy and the manufacture of dies and mechanical parts. As well as chairing this holding company, Mrs. Le Bourge oversees the setting of the AGH group's strategic direction and is involved in running a number of companies in the AGH group.

Conscious of the need to remain up to date in a world in which the rules are changing fast, Mrs. Le Bourge has been a diligent member of training organization Association Progrès du Management for almost ten years.
Mrs. Le Bourge brings to the Guillemot Corporation group her knowledge and expertise in corporate strategy, management, commercial and industrial development (at both the domestic and international levels), and management of a family-owned group and holding company, as well as her international experience and entrepreneurial spirit.

She has a master's degree in economics and is a graduate of the CECE-CSTI business school in Marseille.</td></tr>
<tr><td>Gender</td><td>F</td></tr>
<tr><td>Independent director</td><td>Yes</td></tr>
<tr><td>Year first appointed</td><td>2023</td></tr>
<tr><td>Directorship expires</td><td>2029</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>60</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
<tr><td colspan="3">Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023</td><td>Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023</td></tr>
<tr><td colspan="3">None</td><td><u>In France</u>
Chair of the Executive Board, Alain Glon Holding S.A. (*****)
Statutory manager of various property investment companies

<u>Outside France</u>
None</td></tr>
<tr><td colspan="3">Expired offices and roles within the Guillemot Corporation Group
(over the past five years)</td><td>Expired offices and roles outside the Guillemot Corporation Group
(over the past five years)</td></tr>
<tr><td colspan="3">None</td><td>None</td></tr>
</table>

(*****) Alain Glon Holding S.A., represented by Véronique Le Bourge, holds the chairmanship of Tiliz SAS and Ecofeutre SAS and serves as Chief Executive of Côté Food SAS.

<table>
<tr><td colspan="3">Yves Guillemot
Deputy Chief Executive Officer with responsibility for relations with makers of video game consoles and PCs(1)</td></tr>
<tr><td>Age</td><td>63</td><td rowspan="6">On completing his studies at the IPME business school, Yves Guillemot joined with his four brothers to launch out into the video games sector, which was just at the start of its meteoric expansion. He is currently Deputy Chief Executive Officer of Ubisoft Entertainment Group, which he and his brothers formed in 1986 and which is now one of the world's leading designers, vendors and distributors of video games and interactive services.

Together with his brothers, he is also a co-founder of Guillemot Corporation Group and serves as Deputy Chief Executive Officer of Guillemot Corporation S.A. with responsibility for relations with makers of video game consoles and PCs. Yves Guillemot is also a member of the Board of Directors of Andromède SAS.</td></tr>
<tr><td>Gender</td><td>M</td></tr>
<tr><td>Date appointed</td><td>1997</td></tr>
<tr><td>Term of office expires</td><td>Upon expiration of Claude Guillemot's term of office as Chief Executive Officer (and, if Claude Guillemot steps down as Chief Executive Officer, when a new Chief Executive Officer is appointed)</td></tr>
<tr><td>Number of shares held at Feb 29, 2024</td><td>678,170</td></tr>
<tr><td>Correspondence address</td><td>BP 2, 56204 La Gacilly Cedex, France</td></tr>
</table>

(1) Yves Guillemot stepped down from his duties as a director on August 5, 2016 so as to comply with the provisions laid down in Article L.225-94-1 of the French Commercial Code.

Yves Guillemot *(contd.)* Deputy Chief Executive Officer with responsibility for relations with makers of video game consoles and PCs	
Other offices and roles held within Guillemot Corporation Group at Dec 31, 2023	**Expired offices and roles within the Guillemot Corporation Group (over the past five years)**
<u>In France</u> None <u>Outside France</u> **Director**, Guillemot Ltd. (United Kingdom), Guillemot Inc. (United States), Guillemot Inc. (Canada)	None
Other offices and roles held outside Guillemot Corporation Group at Dec 31, 2023	**Expired offices and roles outside the Guillemot Corporation Group (over the past five years)**
<u>In France</u> **Chairman and Chief Executive Officer**, Ubisoft Entertainment S.A.* **Chairman**, Ubisoft Annecy SAS, Ubisoft EMEA SAS, Ubisoft International SAS, Ubisoft Montpellier SAS, Ubisoft Paris SAS, Nadéo SAS, Ivory Tower SAS, Ubisoft Bordeaux SAS, Green Panda Games SAS, Solitaire Games Studio SAS **Statutory manager**, Ubisoft Mobile Games SARL, Ubisoft Paris – Mobile SARL **Director**, AMA SA, Andromède SAS **Chief Executive Officer**, Guillemot Brothers SAS <u>Outside France</u> **Director and Deputy Chief Executive Officer**, Guillemot Brothers Ltd. (United Kingdom) **Statutory manager**, Ubisoft Blue Byte GmbH (Germany), Ubisoft GmbH (Germany), Kolibri Games GmbH (Germany), Ubisoft EooD (Bulgaria), Ubisoft Studios Srl (Italy), Ubisoft SARL (Morocco), Blue Mammoth Games LLC (United States), i3D.net LLC (United States) **Chairman and Chief Executive Officer**, Ubisoft Vietnam Co. Ltd. (Vietnam) **Chairman and director**, Ubisoft Divertissements Inc. (Canada), Hybride Technologies Inc. (Canada), Ubisoft Toronto Inc. (Canada), Ubisoft Winnipeg Inc. (Canada), Ubisoft Nordic A/S (Denmark), Ubisoft Entertainment India Private Ltd. (India), Red Storm Entertainment Inc. (United States), Ubisoft CRC Ltd. (United Kingdom) **Deputy Chairman and director**, Ubisoft Inc. (United States) **Chief Executive Officer and director**, Ubisoft Emirates FZ LLC (United Arab Emirates) **Chief Executive Officer and director**, Ubisoft Singapore Pte Ltd. (Singapore) **Director**, Playwing Ltd. (United Kingdom), AMA Corporation plc (United Kingdom)* **Executive director**, Shanghai Ubi Computer Software Co. Ltd. (China), Chengdu Ubi Computer Software Co. Ltd. (China) **Director**, Ubisoft Pty Ltd. (Australia), Ubisoft S.A. (Spain), Ubi Studios SL (Spain), Ubisoft Barcelona Mobile SL (Spain), Ubisoft Ltd. (Hong Kong), Ubisoft KK (Japan), Ubisoft Osaka KK (Japan), Ubisoft BV (Netherlands), i3D.net BV (Netherlands), SmartDC BV (Netherlands), Ubisoft spółka z ograniczoną odpowiedzialnością (Poland), Ubisoft Srl (Romania), Ubisoft Ltd. (United Kingdom), Ubisoft Reflections Ltd. (United Kingdom), Ubisoft Entertainment Sweden A/B (Sweden), RedLynx Oy (Finland), Future Games of London Ltd. (United Kingdom), Ubisoft Fastigheter AB (Sweden), Ubisoft DOO Beograd (Serbia) **Liquidator**, Ubisoft SpA In Liquidazione (Italy)	<u>In France</u> **Chairman**, Ubisoft Motion Pictures Rabbids SAS, Ubisoft France SAS, Ubisoft Production Internationale SAS, Owlient SAS, 1492 Studio SAS, Puzzle Games Factory SAS, Ubisoft Création SAS **Statutory manager**, Script Movie SARL, Ubisoft Learning & Development SARL, Ivory Art & Design SARL, Ubisoft Motion Pictures SARL **Director**, Rémy Cointreau S.A.* **Member of the Supervisory Board**, Lagardère S.A. <u>Outside France</u> **Chairman**, Dev Team LLC (United States) **Chairman and director**, Ubi Games S.A. (Switzerland), Ubisoft L.A. Inc. (United States), Script Movie Inc. (United States), Ubisoft Éditions Musique Inc. (Canada) **Director**, Performance Group BV (Netherlands), SmartDC Holding BV (Netherlands), SmartDC Heerlen BV (Netherlands), BMG Europe BV (Netherlands), Hyper Beats Ltd. (United Kingdom), Ubisoft SpA (Italy) **Chairman**, Dev Team LLC (United States)

** Listed on Euronext Paris.*

21.2.2 Composition of the Board of Directors

The Board's composition changed during the fiscal year ended December 31, 2023: in light of the age limit laid down in the Company's Articles of Incorporation, Marie-Hélène Lair, whose term of office expired in 2023, was not reappointed.

Véronique Le Bourge was appointed to serve as a director for six years with effect from June 1, 2023 at the annual shareholders' general meeting held on that same date.

The Board of Directors has seven members, four men and three women. Male and female members make up 57.14% and 42.86% of the Board respectively. These data and ratios were unaffected by the departure of Mrs. Lair and the arrival of Mrs. Le Bourge.

The Board has three independent members within the meaning of the Middlenext code: Maryvonne Le Roch-Nocera, Corinne Le Roy, and Marie-Hélène Lair (until June 1, 2023) followed by Véronique Le Bourge (with effect from June 1, 2023).

Claude, Michel, Yves, Gérard and Christian Guillemot are not independent within the meaning of the aforementioned code since they are also executive directors of the Company and brothers.

No director who also holds executive office (Claude, Michel, Yves, Gérard and Christian Guillemot) holds more than two other directorships in listed companies outside of Guillemot Corporation Group.

The Board of Directors does not include a director elected by the employees.

At its meeting of April 29, 2002, the Board of Directors opted to combine the roles of Chairman of the Board of Directors and Chief Executive Officer of the Company.

To date, the Board of Directors has not set any particular limits on the powers of the Chairman and Chief Executive Officer other than those laid down in the Articles of Incorporation and in law.

You are reminded that:

- Article 9 of the Articles of Incorporation stipulates that the Company may be run by a Board of Directors consisting of between 3 and 18 members.
- Directors serve for a term of six years. However, to enable directors to be replaced on a staggered basis, the shareholders may, at the proposal of the Board of Directors, vote at an ordinary general meeting to appoint or reappoint one or more directors for a period of four or five years.
- Each director must own at least one share and no director may be over 80 years of age.

21.2.3 Diversity policy applicable to members of the Board of Directors

21.2.3.1 Goal

The goal of the diversity policy applicable to members of the Board of Directors is to enable the Board to effectively discharge its duties, particularly in respect of the following:

- Determining the Company's strategic direction and ensuring that it is implemented
- Dealing with issues having to do with the smooth running of the Company
- Resolving, through its deliberations, affairs concerning the Company
- Applying any controls and checks it deems appropriate

21.2.3.2 Description

Age

The aim is for the Board to consist of directors covering a wide range of ages, while also taking into consideration each candidate's qualifications and professional experience.

Consequently, the Company's Articles of Incorporation include an open-ended clause as regards age, stipulating only that directors may not be over 80 years of age.

Gender

The Board of Directors seeks, as far as possible, to achieve balanced gender representation. With 42.86% of serving directors female, this goal is currently being achieved.

Qualifications and professional experience

The Board of Directors aims to encompass a range of expertise so as to be able to identify and understand international cultural and economic developments.

Of these areas of expertise, current and past directors have or have had at least the following:

- expertise in economics, management, finance or accountancy; or
- sound knowledge of the video games sector; or
- experience of running businesses in the interactive entertainment segment; or
- international experience as a result of having studied abroad or having lived or worked in a number of countries or continents.

On the Board of Directors as of December 31, 2023:

- Two members have advanced accountancy qualifications (Michel Guillemot and Maryvonne Le Roch-Nocera). Another four members also studied accounting and finance as part of their university studies (Claude Guillemot, Gérard Guillemot, Christian Guillemot and Véronique Le Bourge).
- Five members have worked or continue to work in the video games sector (Claude Guillemot, Michel Guillemot, Gérard Guillemot, Christian Guillemot and Corinne Le Roy).
- Five members have experience running businesses in the interactive entertainment segment (Claude Guillemot, Michel Guillemot, Gérard Guillemot, Christian Guillemot and Corinne Le Roy).
- At least six members have either studied or worked abroad (Claude Guillemot, Michel Guillemot, Gérard Guillemot, Christian Guillemot, Corinne Le Roy and Véronique Le Bourge). Furthermore, four Board members have lived on more than one continent (Claude Guillemot, Gérard Guillemot, Corinne Le Roy and Véronique Le Bourge).

21.2.3.3 Results achieved

The members of the Board of Directors meet the aforementioned criteria as regards age, gender, qualifications and professional experience.

21.2.4 Other information about directors and executives

Transactions between directors and executives and the Company, other than normal arm's length transactions, are detailed in the statutory auditor's special report.

No loans or guarantees have been granted or given in favor of directors or executives.

No director or executive has been found guilty of fraud, implicated or officially publicly sanctioned at any time in the past five years.

No director or executive has at any time in the past five years been involved in any insolvency, compulsory administration or liquidation, including court-ordered liquidation. Furthermore, no director or executive has at any time in the past five years been stripped by a court of his or her right to serve as a member of an issuer's administrative, management or supervisory body or to be involved in an issuer's management or the conduct of its business.

To the Company's knowledge, there are no potential conflicts of interest between any director's or executive's duties to the Company and that director's or executive's private interests and/or other duties.

There are no arrangements or agreements in place with the Company's principal shareholders, customers, suppliers or other persons under which any director or executive has been selected to serve as a member of an administrative or management body or of senior management.

There are no service agreements in place between directors or executives and the Company or any of its subsidiaries under which benefits are or may become due.

There are no restrictions in place on the disposal of directors' or executives' holdings of shares in the Company other than the following:

- For Claude, Michel, Yves, Gérard and Christian Guillemot, the collective undertakings to hold shares referred to in section 12.1.6 of the Management Report; and
- For share subscription options allotted since January 1, 2007, the commitment to hold, in registered form, 5% of shares arising from the exercise of options until the holders' terms of office expire

No free shares having been awarded, the Board of Directors has to date not laid down any conditions on the retention of shares by the executive directors in the event of a free share award.

Furthermore, the rules of procedure of the Board of Directors stipulate that all directors must comply with applicable legal and regulatory requirements in relation to reporting transactions and refraining from trading during closed periods. They must refrain from trading in any securities of the Company whenever they are aware of information of any kind that might influence the price of such securities. Directors must also refrain from trading in any securities of the Company whatsoever:

- during the 30 calendar days preceding publication of the annual and interim financial results;
- during the 15 calendar days preceding publication of quarterly or interim financial information or financial statements.

21.2.5 Potential material impacts on corporate governance

None.

21.3 Preparation and organization of the Board's work

21.3.1 Role and operation of the Board of Directors

The Board of Directors determines the Company's business strategy and ensures that it is implemented. It exercises its powers within the confines of the corporate purpose and subject to those powers expressly attributed by law to the shareholders.

The Chairman of the Board of Directors organizes and oversees the work of the Board, reports on it to the shareholders and implements decisions made at shareholders' general meetings. He or she represents the Board of Directors in its dealings with third parties. He or she oversees the smooth running of the Company's official bodies and ensures that the directors are able to perform their duties.

The Board of Directors adopted the original version of the Board rules of procedure at its meeting of October 31, 2007. These rules have since been regularly amended by the Board of Directors; the last such amendment was made on January 25, 2023.

The Board rules of procedure include sections on the following: role, composition and operation of the Board of Directors; information provided to Board members; members' duties (multiple directorships, training, confidentiality, loyalty, non-compete commitments, trading in shares, etc.); procedure for managing and monitoring conflicts of interest; committees; rules for determining Board members' compensation; arrangements for protecting corporate officers; and succession planning for the Chief Executive Officer and key individuals.

The Board's rules of procedure are available from the "Corporate governance" section of the Company's website (www.guillemot.com), which can be accessed by clicking on "Financial and regulated information" and then "This year".

In October 2023, the directors were asked to give their opinion on the operation of the Board and the preparation of its work in 2023. The directors were given the opportunity to express their opinions through a questionnaire mainly covering the composition and operation of the Board, frequency of Board meetings, subjects covered, quality of debate, provision of information to directors, and balance between supervisory and executive power. The outcome was a positive assessment of the Board's ability to perform its duties.

21.3.2 Board meetings

The Board meets as often as the Company's interests require.
Board meetings are held either at the Company's headquarters or at any other place stated in the notice of meeting. For the purposes of calculating quorum and majority, directors participating in Board meetings via videoconferencing or other means of telecommunication are deemed to be in attendance, where authorized by law.

The Board of Directors met ten times during the fiscal year ended December 31, 2023.

Attendance rates at Board meetings were as follows:

	Director							
	Claude Guillemot	**Michel Guillemot**	**Gérard Guillemot**	**Christian Guillemot**	**Marie-Hélène Lair** (1)	**Maryvonne Le Roch-Nocera**	**Corinne Leroy**	**Véronique Le Bourge** (2)
Number of meetings	10/10	8/10	8/10	10/10	5/5	6/10	10/10	5/5
Individual attendance rate	100%	80%	80%	100%	100%	60%	100%	100%
Average attendance rate	88.57%							

(1) Pro-rated to reflect her term of office, which expired on June 1, 2023.
(2) Pro-rated to reflect her term of office, i.e. with effect from June 1, 2023.

The Board's deliberations covered the following topics:

- Presentation of consolidated turnover for the fiscal year ended December 31, 2022
- Declaration by the directors regarding potential or actual conflicts of interest
- Use by the Chief Executive Officer of the authorization granted by the Board of Directors in respect of guarantees, endorsements and other collateral
- Amendments to the Board of Directors' rules of procedure
- Reduction in the share capital by retiring treasury shares
- Relocation of the Company's registered office
- Corresponding amendments to the Articles of Incorporation
- Authorization of agreements subject to Articles L.225-38 et seq. of the French Commercial Code: proposed signature of amendments to commercial leases covering administrative premises belonging to the Company in Carentoir; signature of a commercial lease
- Presentation by the statutory auditors of their draft report to the audit committee
- Sign-off of the consolidated and parent company financial statements for the year ended December 31, 2022
- Proposed appropriation of parent company income for the fiscal year ended December 31, 2022
- Report on the assessment of agreements relating to routine arm's length transactions
- Review of regulated agreements entered into and authorized during prior years and remaining in force during the fiscal year ended December 31, 2022
- Preparation and convening of the annual shareholders' general meeting
- Presentation of quarterly consolidated turnover
- Approval of projected management accounts as laid down in Article L.232-2 of the French Commercial Code and preparation of reports on those accounts
- Implementation of the share buyback program
- Presentation of CSR projects within the Group
- Review and approval of the condensed interim consolidated financial statements for the period from January 1 to June 30, 2023
- Letter of support in favor of UK subsidiary Guillemot Limited
- Review of voting by minority shareholders at the annual shareholders' general meeting
- Discussion and decision on the Company's policy on gender equality and equal pay
- Self-assessment of the operation of the Board of Directors and the preparation of its work
- Directors' training plan
- Review of Group risk mapping

The directors may, if they so wish, hold discussions in the absence of the Chairman and Chief Executive Officer after each Board meeting.

21.3.3 Convening Board meetings

Article 10 of the Articles of Incorporation stipulates that Board meetings may be convened by any means, including orally. During the fiscal year ended December 31, 2023, all Board meetings were convened by e-mail.

21.3.4 Provision of information to the directors

All documents and information needed by the directors to perform their duties were provided or made available to them before the relevant meeting or handed to them during that meeting.

21.3.5 Specialized committees

To date, no formal committees have been established by the Board of Directors. Given the size of the Group and the composition of the Board of Directors and in accordance with the Middlenext corporate governance code, the Board of Directors regularly sits as an audit committee and a corporate social responsibility (CSR) committee.

21.3.5.1 Audit Committee

At its meeting of July 16, 2009, the Board of Directors decided, under the exemption provided for in the fourth paragraph of Article L.823-20 of the French Commercial Code, that it would itself perform the duties of the committee tasked with monitoring matters relating to the preparation and oversight of accounting and financial information (i.e. the audit committee), since, at that date, the Board consisted solely of members serving in an executive capacity and did not have any independent members.

Two directors have been appointed with particular expertise in finance or accountancy, both of whom are independent Board members within the meaning of the Middlenext corporate governance code: Marie-Hélène Lair from 2011 until her term of office expired in 2023, and Maryvonne Le Roch-Nocera from 2014.

Without prejudice to the competence of the Board of Directors, the audit committee has particular responsibility for the following:

- Monitoring the process of producing financial reporting and, where applicable, drawing up recommendations to ensure the integrity thereof
- Monitoring the effectiveness of internal control and risk management systems, as well as, where applicable, internal audit, as regards procedures for preparing and processing accounting and financial information, without impinging on the independence of such information
- Issuing recommendations on statutory auditors proposed for appointment to the shareholders; such recommendations are made in accordance with regulations; the committee also makes a recommendation to the Board whenever regulations call for one or more new statutory auditors to be appointed.
- Monitoring performance of the statutory auditors' duties and taking into account any observations and findings of the Haute Autorité de l'Audit (France's supervisory authority for auditors) following audits, in accordance with regulations.
- Ensuring that the statutory auditors meet the independence criteria laid down in regulations
- Approving the provision of services other than certification of the financial statements, in compliance with applicable regulations

The Board of Directors Sitting as an audit committee is convened under the same rules as the Board of Directors.

In fiscal year 2023, independent directors Marie-Hélène Lair and Maryvonne Le Roch-Nocera successively chaired meetings of the Board of Directors when it sat as an audit committee. Claude Guillemot, Chairman and Chief Executive Officer, attended these meetings with the aim of promoting and fostering immediate and direct discussion.

During the fiscal year ended December 31, 2023, when the financial statements for the fiscal year ended December 31, 2022 were certified, the audit committee received the statutory auditors' annual declaration of independence.

Before the financial statements for the year ended December 31, 2023 were signed off, the statutory auditors presented their draft report to the Board sitting as an audit committee, thus facilitating direct dialogue between the statutory auditors and the audit committee.

21.3.5.2 Corporate social responsibility (CSR) committee

At its meeting of June 1, 2023, the Board of Directors sat as a CSR committee so as to define the Group's CSR projects for the period 2023-2024.

Without prejudice to the competence of the Board of Directors, the CSR committee has particular responsibility for the following:

- Putting CSR at the heart of strategic decisions
- Formalizing actions in favor of the environment and sustainable value creation
- Thinking about shared value and, in particular, the appropriate balance between employee compensation across the workforce, rewarding shareholders for the risks they assume and making the investments needed to secure the Company's long-term future.

The Board of Directors sitting as a CSR committee is convened under the same rules as the Board of Directors.

A number of initiatives of various scopes have been implemented within the Company at the committee's initiative. These actions are notably set out in section 15 of the Management Report ("Workforce-related, environmental and social information").

21.3.6 Meeting minutes

Minutes of Board meetings are drawn up after each meeting.

21.3.7 Directors' training

On October 25, 2023, the Board of Directors met to devise a three-year training plan for its members. The directors discussed their collective and individual needs as well as the value that such training might add to strategic decisions concerning the Company, with the aim of outlining an appropriate training plan.

At its meeting of January 24, 2024, the Board voted to approve a three-year directors' training plan reflecting the background, experience and needs of each director as well as challenges specific to the Company. This plan is in force with effect from fiscal year 2024.

21.4 Assessment of agreements relating to routine arm's length transactions

21.4.1 Assessment procedure put in place by the Board of Directors

This procedure was established by the Board of Directors at its meeting of January 29, 2020 to ensure that Guillemot Corporation S.A. ("the Company") complies with the "PACTE" Act of May 22, 2019 on business growth and transformation. This Act requires listed companies to put in place procedures to regularly assess whether agreements relating to routine arm's length transactions meet the necessary criteria.

The procedure for regulated agreements laid down in Article L.225-38 of the French Commercial Code requiring prior authorization by the Board of Directors does not apply where an agreement relates to a transaction that is both routine and entered into at arm's length.

Routine transactions are those entered into by the Company in the normal course of business, notably within the scope of its corporate purpose, and reflect usual practice among companies in a similar situation. For example, the following transactions are generally considered routine: intragroup billing of administrative or management services or functional tasks (notably in the areas of human resources, accounting, finance, internal control, general organization, management, staff training, communications, marketing, legal, IT, logistics, insurance, purchasing, sales, etc.); tax consolidation agreements; cash management agreements and transactions; cash pooling agreements, whether automated or otherwise; intragroup loan agreements (not including interest-free loans); current account agreements; financial support agreements; trademark royalty agreements and any other agreements in respect of intellectual property rights; routine purchases and sales falling within the scope of the Company's corporate purpose or carried out in the normal course of business; provision of services usually associated with various processes falling within the Company's corporate purpose; etc.

When assessing whether a transaction is routine, consideration is also given to its nature, legal significance and financial consequences as well as whether or not it is a recurring transaction.

A transaction is considered arm's length if the associated conditions are similar to those that usually apply to transactions of the same type or to transactions usually entered into or agreed to by the Company in its relations with third parties. When assessing whether a transaction is entered into at arm's length, one of the key factors taken into consideration is the price (the market price or the price generally applicable in the sector in question, or, for intragroup transactions, the rebilled cost price, sometimes with a reasonable mark-up to cover unallocated indirect costs). The amounts involved are also taken into consideration.

Aside from financial aspects, the legal terms must be reviewed to ensure that they are balanced or standard for the type of transaction in question.

Whether a transaction is routine and whether it is entered into at arm's length are considered together: if one or the other does not apply, the agreement in question will be subject to the procedure governing regulated agreements.

These criteria are assessed on a case-by-case basis by the Group's Administration and Finance department in conjunction with its Legal department.

The Group's Administration and Finance department assesses agreements in relation to routine arm's length transactions at least once a year to determine whether they still qualify as such.

No person directly or indirectly affected by such an agreement may take part in this assessment.

The Group's Administration and Finance department must present a report on its assessment to the Board of Directors no later than the meeting held to sign off the annual financial statements.

A description of this assessment procedure must be included in the report on corporate governance.

This procedure will be updated by the Board of Directors as necessary.

21.4.2 Implementation of the assessment procedure

In March 2024, the Group's Administration and Finance department assessed agreements in relation to routine arm's length transactions undertaken during the fiscal year ended December 31, 2023 to determine whether they still qualified as such.

A report on this assessment was presented to the Board of Directors at its meeting of March 26, 2024.

21.5 Agreements subject to Article L.225-37-4 of the French Commercial Code

No agreements subject to the second paragraph of Article L.225-37-4 of the French Commercial Code[1] were in force during the fiscal year ended December 31, 2023.

(1) Agreements entered into, whether directly or via an intermediary, between a corporate officer or a shareholder holding more than 10% of the voting rights in a company and another company controlled by that company as defined in Article L.233-3, excluding agreements relating to routine arm's length transactions.

21.6 Director and executive compensation

21.6.1 Compensation paid by Guillemot Corporation S.A. during the fiscal year ended December 31, 2023

In the course of the fiscal year ended December 31, 2023, the Company paid Board members a total of €102,833 in respect of their duties.

Gross fixed compensation paid by the Company to the executive directors in respect of their executive duties during the fiscal year ended December 31, 2023 totaled €300,036.

Furthermore, no variable compensation was allotted to the Chairman and Chief Executive Officer or any of the Deputy Chief Executive Officers in respect of the fiscal year ended December 31, 2023.
Variable compensation could have amounted to a maximum of 40% of fixed compensation if performance against targets had reached the maximum level.

Relative weighting of each performance indicator (quantitative and qualitative)	**% of variable**	**Minimum**	**Target**	**Maximum**	**Extent achieved**	**Cash amount corresponding to extent achieved**	**Assessment**
Growth in consolidated turnover	20%	N/A	5%	10%	Not achieved (-36.65%)	Chairman and CEO: €0.00 Deputy CEO: €0.00	Based on the consolidated financial statements for the fiscal year ended December 31, 2023, as signed off by the Board of Directors and audited by the statutory auditors
Ratio of consolidated net income from ordinary activities to consolidated turnover	60%	N/A	3%	5%	Not achieved (+2.12%)	Chairman and CEO: €0.00 Deputy CEO: €0.00	
Increase in total number of hours' training delivered to employees of the Group by accredited training organizations	20%	N/A	5%	10%	Not achieved (-16.80%)	Chairman and CEO: €0.00 Deputy CEO: €0.00	Based on information included in the Management Report for the fiscal year ended December 31, 2023
Overall extent to which 2023 targets achieved	N/A	N/A	N/A	N/A	0%	N/A	N/A

The executive directors do not have employment contracts with the Company.

During the fiscal year ended December 31, 2023:

- no exceptional compensation was paid to the executive directors;

- no stock options were allotted to the executive directors by Guillemot Corporation S.A. or any other company belonging to Guillemot Corporation Group, nor were any such options purchased or exercised by the executive directors;
- no free shares were awarded to the executive directors by Guillemot Corporation S.A. or any other company belonging to Guillemot Corporation Group;
- no benefits, including in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies as referred to in Articles L.228-13 and L.228-93 of the Commercial Code, were paid in the fiscal year;
- the Company did not enter into any commitment in favor of its corporate officers with regard to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits;
- no compensation was paid under any incentive or bonus plan;
- no specific pension scheme was put in place for the corporate officers.

The corporate officers of Guillemot Corporation S.A. did not receive any compensation from other Guillemot Corporation Group companies in the fiscal year.

<u>Any section not mentioned in the tables below is deemed not applicable.</u>

Summary schedule of compensation paid to each executive director (€)				
Claude Guillemot	**Fiscal year 2023**		**Fiscal year 2022**	
Chairman and CEO	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Fixed compensation	200,004	200,004	173,502	169,085
Annual variable compensation	0.00	69,401	69,400.80	47,040
Compensation for service as a member of the Board of Directors	15,000	15,000	15,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*5,000*	*5,000*	*5,000*	*5,000*
TOTAL	215,004.00	284,405.00	257,902.80	231,125.00
Michel Guillemot	**Fiscal year 2023**		**Fiscal year 2022**	
Deputy CEO	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Fixed compensation	25,008	25,008	21,684	21,130
Annual variable compensation	0.00	8,674.00	8,673.60	5,875.20
Compensation for service as a member of the Board of Directors	15,000	15,000	15,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*5,000*	*5,000*	*5,000*	*5,000*
TOTAL	40,008.00	48,682.00	45,357.60	42,005.20
Yves Guillemot (1)	**Fiscal year 2023**		**Fiscal year 2022**	
Deputy CEO	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Fixed compensation	25,008	25,008	21,684	21,130
Annual variable compensation	0.00	8,674.00	8,673.60	5,875.20
TOTAL	25,008.00	33,682.00	30,357.60	27,005.20
Gérard Guillemot	**Fiscal year 2023**		**Fiscal year 2022**	
Deputy CEO	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Fixed compensation	25,008	25,008	21,684	21,130
Annual variable compensation	0.00	8,674.00	8,673.60	5,875.20
Compensation for service as a member of the Board of Directors	15,000	15,000	15,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*5,000*	*5,000*	*5,000*	*5,000*
TOTAL	40,008.00	48,682.00	45,357.60	42,005.20
Christian Guillemot	**Fiscal year 2023**		**Fiscal year 2022**	
Deputy CEO	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Fixed compensation	25,008	25,008	21,684	21,130
Annual variable compensation	0.00	8,674.00	8,673.60	5,875.20
Compensation for service as a member of the Board of Directors	15,000	15,000	15,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*5,000*	*5,000*	*5,000*	*5,000*
TOTAL	40,008.00	48,682.00	45,357.60	42,005.20
GRAND TOTAL	**360,036.00**	**464,133.00**	**424,333.20**	**384,145.80**

(1) Yves Guillemot stepped down from his duties as a director on August 5, 2016 in order to comply with the provisions laid down in Article L.225-94-1 of the French Commercial Code.

Summary schedule of allowances and benefits awarded to executive directors								
Executive director	**Employment contract**		**Supplementary pension plan**		**Non-compete payments**		**Severance benefits**	
	YES	NO	YES	NO	YES	NO	YES	NO
Claude Guillemot **Chairman and CEO** Year appointed: 1997 Term of office expires: 2024		X		X		X		X
Michel Guillemot **Deputy CEO** Year appointed: 1997 Term of office expires: 2028		X		X		X		X
Yves Guillemot **Deputy CEO** Year appointed: 1997 Term of office expires: 2024		X		X		X		X
Gérard Guillemot **Deputy CEO** Year appointed: 1997 Term of office expires: 2028		X		X		X		X
Christian Guillemot **Deputy CEO** Year appointed: 1997 Term of office expires: 2024		X		X		X		X

Schedule of compensation received by non-executive directors for their service as members of the Board of Directors (€)				
Maryvonne Le Roch-Nocera	**Fiscal year 2023**		**Fiscal year 2022**	
Director	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Compensation for service as a member of the Board of Directors	12,000	15,000	15,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*2,000*	*5,000*	*5,000*	*5,000*
TOTAL	**12,000**	**15,000**	**15,000**	**15,000**
Corinne Le Roy	**Fiscal year 2023**		**Fiscal year 2022**	
Director	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Compensation for service as a member of the Board of Directors	15,000	12,000	12,000	15,000
O/w fixed component	*10,000*	*10,000*	*10,000*	*10,000*
O/w variable component	*5,000*	*2,000*	*2,000*	*5,000*
TOTAL	**15,000**	**12,000**	**12,000**	**15,000**
Véronique Le Bourge	**Fiscal year 2023**		**Fiscal year 2022**	
Director (with effect from June 1, 2023)	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Compensation for service as a member of the Board of Directors	8,750	5,833	N/A	N/A
O/w fixed component	*5,833*	*5,833*	*N/A*	*N/A*
O/w variable component	*2,917*	*0*	*N/A*	*N/A*
TOTAL	**8,750**	**5,833**	**N/A**	**N/A**
Marie-Hélène Lair	**Fiscal year 2023**		**Fiscal year 2022**	
Director (until June 1, 2023)	Amounts allotted	Amounts paid	Amounts allotted	Amounts paid
Compensation for service as a member of the Board of Directors	7,083	10,000	15,000	15,000
O/w fixed component	*5,000*	*5,000*	*10,000*	*10,000*
O/w variable component	*2,083*	*5,000*	*5,000*	*5,000*
TOTAL	**7,083**	**10,000**	**15,000**	**15,000**

(1) Pro-rated to reflect her term of office, which expired on June 1, 2023.
(2) Pro-rated to reflect her term of office, i.e. with effect from June 1, 2023.

21.6.2 Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to executive directors (via an individual ex post vote)

(Resolutions 5, 6, 7, 8 and 9 submitted for approval at the shareholders' general meeting of May 30, 2024)

In accordance with the provisions of section II of Article L.22-10-34 of the French Commercial Code, set out below for each of the executive directors are the fixed, variable and exceptional components making up total compensation and benefits of any kind paid during or allotted in respect of the fiscal year ended December 31, 2023 by virtue of the offices held.

These components comply with the principles and criteria used to determine, apportion and allot the fixed, variable and exceptional components making up total compensation and benefits of any kind attributable to the executive directors in respect of their office, as submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023.

- Claude Guillemot, Chairman and Chief Executive Officer (Resolution 5)

<table>
<tr><th></th><th>Amount (€)</th><th>Comments</th></tr>
<tr><td>Gross annual fixed compensation</td><td>200,004</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation).
This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Multi-year variable compensation</td><td>None</td><td rowspan="7">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Compensation, allowances or benefits that are or may become due as a result of taking up office</td><td>None</td></tr>
<tr><td>Components of compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or defined benefit pension liabilities that meet the characteristics of the schemes referred to in Article L.137-11 of the French Social Security Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

- <u>Michel Guillemot, Deputy CEO (Resolution 6)</u>

<table>
<tr><th></th><th>Amount (€)</th><th>Comments</th></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation).
This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
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<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
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<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Multi-year variable compensation</td><td>None</td><td rowspan="7">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Compensation, allowances or benefits that are or may become due as a result of taking up office</td><td>None</td></tr>
<tr><td>Components of compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or defined benefit pension liabilities that meet the characteristics of the schemes referred to in Article L.137-11 of the French Social Security Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

- Yves Guillemot, Deputy Chief Executive Officer (Resolution 7)

<table>
<tr><th></th><th>Amount (€)</th><th>Comments</th></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table>
</td></tr>
<tr><td>Compensation for service as a member of the Board of Directors (excl. directors' fees)</td><td>None</td><td>Yves Guillemot is not a member of the Board of Directors.</td></tr>
<tr><td>Multi-year variable compensation</td><td>None</td><td rowspan="7">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Compensation, allowances or benefits that are or may become due as a result of taking up office</td><td>None</td></tr>
<tr><td>Components of compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or defined benefit pension liabilities that meet the characteristics of the schemes referred to in Article L.137-11 of the French Social Security Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

- Gérard Guillemot, Deputy CEO (Resolution 8)

<table>
<tr><th></th><th>Amount (€)</th><th>Comments</th></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation).
This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Multi-year variable compensation</td><td>None</td><td rowspan="7">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Compensation, allowances or benefits that are or may become due as a result of taking up office</td><td>None</td></tr>
<tr><td>Components of compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or defined benefit pension liabilities that meet the characteristics of the schemes referred to in Article L.137-11 of the French Social Security Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

- Christian Guillemot, Deputy CEO (Resolution 9)

<table>
<tr><th></th><th>Amount (€)</th><th>Comments</th></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation).
This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Multi-year variable compensation</td><td>None</td><td rowspan="7">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Compensation, allowances or benefits that are or may become due as a result of taking up office</td><td>None</td></tr>
<tr><td>Components of compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or defined benefit pension liabilities that meet the characteristics of the schemes referred to in Article L.137-11 of the French Social Security Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

21.6.3 Compensation paid to all corporate officers subject to approval at the shareholders' general meeting (via an overall ex post vote)

(Resolution 10 submitted for approval at the shareholders' general meeting of May 30, 2024)

In accordance with the provisions of section I of Article L.22-10-34 of the French Commercial Code, the information referred to in section I of Article L.22-10-9 of the French Commercial Code is set out below for each of the corporate officers.

Claude Guillemot, Chairman and Chief Executive Officer and director

<table>
<tr><td rowspan="12">1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (by virtue of office held)</td></tr>
<tr><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td>Gross annual fixed compensation</td><td>200,004</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Other variable compensation</td><td>None</td><td rowspan="6">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

Claude Guillemot, Chairman and Chief Executive Officer and director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as Chairman and CEO: Fixed compensation: 100.00% Variable compensation: 0.00% In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Guillemot Corporation S.A. has no salaried employees.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied *(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)*	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Gross annual fixed compensation in respect of duties as Chairman and Chief Executive Officer - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Michel Guillemot, Deputy Chief Executive Officer and director

<table>
<tr><td>1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (by virtue of office held)</td></tr>
<tr><td></td><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td></td><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td></td><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):

<table><tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr><tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr><tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr><tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr></table></td></tr>
<tr><td></td><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td></td><td>Other variable compensation</td><td>None</td><td rowspan="6">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td></td><td>Exceptional compensation</td><td>None</td></tr>
<tr><td></td><td>Stock options</td><td>None</td></tr>
<tr><td></td><td>Free share awards</td><td>None</td></tr>
<tr><td></td><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>None</td></tr>
<tr><td></td><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

Michel Guillemot, Deputy Chief Executive Officer and director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as Deputy CEO: Fixed compensation: 100.00% Variable compensation: 0.00% In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Guillemot Corporation S.A. has no salaried employees.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied *(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)*	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Gross annual fixed compensation in respect of duties as Deputy CEO - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Yves Guillemot, Deputy Chief Executive Officer

<table>
<tr><td>1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023
(by virtue of office held)</td></tr>
<tr><td></td><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td></td><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td></td><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):

<table><tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr><tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr><tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr><tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr></table></td></tr>
<tr><td></td><td>Compensation for service as a member of the Board of Directors (excl. directors' fees)</td><td>None</td><td>Yves Guillemot is not a member of the Board of Directors.</td></tr>
<tr><td></td><td>Other variable compensation</td><td>None</td><td rowspan="6">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td></td><td>Exceptional compensation</td><td>None</td></tr>
<tr><td></td><td>Stock options</td><td>None</td></tr>
<tr><td></td><td>Free share awards</td><td>None</td></tr>
<tr><td></td><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>None</td></tr>
<tr><td></td><td>Benefits in kind</td><td>None</td></tr>
</table>

Yves Guillemot, Deputy Chief Executive Officer *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as Deputy CEO: Fixed compensation: 100.00% Variable compensation: 0.00%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Guillemot Corporation S.A. has no salaried employees.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied *(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)*	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Gross annual fixed compensation in respect of duties as Deputy CEO
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Gérard Guillemot, Deputy Chief Executive Officer and director

<table>
<tr><td rowspan="12">1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023
(by virtue of office held)</td></tr>
<tr><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):
<table><tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr><tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr><tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr><tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr></table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
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<tr><td>Other variable compensation</td><td>None</td><td rowspan="6">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

Gérard Guillemot, Deputy Chief Executive Officer and director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as Deputy CEO: Fixed compensation: 100.00% Variable compensation: 0.00% In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Guillemot Corporation S.A. has no salaried employees.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied *(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)*	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Gross annual fixed compensation in respect of duties as Deputy CEO - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Christian Guillemot, Deputy Chief Executive Officer and director

<table>
<tr><td rowspan="12">1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (by virtue of office held)</td></tr>
<tr><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td>Gross annual fixed compensation</td><td>25,008</td><td>Compensation set by the Board of Directors at its meeting of June 9, 2022</td></tr>
<tr><td>Annual variable compensation

(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)</td><td>-</td><td>Compensation set by the Board of Directors at its meeting of February 28, 2020
Target: 20% of fixed compensation (and, if performance targets are exceeded, up to a maximum of 40% of fixed compensation). This annual bonus is based on the following internal quantitative criteria (two financial and one non-financial):

<table>
<tr><th>Quantitative criteria</th><th>% of variable</th><th>Target</th><th>Maxi-mum</th></tr>
<tr><td>Growth in consolidated turnover</td><td>20%</td><td>5%</td><td>10%</td></tr>
<tr><td>Ratio of consolidated net income from ordinary activities to consolidated turnover</td><td>60%</td><td>3%</td><td>5%</td></tr>
<tr><td>Increase in total number of hours' training delivered to employees of the Group by accredited training organizations</td><td>20%</td><td>5%</td><td>10%</td></tr>
</table></td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors' fees)</td><td>15,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Other variable compensation</td><td>None</td><td rowspan="6">The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Exceptional compensation</td><td>None</td></tr>
<tr><td>Stock options</td><td>None</td></tr>
<tr><td>Free share awards</td><td>None</td></tr>
<tr><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>None</td></tr>
<tr><td>Benefits in kind</td><td>None</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

Christian Guillemot, Deputy Chief Executive Officer and director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as Deputy CEO: Fixed compensation: 100.00% Variable compensation: 0.00% In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Guillemot Corporation S.A. has no salaried employees.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied *(Details of how performance criteria are assessed can be found in section 21.6.1 of this report.)*	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Gross annual fixed compensation in respect of duties as Deputy CEO - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Marie-Hélène Lair, director
(In office until June 1, 2023)

1.	**Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (pro-rated to reflect her term of office, which expired on June 1, 2023)**		
		Amount (€)	**Comments**
	Compensation for service as a member of the Board of Directors (excl. directors' fees)	7,083	Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since: • Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and • Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year: - Directors attending 50% or fewer Board meetings: no payment - Directors attending between 50% and 75% of Board meetings: €2,000 - Directors attending 75% or more Board meetings: €5,000
	Gross annual fixed compensation	N/A	The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.
	Annual variable compensation	N/A	
	Other variable compensation	N/A	
	Exceptional compensation	N/A	
	Stock options	N/A	
	Free share awards	N/A	
	Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code	N/A	
	Benefits in kind	N/A	

* Attendance rates are set out in section 21.3.2.

Marie-Hélène Lair, director *(contd.)*
(In office until June 1, 2023)

2.	Relative proportions of fixed and variable compensation	In respect of duties as a director: Fixed compensation: 70.59% Variable compensation: 29.41%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Marie-Hélène Lair is a director, not an executive director.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Maryvonne Le Roch-Nocera, director

<table>
<tr><td rowspan="11">1.</td><td colspan="3">Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023
(by virtue of office held)</td></tr>
<tr><td></td><td>Amount (€)</td><td>Comments</td></tr>
<tr><td>Compensation for service as a member of the Board of Directors
(excl. directors’ fees)</td><td>12,000</td><td>Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since:
• Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and
• Variable component in proportion to directors’ attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year:
- Directors attending 50% or fewer Board meetings: no payment
- Directors attending between 50% and 75% of Board meetings: €2,000
- Directors attending 75% or more Board meetings: €5,000</td></tr>
<tr><td>Gross annual fixed compensation</td><td>N/A</td><td rowspan="8">The compensation policy submitted to and approved by the shareholders at the shareholders’ general meeting of June 1, 2023 does not include these types of components of compensation.</td></tr>
<tr><td>Annual variable compensation</td><td>N/A</td></tr>
<tr><td>Other variable compensation</td><td>N/A</td></tr>
<tr><td>Exceptional compensation</td><td>N/A</td></tr>
<tr><td>Stock options</td><td>N/A</td></tr>
<tr><td>Free share awards</td><td>N/A</td></tr>
<tr><td>Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code</td><td>N/A</td></tr>
<tr><td>Benefits in kind</td><td>N/A</td></tr>
</table>

* Attendance rates are set out in section 21.3.2.

Maryvonne Le Roch-Nocera, director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as a director: Fixed compensation: 83.33% Variable compensation: 16.67%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Maryvonne Le Roch-Nocera is a director, not an executive director.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Corinne Le Roy, director

1.	Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (by virtue of office held)		
		Amount (€)	**Comments**
	Compensation for service as a member of the Board of Directors (excl. directors' fees)	15,000	Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since: • Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and • Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year: - Directors attending 50% or fewer Board meetings: no payment - Directors attending between 50% and 75% of Board meetings: €2,000 - Directors attending 75% or more Board meetings: €5,000
	Gross annual fixed compensation	N/A	The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.
	Annual variable compensation	N/A	
	Other variable compensation	N/A	
	Exceptional compensation	N/A	
	Stock options	N/A	
	Free share awards	N/A	
	Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code	N/A	
	Benefits in kind	N/A	

* Attendance rates are set out in section 21.3.2.

Corinne Le Roy, director *(contd.)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Corinne Le Roy is a director, not an executive director.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

Véronique Le Bourge, director
(In office from June 1, 2023)

1.	**Components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 (pro-rated to reflect her term of office, i.e. with effect from June 1, 2023)**		
		Amount (€)	**Comments**
	Compensation for service as a member of the Board of Directors (excl. directors' fees)	8,750	Breakdown agreed by the Board of Directors at its meeting of August 26, 2011 and unchanged since: • Fixed component of €10,000 paid half in January (covering the period January-June) and half in July (covering the period July-December); and • Variable component in proportion to directors' attendance at meetings of the Board of Directors held between December 1 and December 31 of the year under review, paid during the first three months of the following year: - Directors attending 50% or fewer Board meetings: no payment - Directors attending between 50% and 75% of Board meetings: €2,000 - Directors attending 75% or more Board meetings: €5,000
	Gross annual fixed compensation	N/A	The compensation policy submitted to and approved by the shareholders at the shareholders' general meeting of June 1, 2023 does not include these types of components of compensation.
	Annual variable compensation	N/A	
	Other variable compensation	N/A	
	Exceptional compensation	N/A	
	Stock options	N/A	
	Free share awards	N/A	
	Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies referred to in Articles L.228-13 and L.228-93 of the French Commercial Code	N/A	
	Benefits in kind	N/A	

* Attendance rates are set out in section 21.3.2.

Véronique Le Bourge, director *(contd.)* *(In office from June 1, 2023)*

2.	Relative proportions of fixed and variable compensation	In respect of duties as a director: Fixed compensation: 66.67% Variable compensation: 33.33%
3.	Use of the option to claw back variable compensation	N/A in respect of the fiscal year ended December 31, 2023
4.	Commitments of any kind entered into by the Company corresponding to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits, stating, in accordance with terms and conditions established by decree, exactly how those commitments are determined and estimating the amounts liable to be paid out in respect thereof	None
5.	Compensation paid or allotted by a company falling within the scope of consolidation as defined in Article L.233-16 of the French Commercial Code	None
6.	Ratio of executive compensation to: - mean compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers; - median compensation on a full-time equivalent basis paid to employees of the Company other than the corporate officers.	N/A: Véronique Le Bourge is a director, not an executive director.
7.	Annual change in compensation, performance of the Company, mean compensation on a full-time equivalent basis paid to employees of the Company other than the executive directors, and the ratios referred to in point 6 above, over at least the past five years, presented together in such a way as to allow for comparison.	N/A: Guillemot Corporation S.A. has no salaried employees.
8.	Explanation of how total compensation is in keeping with the compensation policy in force, including how it contributes to the Company's long-term performance, and how performance criteria were applied	Compensation is in line with the compensation policy approved by the shareholders at the shareholders' general meeting of June 1, 2023, consisting of the following: - Fixed compensation in respect of duties as a director - Variable compensation in respect of duties as a director in proportion to attendance at Board meetings
9.	How the vote at the last ordinary shareholders' general meeting provided for in section I of Article L.22-10-34 of the French Commercial Code was taken into account	The shareholders voted in favor at the shareholders' general meeting of June 1, 2023 (by a 99.97% majority of all votes cast).
10.	Any divergence from the procedure for implementing compensation policy and any exemption applied in accordance with the second paragraph of section III of Article L.22-10-8 of the French Commercial Code, including an explanation of the nature of any exceptional circumstances and an indication of specific requirements from which the Company is exempt	None
11.	Application of the provisions of the second paragraph of Article L.225-45 of the French Commercial Code	During the fiscal year ended December 31, 2023, payment to the director of the amount due in respect of his/her service was not suspended, since the proportion of directors of each gender was greater than 40% over the course of the year.

21.6.4 Executive compensation policy subject to approval by the shareholders (via an ex ante vote)

(Resolution 11 submitted for approval at the shareholders' general meeting of May 30, 2024)

In accordance with the provisions of section II of Article L.22-10-8 of the French Commercial Code, the compensation policy applicable to corporate officers established by the Board of Directors at its meeting of February 28, 2020 and not amended since is set out below.

21.6.4.1 Information concerning all corporate officers

The compensation policy applicable to corporate officers mainly takes into account the level of responsibility associated with each corporate officer's duties, together with development of the Group's business, the Group's performance and the achievement of targets designed to contribute to the Group's long-term success.

Compensation paid to the Company's executive directors thus consists of an annual variable component designed to incentivize them to help develop the Company's business and contribute to its performance within the confines of the corporate purpose and in keeping with the interests of its shareholders.

Furthermore, compensation allotted to members of the Board of Directors consists of a variable component that takes into account attendance at Board meetings, thus incentivizing directors to be more involved in determining the Company's business strategy and ensuring that it is implemented, and participating in decisions that are helpful or beneficial to the Company.

- Determination, revision and implementation of compensation policy

The compensation policy applicable to corporate officers is established by the Board of Directors. It is determined not only on the basis of the level of responsibility assumed and results achieved but also in light of practices observed at similar companies and compensation paid to Group employees.

In establishing this policy, the Board of Directors is mindful of the recommendations laid down in the Middlenext corporate governance code, which the Company applies.

As regards the members of the Board of Directors, the Board freely apportions among the directors the annual fixed amount allotted by the shareholders in respect of their duties, in accordance with rules established by the Board, taking into account not only the performance of their duties as directors but also their attendance at Board meetings.

As regards the executive directors (Chairman and CEO and Deputy CEOs), the Board of Directors determines their compensation in keeping with the following principles:

- Exhaustiveness: the method used to determine executive directors' compensation must be exhaustive.
- Balance between components of compensation: each component of compensation must be justified and aligned with the general interests of the Company.
- Benchmarking: compensation must as far as possible be assessed by reference to a benchmark business area and market and must be commensurate with the Company's position while taking into account any inflationary effects.
- Consistency: compensation paid to executive directors must be consistent with that paid to other executives and employees of the Company.
- Clarity of rules: rules must be simple and transparent; performance criteria used to establish variable compensation or, where applicable, to allot stock options or free shares, must be linked to the Company's performance, must correspond to its objectives, and must be demanding, explainable and, as far as possible, sustainable over the long term. They must be detailed, though without jeopardizing confidentiality where warranted.
- Measurement: compensation and awards of stock options and free shares must be determined in such a way as to strike a fair balance and reflect the general interests of the Company, market practice and executive performance.
- Transparency: the shareholders are notified annually of all compensation and benefits received by executives, in accordance with applicable regulations.

Furthermore, when establishing and revising performance criteria, consideration is given to past targets, the potential for the Group to expand, including geographically, and the degree of international competition.

Lastly, to avoid conflicts of interest, whenever the Board of Directors makes a decision about a component of compensation or a commitment in favor of its Chairman and CEO or any of its Deputy CEOs, the interested parties do not take part in either the debate or the corresponding vote(s).

- Variable compensation – assessment of performance criteria

Achievement of performance criteria shall be assessed on the basis of the consolidated annual financial statements, as signed off by the Board of Directors and audited by the statutory auditors, and information included in the Management Report.

- Newly appointed and reappointed corporate officers

When a corporate officer is newly appointed or reappointed, the components of his or her compensation shall be determined on the basis of those existing within the Company for a similar position, in proportion to actual hours worked over the fiscal year in question; the variable component shall also be determined on the basis of performance achieved against each of the criteria originally established by the Board of Directors for a similar position.

- Exemptions to compensation policy

Should the roles of Chairman of the Board of Directors and Chief Executive Officer be separated, the Board of Directors may diverge from the compensation policy applicable to the Chairman and Chief Executive Officer and separately determine the components of compensation applicable to each of the two distinct roles of Chairman of the Board of Directors and Chief Executive Officer. In such an eventuality, the Board of Directors shall submit a draft revised compensation policy for approval at the next shareholders' general meeting, including components of compensation specific to each of the two distinct roles of Chairman of the Board of Directors and Chief Executive Officer.

21.6.4.2 Items applicable to each corporate officer

- Members of the Board of Directors

Should a new director be appointed, those components of compensation laid down in the compensation policy applicable to members of the Board of Directors would also apply to that new director.

Compensation in respect of duties (excluding directors' fees):

The shareholders determine the fixed annual amount to be allotted to the directors in respect of their duties.
The Board of Directors then freely apportions that amount among the directors in accordance with rules established by the Board; such apportionment must take into account not only the performance of their duties but also their attendance at Board meetings.

Compensation allotted to the directors in respect of their duties consists of a fixed component and a variable component; the variable component varies in proportion to attendance at Board meetings and may equate to up to 50% of the fixed component.

Should a director step down in the course of a fiscal year, the amount of compensation payable to that director in respect of that fiscal year shall be determined in proportion to actual hours worked during that year.

For variable compensation, the compensation policy allows neither for any deferral period nor for the option of clawing back variable compensation.

Exceptional compensation:

Exceptional compensation may be allotted to some directors when the Board of Directors entrusts them with specific temporary duties that fall outside the normal duties of a director. The amount of such exceptional compensation shall be determined by the Board of Directors.

Term of office and removal:

Directors serve for a term of six years.

To enable directors to be replaced or reappointed on a staggered basis, the shareholders may, at the proposal of the Board of Directors, vote at an ordinary general meeting to appoint or reappoint one or more directors for a period of four or five years.

However, where a director is appointed to replace another director, he or she shall only serve out his or her predecessor's remaining term of office.

There is no limit to the number of times a director may be re-elected. However, directors may not be over 80 years of age.

Directors' terms of office expire at the end of the ordinary general meeting held to approve the financial statements for the previous fiscal year, held in the year during which their term of office expires.

Directors may be removed from office at any time by vote of the shareholders at an ordinary general meeting.

- Chairman and Chief Executive Officer

The Board of Directors determines the Chairman and Chief Executive Officer's compensation. This compensation is over and above that allotted in respect of the Chairman and Chief Executive Officer's duties as a director.

Should a new Chairman and Chief Executive Officer be appointed, those components of compensation laid down in the compensation policy applicable to the Chairman and Chief Executive Officer would also apply to that new Chairman and Chief Executive Officer.

Fixed compensation:

The Chairman and Chief Executive Officer's compensation includes a component of gross annual fixed compensation.

Should the Chairman and Chief Executive Officer step down in the course of a fiscal year, the amount of fixed compensation payable to him or her in respect of that fiscal year shall be determined in proportion to actual hours worked during that year.

Variable compensation:

The Chairman and Chief Executive Officer's compensation also includes target annual variable compensation representing 20% of his or her fixed compensation, rising to a maximum of 40% of his or her fixed compensation if performance targets are exceeded.

The Chairman and Chief Executive Officer's annual variable compensation is based on a number of criteria including two financial criteria and one non-financial criterion.
These criteria relate to the Group's consolidated turnover, the ratio of consolidated net income from ordinary activities to consolidated turnover and the total number of hours' training delivered to employees of the Group by accredited training organizations.

Quantitative criteria	**% of variable**	**Target**	**Maximum**
Growth in consolidated turnover	20%	5%	10%
Ratio of consolidated net income from ordinary activities to consolidated turnover	60%	3%	5%
Increase in total number of hours' training delivered to employees of the Group by accredited training organizations	20%	5%	10%

The performance criteria on which Deputy Executive Officers' variable compensation is based are designed to contribute to the Company's long-term viability and business strategy, within the confines of its corporate interests, as follows:

- Growth in consolidated turnover: growing the Company's market share and contributing to continued international expansion
- Growth in profitability: funding investment, including in research and development, thus contributing to the Company's long-term viability
- Increasing the number of hours' training delivered to employees of the Group: ensuring that the Group has a high-performing workforce able to adapt to changes in markets in which the Group operates (such as the digitalization of relationships and new marketing, search engine optimization and sales tracking techniques) and technological advances in product design

Should the Chairman and Chief Executive Officer step down in the course of a fiscal year, the amount of variable compensation payable to him or her in respect of that fiscal year shall be determined in proportion to actual hours worked during that year and on the basis of performance achieved against each of the criteria originally established.

Similarly, should a new Chairman and Chief Executive Officer be appointed in the course of a fiscal year, the amount of variable compensation payable to him or her in respect of that fiscal year shall be determined in proportion to actual hours worked during that year and on the basis of performance achieved against each of the criteria originally established.

In any event, payment of annual variable compensation is conditional upon its approval by the shareholders as laid down in the first paragraph of section II of Article L.22-10-34 *(formerly section III of Article L.225-100)* of the French Commercial Code.

For variable compensation, the compensation policy allows neither for any deferral period nor for the option of clawing back variable compensation.

Other compensation:

The compensation policy does not provide for the following compensation mechanisms:

- Multi-year variable compensation
- Exceptional compensation
- Stock options
- Free share awards
- Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments
- Compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or conditional rights granted in respect of pension liabilities and other lifetime benefits
- Benefits in kind

Term of office and removal:

The Board of Directors shall appoint one of its individual members as Chairman and shall determine the Chairman's term of office, which may not exceed his or her term of office as a director or the age limit laid down in the Articles of Incorporation.

The Chairman is eligible for reappointment. He or she may be removed from office by the Board of Directors at any time.

However, the Chief Executive Officer may not be over 70 years of age.

The Chief Executive Officer may be removed from office by the Board of Directors at any time.

- Deputy Chief Executive Officers

The Board of Directors determines compensation payable to each of the Deputy Chief Executive Officers. Where the Deputy Chief Executive Officers are also directors, this compensation is over and above that allotted in respect of their duties as directors.

Should one or more new Deputy Chief Executive Officers be appointed, those components of compensation laid down in the compensation policy applicable to the Deputy Chief Executive Officers would also apply to those new Deputy Chief Executive Officers.

Fixed compensation:

Compensation payable to each of the Deputy Chief Executive Officers includes a component of gross annual fixed compensation.

Should a Deputy Chief Executive Officer step down in the course of a fiscal year, the amount of fixed compensation payable to him or her in respect of that fiscal year shall be determined in proportion to actual hours worked during that year.

Variable compensation:

Compensation payable to each of the Deputy Chief Executive Officers also includes target annual variable compensation representing 20% of his or her fixed compensation, rising to a maximum of 40% of his or her fixed compensation if performance targets are exceeded.

Annual variable compensation payable to each of the Deputy Chief Executive Officers is based on a number of criteria including two financial criteria and one non-financial criterion.

These criteria relate to the Group's consolidated turnover, the ratio of consolidated net income from ordinary activities to consolidated turnover and the total number of hours' training delivered to employees of the Group by accredited training organizations.

Quantitative criteria	% of variable	Target	Maximum
Growth in consolidated turnover	20%	5%	10%
Ratio of consolidated net income from ordinary activities to consolidated turnover	60%	3%	5%
Increase in total number of hours' training delivered to employees of the Group by accredited training organizations	20%	5%	10%

The performance criteria on which Deputy Executive Officers' variable compensation is based are designed to contribute to the Company's long-term viability and business strategy, within the confines of its corporate interests, as follows:

- Growth in consolidated turnover: growing the Company's market share and contributing to continued international expansion
- Growth in profitability: funding investment, including in research and development, thus contributing to the Company's long-term viability
- Increasing the number of hours' training delivered to employees of the Group: ensuring that the Group has a high-performing workforce able to adapt to changes in markets in which the Group operates (such as the digitalization of relationships and new marketing, search engine optimization and sales tracking techniques) and technological advances in product design

Should a Deputy Chief Executive Officer step down in the course of a fiscal year, the amount of variable compensation payable to him or her in respect of that fiscal year shall be determined in proportion to actual hours worked during that year and on the basis of performance achieved against each of the criteria originally established.

Similarly, should one or more new Deputy Chief Executive Officers be appointed in the course of a fiscal year, the amount of variable compensation payable to them in respect of that fiscal year shall be determined in proportion to actual hours worked during that year and on the basis of performance achieved against each of the criteria originally established.

In any event, payment of annual variable compensation is conditional upon its approval by the shareholders as laid down in the first paragraph of section II of Article L.22-10-34 *(formerly section III of Article L.225-100)* of the French Commercial Code.

For variable compensation, the compensation policy allows neither for any deferral period nor for the option of clawing back variable compensation.

Other compensation:

The compensation policy does not provide for the following compensation mechanisms:

- Multi-year variable compensation
- Exceptional compensation
- Stock options
- Free share awards
- Compensation in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments

- Compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, or conditional rights granted in respect of pension liabilities and other lifetime benefits
- Benefits in kind

Term of office and removal:

Where a Deputy Chief Executive Officer is a director, his or her term as Deputy Chief Executive Officer may not exceed his or her term as a director.

Where he or she is not a director, his or her term as a Deputy Chief Executive Officer shall expire at the date on which a new Chief Executive Officer is appointed.

Deputy Chief Executive Officers may not be over 70 years of age.

Deputy Chief Executive Officers may be removed from office by the Board of Directors at any time, at the proposal of the Chief Executive Officer.

21.7 Powers in force in respect of increases in the share capital

The following table summarizes authorities and powers in force in respect of increases in the share capital. These authorities and powers have been granted to the Board of Directors by the shareholders of Guillemot Corporation S.A. pursuant to Articles L.225-129-1 and L.225-129-2 of the French Commercial Code.

Date power granted	Purpose of power	Maximum amount (1)	Duration of power	Use during fiscal year ended Dec 31, 2023
June 1, 2023	1 - Power granted to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or to the allotment of debt instruments, or securities giving access to equity securities yet to be issued, with pre-emptive subscription rights	Maximum nominal amount of increases in the share capital that may be undertaken: €8 million Maximum nominal amount of debt instruments giving access to equity securities that may be issued: €15 million	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	2 - Power granted to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or to the allotment of debt instruments, or securities giving access to equity securities yet to be issued, without pre-emptive subscription rights, through one or more public offerings other than those referred to in the first paragraph of Article L.411-2 of the French Monetary and Financial Code	Maximum nominal amount of increases in the share capital that may be undertaken: €8 million Maximum nominal amount of debt instruments giving access to equity securities that may be issued: €15 million	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	3 - Power granted to the Board of Directors to issue ordinary shares, equity securities giving access to other equity securities or to the allotment of debt instruments, or securities giving access to equity securities yet to be issued, without pre-emptive subscription rights, through one or more offerings referred to in the first paragraph of Article L.411-2 of the French Monetary and Financial Code	Maximum nominal amount of increases in the share capital that may be undertaken: €8 million Maximum nominal amount of debt instruments giving access to equity securities that may be issued: €15 million	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	4 - Authorization granted to the Board of Directors to establish, for up to a maximum of 10% of the share capital each year, the issue price of equity securities to be issued through one or more public offerings other than those referred to in the first paragraph of Article L.411-2 of the French Monetary and Financial Code or through one or more offerings referred to in the first paragraph of Article L.411-2 of the French Monetary and Financial Code	Up to 10% of the share capital each year	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	5 - Authorization granted to the Board of Directors to increase the amount of any issues that might be agreed by the Board of Directors (under powers 1, 2 and 3 above) in the event that they are oversubscribed	In compliance with the provisions of Article R.225-118 of the French Commercial Code (i.e. up to 15% of the initial issue)	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	6 - Power granted to the Board of Directors to increase the share capital as consideration for contributions in kind granted to the Company and consisting of equity securities or securities giving access to equity	Up to 10% of the Company's share capital	26 months, i.e. until Jul 31, 2025	None

Date power granted	Purpose of power	Maximum amount [1]	Duration of power	Use during fiscal year ended Dec 31, 2023
June 1, 2023	7 - Power granted to the Board of Directors to carry out increases in the share capital reserved for the members of a Company or group savings plan	Up to 2% of the Company's share capital	26 months, i.e. until Jul 31, 2025	None
June 1, 2023	8 - Authorization granted to the Board of Directors to issue shares free of charge to employees and/or executive directors of the Company and/or affiliated companies	Maximum percentage of the share capital that may be allotted: 2%	38 months, i.e. until Jul 31, 2026	None
June 1, 2023	9 - Authorization granted to the Board of Directors to award stock options to employees and/or executive directors of the Company and/or affiliated companies	Up to a total nominal amount of €800,000	38 months, i.e. until Jul 31, 2026	None

(1) At the general meeting of June 1, 2023, the shareholders voted to limit any increases in the share capital that might be carried out under the powers and authorities set out in the above table to a maximum total nominal amount of €8 million.

21.8 Shareholder relations

To date, no major shareholder in the Company has expressed a desire to meet with the Chairman and Chief Executive Officer outside of a shareholders' general meeting; that being the case, the Chairman and Chief Executive Officer held no discussions with major shareholders in 2023.

To the Company's knowledge, with the exception of members of the Guillemot family group, there are no other shareholders who directly or indirectly hold more than 5% of the Company's share capital or voting rights.

At its meeting of September 26, 2023, the Board of Directors reviewed votes cast by minority shareholders at the annual shareholders' general meeting of June 1, 2023. It emerged from this review that most minority shareholders had voted against some of the draft resolutions (reappointment of Corinne Le Roy as a director; granting of an overall power to the Board of Directors to increase the Company's share capital).

21.9 Shareholder participation in shareholders' general meetings

The terms under which shareholders may participate in shareholders' general meetings are set out in Article 14 of the Articles of Incorporation, excerpts from which are set out below:

"Shareholders' general meetings shall include all shareholders of Guillemot Corporation other than the Company itself. They shall be convened and held under the conditions laid down in applicable legislation and regulations."

"All shareholders shall have the right, upon proof of identity, to participate in shareholders' general meetings by attending them in person. Shareholders may also submit postal ballots or appoint proxies in accordance with arrangements laid down in applicable legislation and regulations.

The right to participate in shareholders' general meetings is subject to completion of the formalities laid down in applicable legislation and regulations.

The right to participate in shareholders' general meetings shall be evidenced by registering securities in the name of the shareholder or the intermediary registered on the shareholder's behalf pursuant to Article L.228-1 of the French Commercial Code, at midnight Paris time two business days prior to the meeting, either in registered securities accounts maintained by the Company or in the register of bearer securities maintained by an authorized intermediary. For bearer securities, registration of securities in the register of bearer securities maintained by the authorized intermediary shall be evidenced by a shareholding certificate issued by the latter. Any shareholder may vote remotely using a form that complies with the relevant legal requirements; such remote votes shall only be taken into account if they are received by the Company before the shareholders' general meeting within the deadline laid down in applicable legislation and regulations.

Remote votes using an electronic voting form and proxy votes using an electronic signature shall be cast in accordance with the conditions laid down in applicable legislation and regulations.

By decision of the Board of Directors, as published in the notice of meeting and/or the convening notice, shareholders may participate in shareholders' general meetings by means of videoconferencing and may vote using electronic means of telecommunication and/or remote transmission, including the internet, under the conditions laid down in applicable legislation and regulations."

A shareholder may be represented at a shareholders' general meeting by another shareholder, his/her spouse, his/her civil partner or any other natural or legal person of his/her choosing (Articles L.225-106 and L.22-10-39 of the French Commercial Code).

21.10 Factors liable to have an impact on any public tender offer price (Article L.22-10-11 of the French Commercial Code)

21.10.1 Capital structure and direct and indirect holdings of the Company's capital

This information is set out in section 12.1 of the Management Report.

21.10.2 Voting rights exercised and transfers of shares

The Company's Articles of Incorporation place no restrictions on the exercise of voting rights attached to the Company's shares and the Company is not aware of any agreement entered into between shareholders placing restrictions on the exercise of voting rights attached to such shares.

The Company's Articles of Incorporation place no restrictions on transfers of the Company's shares and the Company is not aware of any agreement entered into between shareholders placing restrictions on transfers of its shares (other than the collective undertakings to hold shares referred to in section 12.1.6 of the Management Report).

Furthermore, the Company is not aware of any agreements providing for the disposal or acquisition of shares at preferential terms.

21.10.3 Holders of shares with special control rights

There are no shares with special control rights.

21.10.4 Control mechanisms forming part of any employee share ownership scheme

Since the Company has no employee share ownership scheme, no such control mechanisms are currently in place.

21.10.5 Rules on appointing and replacing members of the Board of Directors

The Company's Articles of Incorporation include no specific rules on the appointment or replacement of members of the Board of Directors. Consequently, the rules that apply in this area are those laid down in legislation.

21.10.6 Rules on amending the Articles of Incorporation

The Company's Articles of Incorporation may only be amended by vote at an extraordinary general meeting. However, the shareholders may, in certain cases, delegate authority or powers to the Board of Directors in accordance with legislation and regulations.

21.10.7 Powers of the Board of Directors, particularly as regards issuing and buying back shares

Powers and authorities delegated to the Board of Directors in respect of increases in the share capital are set out in section 21.7 of the Management Report.

The Board of Directors was also authorized at the shareholders' general meeting of June 1, 2023 to buy back shares. The characteristics of the share buyback program, together with information on share buybacks undertaken during the fiscal year ended December 31, 2023, are set out in section 12.1.5.1 of the Management Report.

A new share buyback program will be proposed at the next shareholders' general meeting:

21.10.8 Agreements providing for compensation for members of the Board of Directors or employees

There are no agreements in place under which compensation might be payable to members of the Board of Directors or employees if they resign or are dismissed without just cause or if their employment is terminated as a result of a public offer for the Company's shares.

Rennes, March 26, 2024

The Board of Directors

➢ CONSOLIDATED FINANCIAL STATEMENTS TO DECEMBER 31, 2023

All amounts are in thousands of euros (€k).

1. CONSOLIDATED BALANCE SHEET

ASSETS

(€k)	Notes	Dec 31, 2023	Dec 31, 2022
Goodwill on acquisitions	5.7.1	0	0
Intangible assets	5.7.2	23,739	23,276
Property, plant and equipment	5.7.3	8,592	8,184
Financial assets	5.7.4	593	668
Tax assets	5.7.9	543	495
Deferred tax assets	5.7.15	4,634	4,267
Non-current assets		**38,101**	**36,890**
Inventories	5.7.5	45,725	57,203
Trade receivables	5.7.6	36,057	34,743
Other receivables	5.7.7	3,620	4,079
Financial assets	5.7.4	10,258	11,723
Current tax assets	5.7.9	4,215	318
Cash and cash equivalents	5.7.8	25,728	35,245
Current assets		**125,603**	**143,311**
Total assets		**163,704**	**180,201**

LIABILITIES AND EQUITY

(€k)	Notes	Dec 31, 2023	Dec 31, 2022
Capital (1)		11,617	11,771
Premiums (1)		8,076	10,551
Reserves and consolidated income (2)		81,881	81,645
Currency translation adjustments		210	438
Group shareholders' equity	5.7.10	**101,784**	**104,405**
Minority interests		0	0
Consolidated shareholders' equity		**101,784**	**104,405**
Employee benefit liabilities	5.7.12	1,709	1,586
Borrowings	5.7.13	4,821	8,345
Other liabilities	5.7.14	0	0
Deferred tax liabilities	5.7.15	15	14
Non-current liabilities		**6,545**	**9,945**
Trade payables		25,442	38,887
Short-term borrowings	5.7.13	4,251	5,636
Taxes payable		815	2,437
Other liabilities	5.7.14	24,832	18,734
Provisions	5.7.11	35	157
Current liabilities		**55,375**	**65,851**
Total liabilities and equity		**163,704**	**180,201**

(1) Of the consolidating parent company.
(2) Of which net income for the period: €964k.

The notes to the financial statements set out in section 5 form an integral part of the consolidated financial statements.

2. Statement of net income and gains and losses recognized directly in equity

- Consolidated statement of net income

(€k)	Notes	Dec 31, 2023	Dec 31, 2022
Net turnover	5.6	**119,132**	**188,047**
Purchases	5.8.1	-51,534	-105,064
Change in inventories	5.8.1	-9,581	18,553
External expenses	5.8.2	-24,263	-31,931
Employee expenses	5.8.2	-16,269	-14,421
Taxes and duties		-542	-806
Additions to amortization and depreciation	5.8.3	-6,493	-5,444
Additions to provisions	5.8.3	-1,865	-2,206
Other income from ordinary activities	5.8.4	246	289
Other expenses from ordinary activities	5.8.4	-6,310	-12,774
Net income from ordinary activities		**2,521**	**34,243**
Other operating income	5.8.5	0	0
Other operating expenses	5.8.5	0	0
Net operating income		**2,521**	**34,243**
Income from cash and cash equivalents		629	135
Cost of gross financial debt		-94	100
Cost of net financial debt	5.8.6	**535**	**35**
Other financial income	5.8.6	0	706
Other financial expenses	5.8.6	-1,979	-7,397
Corporate income tax	5.8.7	-113	-7,235
Net income before minority interests		**964**	**20,352**
O/w net income from discontinued operations	5.8.8	0	0
Attributable to minority interests		0	0
Net income attributable to equity holders of the parent		**964**	**20,352**
Basic earnings per share	5.8.9	0.06	1.35
Diluted earnings per share	5.8.9	0.06	1.34

- Statement of comprehensive income

(€k)	Dec 31, 2023	Dec 31, 2022
Net income attributable to equity holders of the parent	**964**	**20,352**
Recyclable items of other comprehensive income		
Currency translation adjustments	-228	-255
Revaluation of hedging derivatives	0	0
Revaluation of available-for-sale financial assets	0	0
Non-recyclable items of other comprehensive income		
Revaluation of fixed assets	0	0
Actuarial gains and losses on defined benefit plans	30	-282
Share of other comprehensive income for equity-accounted companies	0	0
Total comprehensive income attributable to equity holders of the parent	**-198**	**-537**
Net income and comprehensive income attributable to equity holders of the parent	**766**	**19,815**
Net income and comprehensive income attributable to non-controlling interests	0	0

The notes to the financial statements set out in section 5 form an integral part of the consolidated financial statements.

3. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(€k)	Notes	Capital	Premiums	Consolidated reserves	Net income for the period	Currency translation adjustments	Total shareholders' equity
Position at Jan 1, 2022		**11,771**	**10,551**	**53,704**	**13,707**	**693**	**90,426**
Comprehensive income to Dec 31, 2022	5.8				20,352	-255	20,097
Appropriated income at Dec 31, 2021				13,707	-13,707		0
Stock options	5.7.10			550			550
Buybacks of treasury shares	5.7.10			-2,629			-2,629
Shares of the consolidating company	5.7.10			146			146
Gains and losses on treasury shares	5.7.10			-90			-90
Dividends				-3,813			-3,813
Other	5.7.12			-282			-282
Position at Dec 31, 2022		**11,771**	**10,551**	**61,293**	**20,352**	**438**	**104,405**
Position at Jan 1, 2023		**11,771**	**10,551**	**61,293**	**20,352**	**438**	**104,405**
Comprehensive income to Dec 31, 2023	5.8				964	-228	736
Appropriated income at Dec 31, 2022				20,352	-20,352		0
Stock options	5.7.10			511			511
Buybacks of treasury shares	5.7.10	-154	-2,475	2,629			0
Shares of the consolidating company	5.7.10			51			51
Gains and losses on treasury shares	5.7.10			-189			-189
Dividends				-3,761			-3,761
Other	5.7.12			31			31
Position at Dec 31, 2023		**11,617**	**8,076**	**80,917**	**964**	**210**	**101,784**

The notes to the financial statements set out in section 5 form an integral part of the consolidated financial statements.

4. CONSOLIDATED STATEMENT OF CASH FLOWS

(€k)	Notes	Dec 31, 2023	Dec 31, 2022
Cash flows from operating activities			
Net income from consolidated companies		964	20,352
+ Additions to amortization, depreciation and provisions (except on current assets)	5.8.3	6,788	5,803
- Reversals of amortization, depreciation and provisions		-1,947	-117
-/+ Unrealized gains and losses arising from changes in fair value	5.8.6	1,465	7,395
+/- Expenses and income arising from stock options	5.7.10	511	550
-/+ Capital gains and losses on disposals	5.7.4	73	1
Change in deferred taxes	5.8.7	-366	1,057
Operating cash flow after cost of net financial debt		**7,488**	**35,041**
Cost of net financial debt	5.8.6	-535	-35
Operating cash flow before cost of net financial debt		**6,953**	**35,006**
Currency translation adjustment on gross cash flow from operations		0	-295
Inventories	5.7.5	11,478	-16,278
Trade receivables	5.7.6	-1,314	25,129
Trade payables		-13,444	818
Other		1,338	-11,612
Change in working capital		**-1,942**	**-1,943**
Net cash flows from operating activities		**5,546**	**32,803**
Cash flows from investing activities			
Acquisitions of intangible assets	5.7.2	-4,690	-4,974
Acquisitions of property, plant and equipment	5.7.3	-1,905	-2,961
Disposals of property, plant and equipment and intangible assets	5.7.3	7	19
Acquisitions of non-current financial assets	5.7.4	-128	-205
Disposals of non-current financial assets	5.7.4	202	13
Net cash from acquisitions and disposals of subsidiaries		0	0
Net cash flows from investing activities		**-6,514**	**-8,108**
Cash flows from financing activities			
Increases in capital and cash injections	5.7.10	0	0
Buybacks of treasury shares	5.7.10	0	-2,629
Dividends paid		-3,761	-3,813
Borrowings	5.7.13	0	10,098
Repayment of shareholders' current accounts	5.7.14	0	0
Repayment of borrowings	5.7.13	-4,795	-4,578
Impact of IFRS 16 adoption		431	-631
Other cash flows from financing activities		-138	57
Total cash flows from financing activities		**-8,263**	**-1,496**
Impact of foreign currency translation adjustments		**-266**	**20**
Change in cash		**-9,497**	**23,219**
Net cash at the beginning of the period	5.7.8 & 5.7.13	35,225	12,006
Net cash at the end of the period	5.7.8 & 5.7.13	25,728	35,225

The notes to the financial statements set out in section 5 form an integral part of the consolidated financial statements.

5. Notes to the consolidated financial statements

5.1 General information

The financial statements were signed off by the Board of Directors at its meeting of March 26, 2024.

Guillemot Corporation designs and manufactures interactive entertainment hardware and accessories. The Group offers a diversified range of products under the Hercules and Thrustmaster brands. Active in this market since 1984, the Guillemot Corporation Group currently operates in 11 countries – France, Germany, Spain, the United Kingdom, the United States, Canada, Italy, Belgium, the Netherlands, Romania and China (Shanghai, Shenzhen and Hong Kong) – and distributes its products in more than 150 countries. The Group's mission is to offer high-performance, user-friendly products that maximize enjoyment for end users of digital interactive entertainment solutions.

Guillemot Corporation is a publicly traded company (*société anonyme*) headquartered at 2 Rue du Chêne Héleuc, 56910 Carentoir, France following a change of registered address on February 1, 2023.

5.2 Significant events in fiscal year 2023

The Group generated full-year 2023 turnover of €119.1 million, down 37% year on year, with sales down 40% at Thrustmaster but up 14% at Hercules.

The Group's customers held high levels of inventory at the beginning of 2023 due to a mismatch between expected strong sales and a market downturn. The Group stepped up its promotional activities over the course of the year to reduce its customers' inventories, which are now well balanced.

The Group generated net income from ordinary activities of €2.5 million and consolidated net income of €1 million after taking into account an unrealized financial loss of €1.5 million on the Group's portfolio of Ubisoft Entertainment shares.

The accounting gross profit margin for 2023 came out at 49%, down 5 percentage points year on year in an inflationary and highly competitive environment. Over the fourth quarter of 2023, the Group's accounting gross profit margin was higher than in the previous year.

At the same time, total expenses excluding purchases and changes in inventories fell 18%. The Group increased its investment in research and development to €9.0 million in 2023, equating to 7.5% of consolidated turnover.

The net financial expense of €1.4 million included a €1.5 million revaluation loss on current financial assets (investment securities) consisting of 443,874 Ubisoft Entertainment shares. Consolidated net income for the year totaled €1 million. At its meeting of March 26, 2024, the Board of Directors of Guillemot Corporation S.A. did not propose the payment of any dividend.

Group shareholders' equity stood at €101.8 million at December 31, 2023. Net debt at December 31, 2023 was negative at -€16.7 million (with the Group having positive net cash of €25.7 million and debt of €9.1 million). Net cash flows from operating activities were positive at €5.5 million, with working capital up €1.9 million in the year.

5.3 Accounting standards

In accordance with Regulation (EC) 1606/2002 of July 19, 2002, the Guillemot Corporation Group hereby presents its consolidated financial statements for fiscal year 2023 in compliance with IFRS as adopted in the European Union.

The financial statements have been prepared using the historical cost valuation model, with the exception of items measured at fair value (mainly financial assets at fair value through profit or loss).

These international accounting standards include IFRS (International Financial Reporting Standards), IAS (International Accounting Standards) and their interpretations (IFRIC).

5.4 Key accounting policies

5.4.1 *New IFRS and interpretations*

Application of the following IFRS texts is mandatory for fiscal years beginning on or after January 1, 2023:

Standard, interpretation or amendment		Date of entry into force	Impact on the Group
Amendments to IFRS 17	Insurance Contracts	January 1, 2023	None
Amendments to IAS 1	Presentation of Financial Statements – Disclosure of Accounting Policies	January 1, 2023	None
Amendments to IAS 8	Definition of Accounting Estimates	January 1, 2023	None
Amendments to IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	January 1, 2023	None
Amendments to IAS 12	international Tax Reform – Pillar Two Model Rules	January 1, 2023	None

For fiscal year 2023, the Group did not opt to adopt any standard, interpretation or amendment early.

5.4.2 *Consolidation principles*

Companies directly or indirectly controlled by the Guillemot Corporation Group within the meaning of IFRS 10 are fully consolidated. IFRS 10 states that an investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

All consolidated companies prepare their individual financial statements as at December 31.

Subsidiaries' accounting policies are aligned with those used by the Group. The Guillemot Corporation Group exercises neither joint control nor significant influence over its other investees. The results of consolidated companies are consolidated with effect from the date on which a controlling interest was acquired or the date on which the company in question was formed. Intragroup transactions are eliminated for all Group companies in accordance with the applicable consolidation rules. All significant transactions between consolidated companies, as well as unrealized internal gains and losses included in the non-current assets and inventories of non-consolidated companies, are eliminated.

5.4.3 *Intangible assets*

Brands

Brands acquired by the Group are considered as having an indefinite life and are therefore not amortized. Their useful life is reassessed annually and they are tested for impairment at the level of the cash-generating unit to which they belong. Brands are also tested for impairment whenever there is an indicator of impairment. In the absence of a deep market for brands in the Group's industry sector, the fair value method is not used when measuring brands owned by the Group. Value in use is the present value of future cash flows expected from an asset. This is the method used to measure the Group's brands.

Goodwill

Whenever the Group acquires a controlling interest in a new company, the assets, liabilities and contingent liabilities of the acquired subsidiary are recognized in the consolidated balance sheet at their fair value at the date of acquisition. The positive difference between the cost of acquiring the interest and the Group's acquired share of the net fair value of identifiable net assets is recognized under "Goodwill on acquisitions". Subsequent to initial recognition, goodwill on acquisitions is measured at cost less accumulated impairment. Goodwill on acquisitions is tested for impairment annually. Impairment losses cannot be reversed. For the purposes of impairment testing, goodwill on acquisitions is allocated to each of the Group's cash-generating units that is likely to benefit from the associated synergies.

Assets acquired by the Group recognized as goodwill, and in particular intangibles (customers, market share, expertise, etc.) that enable the Company to conduct its business and pursue its development, but which do not meet the required identification criteria to be able to stated separately in the balance sheet, are also treated as goodwill on acquisitions.

Research and development costs

Research costs are expensed as incurred.

Development costs are capitalized whenever the relevant conditions are met:

- The technical feasibility of completing the intangible asset before it can be used or sold is established.
- The Company intends to complete the intangible asset and use or sell it.
- The Company is able to use or sell the intangible asset.
- The asset is likely to generate future economic benefits.
- Technical, financial and other resources required to complete the project are or will be available.
- Expenses related to the asset can be reliably measured during the development phase.

Development costs are amortized over the useful life of the asset in question, with the proviso that the amortization period may not in any event exceed ten years.

Office software applications

Office software applications are amortized over their real useful life, which is generally between three and five years.

Licenses

Licenses relate to distribution and reproduction rights acquired from third parties. License agreements may give rise to the payment of guaranteed amounts. Such amounts are recognized in the "Licenses" item under intangible assets provided they fall within the definition of an asset (identifiable, controlled and promising future economic benefits) and are amortized on a straight-line basis in line with the duration of the corresponding agreement.

5.4.4 Property, plant and equipment

Property, plant and equipment is shown in the balance sheet at its purchase cost or transfer value.

Depreciation is calculated by applying uniform rates across the Group determined on the basis of each asset's expected useful life with reference to the following methods and utilization periods:

Buildings:	20 years (straight line)
Fixtures and fittings:	10 years (straight line)
Plant:	Between 1 and 10 years (straight line)
Transportation equipment:	4 or 5 years (straight line)
Office and IT equipment:	Between 3 and 5 years (straight line)
Furniture:	5 to 10 years (straight line)

Residual values and useful lives are reviewed at each balance sheet date and adjusted where applicable. Subsequent costs are included in an asset's carrying amount or, where applicable, recognized as a separate asset if it is probable that future economic benefits associated with the asset will flow to the Group and the cost of the asset can be reliably measured.

5.4.5 Impairment of non-financial assets

Assets with an indefinite useful life are not amortized or depreciated and are tested for impairment annually. Amortized or depreciated assets are tested for impairment when, as a result of specific events or circumstances that constitute an indicator of impairment, the recoverability of their carrying amount is called into question. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. An asset's recoverable amount is the higher of its fair value less disposal costs and its value in use.

Fair value is the value that could be obtained by selling an asset in an arm's length transaction between informed and consenting parties, less costs to sell. Value in use is the present value of future cash flows expected from an asset – i.e. from its continuing use and removal at the end of its useful life.

For the purposes of assessing impairment, assets are combined into cash-generating units, which represent the smallest identifiable group of assets whose continuing use generates cash inflows largely independent of those generated by other assets or groups of assets. Non-financial assets (other than goodwill) that have been impaired are reviewed at each annual or interim balance sheet date to determine whether the impairment may be reversed.

Brands held in France are allocated to the Hercules and Thrustmaster cash-generating units, which constitute the segments used to report segment information by business area.

5.4.6 Leases

For lessees, IFRS 16 does away with the traditional distinction between operating leases and finance leases. Under IFRS 16, (almost) all leases are recognized in the lessee's balance sheet, including both an asset (representing the right to use the leased asset throughout the lease term) and a liability (in respect of the lease payment obligation).

5.4.7 Financial assets

Classification of financial instruments

For financial assets other than derivatives, the Group has adopted the classification set out below. This classification depends on the characteristics of contractual cash flows (i.e. whether those cash flows represent interest or repayment of capital) and the accounting treatment selected on initial recognition:

- Financial assets at fair value through other comprehensive income (OCI).
- Financial assets at fair value through profit or loss: these mainly consist of listed and unlisted investments in equity instruments not held for trading, where management has not opted to class them as financial assets at fair value through other comprehensive income on initial recognition, as well as instruments not meeting the definition of equity instruments. Gains and losses resulting from changes in fair value are recognized directly in income under financial income or expenses. The fair book value of financial assets is the last daily price in the closing month for listed securities, and the probable trading value for unlisted securities. Where an asset's book value is lower than its purchase cost and there is an objective indicator of impairment, an impairment loss is recognized.
- Financial assets at amortized cost Financial assets at amortized cost consist of instruments whose contractual cash flows represent interest and capital repayments for the purposes of collecting cash flows. These mainly consist of loans and receivables.

Impairment of financial assets at amortized cost

Trade receivables are initially recognized for the amount billed to customers. Impairment losses on trade receivables are estimated using the expected loss method to take into account any payment defaults throughout the period over which the receivables are held. The expected total amount of impairment on all receivables is estimated at each reporting date based on the average expected loss ratio, which is calculated on the basis, *inter alia*, of historical loan loss ratios. This average expected loss ratio may, however, be adjusted if there are indicators of a probable significant deterioration in credit risk. Individual receivables are impaired as soon as there is a known credit risk. The amount of the expected loss is recognized in the balance sheet as a deduction against the total amount of trade receivables. Although some trade receivables are past due, a breakdown of historical data at December 31, 2023 and December 31, 2022 shows that losses incurred are negligible.

To limit the Group's foreign exchange risk, Guillemot Corporation may hedge currency fluctuations by buying currency futures and options. Since such transactions do not meet the criteria for hedge accounting, they are recognized as trading instruments. These derivatives are recognized in the balance sheet under current financial assets or liabilities at their fair value at the transaction date. Any gain or loss resulting from remeasurement at fair value is recognized immediately in net financial income.

IFRS 13, "Fair value measurement", applies to IFRS that require or allow measurement at fair value or disclosures about fair value measurements. As well as providing a framework for fair value measurement, it sets out the information that should be disclosed concerning fair value measurements. The standard defines fair value based on the exit price and uses a fair value hierarchy, giving rise to market-based measurements rather than entity-specific measurements.

The hierarchy categorizes inputs used to measure fair value into three levels. At the highest level are unadjusted quoted prices in active markets for identical assets or liabilities; at the lowest level are unobservable inputs.

If the inputs used to determine fair value fall into different levels of the fair value hierarchy, the overall fair value is categorized at the same level as the lowest-level input that is significant to the fair value measurement in its entirety (using judgment).

5.4.8 Current tax assets

Current and non-current income tax assets are shown separately in the balance sheet.

5.4.9 Inventories and work in progress

Inventories and work in progress for all Group companies are measured on the basis of cost to supply, after eliminating internal margins. They are measured using the first in, first out (FIFO) method.

The initial cost includes the price of components, assembly costs, transportation costs, depreciation of equipment and capitalized R&D costs.

Borrowing costs are always excluded from inventory valuations. An impairment loss is recognized whenever the value of inventory is greater than its probable realizable value less costs to sell. Impairment tests are carried out annually and probable realizable value is calculated on the basis of observed and expected sales performance and market prices. The Group uses a number of indicators to analyze products that might potentially be at risk; these include rotation rates, sales, inventory levels, gross profit margin, open orders, the business outlook, return requests, market share and competitor products. Products are mainly analyzed individually so as to identify the risk of impairment as accurately as possible.

5.4.10 Advances and progress payments

This item, recognized in other receivables, consists of progress payments paid to suppliers.

5.4.11 Trade receivables

Trade receivables are initially measured at their transaction price, in accordance with IFRS 15. Impairment losses are recognized where applicable based on the expected recoverability of receivables at the balance sheet date. An impairment loss is recognized whenever there is an objective indicator that the Group will be unable to recover the full amount due under the terms initially foreseen at the time of the transaction. Indicators of impairment include significant financial difficulties experienced by the debtor, the likelihood of the debtor's collapse or financial restructuring, and payment default. Furthermore, implementation of IFRS 9 may result in expected credit losses being recognized against receivables from the point at which those receivables are recognized.

Given its small number of customers and near-systematic use of credit insurance, the Group does not use a provisions matrix but rather considers the need for impairment on a case-by-case basis.

5.4.12 Other receivables

Other receivables mainly consist of VAT receivables.

5.4.13 Deferred taxes

Deferred taxes, which reflect timing differences between the carrying amounts of assets and liabilities after consolidation adjustments and their tax bases, are recognized using the liability method. Deferred taxes are recognized in the income statement and the balance sheet to reflect current deficits as soon as it becomes likely that they will be applied to future taxable profits within reasonable recovery timescales. Under the liability method, the effect of any changes in the taxation rate on previously recognized deferred taxes is recognized in the year in which those changes become apparent, either in the income statement or in other comprehensive income, using the same method initially used to recognize the corresponding deferred taxes. Deferred tax assets are recognized up to the amount of deferred tax liabilities, taking into account tax rules in force relating, in particular, to limits on the use of tax loss carryforwards. They are offset if the taxable entity has a legally enforceable right to offset current tax assets and liabilities and those deferred tax assets and liabilities relate to income taxes levied by the same tax authority.

Deferred taxes are measured using the taxation rate expected to apply over the period during which the asset is realized or the liability is settled, based on taxation rates and tax laws enacted or substantively enacted at the balance sheet date.

5.4.14 Cash and cash equivalents

Cash and cash equivalents consist of cash at bank and in hand and term deposits (highly liquid investments with maturities of less than three months, which carry no material risk of impairment).

5.4.15 Foreign currency transactions and translation adjustments

The reporting currency is the euro. Transactions in foreign currency are translated into euros using the exchange rate prevailing at the transaction date or, where applicable, the relevant hedging rate. Unhedged

foreign currency assets and liabilities are translated into euros at the closing exchange rate. Translation gains and losses are incorporated into consolidated net income in the period to which they relate.
All Group subsidiaries conduct business in their local currency. Foreign currency financial statements of foreign subsidiaries not located in high-inflation regions are translated into euros using the closing rate method, with translation adjustments matched to other items of comprehensive income.

5.4.16 Other liabilities

Other liabilities consist of social security payables, shareholders' current accounts, prepaid income and sundry payables, including customer-related payables (liabilities relating to returned goods and rebates and discounts).

5.4.17 Provisions for liabilities and charges

A provision is recognized whenever the Company has a present obligation (whether legal or implied) resulting from a past event, it is probable that an outflow of resources will be necessary to settle the obligation, and the amount of the obligation can be reliably estimated.

This item includes, in particular, provisions for liabilities related to commercial disputes.

5.4.18 Employee benefits

Upon retirement, employees of the Group must receive an allowance calculated in accordance with the provisions of the applicable collective bargaining agreement. The Group operates a defined benefit post-employment benefits scheme.

The Group has no post-employment benefit schemes other than the statutory scheme laid down in collective bargaining agreements covering its employees.

A provision corresponding to the present value of the obligation is recognized in the balance sheet under provisions for retirement benefits.

Pension liabilities and provisions for retirement benefits are measured annually by estimating the future benefit payable to employees upon retirement.

This measurement depends on employees' length of service, compensation on retirement and likelihood of still being with the Company at that date. The benefit is then spread across fiscal years in proportion to the employee's length of service.

If an employee leaves the Company earlier, the amount of the provision is reduced accordingly.

In accordance with IAS 19 (revised), actuarial gains and losses are recognized in other comprehensive income rather than in profit and loss.

In France, provisions for paid leave correspond to one-tenth of salary payments received by the employee and may not be less than the salary the employee would have received had he or she been working.

5.4.19 Share-based payments

The Group has put in place compensation plans that pay out in the form of equity instruments (stock options). The fair value of services rendered by employees in return for the granting of options is recognized in expenses. The total amount expensed over the vesting period is determined by reference to the fair value of the options granted, without taking into account the vesting conditions, which are not market conditions. The vesting conditions, which are not market conditions, are factored into assumptions relating to the number of options that may become available for exercise. At each balance sheet date, the Company reassesses the number of options that may become available for exercise. If necessary, the impact of any revision of such estimates is recognized in income, with a corresponding adjustment to shareholders' equity.

5.4.20 Segment information

The operating segments presented are the same as those used in internal reports presented to management. Segment information by business area covers the Hercules and Thrustmaster business segments. Segment information by geographical region is based on the following geographical segments: European Union and United Kingdom, North America, and Other.

5.4.21 Recognition of income

In accordance with IFRS 15, the Group follows a five-step approach to revenue recognition:

Step 1: Identify the contract.
Step 2: Identify the performance obligations in the contract. Performance obligations serve as a unit of account for recognizing revenue.
Step 3: Determine the transaction price and, in particular, any variable consideration and rights of return.
Step 4: Allocate the contract price to each performance obligation.
Step 5: Recognize revenue when a performance obligation is satisfied. In the case of the Guillemot Corporation Group, customers gain control of assets on delivery of products, in accordance with the incoterms agreed between the parties.

All products sold by the Group are covered by a statutory two-year warranty against defects. In some cases, the warranty obligation is transferred to the customer in exchange for a discounted purchase price. In other cases, the warranty obligation is recognized taking into account a best estimate of costs arising from probable returns (with revenue capped at the highly probable value of products not returned, and a liability recognized in respect of the obligation to issue a credit note and an asset corresponding to an adjustment to the cost of sales representing the right to recover goods – cancelling out either just the profit margin or, if a returned product is unsaleable, the full amount of revenue). The estimated amounts are shown in the income statement as deductions against turnover and in the balance sheet under "Other liabilities". This estimate is based on analysis undertaken by the Group taking into account, in particular, the level of sales, the average time taken to return defective products and management judgment.

Furthermore, under its terms and conditions of sale, the Group does not agree to take back unsold goods. In practice, where such agreement is given, the associated cost is deducted from turnover based on actual product returns agreed. In cases where management expects additional product returns arising from past sales, the obligation to take back returned products is also recognized against revenue.

The Group has put in place sales out allowance (SOA) programs for its end customers. These programs offer resellers rebates on sales as part of very short-term promotional campaigns, the aim being to help resellers sell off their inventories.

Guillemot Corporation's sales department works with each reseller to plan the details of each campaign (products, volumes and percentage rebates). Once the campaign is over, the reseller sends Guillemot Corporation (via the distributor) a breakdown of sales during the promotion for verification and payment of the rebate.

These SOAs constitute variable consideration and are taken into account when determining the transaction price for sales of products to distributors.

5.4.22 Government grants

Grants in the fiscal year are shown in the income statement as deductions against the expenses to which they relate. Any receivables against the government agency that issued the grant are shown in other receivables.

5.4.23 Borrowings

Borrowings are initially recognized in the balance sheet at fair value. They are subsequently measured at amortized cost using the effective interest method. Borrowing costs are expensed as incurred.

5.4.24 Earnings per share

The Group calculates basic earnings per share and diluted earnings per share based on consolidated net income.

Basic earnings per share is calculated by dividing net income by the weighted average number of shares outstanding in the period, after deducting shares held by the Group.

Diluted earnings per share is calculated by taking into account the conversion of all existing dilutive instruments when calculating the weighted average number of shares outstanding.

5.4.25 Uncertainty over valuations

In preparing the financial statements in accordance with IFRS, the Group must make certain critical accounting estimates. Management is also required to exercise judgment when applying the Group's accounting policies. Those areas involving the greatest degree of judgment or complexity, and those relying on assumptions and estimates that are material in relation to the consolidated financial statements, are described in the notes to the financial statements and primarily relate to the recoverable amount of intangible assets and inventories, and variable consideration for various goods and services laid down in sale agreements with customers.

5.5 Scope of consolidation

5.5.1 Companies included in the Guillemot Corporation Group's consolidated financial statements

COMPANY	SIREN number	Country	% control/interest	Method
Guillemot Corporation S.A.	414,196,758	France	Parent company	Fully consolidated
Guillemot Administration et Logistique SARL	414,215,780	France	99.96%	Fully consolidated
Hercules Thrustmaster SAS	399,595,644	France	99.42%	Fully consolidated
Guillemot Innovation Labs SAS	752,485,334	France	100.00%	Fully consolidated
Guillemot Ltd.		United Kingdom	99.99%	Fully consolidated
Guillemot Inc.		Canada	74.89% (a)	Fully consolidated
Guillemot GmbH		Germany	99.75%	Fully consolidated
Guillemot Corporation (HK) Ltd.		Hong Kong	99.50%	Fully consolidated
Guillemot Recherche et Développement Inc.		Canada	99.99%	Fully consolidated
Guillemot Romania Srl		Romania	100.00%	Fully consolidated
Guillemot Inc.		United States	99.99%	Fully consolidated
Guillemot S.A.		Belgium	99.93%	Fully consolidated
Guillemot Srl		Italy	100.00%	Fully consolidated
Guillemot Electronic Technology (Shanghai) Co. Ltd.		China	100.00%	Fully consolidated
Guillemot Spain SL		Spain	100.00%	Fully consolidated
Guillemot Netherlands B.V.		Netherlands	100.00%	Fully consolidated

(a) Guillemot Inc. (United States) also owns 25.11%.

In view of their non-material nature, minority interests are not calculated.

5.5.2 Changes in scope

None.

5.6 Segment information

In accordance with IFRS 8 on operating segments, the Group sets out segment information based on the same segments as those used in internal reports presented to management.

Segment information by business area covers the Hercules and Thrustmaster business segments. Segment information by geographical region is based on the following geographical segments: European Union and United Kingdom, North America, and Other.

5.6.1 Segment information by business area

The Hercules business segment includes the following product ranges: DJ controllers, DJ speakers, DJ headphones, DJ software and Stream audio controllers.

The Thrustmaster business segment includes the following gaming accessories for PCs and consoles: racing wheels, gamepads, joysticks and gaming headsets.

- Turnover by business segment (€m)

Year	Dec 31, 2023	Dec 31, 2022
Hercules	**14.2**	**12.5**
Digital devices	14.2	12.2
OEM*	0.0	0.3
Thrustmaster	**104.9**	**175.5**
Gaming accessories	104.9	175.5
OEM*	0.0	0.0
TOTAL	**119.1**	**188.0**

* Accessories developed for third party companies (Original Equipment Manufacturers).

- Income statement by business segment (€k)

(€k)	Dec 31, 2023 Total	Hercules	Thrustmaster	Dec 31, 2022 Total	Hercules	Thrustmaster
Turnover	119,132	14,239	104,893	188,047	12,548	175,499
Additions to amortization and depreciation	6,493	1,261	5,232	5,444	849	4,595
Additions to provisions	1,865	230	1,635	2,206	190	2,016
Net income from ordinary activities	2,521	-690	3,211	34,243	240	34,003
Net operating income	2,521	-690	3,211	34,243	240	34,003

- Balance sheet by business segment (€k)

(€k)	Dec 31, 2023 Total	Hercules	Thrustmaster	Dec 31, 2022 Total	Hercules	Thrustmaster
Goodwill on acquisitions	0	-	-	0	-	-
Intangible assets	23,739	3,119	20,620	23,276	2,603	20,673
Property, plant and equipment	8,592	3,134	5,458	8,184	2,632	5,552
Inventories	45,725	5,906	39,819	57,203	4,068	53,135
Trade receivables	36,057	3,600	32,457	34,743	3,700	31,043
Unallocated assets	49,591	-	-	56,795	-	-
TOTAL ASSETS	**163,704**	**15,759**	**98,354**	**180,201**	**13,003**	**110,403**
Shareholders' equity	101,784	-	-	104,405	-	-
Provisions	1,709	854	855	1,586	793	793
Trade payables	25,442	2,874	22,568	38,887	2,419	36,468
Other liabilities	24,832	5,749	19,083	0	-	-
Unallocated liabilities	9,937	-	-	35,323	-	-
TOTAL LIABILITIES AND EQUITY	**163,704**	**9,477**	**42,506**	**180,201**	**3,212**	**37,261**

Unallocated assets consist of financial assets, income tax assets, other receivables, cash and deferred tax assets.

Unallocated liabilities consist of borrowings, taxes payable and deferred tax liabilities.

5.6.2 Segment information by geographical region

- Turnover by geographical region (€m):

Turnover generated by:	Dec 31, 2023	Dec 31, 2022	Change
European Union and United Kingdom	59.5	93.5	-36%
North America	37.2	54.8	-32%
Other	22.4	39.7	-44%
TOTAL	**119.1**	**188.0**	**-37%**

Turnover from French customers totaled €9.6 million in 2023, accounting for 8% of consolidated total turnover. German customers accounted for 13% of consolidated turnover in 2023.

- Aggregate value of assets by geographical location:

(€k)	Dec 31, 2023 Total	EU & UK	North America	Other	Dec 31, 2022 Total	EU & UK	North America	Other
Goodwill on acquisitions	0	-	-	-	0	-	-	-
Property, plant and equipment	8,592	8,226	73	293	8,184	7,932	74	178
Financial assets	593	526	24	43	12,391	12,323	24	44
Deferred tax assets	4,634	4,634	-	-	4,267	4,267	-	-
Inventories	45,725	11,945	7,911	25,869	57,203	16,143	7,183	33,877
Trade receivables	36,057	14,602	14,532	6,923	34,743	17,889	11,014	5,840
Other receivables	3,620	3,526	71	23	4,079	4,015	4	60
Cash and cash equivalents	35,986	32,060	2,027	1,899	35,245	30,159	3,658	1,428
Tax assets	4,758	3,338	1,420	-	813	679	134	-
Unallocated assets	23,739	-	-	-	23,276	-	-	-
TOTAL ASSETS	**163,704**	**78,857**	**26,058**	**35,050**	**180,201**	**93,407**	**22,091**	**41,427**

Unallocated assets consist of intangible assets.

A geographical breakdown of the Group's inventories is as follows: Asia – €25,869k; Europe – €11,945k; North America – €7,911k.

5.7 Notes to the balance sheet

5.7.1 Goodwill on acquisitions

Goodwill at December 31, 2023 is broken down as follows:

(€k)		Gross at Dec 31, 2023	Impairment at Dec 31, 2023
Guillemot Ltd. (United Kingdom)		1	1
Hercules Thrustmaster SAS (France)		1,299	1,299
Guillemot Administration et Logistique SARL (France)		233	233
Guillemot SA (Belgium)		233	233
Guillemot Inc. (USA)		1,034	1,034
Guillemot Corporation S.A. (France)		941	941
Guillemot Inc. (Canada)		16,894	16,894
Guillemot Srl (Italy)		4,392	4,392
	Total	**25,027**	**25,027**

Goodwill is not amortized under IFRS. In accordance with IAS 36, impairment losses recognized in prior periods are not subsequently reversed. Goodwill was fully impaired at December 31, 2023.

5.7.2 Intangible assets

Intangible assets are broken down as follows:

Gross amounts	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Brands	10,842					10,842
Development costs	13,198		6,111	155	1	19,155
Development costs in progress	4,691		4,799	6,298	5	3,197
Licenses	4,727		43	239		4,531
Concessions, patents, etc.	1,233		29		-2	1,260
Other intangible assets	2,632		14		-5	2,641
TOTAL	**37,323**	**0**	**10,996**	**6,692**	**-1**	**41,626**

Amortization and provisions	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Brands	1,000					1,000
Development costs	9,621		2,312	75		11,858
Licenses	1,051		1,427	239		2,239
Concessions, patents, etc.	1,072		64		-3	1,133
Other intangible assets	1,303		360		-6	1,657
TOTAL	**14,047**	**0**	**4,163**	**314**	**-9**	**17,887**

Net amounts	Dec 31, 2022	Dec 31, 2023
Brands	9,842	9,842
Development costs	3,577	7,297
Development costs in progress	4,691	3,197
Licenses	3,676	2,292
Concessions, patents, etc.	161	127
Other intangible assets	1,329	984
TOTAL	**23,276**	**23,739**

Brands

Brands include the acquired brands Thrustmaster and Hercules. These brands are tested for impairment at each balance sheet date and are measured taking into account future discounted cash flows.

In the absence of a deep market for these brands, the fair value method is not used when measuring brands owned by the Group.

Value in use is the present value of future cash flows expected from an asset.

Hercules:

The Hercules brand is allocated to the Hercules cash-generating unit (CGU).

Following impairment testing of the Hercules CGU, the value of the Hercules brand was unchanged at December 31, 2023.

The Hercules brand has a net balance sheet value of €432k, compared with a purchase cost of €1,432k.

In accordance with IAS 36, projections are over five years with a terminal value.

The following assumptions are used to test the Hercules CGU for impairment:

- Ratio of net operating income to turnover: 5% for the next five years
- Working capital: increasing over the next four years
- Five-year turnover projections taking into account forecast new product launches and the business cycle (turnover rising 25% a year for the next five years)
- Discount rate: 11%

Turnover for the Hercules business declined sharply over the period 2013-2019 with the successive withdrawal of the brand's ranges of Wi-Fi and CPL products, webcams and multimedia and wireless speakers. This decline resulted in the recognition of a €1 million impairment loss on the value of the Hercules brand.

Over the past few years, the business has refocused around audio and DJing products. This refocusing has required substantial investment in R&D and marketing, thus affecting profitability.

A new growth cycle began in 2020, with turnover up 70%.

Growth in 2021 came in at 13%, slowed by production delays and shortages of electronic components. Turnover grew 39% in 2022, buoyed by the Inpulse range of controllers. Sales grew a further 14% in 2023, with the brand launching a flagship product, the Inpulse T7 controller.

New listings were secured with major retail chains, which should enable the Group to continue to expand in the DJ controller market over the coming years as the Hercules DJ community continues to grow. The refocusing of the business around audio and DJ products, the new Stream range of audio controllers launched in late 2023 and growth in sales since 2020 support the Group's assumption of double-digit growth in Hercules' turnover over the next five years.

Discount rate sensitivity test:

A 1% increase in the discount rate would reduce the recoverable amount of the Hercules cash-generating unit by €1.1 million.

A 1% decrease in the discount rate would increase the recoverable amount of the Hercules cash-generating unit by €1.4 million.

Sensitivity test on the ratio of net operating income to turnover:

A 1% increase in the ratio of net operating income to turnover over the period 2024-2028 would increase the recoverable amount of the Hercules cash-generating unit by €2.5 million.

A 1% decrease in the ratio of net operating income to turnover over the period 2024-2028 would reduce the recoverable amount of the Hercules cash-generating unit by €2.5 million.

A reversal of impairment against the Hercules brand is deemed reasonably possible if operating profitability should exceed 5% over the next three years combined with 25% year-on-year growth in turnover.

Thrustmaster:

The Thrustmaster brand is allocated to the Thrustmaster CGU.

Following impairment testing of the Thrustmaster CGU, the value of the Thrustmaster brand was unchanged at December 31, 2023.

The Thrustmaster brand has a net balance sheet value of €9,410k, the same as its purchase cost.

In accordance with IAS 36, projections are over five years with a terminal value.

The following assumptions are used in calculating discounted future cash flows for the Thrustmaster cash-generating unit:

- Ratio of net operating income to turnover: 10% for the next five years
- Working capital: increasing slightly over the next three years
- Five-year turnover projections taking into account forecast new product launches and the business cycle (turnover rising 10% a year for the next three years and stable thereafter)
- Discount rate: 11%

Thrustmaster has achieved global recognition and is now a key player in PC and console racing wheels and joysticks, with an installed base that continues to grow. Turnover generated by the brand in 2021 and 2022, together with record operating profitability of 18%, highlight the current strong momentum in these markets. 2023 was a transitional year for the brand, with high levels of inventory in distribution networks and fewer new games released.

Discount rate sensitivity test:

A 1% increase in the discount rate would reduce the recoverable amount of the Thrustmaster cash-generating unit by €7.8 million. However, given the brand's recoverable amount, no impairment loss would be recognized.

A 1% decrease in the discount rate would increase the recoverable amount of the Thrustmaster cash-generating unit by €9.4 million.

Sensitivity test on the ratio of net operating income to turnover:

A 1% increase in the ratio of net operating income to turnover would increase the recoverable amount of the Thrustmaster cash-generating unit by €9.3 million.

A 1% decrease in the ratio of net operating income to turnover would reduce the recoverable amount of the Thrustmaster cash-generating unit by €9.3 million. However, given the brand's recoverable amount, no impairment loss would be recognized.

Measurement of the Thrustmaster brand may involve the risk of adjustments in future years should assumptions concerning future cash flows generated by the Thrustmaster business be significantly downgraded.

Development costs

Development costs on projects meeting the six eligibility criteria laid down in IAS 38 are capitalized.

Project eligibility is reviewed quarterly by the finance and technical departments, in agreement with senior management. Assets are transferred from assets under construction to capitalized development costs when released into production (a total of €6,111k in the fiscal year). Net scrappage costs and projects written off totaled €49k in the year.

The following Guillemot Corporation Group companies generate development costs: Hercules Thrustmaster SAS, Guillemot Innovation Labs SAS, Guillemot Recherche et Développement Inc., Guillemot Romania Srl and Guillemot Corporation (HK) Limited. Capitalized costs may relate to all Hercules and Thrustmaster product lines.

Development costs in progress increased by €4,799k in the year. These investments are financed from shareholders' equity and through bank loans and authorized overdrafts (see note 5.7.13).

A geographical breakdown of development costs in progress in 2023 is as follows: France €1,796k; other countries €1,401k.

Uncapitalized development costs recognized in expenses totaled €4.2 million in 2023.

Licenses

Licenses include guaranteed amounts payable over the life of the contracts in question.

5.7.3 Property, plant and equipment

Property, plant and equipment for use in operations is broken down as follows:

Gross amounts	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Land	399					399
Buildings	10,924		1,184	1,843	-53	10,212
Plant	7,065		1,259	27	-4	8,293
Other property, plant and equipment	2,741		974	229	21	3,507
Assets under construction	1,150		1,329	1,437	1	1,043
TOTAL	**22,279**	**0**	**4,746**	**3,536**	**-35**	**23,454**

Depreciation	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Buildings	7,631		855	1,435	-14	7,037
Plant	4,912		1,078	27	-3	5,960
Other property, plant and equipment	1,552		530	210	-7	1,865
TOTAL	**14,095**	**0**	**2,463**	**1,672**	**-24**	**14,862**

Net amounts	Dec 31, 2022	Dec 31, 2023
Land	399	399
Buildings	3,293	3,175
Plant	2,153	2,333
Other property, plant and equipment	1,189	1,642
Assets under construction	1,150	1,043
TOTAL	**8,184**	**8,592**

Property, plant and equipment under construction totaling €1,228k was transferred to the "Plant" item during the year. Property, plant and equipment under construction mainly relates to molds and equipment used in the production of new products as well as planned solar panels and a wood-fired furnace.

Investment in property, plant and equipment in the year totaled €1,905k (excluding the impact of IFRS 16). These investments are financed from shareholders' equity and through bank loans and authorized overdrafts (see note 5.7.13).

A geographical breakdown of these investments in 2023 is as follows: France €1,793k; other countries €112k.

Adoption of IFRS 16 resulted in a €3,196k increase in property, plant and equipment as of December 31, 2023 in respect of lease right-of-use assets (€2,858k in buildings and €338k in other property, plant and equipment).

Leases mainly relate to offices and vehicles.

Leases were analyzed on a case-by-case basis (with around 20 leases affected across the Group) by contacting managers at local subsidiaries to assess the appropriate lease term, whether or not there was any option to extend or terminate the lease and whether it was reasonably certain that the lessee would exercise an option to extend and/or not exercise an option to terminate.

The Group has assumed a six-year term for leases in France with three-year renewal periods.

The incremental borrowing rate for each subsidiary is determined taking into account the last known incremental borrowing rate for the parent company in France (2.98%) as a starting point and applying a risk premium based on the size of foreign subsidiaries and the ten-year sovereign bond spread for each country. The Group uses a rate that reflects the duration of the lease.

IFRS 16 right-of-use assets by underlying asset class:

Gross amounts	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Buildings	5,077		683	1,435	-49	4,276
Other property, plant and equipment	198		330	66	29	491
TOTAL	**5,275**	**0**	**1,013**	**1,501**	**-20**	**4,767**

Depreciation	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Buildings	2,067		798	1,435	-12	1,418
Other property, plant and equipment	81		139	66		154
TOTAL	**2,148**	**0**	**937**	**1,501**	**-12**	**1,572**

The rental expense in respect of leases with a term of 12 months or less, low-value leases and leases not taken into account when calculating the IFRS 16 lease liability totaled €755k in 2023.

5.7.4 Financial assets

Non-current financial assets are broken down as follows:

Gross amounts	Dec 31, 2022	Changes in scope	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Other long-term investments	368			138		230
Other non-current financial assets	300		128	64	-1	363
TOTAL	**668**	**0**	**128**	**202**	**-1**	**593**

Movements in other long-term investments relate to the liquidity agreement currently in force and a release of funds linked to a bank account in the form of an escrow account. A total of €300k in cash has been allocated to the liquidity agreement since it was first entered into.

Changes in other non-current financial assets relate to security deposits.

Current financial assets include Ubisoft Entertainment shares.

(€k)	Dec 31, 2022	Sales	Purchases	Translation adjustments	Financial gain/loss	Dec 31, 2023
Ubisoft Entertainment shares						
Number	443,874					443,874
Fair value (€k)	11,723				-1,465	10,258
Currency derivatives	0					0
Total value	**11,723**	**0**	**0**	**0**	**-1,465**	**10,258**

Ubisoft Entertainment shares (listed on an active market) are measured at fair value in accordance with IFRS 9. At December 31, 2023, the Group held 443,874 Ubisoft Entertainment shares representing 0.35% of the company's share capital.

The price used at December 31, 2022 was €26.41 per Ubisoft Entertainment share. The price used to calculate the fair value of shares at December 31, 2023 was €23.11 per Ubisoft Entertainment share. The resulting remeasurement loss recognized at December 31, 2023 was €1,465k.

The Group reserves the right to use these shares to finance its funding requirements.

To limit the Group's foreign exchange risk, Guillemot Corporation may hedge currency fluctuations by buying currency futures and options. Since such transactions do not meet the criteria for hedge accounting, they are recognized as trading instruments.

These derivatives are recognized in the balance sheet under current financial assets or liabilities at their fair value at the transaction date. Any gain or loss resulting from remeasurement at fair value is recognized immediately in net financial income. There were no contracts of this type at December 31, 2023.

5.7.5 Inventories

Inventories	Gross at Dec 31, 2022	Change in inventories (outcome)	Changes in scope	Currency translation adjustments	Dec 31, 2023
Raw materials	18,308	-3,565		-12	14,731
Finished products	41,156	-7,835		-243	33,078
TOTAL	**59,464**	**-11,400**	**0**	**-255**	**47,809**

Accumulated impairment	Dec 31, 2022	Increases	Decreases	Currency translation adjustments	Dec 31, 2023
Raw materials	730	238	214		754
Finished products	1,531	1,416	1,605	-12	1,330
TOTAL	**2,261**	**1,654**	**1,819**	**-12**	**2,084**

Total net inventories	**57,203**	**45,725**

Inventories consist of electronic components and sub-assemblies as well as finished products.

The Group uses a number of indicators to analyze products at risk of impairment: rotation rates, sales, inventory levels, gross profit margin, open orders, business outlook, return requests, market share, competitor products, etc. Products are mainly analyzed individually so as to identify the risk of impairment as accurately as possible.

No provisions have been set aside for the risk of obsolescence of inventory. Individual analysis takes account of this statistical approach.

An impairment loss is recognized whenever the value of inventory is greater than its probable realizable value. The Group's total net inventories at December 31, 2023 were 20% lower than at December 31, 2022. This reduction in inventories reflects the Group's desire to match inventory levels to sales while maintaining an optimal level of inventories to avoid products being out of stock. Impairment in the year mainly related to products in the Thrustmaster range.

5.7.6 Trade receivables

Trade receivables	Gross at Dec 31, 2022	Changes	Changes in scope	Translation adjustments	Reclassifications	Gross at Dec 31, 2023
Trade receivables	34,743	1,549		-235		36,057

Trade receivables totaled €36,057k at December 31, 2023, compared with €34,743k a year earlier, reflecting seasonal variations in the Group's business.

Trade receivables are covered by a credit insurance policy, with receivables from each customer generally 90-95% covered depending on the geographical region.

At December 31, 2023, all trade receivables were covered by this credit insurance policy with the exception of the Group's top customer, a major e-commerce operator, which is intentionally excluded from this cover in certain countries for an amount equivalent to 24% of consolidated 2023 turnover.

The top customer accounted for 39% of the Group's consolidated turnover.

Accumulated impairment	Dec 31, 2022	Additions	Reversals	Translation adjustments	Reclassifications	Dec 31, 2023
Trade receivables	0					0

A breakdown of trade receivables by due date is as follows:

Trade receivables	Gross at Dec 31, 2023	Not yet due	0-29 days overdue	30-59 days overdue	60-89 days overdue	More than 90 days overdue
Trade receivables	36,057	24,912	8,386	1,698	334	727
Accumulated impairment	0					

Unimpaired trade receivables more than 90 days overdue mainly consist of customer deductions recognized in expenses.

5.7.7 Other receivables

(€k)	Dec 31, 2023	Dec 31, 2022
Advances and progress payments	730	903
VAT receivables	2,158	1,375
Amounts receivable from suppliers	61	0
Other	33	304
Prepaid expenses	638	1,497
TOTAL	**3,620**	**4,079**

5.7.8 Cash and cash equivalents

(€k)	Dec 31, 2023	Dec 31, 2022
Cash	25,728	35,245
Cash equivalents	0	0
TOTAL	**25,728**	**35,245**

5.7.9 Tax assets

The balance sheet shows total current tax assets of €4,758k, consisting of €471k in receivables in respect of the French and Canadian research and innovation tax credits and €3,993k in advance corporate income tax payments.

5.7.10 Shareholders' equity

The share capital consists of 15,087,480 shares with a par value of €0.77 each.

During the first half of the year, the share capital was reduced by 200,000 shares as a result of a share buyback program.

Guillemot Corporation S.A. holds 49,731 treasury shares. These treasury shares reduce the value of shareholders' equity by €342k.

At December 31, 2023, treasury shares accounted for 0.33% of the total share capital.

Movements in shares of the consolidating company under the liquidity agreement in force reduced shareholders' equity by €189k in 2023.

Stock options:
Maximum potential number of shares to be created:
Via exercise of options: 160,400

Key characteristics of stock option plans:

	Plan no. 11
Date of Board meeting	**Dec 3, 2021**
Number of shares	193,950
Par value	€0.77
Subscription price	€14.44
Exercise date	3, 2023 to Dec 3, 2031
Number of shares subscribed	-
O/w during fiscal year 2023	-
Stock options cancelled or lapsed	33,550
Stock options outstanding	160,400
Options available for exercise at Dec 31, 2023	160,400

The first ten stock option plans have all lapsed.

The Group has put in place compensation plans that pay out in the form of equity instruments (stock options). The fair value of services rendered by employees in return for the granting of options is recognized in expenses. The total amount expensed over the vesting period is determined by reference to the fair value of the options granted, without taking into account the vesting conditions, which are not market conditions. The vesting conditions, which are not market conditions, are factored into assumptions relating to the number of options that may become available for exercise. At each balance sheet date, the Company reassesses the number of options that may become available for exercise. If necessary, the impact of any revision of such estimates is recognized in income, with a corresponding adjustment to shareholders' equity.

The number of options available for exercise takes into account the terms of exercise of options specific to each plan.

In accordance with IFRS 2 on share-based payments, the fair value of the stock option plan is calculated as the product of (i) the unit fair value of stock options allotted at the Allotment Date and (ii) the probable number of stock options ultimately allotted, taking into account estimated employee turnover over the vesting period, remeasured at each balance sheet date.

The IFRS 2 unit fair value of stock options was estimated using optional financial models suited to the characteristics of the instruments allotted. Two types of models were used: the Black and Scholes model and the binomial model. The measurement parameters used were mainly calibrated against observed market data at the Allotment Date. In particular:

- Volatility was measured using historical Guillemot Corporation stock market data over a period commensurate with the expected maturity of the options.
- Risk-free interest rates were determined by reference to the German sovereign yield curve at the Allotment Date and over a period commensurate with the expected maturity of the options.
- The dividend yield corresponds to the average historical yield for Guillemot Corporation over the past ten years.

In fiscal year 2023, the Group recognized €511k in employee expenses.

Key inputs into the valuation model are as follows:

- Share price volatility: 55.7%
- Risk-free interest rate: -0.5%/-0.7%
- Number of years before options expire: 8

5.7.11 Provisions for liabilities and charges

(€k)	Dec 31, 2022	Increases	Decreases Used	Decreases Unused	Currency translation adjustments	Dec 31, 2023
Other	157	8	131	0	1	35
TOTAL	**157**	**8**	**131**	**0**	**1**	**35**

5.7.12 Employee benefit liabilities

The Group has no post-employment benefit schemes other than the statutory scheme laid down in collective bargaining agreements covering the Group's employees.

Provisions are calculated using the projected unit credit method, based on retirement benefits payable upon retirement according to length of service. (The benefits in question are those paid to employees upon retirement.)

The key actuarial assumptions used are as follows:

- Calculation year: 2023
- Discount rate: 3.20%
- Use of collective bargaining agreements specific to subsidiaries
- Retrospective calculation method for projected credit units
- Insee 2022 mortality table

- 2023 baseline salary, assuming an annual increase of 2.5-3% until retirement

At December 31, 2023, the amount of the recognized provision stood at €1,709k, compared with €1,586k at December 31, 2022.

The Group takes into account the IFRS IC's interpretation on attributing benefit to periods of service. In the case of a defined benefit plan for employees, the benefit is spread over a period that runs from the date when employee service first leads to benefits under the plan until the date when further employee service will lead to no further benefits.

In accordance with IAS 19 revised, all actuarial gains and losses are recognized in other comprehensive income. The impact on Group shareholders' equity in fiscal year 2023 was +€30k.

5.7.13 Borrowings

Borrowings are broken down as follows:

		Current (due within 1 year)			Non-current (due within more than 1 year)		
(€k)	**Dec 31, 2023**	0-3 months	3-6 months	6-12 months	More than 1 yr	More than 5 yrs	**Dec 31, 2022**
Borrowings	9,053	1,059	1,061	2,125	4,808		13,938
Bank overdrafts and foreign currency advances	0						20
Sundry	19	19					23
TOTAL	**9,072**	**1,078**	**1,061**	**2,125**	**4,808**	**0**	**13,981**

The Group has fixed-rate financial liabilities totaling €9,072k.

There are no foreign currency advances.

Over the period, the Group repaid €4,795k of bank borrowings.

These borrowings are due to be repaid in less than three years and the applicable interest rate is less than 1.15%.

At December 31, 2023, the Group had no borrowings subject to acceleration clauses.

Statement of changes in liabilities arising from financing activities in the cash flow statement:

(€k)	**Dec 31, 2022**	**Cash flows**		**Other**		**Dec 31, 2023**
			Purchases	Changes in exchange rates	Changes in fair values	
Long-term borrowings	5,786	-3,339				2,447
Short-term borrowings	4,821	-1,482				3,339
Lease liabilities	3,331	-64				3,267
Hedging assets	0	0				0
Total financing activities	**13,938**	**-4,885**	**0**	**0**	**0**	**9,053**

The Group's financial liabilities at December 31, 2022 were mainly in euros.

Net debt	**Dec 31, 2023**	**Dec 31, 2022**	**Dec 31, 2021**
Borrowings	9,072	13,981	6,866
Shareholders' current accounts	0	0	0
Cash at bank and in hand	25,728	35,245	12,027
Net debt	**-16,656**	**-21,264**	**-5,161**

The Group's net debt at December 31, 2023 was negative at -€16,656k.

Adoption of IFRS 16 has increased the Group's net debt by €3,267k (€906k current and €2,361k non-current). The financial expense in respect of lease liabilities in fiscal year 2023 totaled €3k.

The Group also has a portfolio of equities worth €10,258k (fair value at December 31, 2023) and has undrawn credit lines in place with its partner banks.

5.7.14 Other liabilities

(€k)	Dec 31, 2023 Current	Dec 31, 2023 Non-current	Dec 31, 2022
Social security liabilities	2,706	0	2,585
Current accounts	0	0	0
Advances and progress payments	0	0	209
Prepaid income	2,115	0	976
Other	20,011	0	14,964
TOTAL	**24,832**	**0**	**18,734**

The "Other" item mainly consists of accrued expenses in respect of licenses (€3,305k, compared with €2,997k in 2022), trade payables related to variable consideration laid down in sale agreements with customers in connection with SOA campaigns (€4,620k, compared with €5,243k in 2022), trade payables related to variable consideration laid down in sale agreements with customers in connection with the payment of marketing expenses (€7,291k, compared with €7,828k in 2022) and liabilities in respect of product returns (€5,037k, compared with €4,097k in 2022).

The decrease in trade payables related to variable consideration laid down in sale agreements with customers is a result of increased promotional activity in the run-up to the year-end amid intense competition and high inflation.

Payables related to variable consideration linked with SOA campaigns

At the balance sheet date, variable consideration in the year linked to SOA campaigns was estimated on the basis of:

(i) the amount that is certain to be paid;

(ii) for campaigns where the outcome in terms of sales and financial impact has not yet been received and verified by the sales team, the amount of consideration most likely to be paid to distributors based on a utilization rate estimated by management. This utilization rate depends on various parameters, including in particular the extent to which distributors have not availed themselves of past campaigns, the type of distributor and the characteristics of the campaign in question.

The estimated amounts are shown in the income statement as deductions against turnover and in the balance sheet under "Other liabilities". In 2023, SOA programs reduced turnover by €5,204k (compared with €4,548k in 2022), consisting of €8,464k from campaigns in 2023 less €3,260k of unused provisions set aside at end 2022 and reversed in 2023. The provision recognized under "Other liabilities" is €4,620k (compared with €5,243k at December 31, 2022).

Liabilities in respect of product returns

The measurement of the liability in respect of product returns is based on customer requests known and approved at the reporting date as well as expectations by the Group's sales department (see note 5.4.21).

5.7.15 Deferred taxes

Deferred taxes on the balance sheet at December 31, 2023 totaled €4,634k.

Breakdown of deferred taxes by type:

(€k)	Dec 31, 2023
Recognition of tax loss carryforwards – Guillemot Corporation SA	3,500
Consolidation adjustments	2,007
Unrealized gains on Ubisoft shares held (deferred tax liability)	-873
TOTAL	**4,634**

Deferred tax assets are only recognized insofar as it is probable that the Group will generate future taxable profits against which they may be applied. The Group's ability to recover deferred tax assets relating to tax loss carryforwards is assessed by senior management at the end of each fiscal year, taking into account forecast future taxable profits over a five-year period.

Given its future outlook, at December 31, 2023 the Group recognized the full amount of its French entities' tax loss carryforwards totaling €16,246k, resulting in the recognition of a deferred tax asset of €3,500k. Furthermore, deferred tax assets of €561k were recognized due to the existence of deferred tax liabilities with the same maturity, taking into account rules applicable in France limiting the application of tax losses.

Breakdown of unrecognized tax loss carryforwards:

(€k)	Dec 31, 2023
Guillemot GmbH (Germany)	1,279
Guillemot Ltd. (United Kingdom)	204
TOTAL	**1,483**

5.8 Notes to the income statement

5.8.1 Purchases and change in inventories

Purchases

Purchases totaled €51,534k in 2023, consisting of purchases of raw materials (electronic components) and finished products.

Change in inventories

Change in inventories mainly consists of reversals of impairment losses on inventories and increases and decreases in inventories.

5.8.2 External expenses and employee expenses

External expenses

External expenses are broken down as follows:

(€k)	Dec 31, 2023	Dec 31, 2022
Research	719	2,210
Purchases not held in inventory, equipt. & supplies	364	344
Other external expenses	23,180	29,377
TOTAL	**24,263**	**31,931**

Other external expenses mainly consist of product shipping expenses, advertising and marketing expenses, and uncapitalized external research and development costs.

Employee expenses

Employee expenses consist of employee compensation and social security contributions.

This item totaled €16,269k in 2023, compared with €14,421k in 2022. An amount of €194k corresponding to research tax credits was recognized as a deduction against employee expenses in 2023.

5.8.3 Additions to amortization, depreciation and impairment

Additions to amortization and depreciation are broken down as follows:

(€k)	Dec 31, 2023	Dec 31, 2022
Amortization of intangible assets	4,081	3,398
Depreciation of property, plant and equipment	2,412	2,046
TOTAL	**6,493**	**5,444**

Amortization of intangible assets mainly relates to guaranteed amounts in connection with license agreements (€1,427k) and capitalized research and development costs (€2,312k).

Depreciation of property, plant and equipment mainly relates to buildings (€855k, including €798k in respect of amortization of lease right-of-use assets) and plant (€1,078k).

Impairment losses and additions to provisions are broken down as follows:

(€k)	Dec 31, 2023	Dec 31, 2022
Impairment of trade receivables	0	0
Impairment in respect of liabilities and charges	8	13
Impairment of inventory	1,654	1,892
Other	203	301
TOTAL	**1,865**	**2,206**

Impairment of inventory relates to products in both the Hercules and Thrustmaster ranges (€149k and €1,505k respectively).

5.8.4 Other income and expenses from ordinary activities

(€k)	Dec 31, 2023	Dec 31, 2022
Income		
Reversals from other current assets	131	65
Other income from ordinary activities	107	222
Proceeds from fixed asset disposals	8	2
Total income	246	289
Expenses		
Licenses	-6,069	-12,584
Book value of fixed assets disposed of	-19	-2
Other expenses from ordinary activities	-222	-188
Total expenses	-6,310	-12,774
TOTAL	**-6,064**	**-12,485**

The main amounts under the “Licenses” item relate to current partnerships in connection with Microsoft® and Sony® consoles.

5.8.5 Other operating income and expenses

None.

5.8.6 Cost of net financial debt and other financial expenses and income

The cost of net financial debt in the year to December 31, 2023 was €535k. This includes interest costs and financial expenses in connection with borrowings, as well as foreign exchange gains and losses arising from the payment of financial liabilities. Financial expenses relating to leases (IFRS 16) totaled €3k in the fiscal year.

Other financial income and expenses are broken down as follows:

(€k)	Dec 31, 2023	Dec 31, 2022
Foreign currency translation adjustments	0	706
Unrealized gain on Ubisoft Entertainment shares	0	0
Total other financial income	**0**	**706**
Other financial expenses	0	2
Foreign currency translation adjustments	514	0
Unrealized loss on Ubisoft Entertainment shares	1,465	7,395
Total other financial expenses	**1,979**	**7,397**

Foreign exchange effects arising from the translation of subsidiaries’ accounts
All subsidiaries conduct business in local currency; the impact on shareholders’ equity was -€228k.

Financial risk

In accordance with IFRS 7 on financial instruments, a breakdown of the Group’s exposure to the various types of financial risk is as follows.

Liquidity risk: At December 31, 2023, the Group’s borrowing and bank financing facilities were not fully utilized and net debt was negative at -€16.7 million.

The Group has undrawn credit lines in place with its partner banks.

The Group also has a portfolio of investment securities measured at a fair value of €10,258k at December 31, 2023. At December 31, 2023, the Group had no borrowings subject to acceleration clauses.

Equity risk: The Group’s earnings are affected by fluctuations in the market price of its shareholdings. A 10% decrease in the price of Ubisoft Entertainment shares over the course of 2024 (relative to their price at December 31, 2023) would reduce net financial income by €1 million.

At March 20, 2024, Ubisoft Entertainment shares closed at €19.015, down 17.72% relative to their price at December 31, 2023. This decrease would have given rise to the recognition of a revaluation loss of €1,818k in the Group's consolidated financial statements at that date.

Interest rate risk: Based on the Group's outstanding unhedged floating-rate financial liabilities at December 31, 2023, a 1% annual increase in interest rates would have had no impact on net financial income, since the Group had no floating-rate financial liabilities at December 31, 2023.

Foreign exchange risk: A breakdown of the Group's foreign currency assets and liabilities at December 31, 2023 (unhedged amounts only – i.e. those exposed to exchange rate fluctuations) is set out below.

Foreign currency amounts exposed to upward or downward exchange rate fluctuations:

(€k)	USD	GBP
Assets	26,494	1,663
Liabilities	14,687	135
Net position before hedging	11,807	1,528
Off balance sheet position	0	0
Net position after hedging	11,807	1,528

Based on foreign currency values exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in the US dollar exchange rate would have resulted in a financial loss of €971k.

Based on foreign currency values exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in the sterling exchange rate would have increased financial expenses by €160k.

The impact of exchange rate fluctuations on other currencies is not material.

Since all major players in the multimedia industry transact in US dollars, no one manufacturer has a competitive advantage that would result in increased market share. Since all industry players index-link their selling prices to cost prices in US dollars, selling prices rise and fall in line with cost prices.
The main currency for purchases of hardware and accessories is the US dollar. The trading currency in the United States, Canada and all other countries outside Europe is also the US dollar. In Europe, the Group mainly sells its products in euros. Rapid currency fluctuations, and particularly declines in the value of the US dollar, may result in lower selling prices for the Group's products, thus impacting the value of inventories.

Conversely, given the seasonal nature of the Company's business, if the US dollar were to rise sharply during the second half of the year, the Group would not be able to adjust its selling prices to reflect the full extent of such an increase, which could therefore have a temporary adverse effect on the Group's accounting gross margin.

However, to limit the Group's foreign exchange risk, Guillemot Corporation hedges against currency fluctuations by buying spot currency and currency futures and options. No hedging contracts were in force at December 31, 2023.

Furthermore, growth in US and export sales over the past few years has boosted the Group's natural hedging and significantly reduced its foreign exchange risk.

Credit risk: Credit risk is the risk of financial loss should a customer fail to meet its contractual obligations. The Group manages this risk by taking out credit insurance covering more than 70% of the overall risk while intentionally excluding some accounts associated with the Group's top customer (for an amount equivalent to 24% of consolidated turnover) in light of the robustness of that customer's financial position. Since the Group uses wholesalers, it has a limited number of customers. In a few cases, the Group is obliged to grant additional credit where its insurance cover is considered clearly unsuitable.

5.8.7 Corporate income tax

Corporate income tax is broken down as follows:

(€k)	Dec 31, 2023	Dec 31, 2022
Deferred taxes	366	-1,057
Current taxes	-479	-6,178
TOTAL	**-113**	**-7,235**

Current taxes equate to the total amount of income tax payable by all Group companies. Deferred tax is calculated on timing differences related to tax adjustments, consolidation adjustments and tax loss carryforwards.

At December 31, 2023, the Group recognized the full amount of its tax loss carryforwards in France.

The deferred tax expense recognized in the income statement totaled €366k in the year.

Deferred taxes were calculated using a taxation rate of 25%.

Income tax calculation

(€k)	**Dec 31, 2023**
Profit (loss) before tax	**1,077**
Income and expenses not subject to income tax	0
Theoretical tax (25%)	**269**
Temporary and permanent tax differences	513
Tax loss carryforwards	-581
Uncapitalized losses	1
Theoretical income tax	**202**
Rate differences	-82
Sundry	-7
TOTAL	**113**

5.8.8 Discontinued operations

The Group has not discontinued any operations in recent years.

5.8.9 Earnings per share

Basic earnings per share	**Dec 31, 2023**	**Dec 31, 2022**
Earnings	964	20,352
Weighted average no. of shares (thousands)	15,087	15,287
No. of treasury shares (thousands)	-50	-232
Total shares (thousands)	15,037	15,055
Basic earnings per share	0.06	1.35

Diluted earnings per share	**Dec 31, 2023**	**Dec 31, 2022**
Earnings	964	20,352
Weighted average no. of shares (thousands)	15,087	15,287
No. of treasury shares (thousands)	-50	-232
Total shares (thousands)	15,037	15,055
Maximum number of shares to be created		
- via conversion of bonds	0	0
- via exercise of options	161	170
- via exercise of subscription rights	0	0
Total shares (thousands)	15,198	15,225
Diluted earnings per share	0.06	1.34

5.8.10 Advances and loans to senior executives

In accordance with Article L.225-43 of the French Commercial Code, no loans or advances have been granted to senior executives of the Company.

5.8.11 Off-balance-sheet commitments

Documentary credits: €1,069k.

5.8.12 Directors' and executives' compensation

In the course of the fiscal year ended December 31, 2023, the Company paid Board members a total of €404k in respect of their duties.

The total amount of gross fixed compensation paid by the Company to the executive directors in respect of their executive duties during the fiscal year ended December 31, 2023 was €103k.

Furthermore, no variable compensation was allotted to the Chairman and Chief Executive Officer or any of the Deputy Chief Executive Officers in respect of the fiscal year ended December 31, 2023.

The executive directors do not have employment contracts with the Company.

During the fiscal year ended December 31, 2023:

- no exceptional compensation was paid to the executive directors;
- no stock options were allotted to the executive directors by Guillemot Corporation S.A. or any other company belonging to Guillemot Corporation Group, nor were any such options purchased or exercised by the executive directors;
- no free shares were awarded to the executive directors by Guillemot Corporation S.A. or any other company belonging to Guillemot Corporation Group;
- no benefits, including in the form of shares of stock, debt instruments or securities giving access to equity or entitling the holder to receive debt instruments of the Company or of companies as referred to in Articles L.228-13 and L.228-93 of the Commercial Code, were paid in the fiscal year;
- the Company did not enter into any commitment in favor of its corporate officers with regard to compensation, allowances or benefits that are or may become due by reason of or subsequent to the assumption or cessation of duties or a change in duties, including in particular pension liabilities and other lifetime benefits;
- no compensation was paid under any incentive or bonus plan;
- no specific pension scheme was put in place for the corporate officers.

The corporate officers of Guillemot Corporation S.A. did not receive any compensation from other Guillemot Corporation Group companies in the fiscal year.

5.8.13 Workforce

At December 31, 2023, the Group had 297 employees worldwide, including 115 managers. European companies (including those in the United Kingdom) accounted for 78% of the total workforce and non-European companies for the remaining 22%.

5.8.14 Information about related parties

The parent company is owned by Guillemot Brothers SAS (15.15%), the Guillemot family (53.58%), Guillemot Corporation S.A. (0.33%) and members of the public (30.94%).

The principal related parties are Guillemot Brothers SAS and members of the Guillemot family controlling the issuer, the Group’s consolidated subsidiaries (see section 5.5.1 under “Scope of consolidation”) and the Ubisoft Entertainment group, in which members of the Guillemot family hold significant voting rights.

All amounts stated in the Group’s 2023 financial statements in connection with related parties (excluding consolidated subsidiaries) were non-material.

6. SUBSEQUENT EVENTS

None.

7. DATA RELATING TO THE PARENT COMPANY, GUILLEMOT CORPORATION S.A.

GUILLEMOT CORPORATION S.A.

(€k)	Dec 31, 2023	Dec 31, 2022
Turnover	109,863	174,820
Net operating income (loss)	984	28,131
Profit (loss) before tax	1,740	32,946
Net profit (loss)	1,747	29,059

8. AUDITORS' FEES

Fiscal year 2023 (€)	PricewaterhouseCoopers Audit		Toadenn Audit	
	Amount excl. taxes	%	Amount excl. taxes	%
Certification of the financial statements	92,133	100%	77,248	100%
Services other than certification of the financial statements	0	0%	0	0%
TOTAL	92,133	100%	77,248	100%

Fiscal year 2022 (€)	PricewaterhouseCoopers Audit		Toadenn Audit	
	Amount excl. taxes	%	Amount excl. taxes	%
Certification of the financial statements	97,747	100%	73,570	100%
Services other than certification of the financial statements	0	0%	0	0%
TOTAL	97,747	100%	73,570	100%

9. EVALUATION AND DESCRIPTION OF THE FINANCIAL IMPACTS OF ENVIRONMENTAL RISKS

The Group operates in the PC and console accessories sector.

The Group has not entered into any environmental commitments (either to reduce its products' environmental footprint or to use only renewable energy).

In drawing up the consolidated financial statements, the Group has taken into account the impact of climate change. These considerations did not have a material impact on the judgments and estimates used in preparing financial reporting in 2023. Environmental and climate risks have been evaluated in light of the key components of the financial statements to December 31, 2023:

IAS 1, "Presentation of Financial Statements": the impact of environmental risks on the business appears limited.
IAS 2, "Inventories": climate-related matters are not likely to result in the Group's products becoming obsolete.
IAS 12, "Income Taxes": no impact on taxes for the Group.
IAS 16, "Property, Plant and Equipment", and IAS 38, "Intangible Assets": the key items relate to brands, research and development costs, buildings and plant. These assets are not located in areas subject to environmental risk.
IAS 36, "Impairment of Assets": no impairment losses are anticipated in respect of climate change.
IAS 37, "Provisions, Contingent Liabilities and Contingent Assets": no impact identified in the year ended December 31, 2023.
IFRS 7, "Financial Instruments: Disclosures", and IFRS 9, "Financial Instruments": no impact for the Group.
IFRS 13, "Fair Value Measurement": no impact for the Group.
IFRS 17, "Insurance Contracts": environmental risks have no impact on the Group, nor is this subject mentioned in the Group's insurance policies.

10. STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

Fiscal year ended December 31, 2023

The Shareholders
GUILLEMOT CORPORATION
2 RUE DU CHÊNE HÉLEUC
56910 CARENTOIR

Opinion

Pursuant to the engagement entrusted to us at the shareholders' general meeting, we have audited Guillemot Corporation's consolidated financial statements for the fiscal year ended December 31, 2023, as appended to this report.

We certify that, in light of the IFRS framework as adopted in the European Union, the consolidated financial statements are in order and in good faith, and provide a true and fair view of performance over the last year as well as the financial position and assets of the overall group formed by the companies and entities included within the scope of consolidation.

The opinion set out above is consistent with the content of our report to the audit committee.

Basis for our opinion

Audit standards

We have carried out our audit in accordance with professional standards applicable in France. We consider that the evidence we have collected forms an adequate and appropriate basis for our opinion.

The responsibilities that fall to us by virtue of these standards are indicated in the section of this report titled "Statutory auditors' responsibilities as regards the audit of the consolidated financial statements".

Independence

We conducted our audit in compliance with the independence rules laid down in the French Commercial Code and the code of professional ethics for statutory auditors over the period from January 1, 2023 to the date on which we issued our report. In particular, we did not provide any prohibited services as laid down in the first paragraph of Article 5 of Regulation (EU) No. 537/2014.

Basis for our conclusions and key audit matters

Pursuant to the provisions of Articles L.821-53 and R.821-180 of the French Commercial Code on the basis for our conclusions, we wish to draw your attention to key audit matters relating to risks of material misstatement which, in our opinion, were greatest for the audit of the consolidated financial statements for the year, as well as our response to those risks.

Our assessment of these matters forms an integral part of our audit of the consolidated financial statements taken as a whole, and thus forms part of the basis for our opinion expressed above. We have no opinion to express on any part of these consolidated financial statements taken on its own.

(1) Measurement of brands	
<u>Risk identified</u> Brands acquired by the Guillemot Group are considered as having an indefinite life; accordingly, they are not amortized. At December 31, 2023, brands with an indefinite life were recognized in the balance sheet at a net carrying amount of €9.8 million, or 6% of total assets (gross amount: €10.8 million). An impairment loss is recognized whenever the recoverable amount of these brands, determined through an annual impairment test given their indefinite life and/or a one-off test if there is an indicator of impairment, falls below their net carrying amount. The recoverable amount is the higher of fair value less costs to sell and value in use. In the absence of a deep market for brands in the Group's industry sector, the fair value method is not used. That being the case, value in use is determined on the basis of discounted future cash flow calculations and entails a significant degree of management judgment, notably with regard to factors such as turnover growth rates, ratio of net operating income to turnover, and long-term discount and growth rates. Furthermore, management carried out sensitivity analysis on the brands' recoverable amounts relative to the assumptions used; these are set out in note 5.7.2 to the consolidated financial statements, "Intangible assets". Given the complexity of the models used and their sensitivity to changes in the data and assumptions on which estimates are based, including in particular forecast cash flows and the discount rate used, we considered the measurement of the brands' recoverable amount to be a key audit matter.	**<u>Audit procedures implemented in response to this risk</u>** In particular, we: - familiarized ourselves with the processes by which the Group's brands are measured; - assessed the principles and policies used to determine brands' value in use; - corroborated the reasonableness of key data and assumptions on which estimates are based (such as the rate of growth in turnover, the ratio of net operating income to turnover, the discount rate and the long-term growth rate), notably by interviewing members of management; - familiarized ourselves with the business outlook for each of the Group's brands by interviewing members of management and compared accounting estimates of projected cash flows from prior periods with corresponding actual figures to assess their reliability; - tested the mathematical accuracy of the measurements adopted by the Group. We also assessed the appropriateness of the information provided in notes 5.4.3 and 5.7.2 to the parent company financial statements, "Intangible assets".

(2) Measurement of development costs	
<u>Risk identified</u> Development costs are recognized in intangible assets whenever the criteria laid down in IAS 38 are met. At December 31, 2023, capitalized costs came to a net amount of €10.5 million, equating to around 6% of total assets, and related to all product lines under the Hercules and Thrustmaster brands. Project eligibility is reviewed quarterly by the Group's finance and technical departments, in agreement with senior management. In the context of our audit, we paid particularly close attention to these development costs, since their capitalization is based on judgment and estimates, notably as regards the following two criteria: - Technical feasibility of completing the intangible asset before it can be used or sold	**<u>Audit procedures implemented in response to this risk</u>** In particular, we: - Familiarized ourselves with the processes by which development costs are measured. - Checked the existence and accuracy of the amounts recognized in respect of development costs. In particular, we reconciled the amounts capitalized with internal time-tracking data as well as carrying out sample-based testing of capitalized external expenses. - Met with the finance department and consulted documentation provided by the technical department to assess the reasonableness of key data and assumptions relied on in determining

- Likelihood that the asset will generate future economic benefits Given the increasing role played by judgment in determining which development costs should be capitalized, we considered the measurement of the net amount of development costs to be a key audit matter.	whether development costs should be capitalized (such as the likelihood of future economic benefits and projects' technical feasibility). - Corroborated the information obtained through these interviews against current sales generated by capitalized projects. - Identified any indicator of impairment on these projects that would require an impairment test to be carried out. We also assessed the appropriateness of the information provided in notes 5.4.3 and 5.7.2 to the consolidated financial statements on intangible assets.

(3) Measurement of inventories of components and finished products	
<u>Risk identified</u> The Group's inventories consist of electronic components and sub-assemblies as well as finished products. At December 31, 2023, inventories were recognized in the balance sheet at a net carrying amount of €45.7 million, equating to around 28% of total assets. An impairment loss is recognized whenever the acquisition value of inventory is greater than its probable realizable value less costs to sell. Impairment testing is carried out at each accounting cut-off and probable realizable value is calculated on the basis of observed and expected product sales and market prices. As part of our audit, we paid particular attention to how this probable realizable value was determined, since it is based not only on observable data such as products' market prices but also on assumptions such as prospective sales for each product range and management judgment in relation to expected market trends. Given the assumptions underpinning estimates, we considered measurement of the probable realizable value of products held in inventory to be a key audit matter.	**<u>Audit procedures implemented in response to this risk</u>** We: - tested the measurement of items in inventory by carrying out sample-based comparisons with cost prices; - familiarized ourselves with processes in place to identify slow-moving items, those at risk of obsolescence and those whose selling prices were lower than their purchase cost; - checked that items at risk of impairment had been correctly measured, notably by undertaking sample-based comparisons of the cost of products held in inventory with their last known net selling price; - took into account work undertaken as part of the review of development costs in order to identify, where applicable, indicators of impairment on certain products held in inventory. We also assessed the appropriateness of the information provided in the following notes to the consolidated financial statements: 5.4.9, "Inventories and work in progress", 5.7.5, "Inventories" and 5.8.3, "Additions to amortization, depreciation and impairment".

(4) Measurement of amounts payable to customers in connection with sales out allowance (SOA) programs	
<u>Risk identified</u> Since 2020, the Group has run sales out allowance (SOA) programs for its end customers. These programs offer distributors rebates on sales as part of very short-term promotional campaigns, the aim being to help distributors sell off their inventories. The amount allocated to SOA programs has increased significantly since these campaigns were first introduced. The amount of variable consideration linked to campaigns run in the fiscal	**<u>Audit procedures implemented in response to this risk</u>** We: - familiarized ourselves with the processes put in place to measure the liability linked to SOA programs at the balance sheet date; - carried out sample-based testing of the existence, accuracy and completeness of agreements entered into with customers in connection with these

year ended December 31, 2023 totaled €8.5 million in the consolidated financial statements, recognized as a deduction against turnover. The amount of the liability linked to these programs stood at €4.6 million at the balance sheet date. Since the final amount of the variable consideration is not known until after the balance sheet date, the liability at December 31 is estimated based on the expected utilization rate of these programs. That being the case, we paid particularly close attention to the assumptions used by management to estimate the amount of this liability at the year-end. Given the assumptions and the degree of judgement underpinning these estimates, we considered measurement of the liability linked to SOA programs to be a key audit matter.	programs; - checked that the program utilization rate had been correctly assessed, notably by comparing it with actual utilization rates in prior periods; - met with the finance and sales administration departments to determine the reasonableness of key data and assumptions relied on when estimating the amount of the liability. We also assessed the appropriateness of the information provided in notes 5.4.21 ("Recognition of income") and 5.7.14 ("Other liabilities") to the consolidated financial statements.

Specific checks

In accordance with professional standards applicable in France, we also carried out specific checks required by legislation and regulations on the information about the Group set out in the Board's Management Report. We have no comments as to the accuracy of this information or its consistency with the consolidated financial statements.

Other checks and information required by legislation and regulations

Presentation format of the consolidated financial statements included in the annual financial report

In accordance with professional standards governing statutory auditors' duties in respect of parent company and consolidated financial statements presented in the European Single Electronic Format, we also checked that the presentation of the consolidated financial statements to be included in the annual financial report referred to in section I of Article L.451-1-2 of the French Monetary and Financial Code, prepared under the responsibility of the Chairman and Chief Executive Officer, complies with this format as defined in Commission Delegated Regulation (EU) 2019/815 of December 17, 2018. With regard to the consolidated financial statements, our duties include checking that these financial statements are tagged in the format defined in the aforementioned regulation.

On the basis of our work, we conclude that the presentation of the consolidated financial statements to be included in the annual financial report complies in all material respects with the European Single Electronic Format.

Due to technical limitations inherent in the micro-tagging of consolidated financial statements in accordance with the European Single Electronic Format, it is possible that the content of certain tags in the notes to the consolidated financial statements may not be displayed in the same way as in the consolidated financial statements appended to this report.

Furthermore, it is not our responsibility to check that the consolidated financial statements included by the Company in the annual financial report filed with the AMF correspond to those on which we carried out our work.

Appointment of statutory auditors

We were appointed statutory auditors of Guillemot Corporation at the shareholders' general meetings of May 26, 2004 (PricewaterhouseCoopers Audit) and June 9, 2022 (Toadenn Audit).

As of December 31, 2023, PricewaterhouseCoopers Audit was serving for its twentieth consecutive year and Toadenn Audit for its second year.

Responsibility of management and persons charged with corporate governance as regards the consolidated financial statements

It falls to management to draw up consolidated financial statements that provide a true and fair view in accordance with IFRS as adopted within the European Union, as well as to put in place such internal control arrangements as it deems necessary to be able to prepare consolidated financial statements free from material misstatement, whether as a result of fraud or error.

In preparing the consolidated financial statements, it falls to management to assess the Company's ability to continue to operate, to present in its financial statements any required information pertaining to continuity of operations, and to apply the going concern accounting principle, unless it is planned to wind up the Company or cease operations.

It falls to the audit committee to monitor the financial reporting process and the effectiveness of internal control and risk management systems, as well as, where applicable, internal audit in respect of procedures for preparing and processing accounting and financial information.

The consolidated financial statements were signed off by the Board of Directors.

Statutory auditors' responsibility as regards the audit of the consolidated financial statements

Audit objective and approach

It falls to us to draw up a report on the consolidated financial statements. Our objective is to obtain reasonable assurance that the consolidated financial statements taken as a whole are free of material misstatement. Reasonable assurance means a high level of assurance, though there is no guarantee that an audit carried out in accordance with standards of professional practice will always detect every material misstatement. Misstatements may be the result of fraud or error; they are considered material whenever, taken individually or together, they might reasonably be expected to influence decisions made by the users of the financial statements on the basis of the latter.

As stipulated in Article L.821-55 of the French Commercial Code, our duty to certify the financial statements does not consist of guaranteeing either the Company's viability or the quality of its management.

In the case of an audit conducted in accordance with standards of professional practice applicable in France, the statutory auditors must exercise their judgment throughout the audit.
Furthermore:

- They must identify and assess the risk that the consolidated financial statements might include material misstatements, whether as a result of fraud or error, draw up and implement audit procedures in response to that risk, and gather information they consider a sufficient and appropriate basis for their opinion. The risk of failing to detect a material misstatement resulting from fraud is greater than that of failing to detect a material misstatement resulting from error, since fraud may entail collusion, falsification, deliberate omission, misrepresentation, or the bypassing of internal control.
- They must familiarize themselves with internal control arrangements relevant to the audit so as to be able to define suitable audit procedures (and not so as to express an opinion on the effectiveness of internal control).
- They must assess the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by management, as well as information concerning such policies and estimates provided in the consolidated financial statements.
- They must assess the appropriateness of management's use of the going concern accounting principle and, based on the information gathered, determine whether there is significant uncertainty linked to events or circumstances that could call into question the Company's ability to continue operations. This assessment is based on information gathered up to the date of the auditors' report; it should, however, be borne in mind that subsequent circumstances or events could jeopardize continuity of operation. If the auditors conclude that there is significant uncertainty, they must draw the attention of readers of their report to disclosures in the consolidated financial statements about that uncertainty or, if such disclosures are not made or are not relevant, issue a qualified certification or refuse to qualify the financial statements.
- They must assess the overall presentation of the consolidated financial statements and determine whether they provide a true and fair view of the underlying transactions and events.
- As regards financial information on persons or entities falling within the scope of consolidation, they must gather whatever information they consider a sufficient and appropriate basis for expressing an opinion on the consolidated financial statements. They are responsible for overseeing, supervising and conducting the audit of the consolidated financial statements, as well as for the opinion expressed on those financial statements.

Report to the audit committee

We submit a report to the audit committee setting out, in particular, the extent of our audit and the program of work carried out, as well as our audit findings. We also advise the audit committee of any significant weaknesses in internal control we may have identified pertaining to procedures for preparing and processing accounting and financial information.

Our report to the audit committee includes information about the risk of material misstatements, which we consider most significant for the audit of the consolidated financial statements for the year and which, as such, constitute key audit matters which it is our responsibility to describe in this report.

We also provide the audit committee with the declaration laid down in Article 6 of Regulation (EU) No. 537-2014 confirming our independence, within the meaning of rules applicable in France as laid down, in particular, in Articles L.821-27 to L.821-34 of the French Commercial Code and in the code of professional ethics for statutory auditors. Where applicable, we discuss with the audit committee our independence and the measures put in place to safeguard it.

Nantes and Chantepie, April 23, 2024

The statutory auditors

PricewaterhouseCoopers Audit	Toadenn Audit
Gwenaël Lhuissier	Damien Lepert

➢ PARENT COMPANY FINANCIAL STATEMENTS TO DECEMBER 31, 2023

All amounts are in thousands of euros (€k).

1. BALANCE SHEET

ASSETS	Gross	Amort'n/deprec'n /impair't	Net	Net
(€k)	Dec 31, 2023	Dec 31, 2023	Dec 31, 2023	Dec 31, 2022
Intangible assets	35,598	14,768	20,830	18,637
Property, plant and equipment	11,454	8,517	2,937	3,303
Non-current financial assets	44,112	30,206	13,906	16,062
Non-current assets	**91,164**	**53,491**	**37,673**	**38,002**
Inventories and work in progress	38,911	2,001	36,910	48,527
Advances and progress payments	567	0	567	858
Trade receivables	31,245	0	31,245	28,106
Other receivables	5,801	493	5,308	1,969
Investment securities	7,109	2	7,107	7,158
Forward financial instruments	0	0	0	0
Cash and cash equivalents	21,138	0	21,138	29,685
Prepaid expenses	300	0	300	1,131
Current assets	**105,071**	**2,496**	**102,575**	**117,434**
Deferred expenses	0	0	0	0
Bond redemption premiums	0	0	0	0
Foreign currency translation losses	428	0	428	419
TOTAL ASSETS	**196,663**	**55,987**	**140,676**	**155,855**

LIABILITIES AND EQUITY		
(€k)	Dec 31, 2023	Dec 31, 2022
Share capital	11,617	11,771
Issue, conversion and merger premiums	8,158	10,633
Reserves	68,225	42,927
Retained earnings	0	0
Net income for the year	1,747	29,059
Shareholders' equity	**89,747**	**94,390**
Provisions	1,080	1,129
Borrowings	5,848	10,002
Trade payables	31,648	38,621
Taxes and social security payable	209	551
Payables to fixed asset suppliers	0	0
Other liabilities	7,611	7,264
Forward financial instruments	0	0
Prepaid income	4,246	3,052
Total liabilities	**49,562**	**59,490**
Foreign currency translation gains	287	846
TOTAL LIABILITIES AND EQUITY	**140,676**	**155,855**

2. INCOME STATEMENT

(€k)	Dec 31, 2023	Dec 31, 2022
Turnover	109,863	174,820
Production taken into inventory	-8,041	1,488
Self-constructed assets	4,646	4,953
Reversals of amortization, depreciation and provisions and transfers of expenses	2,736	2,573
Other income from ordinary activities	2,311	4,417
Total operating income	**111,515**	**188,251**
Purchases	48,857	100,878
Changes in inventory	3,493	-10,560
External expenses	41,443	47,105
Taxes and duties	117	367
Employee expenses	403	446
Other expenses	11,039	17,036
Additions to amortization and depreciation	3,486	2,964
Impairment and provisions	1,693	1,884
Total operating expenses	**110,531**	**160,120**
Net operating income	**984**	**28,131**
Income from equity interests	0	0
Net income from disposals of investments	6	17
Other interest and related income	678	167
Reversals of provisions and transfers of expenses	547	4,194
Foreign currency translation gains	14	713
Total financial income	**1,245**	**5,091**
Additions to amort'n, deprec'n & prov'ns on financial items	1	3
Interest and related expenses	106	64
Foreign currency translation losses	138	97
Net expenses on disposals of investment securities	195	107
Total financial expenses	**440**	**271**
Net financial income	**805**	**4,820**
Net income (loss) from ordinary activities	**1,789**	**32,951**
Non-recurring income from management activities	0	0
Non-recurring income from capital transactions	5	0
Reversals of provisions and impairment and transfers of expenses	0	0
Total non-recurring income	**5**	**0**
Non-recurring expenses on management operations	0	5
Non-recurring expenses on capital transactions	5	0
Additions to amortization, depreciation, impairment and provisions	49	0
Total non-recurring expenses	**54**	**5**
Net non-recurring income (expense)	**-49**	**-5**
Profit (loss) before tax	1,740	32,946
Corporate income tax	7	-3,887
Net profit (loss) for the year	**1,747**	**29,059**

3. Notes to the parent company financial statements

The following notes and tables, presented in thousands of euros (€k), form an integral part of the parent company financial statements and constitute the notes to the balance sheet before appropriation of income for the fiscal year ended December 31, 2023. Total assets stood at €140,676k. The income statement showed a profit of €1,747k.

The fiscal year covered the 12-month period from January 1 to December 31, 2023.

3.1 Significant events in the year

The Company generated full-year turnover of €109,863k, down 37% year on year, with sales down 42% at Thrustmaster but up 20% at Hercules.

The Company's customers held high levels of inventory at the beginning of 2023 due to a mismatch between expected strong sales and a market downturn. The Company stepped up its promotional activities over the course of the year to reduce its customers' inventories, which are now well balanced.

The Company recognized €1,825k in sundry operating expenses corresponding to a waiver of receivables granted to its subsidiary Guillemot Electronic Technology (Shanghai) Co. Ltd.

Net income from ordinary activities came in at €984k, compared with €28,131k in the year ended December 31, 2022.

The accounting gross profit margin for 2023 came out at 45%, down 5 percentage points year on year in an inflationary and highly competitive environment.

At the same time, total operating expenses fell 17%. The Company increased its investment in research and development to €9.0 million in 2023, equating to 8.4% of turnover.

Net income totaled €1,747k, compared with €29,059k a year earlier.

Shareholders' equity stood at €89,747k at December 31, 2023.

Net debt at December 31, 2023 was negative at -€20,351k, compared with -€24,782k a year earlier. The Company ended the year with positive net cash of €28,245k and debt of €7,894k.

3.2 Accounting principles

The Guillemot Corporation S.A. parent company financial statements have been prepared in accordance with accounting principles generally accepted in France based on the French general chart of accounts (ANC Regulation 2014-03 on the French general chart of accounts).

Property, plant and equipment and intangible assets have been tested for impairment in accordance with the guidelines laid down in Articles 214-15 and 214-19 of the French general chart of accounts.

Generally accepted accounting principles have been applied, in keeping with the principle of prudence, in accordance with the following basic assumptions:

- Going concern basis
- Consistency of accounting policies from one accounting period to the next
- Use of the accruals concept

The accounting principles adopted also comply with general rules governing the preparation and presentation of the annual financial statements.

The basic method used to measure items recognized in the financial statements is the historical cost method.

3.3 Accounting principles and policies

Purchase costs for property, plant and equipment, intangible assets and non-current financial assets are recognized directly in expenses.

3.3.1 Intangible assets

Goodwill

Goodwill includes all intangible items (customers, market share, expertise, etc.) acquired by the Company enabling it to carry on its business and continue to expand.

The present value of goodwill is reviewed at each balance sheet date by comparing market value with value in use.

Market value is the amount that could be obtained by selling an asset in an arm's length transaction. Value in use is determined on the basis of expected cash flows.

Goodwill is impaired if the carrying amount is greater than the higher of market value and value in use.

Brands

Brands acquired by the Company have an indefinite life.

Brands acquired by the Company are tested for impairment at each balance sheet date. An impairment loss is recognized if their net carrying amount is greater than the higher of market value and value in use at the balance sheet date.

In the absence of a deep market for brands in the Company's industry sector, market values are not used. That being the case, the value in use of brands increases in line with the present value of future cash flows expected from the asset in question.

Research and development costs

Research costs are expensed as incurred.

In accordance with ANC Regulation 2014-03, development costs are recognized in assets if they relate to clearly identifiable individual projects with a very strong chance of technical completion and commercial profitability.

According to the French general chart of accounts, this means the Company's development costs must meet all criteria in relation to the following:

- Technical feasibility of completing the intangible asset before it can be used or sold
- Intention to complete the intangible asset and use or sell it
- Ability to use or sell the intangible asset
- How the intangible asset will generate probable future economic benefits
- Availability of adequate technical, financial and other resources to complete the project
- Development and use or sale of the intangible asset
- Ability to reliably measure expenses attributable to the intangible asset during its development

Development costs are amortized over the useful life of the asset in question, with the proviso that the amortization period may not in any event exceed ten years.

Patents and software
Patents and software are amortized over their actual useful life.

3.3.2 Property, plant and equipment

Property, plant and equipment are recognized at historical cost. Depreciation rates are based on the probable useful life of each asset, as follows:

- Buildings: 10-20 years on a straight-line basis
- Fixtures: 1-20 years on a straight-line basis
- Plant: 1-10 years on a straight-line basis

3.3.3 Non-current financial assets

Equity investments

Equity investments consist of long-term investments securing control or significant influence over or establishing a business relationship with the issuing company. They are recognized at cost.

The book value of financial assets is the average price over the last month in the period for listed securities. Where book value is lower than purchase cost, an impairment loss is recognized. Treasury shares held for retirement are not impaired.

The book value of each investment is assessed on the basis of the share of the Company's net assets and future outlook. Where this value is less than the recorded value, an impairment loss is recognized for the difference.

Other non-current financial assets

Other non-current financial assets consist of securities other than equity interests that the entity neither intends nor is able to resell in the near future, loans granted pursuant to contractual provisions and non-commercial receivables treated as loans (guarantees and deposits).

3.3.4 Inventories and work in progress

Inventories and work in progress are measured on the basis of cost of supply. The gross amount of such inventories includes their purchase price and any incidentals.

Inventory is measured using the first in, first out (FIFO) method.

An impairment loss is recognized whenever the purchase cost of inventory is greater than its market value.

Borrowing costs are always excluded from inventory valuations. An impairment loss is recognized whenever the value of inventory is greater than its probable realizable value less costs to sell. Impairment tests are carried out annually and probable realizable value is calculated on the basis of observed and expected sales performance and market prices. The Company uses a number of indicators to analyze products that might potentially be at risk: rotation rates, sales, inventory levels, gross profit margin, open orders, business outlook, return requests, market share, competitor products, etc. Products are mainly analyzed individually so as to identify the risk of impairment as accurately as possible.

3.3.5 Advances and progress payments

Advances and progress payments consist of prepayments made to suppliers in connection with orders. Licenses relate to distribution and reproduction rights acquired from third parties. License agreements may give rise to the payment of guaranteed amounts.

These amounts are recognized in a prepayments and accruals account and expensed as and when products are sold. Where amounts are not recognized in full, an off balance sheet liability is recognized for the outstanding amount.

At each balance sheet date, the amount yet to be expensed is compared with prospective sales and an additional expense is recognized if necessary.

3.3.6 Trade receivables

Trade receivables are measured at nominal value. Receivables are impaired whenever their book value falls below their carrying amount.

If the recognized impairment loss on shares is not sufficient, receivables from subsidiaries are impaired whenever the subsidiary's net position falls below the book value of the investment.

3.3.7 Current account advances

If the recognized impairment loss on shares is not sufficient, current account advances to subsidiaries are impaired whenever the subsidiary's net position falls below the book value of the investment.

3.3.8 Translation of payables and receivables

Foreign currency receivables and payables are translated into euros at the closing exchange rate. The resulting translation adjustment is recognized in a specific balance sheet item. A provision for unhedged liabilities is set aside if translation of foreign currency items results in unrealized losses.

Foreign currency translation adjustments relating to trade receivables and payables (whether provisioned or actual) are recognized in net income from ordinary activities. Foreign currency translation adjustments relating to financial receivables and payables (whether provisioned or actual) are recognized in net financial income.

3.3.9 Investment securities

Shares are measured at their average market price over the last month in the period.

An impairment loss is recognized in respect of any unrealized losses.
Treasury shares held under a share buyback program in accordance with the provisions of Articles L.22-10-62 et seq. of the French Commercial Code aimed at stabilizing market prices are recognized under investment securities.

3.3.10 Cash at bank and in hand

Cash at bank and in hand consists of bank account balances. Foreign currency bank balances are translated into euros at the closing rate and translation adjustments are included in net financial income.

3.3.11 Provisions

Provisions for translation losses on foreign currency trade receivables and payables are recognized in net income from ordinary activities. Provisions on financial receivables and payables are recognized in net financial income (in accordance with ANC Regulation 2015-05).

A provision is recognized whenever the Company has a present obligation (whether legal or implied) resulting from a past event, it is probable that an outflow of resources will be necessary to settle the obligation, and the amount of the obligation can be reliably estimated.

This item also includes provisions for liabilities relating to trade disputes as well as provisions for loss of income on unsold products returned.

3.3.12 Borrowings

Borrowings are recognized in the balance sheet at their redemption value. Borrowing costs are expensed as incurred.

3.3.13 Recognition of income

Turnover consists of all amounts received or due, taking into account the amount of any trade discounts or volume rebates granted by the Company. Product sales are recognized and considered permanent at the delivery date, which corresponds to the date on which the associated risks and rewards are transferred to the buyer. All products sold by the Company are covered by a statutory two-year warranty against defects. In some cases, the warranty obligation is transferred to the customer in exchange for a discounted purchase price.

Furthermore, under its terms and conditions of sale, the Company does not agree to take back unsold goods. In practice, where such agreement is given, the associated cost is deducted from turnover based on actual product returns accepted at the balance sheet date. In cases where management expects additional product returns relating to past sales, the obligation to take back returned products is recognized in provisions for liabilities and charges in the form of a provision for loss of income.

3.3.14 Amounts payable to customers in connection with sales out allowance (SOA) programs

The Company has put in place sales out allowance (SOA) programs for its end customers. These programs offer resellers rebates on sales as part of very short-term promotional campaigns, the aim being to help resellers sell off their inventories.

Guillemot Corporation’s sales department works with each reseller to plan the details of each campaign (products, volumes and percentage rebates). Once the campaign is over, the reseller sends Guillemot Corporation (via the distributor) a breakdown of sales during the promotion for verification and payment of the rebate.

At the balance sheet date, variable consideration in the year linked to SOA campaigns was estimated on the basis of:

(i) the amount that is certain to be paid;

(ii) for campaigns where the outcome in terms of sales and financial impact has not yet been received and verified by the sales team, the amount of consideration most likely to be paid to distributors based on a utilization rate estimated by management. This utilization rate depends on various parameters, including in particular the extent to which distributors have not availed themselves of past campaigns, the type of distributor and the characteristics of the campaign in question.

Estimated amounts are stated in the balance sheet under trade payables.

3.3.15 Segment information

Segment information by business area covers the Hercules and Thrustmaster business segments. Segment information by geographical region is based on the following geographical segments: European Union, North America and Other.

3.3.16 Uncertainty over valuations

In preparing the financial statements, the Company must make certain critical accounting estimates. Management is also required to exercise judgment when applying the Company's accounting policies. Those areas involving the greatest degree of judgment or complexity, and those requiring assumptions and estimates that are material relative to the financial statements, are described in the notes to the financial statements and primarily relate to the recoverable amount of intangible assets and inventories and to discounts on sales.

3.4 Notes to the balance sheet

3.4.1 Intangible assets

Intangible assets are broken down as follows:

Gross amounts	Dec 31, 2022	Increases	Decreases	Dec 31, 2023
Research and development costs	13,682	6,112	0	19,794
Brands and goodwill	11,782	0	0	11,782
Concessions, patents, licenses, brands and software	703	7	0	710
Intangible assets under construction	4,826	4,646	6,160	3,312
TOTAL	**30,993**	**10,765**	**6,160**	**35,598**

Accumulated amortization and impairment	Dec 31, 2022	Increases	Decreases	Dec 31, 2023
Research and development costs	9,986	2,312	0	12,298
Brands and goodwill	1,941	0	0	1,941
Concessions, patents, licenses, brands and software	429	100	0	529
TOTAL	**12,356**	**2,412**	**0**	**14,768**

Net amounts	Dec 31, 2022	Dec 31, 2023
Research and development costs	3,696	7,496
Brands and goodwill	9,841	9,841
Concessions, patents, licenses, brands and software	274	181
Intangible assets under construction	4,826	3,312
TOTAL	**18,637**	**20,830**

Development costs

Development costs consist of all work undertaken by research and development teams to provide the technical components needed for production. These may include employee expenses, external costs such as design, mock-up and prototype costs, samples and workshop testing costs.

Project eligibility (see section 3.3.1, “Research and development expenses”) is reviewed quarterly by the Finance and Technical departments, in agreement with senior management.

The corresponding expenses are debited to “Intangible assets under construction” and credited to “Self-constructed assets”.

Assets are transferred from assets under construction to development costs when released into production. A total of €6,112k was transferred to development costs in 2023. Capitalized costs consisted of €3,642k in connection with Thrustmaster projects and €2,470k in connection with Hercules projects.

The following Guillemot Corporation subsidiaries generate development costs: Hercules Thrustmaster SAS, Guillemot Recherche & Développement Inc., Guillemot Romania Srl and Guillemot Corporation (HK) Ltd. Capitalized costs relate to all Hercules and Thrustmaster product lines.

Development costs capitalized over the period totaled €4,646k relating to development work on Hercules and Thrustmaster projects.

Brands

Brands include the acquired brands Thrustmaster and Hercules. These brands are tested for impairment at each balance sheet date and are measured taking into account future discounted cash flows.

In the absence of a deep market for brands in the Company’s industry sector, the value in use method is not used when measuring brands owned by the Company.

Value in use is the present value of future cash flows expected from an asset – i.e. from its continuing use and removal at the end of its useful life. This is the method used to measure the Group’s brands.

Hercules

The Hercules brand is allocated to the Hercules cash-generating unit (CGU).

Following impairment testing of the Hercules CGU, the value of the Hercules brand was unchanged at December 31, 2023.

The following assumptions are used to test the Hercules CGU for impairment:

- Ratio of net operating income to turnover: 5% for the next five years
- Working capital: increasing over the next four years
- Five-year turnover projections taking into account forecast new product launches and the business cycle (turnover rising 25% a year for the next five years)
- Discount rate: 11%

The Hercules brand has a net balance sheet value of €431k, compared with a purchase cost of €1,431k.

Turnover for the Hercules business declined sharply over the period 2013-2019 with the successive withdrawal of the brand’s ranges of Wi-Fi and CPL products, webcams and multimedia and wireless speakers.

Over the past few years, the business has refocused around audio and DJing products. This refocusing has required substantial investment in R&D and marketing, thus affecting profitability. A new growth cycle began in 2020, with turnover up 59%.

Growth in 2021 came in at 19%, slowed by production delays and shortages of electronic components. Turnover grew 34% in 2022, buoyed by the Inpulse range of controllers. Sales grew a further 20% in 2023, with the brand launching a flagship product, the Inpulse T7 controller.

New listings were secured with major retail chains, which should enable the Company to continue to expand in the DJ controller market over the coming years as the Hercules DJ community continues to grow.

The refocusing of the business around audio and DJ products, the new Stream range of audio controllers launched in late 2023 and the sales growth observed since 2020 support the Company’s assumption of double-digit growth in Hercules’ turnover over the next five years.

A reversal of impairment against the Hercules brand is deemed reasonably possible if operating profitability should exceed 5% over the next three years combined with 25% year-on-year growth in turnover.

Thrustmaster

The Thrustmaster brand is allocated to the Thrustmaster CGU.

Following impairment testing of the Thrustmaster CGU, the value of the Thrustmaster brand was unchanged at December 31, 2023.

The Thrustmaster brand has a net balance sheet value of €9,410k, the same as its purchase cost.

The following assumptions are used in calculating discounted future cash flows for the Thrustmaster cash-generating unit:

- Ratio of net operating income to turnover: 10% for the next five years
- Working capital: increasing slightly over the next three years
- Five-year turnover projections taking into account forecast new product launches and the business cycle (turnover rising 10% a year for the next three years and stable thereafter)
- Discount rate: 11%

Thrustmaster has achieved global recognition and is now a key player in PC and console racing wheels and joysticks, with an installed base that continues to grow. Turnover generated by the brand in 2021 and 2022, together with record operating profitability, highlight the current strong momentum in these markets. 2023 was a transitional year for the brand, with high levels of inventory in distribution networks and fewer new games released.

3.4.2 Property, plant and equipment

Property, plant and equipment is broken down as follows:

Gross amounts	Dec 31, 2022	Increases	Decreases	Dec 31, 2023
Land	219	0	0	219
Buildings and fixtures	3,122	34	0	3,156
Plant and machinery	6,466	1,245	8	7,703
Property, plant and equipment under cor	941	663	1,228	376
TOTAL	**10,748**	**1,942**	**1,236**	**11,454**

Depreciation	Dec 31, 2022	Increases	Decreases	Dec 31, 2023
Land	0	0	0	0
Buildings and fixtures	3,075	12	0	3,087
Plant and machinery	4,370	1,063	3	5,430
TOTAL	**7,445**	**1,075**	**3**	**8,517**

Net amounts	Dec 31, 2022	Dec 31, 2023
Land	219	219
Buildings and fixtures	47	69
Plant and machinery	2,096	2,273
Property, plant and equipment under cor	941	376
TOTAL	**3,303**	**2,937**

Property, plant and equipment under construction consists of production equipment in progress. The reduction in these assets corresponds to a €1,228k transfer to the "Equipment" item. Purchases of equipment consist of molds used in production.

3.4.3 Non-current financial assets

Gross non-current financial assets are broken down as follows:

	Dec 31, 2022	Increases	Decreases	Dec 31, 2023
Equity investments	43,751	10	0	43,761
Other non-current financial assets	2,997	0	2,768	229
Deposits and guarantees	9	114	1	122
TOTAL	**46,757**	**124**	**2,769**	**44,112**

The reduction in other non-current financial assets relates to the liquidity agreement currently in force (€139k) and the retirement of 200,000 treasury shares with a value of €2,629k.

At December 31, 2023, the amount of cash allocated to the liquidity agreement stood at €229k.
Shares bought and sold under the liquidity agreement are recognized under investment securities.

The £114k increase in deposits and guarantees consists of amounts paid to guarantee contracts on behalf of the Guillemot Netherlands B.V. subsidiary.

Equity investments are investments in subsidiaries of Guillemot Corporation.

Equity investments	Dec 31, 2022	Additions	Reversals	Dec 31, 2023
Investments in subsidiaries				
Gross amount	43,751	10	0	43,761
Accumulated impairment	30,695	0	489	30,206
Net	**13,056**	**10**	**489**	**13,555**

Guillemot Netherlands B.V. was formed in December 2022 and is wholly owned by Guillemot Corporation S.A. The value of the subsidiary's shares is €10k.

A €30,206k impairment loss has been recognized against equity investments in the Company's subsidiaries, broken down as follows:

Investments fully impaired:

- Guillemot GmbH (Germany) €15k

Other investments (impaired for their net amount at December 31, 2023):

- Guillemot S.A. (Belgium) €186k
- Guillemot Srl (Italy) €4,868k
- Guillemot Inc. (Canada) €13,020k
- Guillemot Ltd. (United Kingdom) €12,117k

Schedule of subsidiaries

	Currency	Headquarters	Financials (€k)					Carrying amount of investment (€k) [3]		Loans and advances granted (€k)	Guarantees given	Dividends received by Guillemot Corporation S.A.	Observations: impairment applied to loans and advances
			Capital [1]	Shareholders' equity other than capital (including earnings) [1]	% ownership [1]	Turnover excl. tax in last fiscal year [2]	Profit (loss) in last fiscal year [2]	Gross	Net				
Hercules Thrustmaster SAS (France)	EUR	Carentoir	279	2,798	99.42%	9,574	716	288	288	-	-	-	-
Guillemot Administration et Logistique SARL (France)	EUR	Carentoir	222	1,433	99.96%	6,261	190	222	222	-	-	-	-
Guillemot Ltd. (United Kingdom)	GBP	Surrey	9,840	-9,746	99.99%	280	25	12,211	94	-	-	-	-
Guillemot S.A. (Belgium)	EUR	Wemmel	175	55	99.93%	2	1	416	230	-	-	-	-
Guillemot GmbH (Germany)	EUR	Obermichelbach	511	-1,004	99.75%	828	58	15	0	763	-	-	493
Guillemot Corporation (H-K) Ltd. (Hong Kong)	HKD	Hong Kong	1	1,137	99.50%	2,719	113	23	23	-	-	-	-
Guillemot Recherche & Développement Inc. (Canada)	CAD	Montreal	1,134	816	99.99%	1,591	64	1,257	1,257	-	-	-	-
Guillemot Inc. (United States)	USD	Sausalito	90	87	99.99%	0	-3	8	8	-	-	-	-
Guillemot Inc. (Canada)	CAD	Montreal	32,878	-19,509	74.89%	37,237	521	23,032	10,012	-	-	-	-
Guillemot SRL (Italy)	EUR	Milan	10	45	100.00%	250	10	4,923	55	-	-	-	-
Guillemot Romania Srl (Romania)	RON	Bucharest	15	243	100.00%	1,031	48	20	20	-	-	-	-
Guillemot Spain SL (Spain)	EUR	Madrid	3	84	100.00%	285	12	3	3	-	-	-	-
Guillemot Electronic Technology (Shanghai) Co. Ltd.	RMB	Shanghai	191	156	100.00%	4,000	1,100	198	198	21	-	-	-
Guillemot Innovation Labs (France)	EUR	Carentoir	1,135	128	100.00%	785	101	1,135	1,135	-	-	-	-
Guillemot Netherlands (Netherlands)	EUR	Utrecht	10	4	100.00%	47	4	10	10	10	-	-	-

(1) Converted at the closing exchange rate.
(2) Converted at the monthly average exchange rate.
(3) Purchase cost.

3.4.4 Inventories

Inventories are broken down as follows:

Inventories	Gross Dec 31, 2022	Change in inventories (outcome)	Gross Dec 31, 2023
Packaging materials in inventory	82	14	68
Finished products	32,356	8,041	24,315
Raw materials and work in progres	18,007	3,479	14,528
TOTAL	**50,445**		**38,911**

Accumulated impairment	Gross Dec 31, 2022	Increases	Decreases	Gross Dec 31, 2023
Packaging materials in inventory	0	0	0	0
Finished products	1,188	375	315	1,248
Raw materials and work in progres	730	237	214	753
TOTAL	**1,918**	**612**	**529**	**2,001**
Total net inventories	**48,527**			**36,910**

Inventories consist of electronic components and sub-assemblies as well as finished products. An impairment loss is recognized whenever the value of inventory is greater than its market value.

The value of net inventories stood at €36,910k at December 31, 2023, down 24% from December 31, 2022. This reduction in inventories reflects the Company's desire to match inventory levels to sales while maintaining an optimal level of inventories to avoid products being out of stock.

Impairment in the year mainly related to products in the Thrustmaster range.

3.4.5 Advances and progress payments

Advances and progress payments consist of prepayments on orders paid to suppliers. Prepayments totaled €567k at the year-end, down 34% from the position at December 31, 2022.

3.4.6 Trade receivables

Trade receivables are broken down as follows:

	Gross Dec 31, 2023	Accumulated impairment Dec 31, 2023	Net Dec 31, 2023	Net Dec 31, 2022
Trade receivables	31,245	0	31,245	28,106
TOTAL	**31,245**	**0**	**31,245**	**28,106**

Trade receivables totaled €31,245k at December 31, 2023, compared with €28,106k a year earlier.

At December 31, 2023, the majority (95%) of trade receivables were covered by a credit insurance policy.

At December 31, 2023, all trade receivables were covered by this credit insurance policy with the exception of the Company's top customer, a major e-commerce operator, which is intentionally excluded from this cover in certain countries.

3.4.7 Receivables and payables

Receivables and payables are broken down as follows:

RECEIVABLES MATURITY SCHEDULE	At Dec 31, 2023 Gross amount	< 1 yr	> 1 yr
Operating receivables			
Amounts receivable from suppliers	297	297	0
Trade receivables	31,245	31,245	0
Government (VAT credits, sundry)	4,731	4,731	0
Group and affiliates	773	0	773
Prepaid expenses	300	300	0
TOTAL	**37,346**	**36,573**	**773**

Current account advances totaling €773k relate to the Guillemot GmbH subsidiary (Germany) and Guillemot Netherlands B.V. Government receivables mainly consist of VAT receivables (€1,905k) and corporate income tax receivables (€2,698k).

PAYABLES MATURITY SCHEDULE	At Dec 31, 2023 Gross amount	< 1 yr	> 1 yr	> 5 yrs
Borrowings from credit institutions	5,792	3,345	2,447	0
Bond issue	0	0	0	0
Medium-term bank loans	56	0	0	56
Bank overdrafts and foreign currency advances	0	0	0	0
Trade payables	31,648	31,648	0	0
Taxes and social security payable	209	209	0	0
Other liabilities	5,565	5,565	0	0
Payables to fixed asset suppliers	0	0	0	0
Group and affiliates	2,046	0	0	2,046
Prepaid income	4,246	4,246	0	0
TOTAL	**49,562**	**45,013**	**2,447**	**2,102**
Borrowings taken out during the period	0			
Reduction in borrowings via conversion of bonds	0			
Reduction in borrowings via repayment	4,143			
Debts owed to individuals	0			

At the balance sheet date, Guillemot Corporation S.A. had fixed-rate borrowings from financial institutions totaling €5,792k.

The Company repaid borrowings of €4,143k over the period.

At December 31, 2023, the Company had no bank borrowings in currencies other than the euro.

Medium-term bank loans totaling €55k correspond to security deposits in connection with leases.

Other liabilities mainly consist of credit notes granted to customers (returned goods, end-of-year rebates, etc.) and licensing fees.

Current account advances granted by Guillemot Recherche & Développement Inc. (Canada) and Guillemot Innovation Labs SAS (France) total €956k and €1,090k respectively.

	Dec 31, 2023	Dec 31, 2022
Borrowings		
Bond issue	0	0
Borrowings and debts with credit institutions	5,792	9,946
Borrowings and financial liabilities	56	56
Current account advances	2,046	2,059
	7,894	**12,061**
Cash and cash equivalents		
Net investment securities	7,107	7,158
Cash and cash equivalents	21,138	29,685
	28,245	**36,843**
Net debt	**-20,351**	**-24,782**

The Company's net debt is negative at -€20,351k.

3.4.8 Investment securities

This item includes 49,731 treasury shares with a net value of €340k. The Company also owns 443,874 Ubisoft Entertainment S.A. shares, representing 0.35% of the share capital, with a purchase cost of €6,767k.

	Gross	Accumulated impairment	Net	Net
	Dec 31, 2023	Dec 31, 2023	Dec 31, 2023	Dec 31, 2022
Investment securities	6,767	0	6,767	6,767
Treasury shares	342	2	340	391
TOTAL	**7,109**	**2**	**7,107**	**7,158**

The book value of treasury shares and Ubisoft Entertainment S.A. shares totaled €340k and €10,688k at the year-end respectively.

3.4.9 Cash at bank and in hand

	Dec 31, 2023	Dec 31, 2022
Cash and cash equivalents	21,138	29,685
Bank loans and overdrafts	0	-17
Net bank balance	**21,138**	**29,668**

3.4.10 Accrued and deferred items

Assets

	Dec 31, 2023	Dec 31, 2022
Prepaid expenses	300	1,131
Deferred expenses	0	0
Bond redemption premiums	0	0
Foreign currency translation losses	428	419
TOTAL	**728**	**1,550**

Prepaid expenses mainly consist of services not delivered at December 31, 2023.

Foreign currency translation losses mainly arise when calculating the present value of foreign currency receivables and payables at the closing exchange rate. A provision has been set aside for unrealized losses.

Liabilities

	Dec 31, 2023	Dec 31, 2022
Prepaid income	4,246	3,052
Foreign currency translation gains	287	846
TOTAL	**4,533**	**3,898**

Prepaid income mainly consists of products not shipped at December 31, 2023.

Foreign currency translation gains mainly arise when calculating the present value of foreign currency receivables and payables.

3.4.11 Accrued income

	Dec 31, 2023	Dec 31, 2022
Credit notes receivable from suppliers	290	250
Unbilled revenue from customers	117	103
TOTAL	**407**	**353**

3.4.12 Accrued expenses

	Dec 31, 2023	Dec 31, 2022
Interest on borrowings and financial liabilities	6	28
Accrued customer invoices	16,134	23,543
Accrued supplier credit notes	1,947	1,967
Taxes and social security payable	33	386
Accrued expenses	3,305	2,997
TOTAL	**21,425**	**28,921**

Accrued customer invoices relate to suppliers of goods and services. The decrease mainly relates to the decline in the Company's sales in 2023.

Accrued expenses relate to suppliers of licenses.

3.4.13 Information about related-party transactions

The Company is owned by Guillemot Brothers SAS (15.15%), the Guillemot family (53.58%), Guillemot Corporation S.A. (0.33%) and members of the public (30.94%).

The main related parties are Guillemot Brothers SAS and members of the Guillemot family controlling the issuer, subsidiaries (see the schedule of subsidiaries in section 3.4.3) and the Ubisoft Entertainment group, in which members of the Guillemot family hold significant voting rights.

Transactions with related parties are entered into at arm's length.

3.4.14 Provisions and impairment

		Increases	Decreases		
Provisions	**At Dec 31, 2022**		**Used**	**Unused**	**At Dec 31, 2023**
For foreign exchange risk	419	428	419	0	428
For product returns	710	652	710	0	652
Total	**1,129**	**1,080**	**1,129**	**0**	**1,080**

Provisions for exchange rate risk arise when updating foreign currency receivables and payables at the year-end exchange rate. The decrease in the provision for product returns was the result of updating estimates of the number of products returned.

		Additions	Reversals	
Accumulated impairment	**At Dec 31, 2022**	**Increases**	**Decreases**	**At Dec 31, 2023**
Non-current financial assets	30,695	0	489	30,206
Other non-current financial assets	0	0	0	0
Inventories	1,918	612	529	2,001
Trade receivables	775	0	775	0
Intangible assets	1,941	0	0	1,941
Other impairment	553	0	58	495
Total	**35,882**	**612**	**1,851**	**34,643**

Impairment of inventories relates to products in both the Hercules and Thrustmaster ranges. The Company has recognized impairment losses against its subsidiaries for the amount of their net positions, taking into consideration the prospect of recovering those assets (€30,206k in equity investments and €493k in current account advances).

The Company has recognized impairment of €1,000k against the Hercules brand and €941k against goodwill.

3.4.15 Share capital

	Number of shares	Par value	Amount
At Dec 31, 2022	15,287,480	0.77	11,771,359.60
Exercise of stock options	0	0.77	0.00
Reduction in capital through retirement of treasury shares	-200,000	0.77	-154,000.00
At Dec 31, 2023	**15,087,480**	0.77	**11,617,359.60**

The share capital consists of 15,087,480 shares with a par value of €0.77 each.

Treasury shares account for 0.33% of the total share capital.

At its meeting of January 25, 2023, the Board of Directors decided to reduce the Company's share capital by retiring 200,000 treasury shares.

Statement of changes in equity

(€k)	Balance before appropriation of income for fiscal year to Dec 31, 2022	Appropriation of income for fiscal year to Dec 31, 2022	After appropriation of income for fiscal year to Dec 31, 2022	Reduction in share capital on Jan 25, 2023	Dividends paid	Earnings in fiscal year to Dec 31, 2023	Balance at Dec 31, 2023
Share capital	11,771	0	11,771	-154	0	0	11,617
Issue and conversion premiums	10,514	0	10,514	-2,356	0	0	8,158
Merger premiums	119	0	119	-119	0	0	0
Legal reserve	1,177	0	1,177	0	0	0	1,177
Other reserves	41,750	25,298	67,048	0	0	0	67,048
Retained earnings	0	0	0	0	0	0	0
Associates – Dividends payable	0	3,761	3,761	0	-3,761	0	0
Earnings	29,059	-29,059	0	0	0	1,747	1,747
TOTAL	**94,390**	**0**	**94,390**	**-2,629**	**-3,761**	**1,747**	**89,747**

Maximum potential number of shares to be created:

Via exercise of options: 160,400.

Stock option plans in force:

	Plan no. 11
Date of Board meeting	Dec 3, 2021
Number of shares	193,950
Par value	0.77 €
Subscription price	14.44 €
Exercise date	rom Dec 3, 2023
	to Dec 3, 2031
Number of shares subscribed	0
- o/w during fiscal year 2023	0
Stock options cancelled or lapsed	33,550
Stock options outstanding	160,400
Options available for exercise at Dec 31, 2023	160,400

The first ten stock option plans have all lapsed.

3.4.16 Advances and loans to senior executives

In accordance with Article L.225-43 of the French Commercial Code, no loans or advances have been granted to senior executives of the Company.

3.5 Notes to the income statement

3.5.1 Breakdown of turnover

The Hercules business segment includes the following product ranges: DJ controllers, DJ speakers, DJ headphones and DJ software.

The Thrustmaster business segment includes the following gaming accessories for PCs and consoles: racing wheels, gamepads, joysticks and gaming headsets.

By geographical region (€k)	Dec 31, 2023	Dec 31, 2022
European Union	61,179	96,575
North America	27,754	43,257
Other	20,930	34,988
TOTAL	**109,863**	**174,820**
By segment (€k)	**Dec 31, 2023**	**Dec 31, 2022**
Thrustmaster	94,956	162,402
Hercules	14,907	12,418
TOTAL	**109,863**	**174,820**

Turnover from French customers totaled €9,164k in 2023, equating to 8% of total turnover.

The top customer accounted for 27% of the Company's turnover.

3.5.2 Production taken into inventory

Production taken into inventory is as follows:

	Dec 31, 2023	Dec 31, 2022
Production taken into inventory	-8,041	1,488
Total	**-8,041**	**1,488**

3.5.3 Self-constructed assets

Self-constructed assets are as follows:

	Dec 31, 2023	Dec 31, 2022
Self-constructed assets	4,646	4,953
Total	**4,646**	**4,953**

Costs associated with projects meeting the specified capitalization criteria are capitalized. Transfers from expenditure to "Intangible assets under construction" with effect from the date on which the capitalization criteria are met gave rise to operating income from ordinary activities totaling €4,646k in the fiscal year.

3.5.4 Other operating income from ordinary activities

	Dec 31, 2023	Dec 31, 2022
Reversals of impairment and provisions	2,433	2,197
Transfers of expenses	303	376
Other income	2,311	4,417
Total	**5,047**	**6,990**

Reversals of impairment and provisions consist of €529k in inventories, the reversal of a €710k provision for product returns and the reversal of a €419k provision for unrealized foreign exchange losses on trade receivables and payables.

The Company reversed the full amount of the impairment loss on the trade receivables of its subsidiary Guillemot Electronic Technology (Shanghai) Co. Ltd., in the amount of €775k, following the €1,825k waiver of receivables granted to the latter in November 2023.

Transfers of expenses totaling €303k consist of expenses rebilled to third parties, subsidiaries (€224k) and insurance benefits received (€79k).

Other income mainly consists of revenue from property leases (€222k) and foreign exchange gains on trade receivables and payables (€1,973k).

3.5.5 Purchases consumed

	Dec 31, 2023	Dec 31, 2022
Purchases of goods for resale	0	0
Purchases of raw materials	48,857	100,878
Changes in inventory	3,493	-10,560
Total	**52,350**	**90,318**

3.5.6 Other expenses from ordinary activities

Other expenses from ordinary activities are broken down as follows:

	Dec 31, 2023	Dec 31, 2022
Other purchases and external expenses	41,443	47,105
Other expenses	11,039	17,036
Total	**52,482**	**64,141**

Other external expenses mainly consist of the following:

- Transportation costs totaling €2,193k.
- Subsidiary subcontracting costs totaling €20,165k.
- Development costs not meeting the capitalization criteria, permanently recognized in expenses for a total of €4,586k in respect of 2023.
- Marketing and advertising expenses totaling €8,481k. This amount includes €2,080k in advertising expenses corresponding to sales out allowance (SOA) programs put in place by the Company for its end customers, consisting of €5,682k for campaigns in 2023 less €3,602k of unused provisions set aside at end 2022 and reversed in 2023. A payable of €4,620k is recognized in trade payables in respect of these programs (compared with €5,387k at December 31, 2022).

Other expenses from ordinary activities mainly consist of licensing fees totaling €7,601k, compared with €13,389k in the year to December 31, 2022. Operating licenses are expensed as and when the licensed products are sold. The main amounts under the "Licenses" item relate to current partnerships in connection with Microsoft® and Sony® consoles.

The Company recognized €77k in unrecoverable receivables more than three years old and €1,825k in sundry expenses corresponding to a waiver of receivables granted to its subsidiary Guillemot Electronic Technology (Shanghai) Co. Ltd.

Foreign exchange losses on trade receivables and payables totaled €1,433k.

The Company paid €103k to the directors in the fiscal year in consideration of their activities.

3.5.7 Employee expenses

	Dec 31, 2023	Dec 31, 2022
Wages and salaries	316	349
Social security contributions	87	97
Total	**403**	**446**

At December 31, 2023, the workforce consisted solely of the executive directors, whose total gross compensation in respect of their executive duties came to €404k.

3.5.8 Additions to amortization, depreciation, impairment and provisions

	Dec 31, 2023	Dec 31, 2022
Amortization of intangible assets	2,412	2,074
Depreciation of property, plant and equipment	1,074	890
Impairment of current assets	613	755
Provisions for liabilities and charges	1,080	1,129
Total	**5,179**	**4,848**

Amortization of intangible assets mainly relates to development costs capitalized from the date of production of the asset in question, totaling €2,312k in the year.

Depreciation of property, plant and equipment mainly consists of €1,054k in depreciation of molds used in production.

Impairment of inventory relates to products in both the Hercules and Thrustmaster ranges (€68k and €545k respectively).

Provisions for liabilities and charges consist of €652k in respect of product returns and €428k in respect of unrealized foreign exchange losses.

3.5.9 3.5.9 Net financial income

	Dec 31, 2023	Dec 31, 2022
Income from equity interests	0	0
Total other financial income	**0**	**0**
Reversals of provisions and transfers of expenses	547	4,194
Additions to amort'n, deprec'n & prov'ns on financial	1	3
Total additions to and reversals from prov'ns	**546**	**4,191**
Foreign currency translation gains	14	713
Foreign currency translation losses	138	97
Total translation adjustments	**-124**	**616**
Net income from disposals of investment securities	6	17
Net expenses on disposals of investment securities	195	107
Income from disposals of investment securities	**-189**	**-90**
Other interest and related income	678	167
Interest and related expenses	106	64
Total interest income and expenses	**572**	**103**
TOTAL	**805**	**4,820**

Financial risks are as follows:

- Liquidity risk: At December 31, 2023, the Company's borrowing and bank financing facilities were not fully utilized, with net debt negative at -€20,351k.

At December 31, 2023, based on the average price in December 2023, the fair value of the Company's portfolio of investment securities stood at €11,028k.

- Market risk: Fluctuations in the market price of shareholdings affect the Company's earnings. Over 2023, a 10% decrease in the price of the Company's shares (relative to their price at December 31, 2023) would have reduced net financial income by €34k.

At March 21, 2024, the closing price of Ubisoft Entertainment shares was €19.015, down 21.03% relative to their price at December 31, 2023.

- Interest rate risk: Based on the Company's outstanding unhedged floating-rate financial liabilities at December 31, 2023, a 1% annual increase in interest rates would have had no impact on net financial income, since the Company had no floating-rate financial liabilities at December 31, 2023.

- Foreign exchange risk: A breakdown of the Company's foreign currency assets and liabilities at December 31, 2023 (unhedged amounts only – i.e. those exposed to exchange rate fluctuations) is set out below.

Foreign currency amounts exposed to upward or downward exchange rate fluctuations:

(€k)	USD	GBP	CAD
Assets	20,359	1,640	0
Liabilities	15,208	135	2,557
Net position before hedging	5,151	1,505	-2,557
Off balance sheet position	0	0	0
Net position after hedging	5,151	1,505	-2,557

Based on foreign currency values exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in US dollar exchange rates would give rise to an operating loss of €163k and a financial loss of €303k.

Based on foreign currency amounts exposed to exchange rate fluctuations at December 31, 2023, a 10% annual decrease in the value of sterling would give rise to an operating loss of €168k and a financial loss of €5k.

Based on foreign currency amounts exposed to exchange rate fluctuations at December 31, 2023, a 10% annual increase in the value of the Canadian dollar would give rise to an operating loss of €79k and a financial loss of €96k.

The impact of exchange rate fluctuations on other currencies is not material.

For all major players in the multimedia industry transacting in US dollars, no one manufacturer has a competitive advantage that would result in increased market share. Since all industry players index-link their selling prices to cost prices in US dollars, selling prices rise and fall in line with cost prices.

The main currency for purchases of hardware and accessories is the US dollar. The trading currency in the United States, Canada and all other countries outside Europe is also the US dollar. In Europe, the Company mainly sells its products in euros. Rapid currency fluctuations, and in particular declines in the value of the US dollar, may result in lower selling prices for the Company's products, thus impacting the value of inventories. Conversely, given the seasonal nature of the Company's business, if the US dollar were to rise sharply during the second half of the year, the Company would not be able to adjust its selling prices to reflect the full extent of such an increase, which could therefore have a temporary adverse impact on the Company's gross margin. However, to limit the Company's foreign exchange risk, Guillemot Corporation S.A. hedges against currency fluctuations by buying spot currency and currency futures and options.

No hedging contracts were in force at December 31, 2023.

Furthermore, growth in the Company's export sales over the past few years has boosted its natural hedging and significantly lowered its foreign exchange risk.

- Credit risk: Credit risk is the risk of financial loss should a customer fail to meet its contractual obligations. The Company manages this risk by taking out credit insurance covering 95% of the overall risk. Since the Company uses wholesalers and top-tier e-tailers, it has only a limited number of direct customers. In a few cases, the Company is obliged to grant additional credit where its insurance cover is considered clearly unsuitable.

Reversals and impairment of financial assets

Due to financial difficulties experienced by certain subsidiaries of Guillemot Corporation S.A., the Company has recognized impairment losses against some of its subsidiaries in the course of previous fiscal years. Impairment losses have been recognized or reversed against the net position of equity investments or current account advances at December 31, 2023.

With respect to equity investments, the Company has recognized the following:

- A €198k reversal of an impairment loss on its investment in its subsidiary Guillemot Electronic Technology (Shanghai) Co. Ltd (China)
- A €26k reversal of an impairment loss on its investment in its subsidiary Guillemot Ltd. (United Kingdom)
- A €255k reversal of an impairment loss on its investment in its subsidiary Guillemot Inc (Canada)
- A €10k reversal of an impairment loss on its investment in its subsidiary Guillemot SRL (Italy)

With respect to current account advances, the Company has recognized the following:

- A €58k reversal of an impairment loss on current account advances to its subsidiary Guillemot GmbH (Germany)

Net income and expenses on disposals of investment securities
Guillemot Corporation S.A. recognized a €189k loss on the disposal of treasury shares under the liquidity agreement in force.

Interest income and expenses
Interest income mainly consists of interest on current account advances to subsidiaries (€14k) and interest on bank investments and other financial products (€606k).

Financial income also includes €58k in respect of a current account advance to subsidiary Guillemot GmbH (Germany) with a clawback provision, which was reinstated in the balance sheet after being waived by the parent company in 2004.

Interest expenses on borrowings and bank loans totaled €64k. Interest expenses on current accounts totaled €42k.

3.5.10 Net non-recurring income

Net non-recurring income includes extraordinary items and items that are unusual by virtue of their amount or their impact on day-to-day business.

	Dec 31, 2023	Dec 31, 2022
Non-recurring income from management activities	0	0
Non-recurring income from capital transactions	5	0
Reversals of provisions and transfers of expenses	0	0
Total non-recurring income	**5**	**0**
Non-recurring expenses on management activities	0	5
Non-recurring expenses on capital transactions	5	0
Exceptional additions to amort'n, deprec'n & prov'ns	49	0
Total non-recurring expenses	**54**	**5**
TOTAL	**-49**	**-5**

Development costs no longer meeting the capitalization criteria were removed from the balance sheet and exceptional amortization of €49k was recognized at December 31, 2023.

3.5.11 Corporate income tax

Profit to Dec 31, 2023		Current	Exceptional	Net
Tax basis		763	-49	714
Tax loss carryforwards		-763	49	-714
Tax due	25.00%	0	0	0
Tax credits		-7	1	-6
Social security contribution on profits	3.30%	0	0	0
Net income tax		-7	1	-6

Increases and decreases in future taxes payable consist of expenses that are temporarily non-deductible (to be deducted the following year):

- Currency fluctuations: €715k
- Impairment in respect of product returns: €652k

Schedule of tax loss carryforwards

Year	Tax loss carryforwards
2005	5,638
2006	1,229
2009	565
2011	2,410
2012	357
2013	1,425
2014	1,272
2016	1,892
2019	1,457
TOTAL	**16,245**

3.5.12 Average workforce

	Total	Management	Non-management
Dec 31, 2023	5	5	0

At December 31, 2023, the workforce consisted solely of the executive officers.

3.5.13 Financial commitments

Letters of intent
Letters of support in favor of Guillemot GmbH (Germany), Guillemot Electronic Technology (Shanghai) Co. Ltd., Guillemot Ltd. and Guillemot Spain SL (Spain) confirming the Company's confidence, as owner, in these companies' continued operation.

Discounted bills not yet due
None.

Documentary credits outstanding
€1,069k.

Lump sum retirement allowances
Since the workforce consists solely of the executive officers, no lump sum retirement allowances are due.

Guaranteed amounts in respect of licenses
€1,362k

Commitments received
Guillemot Corporation S.A. has waived €6,000k in current account advances to its subsidiary Guillemot GmbH (Germany).

This waiver is accompanied by a clawback provision whereby repayments by the subsidiary may not exceed 50% of its annual net profit once it has returned to profit. Since Guillemot GmbH (Germany) made a profit in 2023, taking into account the repayment terms Guillemot Corporation S.A. added back a total of €58k to balance sheet assets. The remaining €5,492k will gradually be repaid in future years at a rate of 50% of annual net profit.

Commitments received in respect of operating activities: bank guarantees totaling €764k.

3.5.14 Executive compensation

The executive officers (Claude Guillemot, Michel Guillemot, Yves Guillemot, Gérard Guillemot and Christian Guillemot) are compensated for their duties as Chairman and Chief Executive Officer or Deputy Chief Executive Officer. They do not have employment contracts with the Company. The Company paid total gross compensation of €404k to the executive officers in the fiscal year.

Furthermore, no variable compensation was allotted to the Chairman and Chief Executive Officer or any of the Deputy Chief Executive Officers in respect of the fiscal year ended December 31, 2023.

The Company paid Board members a total of €103k in the fiscal year in respect of their duties. This amount includes €43k paid to independent directors.

No specific pension scheme was put in place for the corporate officers. The Company has not entered into any commitment with regard to compensation, allowances or benefits that are or may be due by reason of or subsequent to the assumption or cessation of duties. No compensation was paid under any incentive or bonus plan. No stock options were allotted.

3.5.15 Parent company

Guillemot Corporation S.A., 2 Rue du Chêne Héleuc, 56910 Carentoir, France

3.6 Subsequent events

None.

3.7 Proposed appropriation of income

		(€)	(€)
Sources			
Retained earnings brought forward			
Earnings for fiscal year ended Dec 31, 2023			1,747,000.39
O/w net income from ordinary activities after tax:	*1,796,453.16*		
Deduction from reserves			
Appropriations			
Appropriations to reserves:			
- Statutory reserve			
- Special reserve for long-term capital gains			
- Other reserves		1,747,000.39	
Dividends			
Other appropriations:			
- To issue premiums			
- To contribution premiums			
- To conversion premiums			
Retained earnings			
TOTAL		**1,747,000.39**	**1,747,000.39**

3.8 Auditors' fees

Fiscal year 2023 (€)	**PricewaterhouseCoopers Audit**	%	**Toadenn Audit**	%
Certification of the financial statements	83,576	100%	73,416	100%
Services other than certification of the financial statements	0	0%	0	0%
TOTAL	83,576	100%	73,416	100%

Fiscal year 2022 (€)	**PricewaterhouseCoopers Audit**	%	**Toadenn Audit**	%
Certification of the financial statements	89,597	100%	69,920	100%
Services other than certification of the financial statements	0	0%	0	0%
TOTAL	89,597	100%	69,920	100%

3.9 Evaluation and description of the financial impacts of environmental risks

The Company operates in the PC and console accessories sector.

The Company has not entered into any environmental commitments (either to reduce its products' environmental footprint or to use only renewable energy).

In drawing up the financial statements, the Company has taken into account the impact of climate change. These considerations did not have a material impact on the judgments and estimates used in preparing financial reporting in 2023.

4. STATUTORY AUDITORS' REPORT ON THE PARENT COMPANY FINANCIAL STATEMENTS

Fiscal year ended December 31, 2023

The Shareholders
GUILLEMOT CORPORATION
2 RUE DU CHÊNE HÉLEUC
56910 CARENTOIR

Opinion

Pursuant to the engagement entrusted to us at your shareholders' general meeting, we have audited Guillemot Corporation's parent company financial statements for the fiscal year ended December 31, 2023, as appended to this report.

We certify that, in light of French generally accepted accounting principles, the parent company financial statements are in order and in good faith, and provide a true and fair view of performance over the last year as well as the financial position and assets of the Company at the year-end.

The opinion set out above is consistent with the content of our report to the audit committee.

Basis for our opinion

Audit standards

We have carried out our audit in accordance with professional standards applicable in France. We consider that the evidence we have collected forms an adequate and appropriate basis for our opinion.

The responsibilities that fall to us by virtue of these standards are set out in the section of this report titled "Statutory auditors' responsibilities as regards the audit of the parent company financial statements".

Independence

We conducted our audit in compliance with the independence rules laid down in the French Commercial Code and the code of professional ethics for statutory auditors over the period from January 1, 2023 to the date on which we issued our report. In particular, we did not provide any prohibited services as laid down in the first paragraph of Article 5 of Regulation (EU) No. 537/2014.

Basis for our conclusions and key audit matters

Pursuant to the provisions of Articles L.821-53 and R.821-180 of the French Commercial Code on the basis for our conclusions, we wish to draw your attention to key audit matters relating to risks of material misstatement which, in our opinion, were greatest for the audit of the parent company financial statements for the year, as well as our response to those risks.

Our assessment of these matters forms an integral part of our audit of the parent company financial statements taken as a whole, and thus forms part of the basis for our opinion expressed above. We have no opinion to express on any part of these parent company financial statements taken on its own.

<table>
<tr><th colspan="2">(1) Measurement of brands</th></tr>
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Risk identified

Brands acquired by Guillemot Corporation are considered as having an indefinite life; accordingly, they are not amortized.

At December 31, 2023, brands with an indefinite life were recognized in the balance sheet at a net carrying amount of €9.8 million, or around 7% of total assets (gross amount: €10.8 million).

An impairment loss is recognized whenever the present value of these brands, determined through an annual impairment test and/or a one-off test if there is an indicator of impairment, falls below their net carrying amount.

Present value is an estimated value and represents the higher of market value and value in use.

In the absence of a deep market for the brands in the Company's industry sector, the market value method is not used. That being the case, value in use is determined on the basis of discounted future cash flow calculations and entails a significant degree of management judgment, notably with regard to factors such as turnover growth rates, ratio of net operating income to turnover, and long-term discount and growth rates.

Given the complexity of the models used and their sensitivity to changes in the data and assumptions on which estimates are based, including in particular forecast cash flows and the discount rate used, we considered the measurement of the brands' present value to be a key audit matter.

</td><td>

Audit procedures implemented in response to this risk

In particular, we:

- familiarized ourselves with the processes by which the Group's brands are measured;
- assessed the principles and policies used to determine the brands' value in use;
- corroborated, notably by interviewing members of management, the reasonableness of key data and assumptions on which estimates are based (such as the rate of growth in turnover, the ratio of net operating income to turnover, the discount rate and the long-term growth rate);
- familiarized ourselves with the business outlook for each of the Group's brands by interviewing members of management and compared accounting estimates of projected cash flows from prior periods with corresponding actual figures to assess their reliability;
- tested the mathematical accuracy of the measurements adopted by the Company.

We also assessed the appropriateness of the information provided in notes 3.3.1 and 3.4.1 to the parent company financial statements, "Intangible assets".

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<table>
<tr><th colspan="2">(2) Measurement of development costs</th></tr>
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Risk identified

Development costs are recognized in intangible assets whenever the criteria laid down in CRC Regulation 2004-06 are met.

At December 31, 2023, net capitalized costs totaled €10.8 million, or around 8% of total assets.

Project eligibility is reviewed quarterly by the Company's finance and technical departments, in agreement with senior management.

In the context of our audit, we paid particularly close attention to these development costs, since their capitalization is based on judgment and estimates, notably as regards the following two criteria:
- Technical feasibility of completing the intangible asset before it can be used or sold
- How the intangible asset will generate probable future economic benefits

</td><td>

Audit procedures implemented in response to this risk

In particular, we:

- Familiarized ourselves with the processes by which development costs are measured.
- Checked the existence and accuracy of the amounts recognized in respect of development costs. In particular, we reconciled the amounts capitalized with internal time-tracking data as well as carrying out sample-based testing of capitalized external expenses.
- Met with the finance department and consulted documentation provided by the technical department to assess the reasonableness of key data and assumptions relied on in determining whether development costs should be

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Given the increasing role played by judgment in determining which development costs should be capitalized, we considered the measurement of the net amount of development costs to be a key audit matter.	capitalized (such as the likelihood of future economic benefits and projects' technical feasibility). - Corroborated the information obtained through these interviews against current sales generated by capitalized projects. - Identified any indicator of impairment on these projects that would require an impairment test to be carried out. We also assessed the appropriateness of the information provided in notes 3.3.1 and 3.4.1 to the parent company financial statements, "Intangible assets".

(3) Measurement of inventories of components and finished products	
<u>Risk identified</u> The Company's inventories consist of electronic components and sub-assemblies as well as finished products. At December 31, 2023, inventories were recognized in the balance sheet at a net carrying amount of €36.9 million, equating to 26% of total assets. Impairment testing is carried out at the end of each accounting period and an impairment loss is recognized whenever the purchase cost of inventory is greater than its market value. As part of our audit, we paid particular attention to how this market value was determined, since it is based not only on observable data such as products' market prices but also on assumptions such as the sales outlook for each product range and management judgment as to expected market trends. Given the assumptions underpinning estimates, we considered measurement of the market value of products held in inventory to be a key audit matter.	**<u>Audit procedures implemented in response to this risk</u>** We: - tested the measurement of items in inventory by carrying out sample-based comparisons with cost prices; - familiarized ourselves with processes in place to identify slow-moving items, those at risk of obsolescence and those whose selling prices were lower than their purchase cost; - checked that items at risk of impairment had been correctly measured, notably by undertaking sample-based comparisons of the cost of products held in inventory with their last known net selling price; - took into account work undertaken as part of the review of development costs in order to identify, where applicable, indicators of impairment on certain products held in inventory. We also assessed the appropriateness of the information provided in the following notes to the parent company financial statements: 3.3.4, "Inventories and work in progress", 3.4.4, "Inventories", 3.4.14, "Provisions and impairment" and 3.5.8, "Additions to amortization, depreciation and impairment".

(4) **Measurement of amounts payable to customers in connection with sales out allowance (SOA) programs**	
<u>Risk identified</u> Since 2020, the Company has run sales out allowance (SOA) programs for its end customers. These programs offer distributors rebates on sales as part of very short-term promotional campaigns, the aim being to help distributors sell off their inventories. The amount allocated to SOA programs has increased significantly since these campaigns were first introduced. The Company recognized €7.8 million of expenses in respect of these programs in the parent company financial statements to December 31, 2023 (€5.7 million in other expenses from ordinary activities and €2.2 million as a deduction against turnover). The amount of the liability linked to these programs stood at €4.6 million at the balance sheet date. Since the final amount of these expenses is not known until after the balance sheet date, the liability at December 31 is estimated based on the expected utilization rate of these programs. That being the case, we paid particularly close attention to the assumptions used by management to estimate the amount of this liability at the year-end. Given the assumptions and the degree of judgement underpinning these estimates, we considered measurement of the liability linked to SOA programs to be a key audit matter.	**<u>Audit procedures implemented in response to this risk</u>** We: - familiarized ourselves with the processes put in place to measure the liability linked to SOA programs at the balance sheet date; - carried out sample-based testing of the existence, accuracy and completeness of agreements entered into with customers in connection with these programs; - checked that the program utilization rate had been correctly assessed, notably by comparing it with actual utilization rates in prior periods; - met with the finance and sales administration departments to determine the reasonableness of key data and assumptions relied on when estimating the amount of the liability. We also assessed the appropriateness of the information provided in notes 3.3.14 and 3.5.6 to the parent company financial statements, “Amounts payable to customers in connection with sales out allowance (SOA) programs” and “Other expenses from ordinary activities”.

Specific checks

In accordance with professional standards applicable in France, we also carried out specific checks required by legislation and regulations.

Information provided in the Management Report and other documents addressed to shareholders concerning the Company’s financial position and the parent company financial statements

We have no comments as to the accuracy of the parent company financial statements or their consistency with the information given in the Management Report by the Board of Directors and other documents addressed to the shareholders concerning the Company’s financial position and the parent company financial statements.

We confirm that the information about payment terms, as laid down in Article D.441-6 of the French Commercial Code, is accurate and consistent with the parent company financial statements.

Information about corporate governance

We confirm that the corporate governance section of the Management Report by the Board of Directors includes the information required by Articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code.

As regards the information provided pursuant to the provisions of Article L.22-10-9 of the French Commercial Code on compensation and benefits paid or allotted to executive officers and commitments given to the latter, we have checked that this is consistent with the financial statements or with data used to prepare the financial statements and, as the case may be, with information gathered by the Company from consolidated companies it controls. Based on this work, we confirm that this information is accurate and true.

As regards information that the Company considers might have an impact in the event of a takeover bid or public exchange offer, provided in accordance with Article L.22-10-11 of the French Commercial Code, we have checked the consistency of this information with the documents from which it is taken and that were provided to us. On the basis of this work, we have no comments on this information.

Other information

In accordance with the law, we have satisfied ourselves that information concerning the identity of the holders of equity or voting rights has been provided to you in the Management Report.

Other checks and information required by legislation and regulations

Presentation format of the parent company financial statements for inclusion in the annual financial report

In accordance with professional standards governing statutory auditors' duties in respect of parent company and consolidated financial statements presented in the European Single Electronic Format, we also checked that the presentation of the parent company financial statements to be included in the annual financial report referred to in section I of Article L.451-1-2 of the French Monetary and Financial Code, prepared under the responsibility of the Chairman and Chief Executive Officer, complies with this format as defined in Commission Delegated Regulation (EU) 2019/815 of December 17, 2018.

On the basis of our work, we conclude that the presentation of the parent company financial statements to be included in the annual financial report complies in all material respects with the European Single Electronic Format.

It is not our responsibility to check that the parent company financial statements included by the Company in the annual financial report filed with the AMF correspond to those on which we carried out our work.

Appointment of statutory auditors

We were appointed statutory auditors of Guillemot Corporation at the shareholders' general meetings of May 26, 2004 (PricewaterhouseCoopers Audit) and June 9, 2022 (Toadenn Audit).

As of December 31, 2023, PricewaterhouseCoopers Audit was serving for its twentieth consecutive year and Toadenn Audit for its second year.

Responsibility of management and persons charged with corporate governance as regards the parent company financial statements

It falls to management to draw up parent company financial statements that provide a true and fair view in accordance with French generally accepted accounting principles, as well as to put in place such internal control arrangements as it deems necessary to be able to prepare parent company financial statements free from material misstatement, whether as a result of fraud or error.

In preparing the parent company financial statements, it falls to management to assess the Company's ability to continue to operate, to show in its financial statements any required information pertaining to continuity of operations, and to apply the going concern accounting principle, unless it is planned to wind up the Company or cease operations.

It falls to the audit committee to monitor the financial reporting process and the effectiveness of internal control and risk management systems, as well as, where applicable, internal audit in respect of procedures for preparing and processing accounting and financial information.

The parent company financial statements have been signed off by the Board of Directors.

Statutory auditors' responsibilities as regards the audit of the parent company financial statements

Audit objective and approach

It falls to us to draw up a report on the parent company financial statements. Our objective is to obtain reasonable assurance that the parent company financial statements taken as a whole are free from material misstatement. Reasonable assurance means a high level of assurance, though there is no guarantee that an audit carried out in accordance with standards of professional practice will always detect every material misstatement. Misstatements may be the result of fraud or error; they are considered material whenever, taken individually or together, they might reasonably be expected to influence decisions made by the users of the financial statements on the basis of the latter.

As stipulated in Article L.821-55 of the French Commercial Code, our duty to certify the financial statements does not consist of guaranteeing either the Company's viability or the quality of its management.

In the case of an audit conducted in accordance with standards of professional practice applicable in France, the statutory auditors must exercise their judgment throughout the audit. Furthermore:

- They must identify and assess the risk that the parent company financial statements might include material misstatements, whether as a result of fraud or error, draw up and implement audit procedures in response to that risk, and gather information they consider a sufficient and appropriate basis for their opinion. The risk of failing to detect a material misstatement resulting from fraud is greater than that of failing to detect a material misstatement resulting from error, since fraud may entail collusion, falsification, deliberate omission, misrepresentation, or the bypassing of internal control.

- They must familiarize themselves with internal control arrangements relevant to the audit so as to be able to define suitable audit procedures (and not so as to express an opinion on the effectiveness of internal control).
- They must assess the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by management, as well as information concerning such policies and estimates provided in the parent company financial statements.
- They must assess the appropriateness of management's use of the going concern accounting principle and, based on the information gathered, determine whether there is significant uncertainty linked to events or circumstances that could call into question the Company's ability to continue operations. This assessment is based on information gathered up to the date of the auditors' report; it should, however, be borne in mind that subsequent circumstances or events could jeopardize continuity of operation. If the auditors conclude that there is significant uncertainty, they must draw the attention of readers of their report to the information provided in the parent company financial statements about that uncertainty or, if that information is not provided or is not relevant, issue a qualified certification or else refuse to qualify the financial statements.
- They must assess the overall presentation of the parent company financial statements and determine whether they provide a true and fair view of the underlying transactions and events.

Report to the audit committee

We submit a report to the audit committee setting out, in particular, the extent of our audit and the program of work carried out, as well as our audit findings. We also advise the audit committee of any significant weaknesses in internal control we may have identified pertaining to procedures for preparing and processing accounting and financial information.

Our report to the audit committee includes information about the risk of material misstatements, which we consider most significant for the audit of the parent company financial statements for the year and which, as such, constitute key audit matters which it is our responsibility to describe in this report.

We also provide the audit committee with the declaration laid down in Article 6 of Regulation (EU) No. 537-2014 confirming our independence, within the meaning of rules applicable in France as laid down, in particular, in Articles L.821-27 to L.821-34 of the French Commercial Code and in the code of professional ethics for statutory auditors. Where applicable, we discuss with the audit committee our independence and the measures put in place to safeguard it.

Nantes and Chantepie, April 23, 2024

The statutory auditors

PricewaterhouseCoopers Audit	Toadenn Audit
Gwenaël Lhuissier	Damien Lepert

➢ KEY MARKETS

The market in which the Group operates mainly consists of consoles (hardware), games (software) and PC and console gaming accessories.

1. Global video game market

Over the years, the video game has secured a special place in the hearts of fans of digital culture. Consumers' favorite cultural product broke through to another level in 2023. Far from being merely a societal phenomenon, it is breaking all records. Video gaming encompasses a wide variety of practices and is constantly evolving in a variety of forms and among different audiences. The video game industry is scaling new heights both domestically and at the European and global levels. Following a messy post-Covid period, the video game industry has successfully reinvented itself, winning over an increasingly broad user base.

Video games are a flourishing sector, with growing numbers of players (over 3.2 billion; source: www.lindependant.fr, December 28, 2023).

In 2023, the global video game market returned to its normal rate of growth and prospered once more. According to reports, the video game market grew to an estimated value of $221.706 billion in 2023, ahead of the cinema and music industries combines *(source: www.idcgames.com, December 26,* 2023). This growth was driven by record-breaking revenue thanks to a number of new games, the release of next-generation consoles and the development of cloud gaming.

In light of its promising growth, it is estimated that the video game market will grow 11.8% a year between 2023 and 2032 to reach an estimated value of around $605.710 billion in 2032. According to a report by Statista, the global video game market is set to double in value between 2023 and 2027 to reach an estimated value of $401.32 billion in 2027 *(source: www.idcgames.com, December 26, 2023)*.

China is one of gaming industry's most profitable markets. A number of international companies have moved into the market by acquiring stakes in Chinese video game vendors or sponsoring teams of professional gamers. One of the main drivers of gaming industry growth in China is the growing popularity of eSports, a competitive branch of the industry in which many gamers take part in gaming competitions that are streamed online from start to finish *(source: https://www.mordorintelligence.com/fr/industry-reports/chinese-gaming-industry)*.

The Chinese gaming industry is estimated to be worth $61.44 billion, set to grow to $88.74 billion by 2028 *(source: www.mordorintelligence.com/fr)*.

Size of the Chinese video game market

The French video game market reflected global trends in 2023, remaining buoyant and fast-growing. This continued expansion, fueled by growing numbers of gamers, offers new market opportunities. This fast-changing sector is characterized by technological innovation, buoyant growth and growing recognition of its societal significance. France now has over 39 million gamers, with more than seven out of ten French people playing video games at least occasionally. Video game fans – particularly younger ones – often mention the feeling of a community, with 48% of children saying they feel like they belong to one *(source: www.itrnews.com, December 28, 2023)*. Given its economic significance and growth momentum, the influence of the video game sector on the economy and culture is growing.

2. CONSOLE MARKET

Although they tend to be focused on power or originality, video game consoles can be aimed at gamers who enjoy high-end graphics and performance as well as those who enjoy retro and family games. Competition in the console market has heated up over the past few years.

There was fierce competition between the three video game console giants in 2023. The key development in the year was the end of the shortage of next-generation consoles: PlayStation 5 and Xbox Series X consoles, previously hard to find, are now readily available in the market. With these consoles back on retailers' shelves, gamers were able to get their hands on the latest technological innovations, delivering an even better user experience.

Console sales in 2023 demonstrated that the video game market continues to grow and diversify. The gaming console market was worth $60.9 billion in 2023, up 7.2% year on year after declining 7.3% in 2022. The market was almost as strong as during the pandemic boom in 2021 *(source: www.01net.com, December 22, 2023)*.

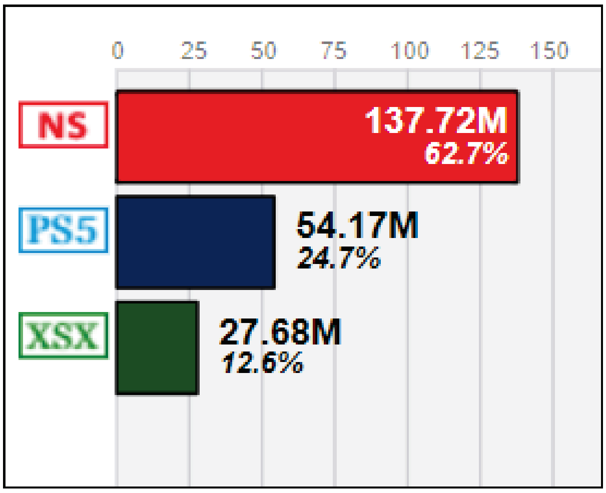
The market is mainly dominated by home consoles made by the key players Sony, Microsoft and Nintendo. Sony continues to dominate the global market with its next-generation PlayStation 5, of which it sold no fewer than 22.5 million units in 2023 *(source: https://jeux.ca, December 27, 2023)*. Sony is the only manufacturer whose console sales grew in 2023. Its impressive numbers are testament to the popularity of this system, with its catalog of exclusive games. Since its launch in November 2020, despite the latter being slowed by a parts shortage, sales of the PlayStation 5 have gone from strength to strength, with over 50 million units sold globally. These sales have been buoyed in particular by successful game releases *(source: www.lesechos.fr, December 21, 2023)*.

The PlayStation 5 is set to equal or outperform its predecessor, the PlayStation 4, sales of which reached 50 million over about the same length of time. A total of 117.2 million PlayStation 4 units were sold over the console's lifetime. Given the power of the brand, it is not unreasonable to think that the next generation might ultimately exceed this volume *(source: www.01net.com, December 22, 2023)*. The PlayStation was the overall champion of gaming consoles in 2023. Sony was the only manufacturer whose console sales grew in 2023; Microsoft finished third, far behind the rest of the pack *(source: www.01net.com, December 22, 2023).* Unveiled at the PlayStation 2023 showcase, "Project Q", the code name for Sony's new handheld console, has generated a lot of interest. The eagerly awaited console will offer a kind of cloud gaming (i.e. games will run on the PlayStation 5, not the handheld console itself, and be streamed to the latter via the cloud).

Meanwhile, Nintendo's hybrid Switch console won over large numbers of gamers in 2023, with some 16.4 million units sold worldwide. This remarkable performance is mainly down to the console's versatility, with players able to switch between at-home and on-the-go play in the blink of an eye. Furthermore, its rich and varied catalog of games has plenty to offer both young and old *(source: www.01net.com, December 22, 2023).*

A strong crop of new game releases drive console sales, and hardware drove demand for software, in turn giving accessories a boost.

Installed base of consoles
(Source: www.vgchartz.com, February 3, 2024.)

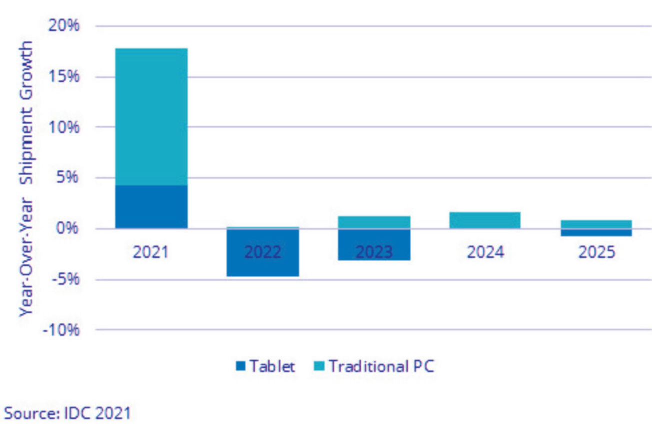


3. PC MARKET

2023 was a far from brilliant year for the PC market, with exports down significantly in the first half of the year. Inflation, a component shortage, an unfavorable macroeconomic environment and ecological awareness all contributed to the downturn in the PC market.

After two tough years, market research firms and manufacturers are beginning to see the light at the end of the tunnel: a new generation of PCs could finally revive sales. The latest forecasts suggest that the market will pick up in 2024: a recent projection by analysts at research firm IDC, which reported a 13.8% year-on-year drop in sales volumes in 2023, puts 2024 growth at 3.4%. Though each research firm tends to define the market slightly differently, they all agree that it should pick up in 2024, with Gartner forecasting growth of 4.9% and Canalys 8% *(source: www.lesechos.fr, December 28, 2023)*. IDC thinks the market is ready to bounce back and should grow by 3.4% in 2024 and maintain a positive trajectory over the next few years. The firm is forecasting that annual shipments of PCs should rise from 251 million units in 2023 to 285 million in 2027, equating to average annual growth of 3.1%. Shipments should exceed pre-pandemic levels from next year and have already done so this year for laptop computers *(source: www.channelnews.fr, December 22, 2023)*. Gartner is forecasting that PC inventories should have normalized by the end of 2023 and that demand for PCs will start to grow again from 2024 onwards (source: www.itforbusiness.fr, July 13, 2023). In summary, 2024 looks set to be a pivotal year for the PC market.

Global tablet and PC markets, 2021-2025



IDC estimates that the PC market will grow at a rate of 3.2% a year over the period 2021-2025, mainly driven by sales of laptop computers. Sales of tablets are set to decline by 1.5% over the same period *(source: www.multimedialaune.com, issue 290, May 2022)*.

4. PC AND CONSOLE ACCESSORIES MARKET

The gaming accessories market notably encompasses racing wheels, joysticks, gamepads and connected gaming headsets. Gaming accessories have been part of the gaming industry landscape for decades and have been considered must-have items for many years.

The global gaming console market picked up in 2023, when it was worth $60.9 billion, up 7.2% year on year, after declining 7.3% in 2022. The market was almost as strong as during the pandemic boom in 2021 *(source: www.01net.com, December 22, 2023)*.

4.1 Racing wheels

Any gamer seeking an authentic racing simulation experience needs a racing wheel: a driving simulation is just not the same unless you are holding a real wheel in your hands.

The real feeling of being in a race requires a good racing wheel that delivers realistic driving sensations. Together with a good pedal set and accessories for the most experienced drivers, a racing wheel transforms the gaming experience. The current sim racing market is tending to evolve towards direct drive racing wheels.

Sim racing emerged as a discipline a few years ago, with fans eager to enjoy a more realistic digital experience at the wheel of genuine race cars working with major names in the simulation world.

Available for PC, PlayStation 4, PlayStation 5, Xbox One and Xbox Series X, racing wheels are lifelike replicas of real competition steering wheels, offering high-performance, immersive force feedback and often finished with materials used by vehicle manufacturers (leather, Alcantara and carbon). The functionality they offer means they can be used for rallying, road racing and Formula 1 races.

In 2023, the US racing wheel market declined 0.7% by value (to $127.5 million) and 5.7% by volume*. Sales of Thrustmaster racing wheels fell 11.2% by value and 10.5% by volume *(source: Circana – copyright 2024, The Circana Group L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only; *not including racing wheels compatible with the Nintendo Switch console).*

Thrustmaster underperformed the market in 9 out of 12 months but outperformed it in January, March and October. Thrustmaster was number two by both volume and value.

In the top five European countries of France, Germany, the United Kingdom, Italy and Spain, the racing wheel market also declined 19% by value (to €134.5 million) and 12.8% by volume. Thrustmaster was the number two player in racing wheels, with a market share of 31.1% by value and 19% by volume. Thrustmaster's market share increased 1.5 percentage points by volume and 0.5 points by value *(source: © GfK 2024, all rights reserved).*

4.2 Joysticks and flight simulation accessories

Inseparably linked with PC gaming, the flight simulation genre goes back to the 1980s and has always spanned both civil and military aviation. PC-based space and military flight sims are thrilling and immersive games that call for high-quality equipment to deliver an optimum gaming experience. Joysticks are a must-have accessory for space and military flight sim games.

A major update of Microsoft Flight Simulator is due to be released in 2024 and should stimulate additional demand for gear.

In 2023, the US joystick market declined 11.5% by both volume and value (to $31.7 million). Thrustmaster was number one by both value and volume and strengthened its position in this segment *(source: © 2024 The Circana Group L.P., All Rights Reserved; Proprietary and Confidential Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only).*

Seven Thrustmaster joysticks were among the top ten by value. In value terms, Thrustmaster outpaced the market, growing its market share to 51.1%.

In the top five European countries, the joystick market declined 25.1% by volume and 23.4% by value (to €22.7 million). Meanwhile, Thrustmaster's market share increased 63.8% by volume (up 1.4 percentage points) and 62.5% by value (up 3.3 percentage points). Thrustmaster was number one by both volume and value *(source: © GfK 2024, all rights reserved).*

4.3 Gamepads

The gamepad is now a key peripheral for home consoles and, thanks to its versatility, has become an increasingly popular accessory for PCs. From basic entry-level models right up to ultra-customizable pads, these accessories are now an essential companion to console and PC games alike.

In 2023, the US high-end gamepad market* grew 21% by volume and 12.8% by value (to $137.2 million). Sales of Thrustmaster gamepads increased 3.2% by volume and 9.6% by value *(source: Circana – copyright 2024, The Circana Group L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only; *gamepads priced over $70).*

ESWAP sales increased 9.6% by value *(source: Circana – copyright 2024, The Circana Group L.P., All Rights Reserved; Proprietary and Confidential; Property of Circana and its Affiliates; Licensed for Use by Circana Clients Only).*

In the top five European countries, the market for gamepads priced over €70 grew 24% by volume and 3% by value *(source: © GfK 2024, all rights reserved).*

The market for gaming controllers in the Asia-Pacific region is set to grow to $1,479.3 million dollars by 2027 *(source: https://androidfun.fr, January 14, 2022).*

4.4 Gaming headsets

Representing one of the most competitive and fragmented segments of the gaming equipment market, headsets in general are an essential companion not only for multiplayer games but also now for streaming and remote working.

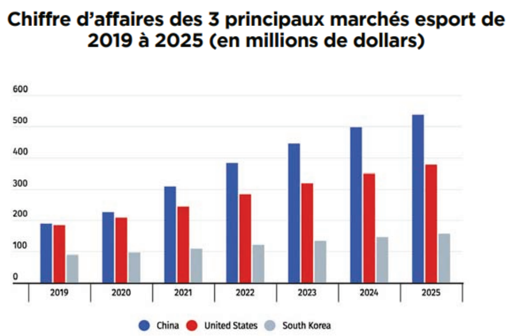
Although the Group's presence spans all continents, figures are not publicly available for its other regions.

5. ESPORTS MARKET

eSports – or electronic sports – are gaining in popularity around the world, with competitions attracting thousands of viewers and offering substantial prizes for the best players. eSports have now become normalized, having been recognized as a fully fledged discipline very early on.

The France eSports 2023 survey, carried out by Agence Française du Jeu Vidéo (The French Agency for Video Gaming), found that 11.8 million people worldwide aged 15 and over are interested in eSports – 1 million more than in 2022. Of this total, 5.8 million only watch video game competitions (down 0.2 million year on year), 4.7 million both watch and take part in eSports (up 1.2 million year on year) and 1.3 million only play ranked games and/or sign up for video game competitions (unchanged year on year). This means more and more people who take part in eSports also watch them *(source: www.afjv.com, 2023 edition)*.

The eSports market is set to grow from $2 billion in 2023 to $4.39 billion by 2028 *(source: www.mordorintelligence.com)*.



Source: Multimédia à la Une, issue 301, May 2023.

Asia is the number one region for eSports. South Korea, which has led the way in eSports, holds a special place among fans around the world. On November 21, 2023, South Korea was crowned World Champion at League of Legends, the world's biggest video game competition.

A 2022 survey showed that over 70% of the population of South Korea played video games *(source: www.rfi.fr, November 20, 2023)*. China's eSports industry generated revenue of 26.3 billion yuan (€3.34 billion) in 2023 *(source: www.blog-nouvelles-technologies.fr, December 22, 2023)*.

Outside China, eSports have spread all over the world, particularly in Southeast Asia, achieving peak popularity in countries like the Philippines and Indonesia.

Thanks to the growing popularity of eSports, Thrustmaster has been able to grow sales of its high-end accessories.

6. STREAMING AUDIO MARKET

The music market grew in 2022 for the eighth year running, reaching $26.2 billion, mainly thanks to music streaming.

The way people listen to music has changed over the past ten years or so:

- Streaming, either via subscriptions allowing unlimited access to audio libraries or advertising-supported, is now the music industry's primary income stream (accounting for 67% of revenue in 2022, according to the IFPI 2023 report).
- Sales of physical media increased in 2021, mainly thanks to vinyl, though their share of total music revenue (19.2%) is slowly being eroded.
- Unit sales of digital audio tracks and albums are in decline (accounting for less than 4.3% of revenue).

With Spotify, Apple Music, Amazon, YouTube and Tencent leading the way, streaming has changed how people listen to music by giving listeners instant mobile access to a near-unlimited audio library – so much so that the major streaming players have to guide their users by way of playlists to help them choose from the millions of available tracks. This means streaming platforms, and the curators who put together their playlists, now play an important role in helping people discover new music, similar to the role played by radio stations in the twentieth century.

While the value of the music streaming market continued to grow in 2022, with revenue rising to $17.5 billion ($12.7 billion in subscriptions and $4.8 billion in advertising revenue), physical sales reached $4.6 billion, equating to 17.5% of the total recorded music market in 2022 (compared with 19.2% in 2021). Asia accounts for half of all worldwide sales of music on physical media. The rest of the music market consists of performance rights (broadcast music), which accounted for 9.4% of the market in 2022, and synchronization rights (where music is synchronized with physical media such as film, advertising or video games), which accounted for 2.4% of the market.

According to a Media Research survey on the balance of power between the various streaming platforms, streaming services together had 713 million subscribers worldwide in the third quarter of 2023, up 14% year on year, with 90 million new subscribers *(source: https://www.midiaresearch.com/blog/music-subscriber-market-shares-2023-new-momentum).*

Spotify had 226 million subscribers in the third quarter of 2023, compared with 102 million for Tencent and 90 million for Apple Music. Spotify maintains a comfortable lead with a market share of 31.7%, followed by Tencent, Apple Music and Amazon at between 11% and 14% each *(source: MIDiA Research Music Streaming Subscription Market, February 2024).* Spotify is maintaining its target of having one billion users by 2030, compared with 583 million monthly users in the third quarter of 2023 (226 million paid subscribers and 361 million ad-supported free users) and has diversified its offering to include podcasts and audiobooks. In late 2023, the company announced plans to cut its workforce by 17%.

According to the IFPI's "Engaging With Music" 2023 international survey of music consumption in 2022 *(source: https://www.ifpi.org/wp-content/uploads/2023/12/IFPI-Engaging-With-Music-2023_full-report.pdf)*, the average time spent listening to music rose to 20.7 hours a week in 2022, with 48% of listening done via a subscription streaming service and 73% of respondents saying they listened to streaming music via either a paid subscription or an ad-supported service. More young people tend to subscribe for music streaming services (60% of 16-24-year-olds and 62% of 25-34-year-olds) than older people (50% of 35-44-year-olds, 40% of 45-54-year-olds and 28% of 55-64-year-olds).

Alongside the generalist offerings from the major streaming platforms, operators have developed streaming offerings targeted specifically at creative uses of music, including in particular DJing, enabling DJs to mix streaming music tracks inside their DJing software. This enables DJs to mix tracks not stored on their computers or smartphones.

Streaming operators offering this type of service include Todal, Beatport, BeatCloud and SoundCloud. These streaming offerings, which allow instant mixing of a wide range of music, enable beginner and amateur DJs alike to mix all types of music without having to first build up an audio library. These DJ-friendly streaming subscriptions make it easier for DJs to use their smartphones, otherwise limited by their reduced storage space compared with computers.

Originally confined to acting as an emergency backup for DJs' own digital music libraries, streaming music has now become an established part of DJs' repertoire thanks to three developments:

- Standardization: all DJ software in the market now supports the same streaming services, enabling DJs to change their software while keeping their playlists intact.

- Offline play: professional subscriptions for DJs include offline access so DJs can download tracks (typically up a thousand) to their computer or smartphone and play them back while offline.

- DJ tagging: some DJ streaming services display metadata used by DJs, such as BPM (beats per minute: a measure of the speed of a track, which a DJ needs to know when making transitions) and key (needed for harmonic mixing) *(sources: https://www.billboard.com/pro/ifpi-global-report-2023-music-business-revenue-market-share/)*.

7. LIVE STREAMING MARKET

It is estimated that the live streaming market will be worth between $10 billion and $13 billion in full year 2024, potentially rising to $18 billion in 2029 *(sources: https://www.mordorintelligence.com/industry-reports/game-streaming-market and https://www.statista.com/outlook/amo/media/games/games-live-streaming/worldwide)*. The trend in terms of volumes is largely driven by the number of Twitch users. Since the Amazon-owned platform has a market share of 73%, putting it ahead of YouTube Live, Facebook Live and Kick, growth in its user base can be used as a proxy to estimate the number of streamers and how many viewers they have.

After doubling in size to average 105,000 competing channels and 2.8 million viewers in April 2021 thanks to Covid, Twitch saw a slight decline in 2022 and 2023: despite retaining many of the users it had gained during Covid lockdowns, the platform lost 12% of its users between 2021 and 2023.

The trend has been improving since the beginning of 2024, with the number of streamers using the platform returning to its 2021 level in the first quarter *(source: https://twitchtracker.com/statistics)*.

The potential of this market, still in its infancy, has attracted a number of computer, audio and video game gear makers. Because streamers have to animate, film, mix and edit their content themselves, they have a strong need for devices that work with their PCs:

- Elgato (Corsair) is now the leading brand in the market, offering a comprehensive ecosystem (spanning audio, video and production) including the best-selling Stream Deck, an action trigger available in four versions.
- In 2023, Australian microphone specialist Røde launched its dedicated streaming brand, Røde X. The brand has brought to market two microphones and one controller in the space of a year.
- Other brands with expertise in audio peripherals have also branched out into the segment, including, among others, Mackie, Roland, M-Audio, SteelSeries and Logitech.

The market is now moving towards helping users manage their audio, a key element of streaming quality that is also the hardest for streamers to master. On December 15, 2023, Hercules launched the *Stream 100* and *Stream 200 XLR* audio controllers, giving beginner and experienced content creators alike fingertip control over all their audio sources.

8. DJ MARKET

The digital DJ market is split between the following:

- Specialist retail of music and sound equipment
- Non-specialist retail of electronic devices

Both channels – music and electronics – include both online resellers and brick-and-mortar retailers.

The Covid period was good for online resellers (non-specialist electronics retailers and specialist music retailers) and bad for brick-and-mortar retailers.

There is a lack of up-to-date global indicators quantifying the size and growth of the digital DJ market.

The DJ market is made up of two distinct audiences:

- Professionals using expensive equipment to provide paid services
- Consumers using cheaper equipment to get started and make progress in DJing and host private parties

The post-Covid period

Having been frozen during the Covid pandemic as public events from which professional DJs earned their income were put on hold, the professional DJ market has since come back to life and professional DJs are once again buying musical equipment.

During the Covid period, a section of the public got into DJing as a form of digital entertainment while under stay-at-home orders; now that this period is over, some amateur DJs who started out during the Covid period have gained experience and are now buying more advanced DJ gear.

Technological developments in digital DJing include the following:

- Changes in streaming content available to DJs
- Shift towards higher-quality audio requiring fast download speeds
- Extended premium offline services for downloading tracks in advance for subsequent offline play
- Widespread availability of “stem” functionality in Windows and macOS DJ software: this functionality separates tracks into voices and instruments, making them easier to remix

9. Headphone market

After appearing on the market in the 2000s, headphones have gradually won over more and more users. Whether for listening to music, playing video games or browsing the web, having access to high-quality audio is vital. Most headphone manufacturers seek to innovate in the areas of noise insulation, connectivity and sound quality to offer users an increasingly realistic and superior audio experience.

The headphone market is highly diversified, with headphones available in a variety of formats and often equipped with advanced technology. Headphones and associated accessories have revolutionized how we relate to sound. Headphone manufacturers are constantly seeking to introduce innovations for all use cases, from listening to music in the home on a day-to-day basis to studio use by sound engineers and other audio professionals.

➢ COMBINED SHAREHOLDERS' GENERAL MEETING OF MAY 30, 2024

1. AGENDA

1.1 Within the remit of the Ordinary General Meeting

1. Approval of the parent company financial statements for the fiscal year ended December 31, 2023
2. Appropriation of parent company earnings for the fiscal year ended December 31, 2023
3. Approval of the consolidated financial statements for the fiscal year ended December 31, 2023
4. Approval of agreements subject to Article L.225-38 of the French Commercial Code
5. Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Claude Guillemot, Chairman and Chief Executive Officer
6. Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Michel Guillemot, Deputy Chief Executive Officer
7. Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Yves Guillemot, Deputy Chief Executive Officer
8. Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Gérard Guillemot, Deputy Chief Executive Officer
9. Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Christian Guillemot, Deputy Chief Executive Officer
10. Approval of disclosures about compensation payable to executive officers as laid down in section I of Article L.22-10-9 of the French Commercial Code
11. Approval of the compensation policy for executive officers in accordance with section II of Article L.22-10-8 of the French Commercial Code
12. Reappointment of Claude Guillemot as a director
13. Reappointment of Christian Guillemot as a director
14. Authorization to be granted to the Board of Directors to trade in the Company's shares
15. Completion of legal formalities following the Ordinary General Meeting

1.2 Within the remit of the Extraordinary General Meeting

16. Authorization to be granted to the Board of Directors to reduce the share capital by retiring shares of the Company
17. Completion of legal formalities following the Extraordinary General Meeting

2. DRAFT RESOLUTIONS

2.1 Within the remit of the Ordinary General Meeting

RESOLUTION 1
(Approval of the parent company financial statements for the fiscal year ended December 31, 2023)

Having familiarized themselves with the Management Report by the Board of Directors and the statutory auditors' report on the parent company financial statements, the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, approve the parent company financial statements for the fiscal year ended December 31, 2023, as presented, together with the transactions reflected in those financial statements or summarized in those reports.

RESOLUTION 2
(Appropriation of parent company earnings for the fiscal year ended December 31, 2023)

The shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, agree to apportion profit for the fiscal year ended December 31, 2023 in the amount of €1,747,000.39 as follows:

- Other reserves: €1,747,000.39

In accordance with the provisions of Article 243 *bis* of the French General Tax Code, you are reminded that the following dividends have been paid in respect of the past three fiscal years:

	Fiscal year 2022	Fiscal year 2021	Fiscal year 2020
Number of shares	15,087,480	15,287,480	15,287,480
Dividend per share	€0.25	€0.25	€0.25
Total dividend (1) (2)	€3,771,870.00	€3,821,870.00	€3,821,870.00

(1) These figures do not include any amounts not paid out in respect of treasury shares.
(2) Dividends eligible for the 40% tax relief laid down in Article 158 3 (2) of the French General Tax Code.

RESOLUTION 3
(Approval of the consolidated financial statements for the fiscal year ended December 31, 2023)

Having familiarized themselves with the report by the Board of Directors on the management of the group, included in the Management Report by the Board of Directors, and with the statutory auditors' report on the consolidated financial statements, the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, approve the consolidated financial statements for the fiscal year ended December 31, 2023, as presented, together with the transactions reflected in those financial statements or summarized in those reports.

RESOLUTION 4
(Approval of agreements subject to Article L.225-38 of the French Commercial Code)

Having familiarized themselves with the statutory auditors' special report on agreements subject to Article L.225-38 of the French Commercial Code, the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, approve the agreements referred to therein and the conclusions of the aforementioned report.

RESOLUTION 5
(Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Claude Guillemot, Chairman and Chief Executive Officer)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the fixed, variable and exceptional components making up the total compensation and benefits of any kind paid or allotted to Claude Guillemot by virtue of his office as Chairman and Chief Executive Officer in respect of the fiscal year ended December 31, 2023, as set out in section 21.6.2 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 6
(Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Michel Guillemot, Deputy Chief Executive Officer)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the fixed, variable and exceptional components making up the total compensation and benefits of any kind paid or allotted to Michel Guillemot by virtue of his office as Deputy Chief Executive Officer in respect of the fiscal year ended December 31, 2023, as set out in section 21.6.2 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 7
(Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Yves Guillemot, Deputy Chief Executive Officer)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the fixed, variable and exceptional components making up the total compensation and benefits of any kind paid or allotted to Yves Guillemot by virtue of his office as Deputy Chief Executive Officer in respect of the fiscal year ended December 31, 2023, as set out in section 21.6.2 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 8
(Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Gérard Guillemot, Deputy Chief Executive Officer)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the fixed, variable and exceptional components making up the total compensation and benefits of any kind paid or allotted to Gérard Guillemot by virtue of his office as Deputy Chief Executive Officer in respect of the fiscal year ended December 31, 2023, as set out in section 21.6.2 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 9
(Approval of components of compensation paid during or allotted in respect of the fiscal year ended December 31, 2023 to Christian Guillemot, Deputy Chief Executive Officer)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the fixed, variable and exceptional components making up the total compensation and benefits of any kind paid or allotted to Christian Guillemot by virtue of his office as Deputy Chief Executive Officer in respect of the fiscal year ended December 31, 2023, as set out in section 21.6.2 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 10
(Approval of disclosures about compensation payable to executive officers as laid down in section I of Article L.22-10-9 of the French Commercial Code)

The shareholders, pursuant to the provisions laid down in section I of Article L.22-10-34 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the information referred to in section I of Article L.22-10-9 of the French Commercial Code on corporate officers, set out in section 21.6.3 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 11
(Approval of the compensation policy for executive officers in accordance with section II of Article L.22-10-8 of the French Commercial Code)

The shareholders, pursuant to the provisions laid down in section II of Article L.22-10-8 and Article R.22-10-14 of the French Commercial Code and voting under the quorum and majority requirements applicable to ordinary general meetings, approve the compensation policy for executive officers as set out in section 21.6.4 of the report on corporate governance, appended to the Management Report for the fiscal year ended December 31, 2023.

RESOLUTION 12
(Reappointment of Claude Guillemot as a director)

Having noted that Claude Guillemot’s term of office as a director expires today, the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, agree to reappoint him as a director for six years, expiring at the end of the ordinary general meeting to be held in 2030 to approve the financial statements for the previous fiscal year.

RESOLUTION 13
(Reappointment of Christian Guillemot as a director)

Having noted that Christian Guillemot’s term of office as a director expires today, the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, agree to reappoint him as a director for six years, expiring at the end of the ordinary general meeting to be held in 2030 to approve the financial statements for the previous fiscal year.

RESOLUTION 14
(Authorization to be granted to the Board of Directors to trade in the Company's shares)

Having familiarized themselves with the report by the Board of Directors including a description of the share buyback program in accordance with Articles 241-1 et seq. of the General Regulation of the Autorité des Marchés Financiers (France's financial market regulator, the AMF), the shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, authorize the Board of Directors, in accordance with the provisions of Articles L.22-10-62 et seq. of the French Commercial Code, Regulation 596/2014 of the European Parliament and of the Council on market abuse, the AMF's General Regulation and market practices accepted by the AMF, to purchase up to a maximum of 10% of the total number of shares of the Company, with such percentage applying to capital after adjustments reflecting any transactions that may affect it subsequent to this meeting, for the purpose of:

- making a market in and thus ensuring the liquidity of the Company's shares, through an investment services provider acting independently under the terms of a liquidity agreement that complies with the AMF decision renewing the use of liquidity agreements covering shares as an accepted market practice;
- holding and subsequently remitting shares in payment or exchange in connection with potential external growth transactions, with the proviso that the number of shares thus purchased may not exceed 5% of shares making up the share capital;
- covering securities representing debt instruments that entitle the holder, by way of conversion, exercise, redemption or exchange, to an allotment of shares of the Company;
- covering stock option programs and/or any other form of allocation of shares to employees and/or executive officers of the Company and/or the Group;
- retiring some or all shares, subject to the shareholders approving a specific resolution at an extraordinary general meeting;
- carrying out any transaction that is allowed or that might become authorized by regulations subsequent to this meeting, notably where such transaction is in line with a market practice that comes to be accepted or renewed by the AMF.

Where shares are bought back for liquidity purposes, the number of shares included for the purpose of calculating the aforementioned 10% limit shall be the number of shares purchased less the number of shares resold during the term of this authorization.

The number of shares the Company may directly or indirectly hold may not at any time exceed 10% of the Company's share capital, with such percentage applying to capital after adjustments reflecting any transactions that may affect it subsequent to this meeting.

The maximum purchase price shall be €40 per share.
The maximum amount allocated to the share buyback program shall be €10 million.

Shares may be purchased, sold or transferred by any method, through one or more transactions, on the market, off market or over the counter, including through the purchase or sale of blocks of shares. Such transactions shall be undertaken in accordance with applicable laws and regulations at the transaction date. They may take place at any time, subject to closed periods laid down in legal and regulatory provisions.

The shareholders grant all powers to the Board of Directors, with the option to subdelegate those powers under the conditions laid down in legislation and regulations, to decide to implement the aforementioned share buyback program, enter into agreements, place orders, and allocate or reallocate any shares purchased, in accordance with legal and regulatory provisions and all required formalities and declarations and, more generally, to take any action that may be required.

This authorization is granted for a period of 18 months with effect from the date of this meeting. It cancels any unused portion of the authorization granted at the shareholders' general meeting of June 1, 2023.

RESOLUTION 15
(Completion of legal formalities following the Ordinary General Meeting)

The shareholders, voting under the quorum and majority requirements applicable to ordinary general meetings, grant all powers to the holder of an original, copy or extract of the official record of this meeting to undertake all required legal formalities.

2.2 Within the remit of the Extraordinary General Meeting

RESOLUTION 16

(Authorization to be granted to the Board of Directors to reduce the share capital by retiring shares of the Company)

Having familiarized themselves with the report by the Board of Directors and the statutory auditors' report, the shareholders, voting under the quorum and majority requirements applicable to extraordinary general meetings and in accordance with Article L.22-10-62 of the French Commercial Code, authorize the Board of Directors, at its sole discretion, to retire some or all of any treasury shares held by the Company subsequent to buybacks carried out under the share buyback program authorized by Resolution 14 submitted to the shareholders at this meeting, or previously authorized buybacks, in one or more transactions and at any time, including during a public tender offer for the Company, up to a maximum of 10% of the Company's share capital per 24-month period, with such percentage applying to capital after adjustments reflecting any transactions that may affect it subsequent to this meeting.

The shareholders delegate all powers to the Board of Directors to reduce the share capital by retiring shares, stipulate the terms of any such reduction in the share capital, apply any difference between the carrying amount and the par value of shares thus retired to any available reserve or premium account, certify the completion of any such reduction in the share capital, make any corresponding amendments to the Articles of Incorporation and undertake all required formalities.

This authorization is granted for a period of 18 months with effect from the date of this meeting. It cancels the authorization granted at the shareholders' general meeting of June 1, 2023.

RESOLUTION 17

(Completion of legal formalities following the Extraordinary General Meeting)

The shareholders, voting under the quorum and majority requirements applicable to extraordinary general meetings, grant all powers to the holder of an original, copy or extract of the official record of this meeting to undertake all required legal formalities.

3. Report by the Board of Directors

Dear Shareholders,

We have convened this combined shareholders' general meeting to submit for your approval the financial statements for the fiscal year ended December 31, 2023, propose that two directors be reappointed and ask you to vote on resolutions intended to grant two authorizations to the Board of Directors.

The first four resolutions to be put to the vote concern the financial statements for the fiscal year ended December 31, 2023, and in particular:

- Approval of the parent company and consolidated financial statements as at that date;
- Appropriation of parent company earnings for the fiscal year, namely a profit of €1,747,000.39, which we propose be appropriated as follows:
  - Other reserves: €1,747,000.39
- Approval of regulated agreements in force during the fiscal year ended December 31, 2023 authorized in advance by the Board of Directors

Resolutions 5, 6, 7, 8 and 9 ask you to approve the components of compensation paid to the Chairman and Chief Executive Officer and the Deputy Chief Executive Officers by virtue of their respective offices during the fiscal year ended December 31, 2023 or allotted to them in respect of that fiscal year, as set out in section 21.6.2 of the report by the Board of Directors on corporate governance, which is appended to the Management Report.

Resolution 10 asks you to approve disclosures referred to in section I of Article L.22-10-9 of the French Commercial Code, concerning compensation payable to executive officers, set out in section 21.6.3 of the report by the Board of Directors on corporate governance, appended to the Management Report.

Resolution 11 asks you to approve the compensation policy for executive officers set out in section 21.6.4 of the report by the Board of Directors on corporate governance, appended to the Management Report. It should be noted that this policy is unchanged from that submitted for approval at the Ordinary General Meeting held in 2023.

Resolution 12 asks you to reappoint Claude Guillemot as a director, his current term of office being due to expire at this shareholders' general meeting. Claude Guillemot would be reappointed as a director for a further six years, expiring at the close of the shareholders' general meeting to be held in 2030 to approve the financial statements for the previous fiscal year.

Resolution 13 asks you to reappoint Christian Guillemot as a director, his current term of office being due to expire at this shareholders' general meeting. Christian Guillemot would be reappointed as a director for a further six years, expiring at the close of the shareholders' general meeting to be held in 2030 to approve the financial statements for the previous fiscal year.

Resolution 14 asks you to authorize the Board of Directors to continue to trade in the Company's shares for the purpose of making a market in those shares, through an investment services provider acting independently under the terms of a liquidity agreement that complies with the decision by the Autorité des Marchés Financiers (AMF) to continue considering share liquidity agreements as an accepted market practice.

Furthermore, the Board of Directors would like to be able to trade in the Company's shares for the purposes of:

- holding and subsequently remitting shares in payment or exchange in connection with potential external growth transactions, with the proviso that the number of shares purchased for such purpose may not exceed 5% of shares making up the share capital;
- covering securities representing debt instruments that entitle the holder, by way of conversion, exercise, redemption or exchange, to an allotment of shares of the Company;
- covering stock option programs and/or any other form of allocation of shares to employees and/or executive officers of the Company and/or the Group;
- retiring shares thus purchased, subject to the shareholders approving a specific resolution at an extraordinary general meeting;
- carrying out any transaction that is allowed or that might become authorized by regulations subsequent to this meeting, notably where such transaction is in line with a market practice that comes to be accepted or renewed by the AMF.

The proposed authorization would enable the Board to purchase the Company's shares up to a maximum of 10% of the total number of shares making up the share capital at any given time.

The maximum purchase price would be set at €40 per share and the maximum amount allocated to the share buyback program would be set at €10 million.

Shares would be able to be purchased, sold or transferred at any time, through one or more transactions, by any method, on the market, off market or over the counter, including through the purchase or sale of blocks of shares. Such transactions shall be undertaken in accordance with applicable laws and regulations at the transaction date.

This authorization would be granted to the Board of Directors for a period of 18 months with effect from the date of this meeting, with the Board having all powers to decide to implement it.

Resolution 15 asks you to authorize any person bearing an original, copy or extract of the official record of this meeting to undertake all legal formalities subsequent to the adoption or otherwise of the resolutions falling within the remit of an ordinary general meeting.

Resolution 16 asks you to authorize the Board of Directors, if the latter deems appropriate, to reduce the Company's share capital by retiring shares that the Company holds or might come to hold as a result of buybacks under the share buyback program proposed in Resolution 14 and/or under previously authorized programs, with the proviso that the Board would not be able to retire more than 10% of the total number of shares making up the share capital per 24-month period.

This authorization would allow the Board to stipulate the terms of any reduction in the share capital through the retirement of shares, certify the completion of any such reduction in the share capital, apply any difference between the carrying amount and the par value of shares thus retired to any available reserve and/or premium accounts, and make any corresponding amendments to the Articles of Incorporation.

This authorization would be granted to the Board of Directors for a period of 18 months with effect from this meeting.

Resolution 17 asks you to authorize any person bearing an original, copy or extract of the official record of this meeting to undertake all legal formalities subsequent to the adoption or otherwise of the resolutions falling within the remit of the Extraordinary General Meeting.

We hope the above proposals will meet with your approval.

Rennes, March 26, 2024

The Board of Directors

4. INFORMATION ABOUT DIRECTORS PROPOSED FOR REAPPOINTMENT

4.1 Claude Guillemot

Surname	Guillemot
Forename	Claude
Age	67
Positions held within the Company	Director, Chairman and Chief Executive Officer
Number of Guillemot Corporation shares held	321,839
Positions held at other companies	In France **Chairman**, Hercules Thrustmaster SAS, Guillemot Innovation Labs SAS **Deputy Chief Executive Officer and director**, Ubisoft Entertainment S.A. **Director**, AMA S.A. **Chief Executive Officer**, Guillemot Brothers SAS Outside France **Chairman and director**, Guillemot Inc. (Canada), Guillemot Recherche & Développement Inc. (Canada), Guillemot Inc. (United States) **Executive Director**, Guillemot Electronic Technology (Shanghai) Co. Ltd. (China) **Director**, Guillemot Ltd. (United Kingdom), Guillemot Corporation (HK) Ltd. (Hong Kong), Guillemot S.A. (Belgium), Guillemot Romania Srl (Romania), Guillemot Srl (Italy), Guillemot Spain SL (Spain) **Statutory manager**, Guillemot GmbH (Germany) **Director**, Ubisoft Nordic A/S (Denmark), Ubisoft Emirates FZ LLC (United Arab Emirates) **Alternate director**, Ubisoft Entertainment Sweden AB (Sweden), RedLynx Oy (Finland), Ubisoft Fastigheter AB (Sweden) **Director**, Playwing Ltd. (United Kingdom), AMA Corporation plc (United Kingdom) **Director and Deputy Chief Executive Officer**, Guillemot Brothers Ltd. (United Kingdom)
Biography	Claude Guillemot joined the family business after completing a master's degree in economics at Université de Rennes I in 1981, followed by a specialized degree in industrial IT at ICAM in Lille. In 1984, he shifted the Company's focus towards the distribution of IT products, and in 1985 steered the business towards specializing in the distribution of video games under the "Guillemot International Software" brand. He and his four brothers went on to set up Guillemot Corporation Group, listed on the stock exchange since 1998, a designer and maker of interactive leisure hardware and accessories under the Hercules brand for digital peripherals (DJing, digital music and speakers) and the Thrustmaster brand for gaming accessories for PCs and video gaming consoles. In 1986, he and his brothers also founded Ubisoft Entertainment Group, a designer and vendor of interactive PC and console games, and in 2000 they established Gameloft Group, a leading global vendor of downloadable video games. Claude Guillemot is Chairman and Chief Executive Officer of Guillemot Corporation S.A. as well as a Deputy Chief Executive Officer and director of Ubisoft Entertainment S.A.

4.2 Christian Guillemot

Surname	Guillemot
Forename	Christian
Age	58
Positions held within the Company	Director and Deputy Chief Executive Officer with responsibility for administration
Number of Guillemot Corporation shares held	309,348
Positions held at other companies	In France **Statutory manager**, Guillemot Administration et Logistique SARL **Deputy Chief Executive Officer and director**, Ubisoft Entertainment S.A. **Chairman and Chief Executive Officer and director**, AMA S.A. **Chairman**, Guillemot Brothers SAS **Chief Executive Officer**, La Cour de Marzan SAS Outside France **Director**, Guillemot Corporation (HK) Ltd. (Hong Kong), Guillemot Ltd. (United Kingdom), Guillemot Inc. (United States), Guillemot Inc. (Canada), Guillemot Recherche & Développement Inc. (Canada), Guillemot S.A. (Belgium), Ubisoft Nordic A/S (Denmark) **Chairman and Chief Executive Officer and director**, AMA L'œil de l'expert Inc. (Canada) **Chairman and Chief Executive Officer and director**, Guillemot Brothers Ltd. (United Kingdom), AMA Corporation plc (United Kingdom)*, AMA Xperteye Ltd. (United Kingdom), AMA Xperteye Inc. (United States) **Director**, AMA Xperteye Ltd. (Hong Kong), AMA (Shanghai) Co. Ltd. (China), AMA Xperteye KK (Japan), Playwing Ltd. (United Kingdom) **Director**, Artificial Intelligence Research Lab (AIRLAB) Inc. (Canada), AMA Xperteye Srl (Romania), AMA Xperteye S.R.L. (Italy), AMA Xperteye SL (Spain), Playwing Entertainment SL (Spain), Playwing Srl (Romania) **Statutory manager**, AMA Xpert Eye GmbH (Germany) **Secretary**, Longtail Studios Inc. (United States)
Biography	After graduating from the European Business School in London, Christian Guillemot played a leading role in the IPOs of Ubisoft Entertainment (a designer and vendor of interactive PC and console games), Guillemot Corporation (a designer and maker of interactive leisure hardware and accessories under the Hercules and Thrustmaster brands) and Gameloft (a leading global vendor of downloadable video games), each of which he co-founded with his four brothers. As well as serving as Deputy Chief Executive Officer and director of the Guillemot Corporation and Ubisoft Entertainment groups, he is also Chairman and Chief Executive Officer of the two family holding companies, Guillemot Brothers Ltd. and Guillemot Brothers SAS, and corporate secretary of Longtail Studios Inc. He runs the AMA Corporation plc group ("AMA"), which he co-founded with his four brothers in 2016 and which is now a global leader in productivity applications for field professionals. Since 2016, AMA has been designing secure communications software used by over 400 key account customers in more than 130 countries. This software uses cutting-edge technology such as assisted reality and artificial intelligence to provide remote support, carry out digital inspections and provide work instructions. These solutions help major global groups significantly boost the productivity of remote teams while substantially reducing their carbon footprint. A passionate innovator, he is also actively involved in developing French tech, having set up three digital accelerators in Brittany, where he has served as a local elected representative since 2014.

5. STATUTORY AUDITORS' SPECIAL REPORT ON REGULATED AGREEMENTS

Shareholders' general meeting to approve the financial statements for the fiscal year ended December 31, 2023

The Shareholders
GUILLEMOT CORPORATION
2 RUE DU CHÊNE HÉLEUC
56910 CARENTOIR

In our capacity as the Company's statutory auditors, we hereby present our report on regulated agreements.

It is not our responsibility to ascertain whether or not such agreements exist, nor to comment on their relevance or substance; we are simply required to report, based on the information provided, the essential terms and conditions of those agreements that have been disclosed to us or that we have discovered during our audit, as well as their benefit to the Company. Under the terms of Article R.225-31 of the French Commercial Code, it is your responsibility to determine whether these agreements are appropriate and should be approved.

Furthermore, it is our responsibility to communicate to you, where applicable, the information laid down in Article R.225-31 of the French Commercial Code on the performance during the past fiscal year of agreements already approved by the shareholders.

We have undertaken the checks we consider necessary in relation to this audit in light of the professional standards adopted by the French National Company of Statutory Auditors (Compagnie nationale des commissaires aux comptes). These checks consist of ensuring that the information provided to us is consistent with the original documents from which it was taken.

AGREEMENTS SUBJECT TO APPROVAL BY THE SHAREHOLDERS

Agreements authorized and entered into during the last fiscal year

Pursuant to Article L.225-40 of the French Commercial Code, we have been notified of the following agreements entered into during the past fiscal year and authorized in advance by the Board of Directors.

1- Letter of support in favor of Guillemot Limited

Directors concerned: Claude Guillemot, Michel Guillemot, Gérard Guillemot and Christian Guillemot
Deputy Chief Executive Officer concerned: Yves Guillemot

Nature and purpose: On September 26, 2023, the Company issued a letter of support in favor of its UK subsidiary Guillemot Limited to enable the latter to continue to operate in the United Kingdom.

Benefit to the Company: Enables the Guillemot Limited subsidiary, which undertakes sales, promotion and marketing activities in the United Kingdom, the leading European market for video game accessories, and where it is therefore important that the Company maintain a presence through its subsidiary, to continue to operate in the United Kingdom.

Terms: confirmation of the Company's intention to continue to provide financial support to Guillemot Limited for a period of 12 months with effect from the date on which the latter's financial statements for the fiscal year ended December 31, 2022 were approved.

This agreement was authorized by the Board of Directors at its meeting of September 26, 2023.

2- Lease agreement with Guillemot Brothers SAS (shareholder)

Director concerned: Claude, Michel, Gérard and Christian Guillemot

Deputy Chief Executive Officer concerned: Yves Guillemot

Nature and purpose: On February 1, 2023, the Company entered into a commercial lease agreement with Guillemot Brothers SAS for office space totaling 27 square meters at an annual rental of €2,241 excluding taxes.

Terms: rental payments received in the fiscal year totaled €2,054.25 excluding taxes.

This agreement was authorized by the Board of Directors at its meeting of January 25, 2023.

3- Amendment to lease agreement with Guillemot Administration et Logistique SARL

Director concerned: Christian Guillemot

Nature and purpose:

- On July 1, 2010, the Company entered into a commercial lease agreement with Guillemot Administration et Logistique SARL for office space totaling 667 square meters at an annual rental of €55,361 excluding taxes. This agreement was authorized by the Board of Directors at its meeting of July 1, 2010.
- An amendment to the aforementioned lease agreement, changing the surface area to 640 square meters and the monthly rental to €53,120 excluding taxes, was signed on October 30, 2012 and took effect on November 1, 2012. This agreement was authorized by the Board of Directors at its meeting of October 24, 2012.
- A new amendment to the aforementioned lease agreement, reducing the leased surface area to 622 square meters and the annual rental to €51,626 excluding taxes, was signed on February 1, 2023 and took effect that same day.

Terms: rental payments received in the fiscal year totaled €51,750.50 excluding taxes.

This agreement was authorized by the Board of Directors at its meeting of January 25, 2023.

4- Lease agreement with Hercules Thrustmaster SAS

Director concerned: Claude Guillemot

Nature and purpose:

- On July 1, 2010, the Company entered into a commercial lease agreement with Hercules Thrustmaster SAS for office space totaling 570 square meters. The annual rental is set at €47,310 excluding taxes. This agreement was authorized by the Board of Directors at its meeting of July 1, 2010.
- An amendment to the aforementioned lease agreement, reducing the leased surface area to 528 square meters and the annual rental to €43,824 excluding taxes, was signed on February 1, 2023 and took effect that same day.

Terms: rental payments received in the fiscal year totaled €44,114.50 excluding taxes.

This agreement was authorized by the Board of Directors at its meeting of January 25, 2023.

AGREEMENTS ALREADY APPROVED BY THE SHAREHOLDERS

Agreements approved during prior fiscal years

Pursuant to Article R.225-30 of the French Commercial Code, we have been advised that the following agreements, already approved by the shareholders in the course of previous fiscal years, remained in force in the past fiscal year.

1- Lease agreement with Guillemot Administration et Logistique SARL

Director concerned: Christian Guillemot

Nature and purpose:

- On December 1, 2002, the Company entered into a lease agreement with Guillemot Administration et Logistique SARL. This agreement was approved by the Board of Directors at its meeting of November 29, 2002.

- A first amendment to the aforementioned lease agreement, changing the surface area to 3,636 square meters and the monthly rental to €6,561.40 excluding taxes, was signed on February 14, 2006 and took effect on March 1, 2006. This agreement was approved by the Board of Directors at its meeting of February 7, 2006.
- A second amendment to the aforementioned lease agreement, changing the surface area to 5,466 square meters and the monthly rental to €9,343.00 excluding taxes, was signed on September 14, 2007 and took effect on September 17, 2007. This agreement was approved by the Board of Directors at its meeting of August 20, 2007.

Terms: rental payments received in the fiscal year totaled €112,116.00 excluding taxes.

2- Lease agreement with Ubisoft International SAS

Deputy Chief Executive Officer concerned: Yves Guillemot

Nature and purpose:

- On July 1, 2010, the Company entered into a commercial lease agreement with Ubisoft Books and Records SASU for office space totaling 111 square meters. This agreement was authorized by the Board of Directors at its meeting of July 1, 2010.
- An amendment to the aforementioned lease agreement was signed on March 28, 2012 noting that Ubisoft International SAS had inherited all the assets, rights and obligations of Ubisoft Books and Records SASU, the latter having been dissolved pursuant to the provisions of Article 1844-5 of the French Civil Code, with effect from November 30, 2011. The annual rental is set at €9,213 excluding taxes. This agreement was authorized by the Board of Directors at its meeting of March 28, 2012.

Terms: rental billed in the fiscal year totaled €9,213 excluding taxes and rental payments received in the fiscal year totaled €11,516.25 excluding taxes.

3- Lease agreement with Guillemot Innovation Labs SAS

Director concerned: Claude Guillemot

Nature and purpose: On October 30, 2012, the Company entered into a commercial lease agreement with Guillemot Innovation Labs SAS for office space totaling 27 square meters, which took effect on November 1, 2012. The annual rental is set at €2,241 excluding taxes.

Terms: rental payments received in the fiscal year totaled €2,241.00 excluding taxes.

This agreement was authorized by the Board of Directors at its meeting of October 24, 2012.

4- Letter of comfort in favor of Guillemot GmbH

Director concerned: Claude Guillemot

Nature and purpose: On April 28, 2014, the Company issued a letter of comfort in favor of its German subsidiary Guillemot GmbH (committing to ensure that Guillemot GmbH has sufficient financial resources to meet all its obligations toward third parties and its employees).

This agreement was authorized by the Board of Directors at its meeting of April 28, 2014.

5- Membership of the compulsory supplementary group health insurance scheme

Directors concerned: Claude and Christian Guillemot

Deputy Chief Executive Officer concerned: Yves Guillemot
Nature and purpose: Claude Guillemot, Yves Guillemot and Christian Guillemot are each members of the compulsory supplementary group health insurance scheme taken out by the Company with Predica.

Terms: the amount of contributions recognized as expenses in the fiscal year totaled €883.30 excluding taxes.

Benefit to the Company: Helps maintain the value for money of cover taken out with Predica by increasing the number of scheme members.

These agreements were authorized by the Board of Directors at its meeting of April 27, 2016; their effects were backdated to January 1, 2016 for Claude and Christian Guillemot and to March 1, 2016 for Yves Guillemot.

6- Letter of support in favor of Guillemot Limited

Directors concerned: Claude Guillemot, Michel Guillemot, Gérard Guillemot and Christian Guillemot

Deputy Chief Executive Officer concerned: Yves Guillemot

Nature and purpose: On May 10, 2022, the Company issued a letter of support in favor of its UK subsidiary Guillemot Limited to enable the latter to continue to operate in the United Kingdom.

Benefit to the Company: Enables the Guillemot Limited subsidiary, which undertakes sales, promotion and marketing activities in the United Kingdom, the leading European market for video game accessories, and where it is therefore important that the Company maintain a presence through its subsidiary, to continue to operate in the United Kingdom.

Terms: Confirmation of the Company's intention to continue to provide financial support to Guillemot Limited for a period of 12 months with effect from the date on which the latter's financial statements for the fiscal year ended December 31, 2021 were approved.

This agreement was authorized by the Board of Directors at its meeting of April 27, 2022.

7- Shareholders' agreement (Ubisoft Entertainment shares)

Directors concerned: Claude Guillemot, Michel Guillemot, Gérard Guillemot and Christian Guillemot

Deputy Chief Executive Officer concerned: Yves Guillemot

Nature and purpose: On September 6, 2022, the Company entered into a framework transaction agreement concerning Ubisoft Entertainment shares with Messrs. Claude, Michel, Yves, Gérard and Christian Guillemot and their respective spouses and some of their children, together with Ubisoft Entertainment S.A., Guillemot Brothers Ltd. and Tencent Mobility Ltd.

Benefit to the Company: This agreement will help protect the value of the 443,874 Ubisoft Entertainment shares held by Guillemot Corporation S.A., thus contributing to the latter's future development.

This agreement was authorized by the Board of Directors on July 28, 2022.

Nantes and Chantepie, April 23, 2024

The statutory auditors

PricewaterhouseCoopers Audit	Toadenn Audit
Gwenaël Lhuissier	Damien Lepert

➢ OTHER INFORMATION

1. General information about Guillemot Corporation S.A.

1.1 Information about the issuer

Company name	Guillemot Corporation
Trading name	Guillemot
Legal form	Public limited company (*société anonyme*) with a Board of Directors governed by the French Commercial Code
Headquarters	Address: 2 Rue du Chêne Héleuc, 56910 Carentoir, France Telephone: + 33 (0)2 99 08 08 80
Nationality	French
Country of incorporation	France
Registered company number	414 196 758 Vannes
APE activity code	4651Z
Creation date and duration	Established September 1, 1997 for a duration of 99 years. Expires November 11, 2096 unless extended or wound up early.
Legal Entity Identifier (LEI)	969500N24EZ7HPKJIV79
Fiscal year	The Company's fiscal year runs from January 1 to December 31 (as per Article 16 of the Articles of Incorporation).
Website*	www.guillemot.com

** Information contained on this website does not form part of this universal registration document unless incorporated into it by reference.*

1.2 Corporate purpose of Guillemot Corporation S.A.

Guillemot Corporation S.A.'s purpose, in France and abroad, directly or indirectly, is as follows:

- The design, creation, production, publication and distribution of multimedia, audiovisual and IT products, including in particular multimedia hardware, accessories and software
- The purchase, sale and, more generally, trading in all its forms, whether by import or export, through leasing or otherwise, of multimedia, audiovisual and IT products as well as image and sound reproduction hardware and products
- The distribution and marketing of multimedia, audiovisual and IT products by any method, including new communication technologies such as online networks and services
- The provision of consulting, support and training in relation to any of the aforementioned areas
- Participation by the Company in transactions related to its purpose through the creation of new companies, subscription or purchase of shares, mergers or otherwise.

More generally, transactions of any kind directly or indirectly related to the above purpose or any similar or closely related purpose and likely to facilitate the Company's development.

1.3 Regulatory environment

The Group operates in the consumer computing and video game consoles market and supplies consumer accessories.

The regulatory environment in which it operates notably includes the RoHS (Restriction of Hazardous Substances) and WEEE (Waste Electrical and Electronic Equipment) directives and the REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals) regulation. While the Group is careful to monitor regulatory developments in the various countries in which it operates, it cannot completely rule out the possibility that some developments may escape its notice.

1.4 Available documents

The Articles of Incorporation, financial statements and reports, and minutes of shareholders' general meetings are made available by the Company for consultation (at 2 Rue du Chêne Héleuc, 56910 Carentoir, France).

Furthermore, the following documents are available to view via the Company's website at www.guillemot.com throughout the validity period of this registration document:

- The issuer's Articles of Incorporation

- All reports and historical financial information included or referred to in this Universal Registration Document
- Historical financial information for the two fiscal years preceding publication of this Universal Registration Document

1.5 Changes of control

Neither the certificate of incorporation, nor the Articles of Incorporation, nor any charter or regulation of the Company contain any provision that would have the effect of delaying, deferring or preventing a change of control.

1.6 Identification of shareholders

In accordance with legislation and regulations, the Company may at any time make use of the procedure for identifying holders of bearer securities to obtain detailed information about the identity of its shareholders.

1.7 Dividend policy

To date, Guillemot Corporation S.A. has not adopted any formal dividend policy.
It intends to pay dividends to its shareholders as long as the requisite financial conditions are met.
Dividends were paid in 2021, 2022 and 2023 (see section 4.2.2.4 of the Management Report).

2. PERSONS RESPONSIBLE FOR THE UNIVERSAL REGISTRATION DOCUMENT AND DECLARATION

2.1 Persons responsible for the information contained in the Universal Registration Document

Claude Guillemot, Chairman and Chief Executive Officer

2.2 Declaration by the persons responsible for the Universal Registration Document

I hereby certify that the information contained in this Universal Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omissions likely to affect its import.

I certify that, to the best of my knowledge, the financial statements have been prepared in accordance with applicable accounting standards and provide a true and fair view of the assets, financial position and earnings of the Company and all companies included within the consolidated group, and that the Management Report set out on pages 8 to 124 provides an accurate picture of the business performance, results and financial position of the Company and all companies included within the consolidated group and describes the key risks and uncertainties facing those companies.

Carentoir, April 24, 2024

Claude Guillemot
Chairman and Chief Executive Officer

3. PERSONS RESPONSIBLE FOR AUDITING THE FINANCIAL STATEMENTS

Principal statutory auditors	Date appointed	Expiry of current term
PRICEWATERHOUSECOOPERS AUDIT SAS (Member of the Versailles regional association of auditors) 63 Rue de Villiers 92200 Neuilly-sur-Seine	Shareholders' general meeting of May 20, 2010 Reappointed May 26, 2016 and June 9, 2022	Shareholders' general meeting held to approve the financial statements for the fiscal year ended December 31, 2027
TOADENN AUDIT Sarl (Member of the Ouest-Atlantique regional association of auditors) 20 Rue des Loges 35135 Chantepie	Shareholders' general meeting of June 9, 2022	Shareholders' general meeting held to approve the financial statements for the fiscal year ended December 31, 2027

Alternate statutory auditors	Date appointed	Expiry of current term
Emmanuel Benoist 63 Rue de Villiers 92200 Neuilly-sur-Seine	Shareholders' general meeting of June 9, 2022	Shareholders' general meeting held to approve the financial statements for the fiscal year ended December 31, 2027
Jérôme Compain 1 Rue des Mimosas 22190 Plérin-sur-Mer	Shareholders' general meeting of June 9, 2022	Shareholders' general meeting held to approve the financial statements for the fiscal year ended December 31, 2027

Fees paid to the statutory auditors and members of their networks are set out in section 8 of the consolidated financial statements.

4. CALENDAR OF PUBLICATIONS FOR THE CURRENT FISCAL YEAR AND REPORTING POLICY

This calendar is provided for information only and is subject to change.
Financial releases are usually issued after market close.

FINANCIAL COMMUNICATIONS – 2024 CALENDAR		
January 25, 2024	After market close	Full-year 2023 turnover
March 27, 2024	After market close	Annual results to December 31, 2023
April 25, 2024	After market close	First-quarter 2024 turnover and quarterly reporting
May 30, 2024	-	Guillemot Corporation S.A. Annual General Meeting
July 25, 2024	After market close	First-half 2024 turnover
September 26, 2024	After market close	2024 interim results
October 31, 2024	After market close	Third-quarter 2024 turnover and quarterly reporting

To meet the requirements laid down by the Autorité des Marchés Financiers (AMF), the Guillemot Corporation Group prepares a detailed calendar for the publication of news releases and Group meetings. The Group endeavors to regularly and consistently provide all institutional and individual shareholders and the financial community (analysts, etc.) with transparent financial reporting covering its business, strategic direction and outlook, in accordance with stock exchange regulations.

The Group's reporting policy with regard to the financial community, investors and shareholders is established by senior management:

Claude Guillemot, Chairman and Chief Executive Officer
2 Rue du Chêne Héleuc, 56910 Carentoir, France – Tel. +33 (0) 2 99 08 08 80

The Company passes on regulated information to business publisher Les Échos-Comfi, which also meets the criteria laid down by the AMF and those set out in the European Union Transparency Directive.

The Group regularly and consistently keeps its shareholders informed of its results and strategic direction, in keeping with stock market regulations. All of the Group's financial releases are widely distributed in full and without delay, in accordance with regulatory requirements and within the timescales laid down in laws and regulations.

Financial releases are also available from various financial websites (e.g. www.boursorama.fr and www.prline.fr).

All publications relating to the Group's business and financial position are available in French and English from the Guillemot Corporation S.A. website (www.guillemot.com). This website also provides an overview of the Group's business and products, and is regularly updated to make it easier and quicker to use. Shareholders can contact the Company at financial@guillemot.fr.

The Group holds two SFAF *(Société Française des Analystes Financiers* – French Society of Financial Analysts) meetings when its results are released. Since 2020, the Group's management has preferred that meetings be held remotely via Teams.

All of the Group's publications (news releases, Universal Registration Documents, annual financial reports, etc.) are available on request from the Communications Department, which makes them available to anyone wishing to keep up to date with Group news and is happy to send out regular documentation on request.

5. CROSS-REFERENCE TABLE AND OTHER TABLES

5.1 Cross-reference table – Universal Registration Document

The cross-reference table set out below refers to key sections of Annexes 1 and 2 of Commission Delegated Regulation (EU) 2019/980 of March 14, 2019 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, which entered into force on July 21, 2019.

5.2 Table – Annual financial report

This Universal Registration Document includes the annual financial report referred to in Article L.451-1-2 of the French Monetary and Financial Code as well as in Article 222-3 of the AMF's General regulation.

The table below refers to those sections of the universal registration document that correspond to the various sections of the annual financial report.

5.3 Table – Workforce-related, environmental and social information

WORKFORCE-RELATED INFORMATION		
Workforce	Total workforce and breakdown by gender, age and geographical region	p. 55
	Hirings and dismissals	p. 55
	Compensation	p. 55
Organization of work	Organization of working time	p. 56
	Absenteeism	p. 56
Health and safety	Workplace health and safety conditions	pp. 56-57
	Frequency and severity of occupational accidents, and occupational diseases	p. 57
Employee relations	Arrangements for employee dialogue, including in particular procedures for informing, consulting and negotiating with employees	p. 57
	Review of collective agreements, notably as regards occupational health and safety	p. 57
Training	Training policy, notably as regards environmental protection	p. 58
	Total number of hours' training	p. 58
Equality	Gender equality	pp. 58-59
	Employment and inclusion for people with disabilities	p. 59
	Anti-discrimination policy	p. 59

ENVIRONMENTAL INFORMATION		
General environmental policy	Organizational measures to take into account environmental issues and, where applicable, environmental assessment and certification	p. 59
	Safeguarding against environmental risks and pollution	p. 59
	Provisions and guarantees for environmental risk, unless such information could be seriously detrimental to the Company in ongoing litigation	p. 59
Pollution	Prevention, reduction or treatment of discharges into the air, water and soil having a serious impact on the environment	p. 60
	Business-specific forms of pollution, including in particular noise and light pollution	p. 60
Circular economy	Waste prevention and management: - Waste prevention, recycling, reuse and other forms of recovery and elimination - Prevention of food waste	 pp. 60-61 p. 61
	Sustainable use of resources: - Water supply and consumption in accordance with local constraints - Consumption of raw materials and steps taken to improve their efficient use - Energy consumption, steps taken to improve energy efficiency, and use of renewable energy - Land use	 p. 61 pp. 61-62 pp. 62-63 p. 63
Climate change	Significant greenhouse gas emissions arising from the Company's activities, including use of goods and services produced by it	pp. 63-64
	Adapting to the consequences of climate change	p. 64
	Voluntary medium- and long-term greenhouse gas emissions reduction targets and resources put in place to achieve them	p. 64
Protecting biodiversity	Action taken to protect or restore biodiversity	p. 64

SOCIAL INFORMATION		
Social commitments in support of sustainable development	Impact of the Company's business on employment and local development	p. 65
	Impact of the Company's business on residents and other local populations	p. 65
	Stakeholder relations and dialogue	p. 65
	Partnership and sponsorship	p. 65
Subcontracting and suppliers	Social and environmental issues and procurement policy	pp. 65-66
	Social and environmental responsibility of suppliers and subcontractors	p. 66
Fair practices	Action in support of consumer health and safety	p. 66
Anti-corruption measures	Preventing corruption	p. 66
Actions in support of human rights	Promotion of and compliance with the stipulations of the fundamental Conventions of the International Labour Organization - Freedom of association and the right to collective bargaining - Eliminating discrimination in respect of employment and career development - Eliminating forced and compulsory labor - Abolition of child labor	p. 66 p. 66 pp. 66-67 p. 67 p. 67
	Other actions in favor of human rights	p. 67

6. Glossary

Design thinking
An immersive, collaborative approach to creating innovative solutions based on observing users and anticipating their issues, harnessing creative momentum to generate new ideas, prototyping new uses and anticipating market developments.

DJ
Abbreviation of disc jockey: a person who chooses and plays music tracks, mainly at private parties or night clubs. DJs may simply play tracks one after the other or mix them and add effects to create their own mixes. Some DJs are now true creatives with global reputations.

DJing
Providing entertainment at parties by programming, mixing, adapting and revisiting music at private events (with friends and family, in non-profit or business environments, etc.), public events (in bars and restaurants, at festivals and concerts, in pubs, etc.) or remotely (via the internet, radio, television, etc.). A DJ's goal is usually to get people dancing.

DJ range
A range of controllers and speakers for digitally mixing music.

eSports (electronic sports)
Competitive activities using a digital medium – in this case video games – to compete against other players, improve performance and achieve new personal bests. In practice, multiple players play an online or networked video game as part of a competition (which may be friendly or serious) where they play against professionals or amateurs, either on their own or in teams.

e-tail
A market consisting of operators selling product ranges and brands exclusively online.

Gaming console
A dedicated electronic video game system. There are two types: home consoles, which connect to a television, and small portable consoles with their own screen that can be used on the go. Home gaming consoles have gradually evolved so that, having originally been dedicated solely to amateur gamers, they can now act as family multimedia centers.

Gaming headset/audio headset for connected gamers
An audio headset equipped with a microphone to allow teams of online and networked gamers to communicate with each other.

Influencer
A person who, by virtue of their status, position or media exposure, is able to influence consumer behavior within a given space. Denotes any person who, thanks to the internet and social media in particular, is well known in a specific subject area.

Nintendo Switch
A Nintendo video gaming console launched in March 2017. The Switch is the first hybrid console, able to operate as both a home console and a portable console.

OEM (Original Equipment Manufacturer)
A company tasked with designing and manufacturing a product in accordance with technical specifications, and which then sells the product to another company that distributes it under its own brand.

Retail
A market consisting of mass-market retailers, independent resellers and specialized chains selling product ranges and brands mainly through stores or dedicated retail space.

Smartphone
A smart mobile telephone that combines advanced functionality with a wide range of applications and a touchscreen interface.

Streaming
Listening to music online without downloading it.

Virtual reality (VR)
A technology that immerses the user in a digitally created artificial world. This could be a reproduction of the real world or a completely imaginary universe. The experience involves both visuals and audio, and in some cases uses optical feedback. The system uses a virtual reality headset to place a stereoscopic 3D display system in front of the wearer's eyes.

Webcam
A small digital camera connected to a computer that can be used for online videoconferencing and real-time online broadcasting of video images.

Wi-Fi (Wireless Fidelity)
A radio frequency technology that can be used to create wireless computer networks and share internet access via a router, modem-router or hotspot (a wireless access point in a public location).

GUILLEMOT CORPORATION S.A.
A public limited company (*société anonyme*) with capital of €11,617,359.60
Registered company no.: 414 196 758 Vannes; APE activity code: 4651Z
2 Rue du Chêne Héleuc, 56910 Carentoir, France
Tel: +33 2 99 08 08 80