

## **M.A.J.**

A French limited company (*société anonyme*) with share capital of €142,515,408  
31 Chemin Latéral au Chemin de Fer, 93500 Pantin, France  
775 733 835 - R.C.S. BOBIGNY

### **MANAGEMENT REPORT OF THE BOARD OF DIRECTORS** **TO THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF JUNE 26, 2024**

We have invited you to this Ordinary General Shareholders' Meeting for the purpose of submitting for your review and approval the financial statements for the 12-month fiscal year beginning January 1 and ending on December 31, 2023.

#### **FINANCIAL POSITION OF THE COMPANY**

M.A.J. is the main operating company for the multiservice group ELIS, a leader in circular services that uses a rental & maintenance model to meet its customers' needs in terms of protection, hygiene and well-being, while helping them to achieve their environmental objectives. M.A.J. operates in France, and indirectly, via its subsidiaries, in Europe and Latin America. The Group serves, directly in France or through its subsidiaries and equity interests, hundreds of thousands of customers of all sizes belonging to various professional customer segments: Hospitality, Healthcare, Industry, Trade and Services.

2023 saw strong growth in the Hospitality and workwear markets, mainly due to price increases and the positive impact of the Rugby World Cup. In the cleanroom segment, the fall in demand from the pharmaceuticals industry was offset by growth in aeronautics, semiconductors and microbiology. The Healthcare market continued to suffer from staff shortages and bed closures.

In addition to the sustained activity of customers and the pricing effect, which contributed to the very positive revenue growth, the Company's sales momentum remained strong in 2023, particularly in workwear. The hygiene and facility markets suffered more, with a negative profit/loss balance in direct sanitation and cleaning companies (losses due to office closures or relocations); conversely, the pest control business continued to grow. The medical waste management business fell sharply following the loss of a major customer.

The Company continued to make adjustments to improve customer satisfaction: product and service traceability, industrial investments and investments in electric vehicles and biofuels.

In addition, the 2023 fiscal year saw the acquisition in March 2023 of all the shares in *S.O.S. Termites* in Arcachon (33) (termite control services).

#### **TRANSACTIONS RELATING TO THE INCOME STATEMENT**

The **key figures** for the fiscal year ended 12/31/2023, compared with those for the fiscal year ended 12/31/2022, are as follows:

(in thousands of euros)	<b><u>12/31/2022</u></b> (12 months)	<b>as a %</b>	<b><u>12/31/2023</u></b> (12 months)	<b>as a %</b>
Revenue excl. tax (including other income)	810,172	100.00	901,651	100.00
Depreciation and amortization	103,308	12.75	111,682	12.39
Personnel costs	247,315	30.53	265,454	29.44
<b>Operating income</b>	<b>170,389</b>	<b>21.03</b>	<b>207,013</b>	<b>22.96</b>
Net financial income	(49,397)	(6.10)	74,658	8.28
<i>o/w income from equity investments</i>	<i>816</i>	<i>n.s.</i>	<i>30,807</i>	<i>3.42</i>
Net non-recurring income	(3,526)	(0.44)	(15,032)	(1.67)

Employee profit-sharing	11,763	1.45	11,507	1.28
Income tax	36,297	4.48	40,708	4.51
<b>Net income (loss)</b>	<b>69,405</b>	<b>8.57</b>	<b>214,424</b>	<b>23.78</b>
Gross cash flow	172,713	21.32	326,106	36.17
Cash flow	206,871	25.53	273,400	30.32
Added value	477,615	58.95	546,645	60.63

**Revenue** (including other income) for the fiscal year ended 12/31/2023 increased significantly by 11.29% (€901,651,000, compared with €810,172,000 in 2022).

**Operating income** came to €207,013,000 compared with €170,389,000 as at 12/31/2022, a clear improvement. Operating expenses represented 84.24% of revenue as at 12/31/2023 (compared with 86.31% as at 12/31/2022). With inflation still high, the costs of linen, washroom consumables and energy remained substantial.

The average workforce in 2023 was 7,365 persons, distributed over 70 centers, compared with 7,305 in 2022 for the same number of centers.

The profit sharing premium for 2023 (excluding general social contribution [C.S.G.] and social debt repayment contribution [C.R.D.S.]) stood at €6,521,000. It was €5,756,000 as at 12/31/2022.

### Financial transactions

Financial income specifically includes:

- income from subsidiaries and other equity investments (€30,807,000),
- interest received on advances granted within the framework of the cash pooling agreement (€21,992,000),
- a reversal of the provision for impairment of shares in the subsidiaries Elis Colombia (-€11,905,000), Atmosfera (-€61,951,000) and Elis Prévention Nuisibles (-€1,677,000),
- exchange gains (€3,192,000).

Financial expenses specifically include:

- interest paid for advances granted by Elis SA and subsidiaries in connection with cash pooling and current account agreements (€22,388,000) in addition to intra-Group loans with Elis SA (€26,759,000),
- additions to provisions for impairment of shares in the subsidiaries Le Jacquard Français (+€194,000) and Blanchisserie Blésoise (+€1,445,000),
- negative foreign exchange losses (€3,122,000).

Ultimately, **net financial income** as at 12/31/2023 is a profit of €74,658,000 against a loss of (€49,397,000) as at 12/31/2022.

### Extraordinary transactions

**Non-recurring net income** showed a loss of (€15,032,000) against a loss of (€3,526,000) as at 12/31/2022. It includes:

- changes (reversals and additions) in the provision for accelerated depreciation and amortization;
- changes (income and net carrying amount) from sales of assets;
- costs related to restructuring and site closures or environmental risks;
- actuarial spreads on employee benefit obligations.

At 12/31/2023, **net income**, after creating a provision for:

- employee profit-sharing of €11,507,000
- income tax of €40,708,000

resulted in a profit of **€214,424,000**. At 12/31/2022, net income was a profit of €69,405,000.

## **TRANSACTIONS RELATING TO THE BALANCE SHEET**

The transactions affecting the balance sheet during the last fiscal year are the following:

- 1) **Property, plant and equipment**: Work continued on the new plant in Rousset (13), which is scheduled to open in April 2024.
- 2) The gross value of **investment securities** amounted to €1,510,578,000 against €1,506,623,000 as at 12/31/2022. Transactions during the fiscal year concerned subscriptions to capital increases by the subsidiaries Elis Colombia (+€3,149,100) and Elis Chile (+€706,000) and the acquisition of SOS Termites (+€687,900).
- 3) **Other receivables**: The advances granted by M.A.J. under cash pooling agreements at the end of the fiscal year stood at €453,589,000. Of particular note were the advances granted to the following subsidiaries: Elis Services (€10,709,000), Elis Manomatic (€21,978,000) and Elis Belgium (€25,885,000), and directly to the German subsidiaries: Elis Holding GmbH (€198,786,000) and Elis Beteiligungs GmbH (€79,343,000).
- 4) **Provisions for risks**, totaling €18,276,000 at the end of the fiscal year, include, in particular, a provision linked to environmental risks (€11,343,000), a provision for litigation (€5,320,000), and a provision for long-service commitments (€1,362,000).
- 5) **Provision for post-employment benefits**: This stood at €16,875,000 compared with €15,884,000 as at 12/31/2022.
- 6) **Liabilities and other loans**:  
To finance the development of its business and external growth, the Company uses:
  - a current account advance granted by the parent company ELIS, currently capped at €1,000,000,000. It should be noted that the Company entered into the Elis cash pool with effect from October 1, 2023, replacing the current account agreement dating back to 2002. The current account had a credit balance of €108.9 million at year-end in favor of M.A.J.;
  - intra-Group loans granted in 2019 for €385,670,000 (USPP I), in 2022 for €158,599,000 (USPP II) and in 2023 for €183,356,000 (USPP III);
  - intra-Group loans granted in 2019 for €50,000,000, reduced to €25,000,000 in 2022 (known as Océane 2023), fully repaid at the beginning of 2024, and in 2022 for €50,000,000 (known as Océane 2029).

At the end of the fiscal year, Group debts (M.A.J. cash pool) amounted to €345,314,000.

Ultimately, the debts came to a total of €1,478,106,000 as at 12/31/2023, of which €747,506,000 was within one year. The debts were €1,358,726,000 as at 12/31/2022.

## **NOTE REGARDING THE USE OF FINANCIAL INSTRUMENTS AND HEDGING TRANSACTIONS**

The Company has adopted ANC Regulation no. 2015-05 on forward financial instruments and hedging transactions. Hedge accounting principles must be applied whenever a hedging relationship is identified and documented by management. The effects of the financial instruments used by the Company to hedge and manage its foreign exchange, interest rate and raw material risks are recognized in the income statement in parallel with those of the hedged item. Impairments or provisions for risks relating to a hedged item take into account the effects of the hedge. If the hedged item disappears, the hedging instrument is treated as a separate open position, the hedge is settled and the losses or gains are recognized in the income statement.

At December 31, 2023, the Company does not hold any derivative instruments not designated as hedges (no separate open positions).

## **DESCRIPTION OF THE MAIN RISKS AND UNCERTAINTIES**

The Company has reviewed the risks that could potentially have a significant adverse effect on its activity, its financial position or its profits (or on its ability to meet its objectives), and believes that there are no significant risks other than those mentioned in chapters 3 and 4 of the 2023 Universal Registration Document of the listed parent company ELIS SA, available at: <https://fr.elis.com/fr/groupe/relations-investisseurs>.

The main risks to which the Group (and therefore M.A.J.) believes it is exposed are strategic risks, risks related to operational activities, financial risks, legal risks, regulatory risks, tax risks and non-financial risks (social and environmental).

In the context of the Ukrainian conflict, which began in February 2022 and is still ongoing, the Company currently does not believe that it has been directly impacted.

## **ACTIVITIES OF SUBSIDIARIES AND EQUITY INVESTMENTS**

The Company directly or indirectly controls subsidiaries and equity investments in Europe (including France) and in Latin America (excluding Mexico); the activity of the majority of these subsidiaries and equity investments is identical to that of the Company (rental & maintenance services). Other subsidiaries (“Manufacturing Entities”) have a manufacturing business (Le Jacquard Français and Kennedy Hygiene Products Ltd).

All financial data for these subsidiaries and equity investments is consolidated in the holding company ELIS SA. For specific details, please see the 2023 Universal Registration Document of the company ELIS SA, available on the website: <https://fr.elis.com/fr/groupe/relations-investisseurs>.

### **A - Comments on the business of the company M.A.J., its subsidiaries and the Group**

Through its multiservice integrated offer, the Group, including the company M.A.J., provides its rental & maintenance services to a diversified base of more than 400,000 customers distributed in, among others, the regions described below (excluding Manufacturing Entities):

With regard to M.A.J. and its subsidiaries in particular (M.A.J. scope), these geographic areas are consolidated in the breakdown of revenue in the Group’s four operating segments: France, (Central and Southern) Europe, Latin America and Manufacturing Entities.

Amid still-high inflation, business growth benefited substantially from the price adjustments implemented to offset rising costs.

The upturn in the Hospitality sector in early 2023 (compared with the same period in 2022) also had a positive effect, as did the sustained sales momentum in workwear, still driven by ongoing outsourcing in many industries, notably in Southern Europe and Latin America. The offerings of the Company and its subsidiaries, designed to meet the growing needs of customers in terms of hygiene, traceability and security of supply, continued to be highly successful, enabling the Group to press ahead with the signing of new contracts in 2023, while maintaining a strict pricing policy.

From an industrial standpoint, the ongoing optimization of production processes in all regions led to significant productivity gains over the year, particularly in workshop costs and logistics.

In 2023, Elis also pursued its circular economy and textile recycling initiatives. In September, the Group announced ambitious emission reduction targets in line with the Paris Agreement.

Breakdown of the 2023 consolidated EBITDA and revenue of M.A.J. and its subsidiaries by geographic area (expanded Group scope):

In € million	2022			2023		
	REVENUE	as a %	EBITDA	REVENUE	as a %	EBITDA
France	1,185.0	42.9	456.2	1,311.6	41.3	529.8
Southern and Central Europe <sup>1</sup>	1,200.5	43.4	349.1	1,392.6	43.9	428.0
Latin America <sup>2</sup>	347.3	12.6	116.4	444.9	14.01	153.0
Manufacturing Entities and holding companies	30.8	1.1	(15.5)	26.1	0.8	(18.9)
<b>Total M.A.J. scope (expanded)</b>	<b>2,763.6</b>	<b>100.0</b>		<b>3,175.2</b>	<b>100.00</b>	

**1) Business activity in textile and hygiene rental & maintenance and pest control services**

**France**

In France, revenue (including the Company but excluding Manufacturing Entities) grew by +10.7% (fully organic) over 2022, and represents 41.3% of revenue in the M.A.J. scope of consolidation (compared with 42.9% the previous year).

In France, the Group serves customers in the Hospitality, Healthcare, Industry, and Trade and Services sectors.

Sales momentum was strong, particularly in workwear and pest control. However, there was a slight decline in business with small customers, particularly for services that may be seen by customers as non-essential. In Hospitality, business was stable compared with 2022. Lastly, pricing momentum was good in 2023.

Anchain Trade Services (pest control) was merged into R.L.S.T. in April 2023.

**Europe (excluding France)**

In Europe, the Group is divided into four areas: United Kingdom – Ireland, Central Europe, Scandinavia and Eastern Europe, and Southern Europe, and provides services to customers in all segments.

The activities of the Company's subsidiaries are located in Central Europe and Southern Europe, and represent 43.9% of the revenue of the M.A.J. scope.

In 2023, Group revenue from Central Europe was €1,013.4 million (compared with €870.0 million the previous year), representing 31.9% of the revenue of the M.A.J. scope. This represented an increase of +16.5% (+15.1% organic). Sales momentum was satisfactory, particularly in Germany and the Netherlands, the region's two largest countries. Germany delivered organic growth of around +17%, the pricing dynamic implemented in 2022 having paid off. However, the Group's price discipline led to some contract losses in several countries in the region, particularly on the Healthcare market in Germany.

In Switzerland, AS Désinfection (3D) was merged into Hygienis SA in June 2023. In Germany, Miettex Service Süd GmbH, acquired in May 2023, was merged into Elis Textilmanagement GmbH in August 2023.

<sup>1</sup> Figures for Central Europe include countries and regions outside the M.A.J. scope (e.g. Berendsen), such as Poland and the Netherlands.

<sup>2</sup> The figures for Latin America include Mexico, a country outside the M.A.J. scope, following the acquisition of the Lavartex group in July 2022.

In Southern Europe, the Group generated €379.2 million in consolidated revenue during the fiscal year ended December 31, 2023, representing 11.9% of the M.A.J. scope. It increased by 14.7% (of which 13.6% was organic). There was steady growth in outsourcing in workwear and the Group was able to win various new contracts, particularly with companies in the food sector. The Hospitality sector continued to recover, returning to pre-health crisis levels. Lastly, the acquisitions of Gruppo Indaco in Italy and Compañía de Tratamientos Levante in Spain are strong platforms for accelerating growth in the pest control sector in this region. These acquisitions accounted for +1.1% of the region's annual growth.

In Italy, Sistema Ambiente (3D), acquired in early 2023, was merged into Elis Italia in June 2023.

### **Latin America**

The Group provides services in Latin America to customers in the Hospitality, Healthcare and Industry segments. In Latin America, the Group posted consolidated revenue of €444.9 million for the year ended December 31, 2023 (including Mexico, which was integrated in 2022 outside the M.A.J. scope).

Revenue was up +28.1% in the region (+10.4% on an organic basis). Acquisitions accounted for +16.3% of the growth in the region in 2023. The Mexican acquisition, consolidated since July 1, 2022, achieved double-digit organic growth in the second half of the year. This acquisition significantly strengthened the region's growth profile. In addition, the outsourcing dynamic continued in all Latin American countries, with the Group continuing to win new contracts, particularly in Healthcare. Lastly, contract losses remained very limited, even though the price effect was greater than inflation for the year.

The Brazilian company Center Lav Serviço de Lavanderia Ltda, acquired in January 2023, was merged into Lavebras Gerstao de Têxteis SA in August 2023.

### **2) Manufacturing activities**

The Group also has a manufacturing business carried out by its two Manufacturing Entities, the subsidiaries Le Jacquard Français and Kennedy Hygiene Product Ltd.

Le Jacquard Français, acquired by the Group in 1968, designs and manufactures high-end flat linen and damask linen products. It has a weaving plant in Gérardmer, in the Vosges mountains in Eastern France, and its own sales, marketing and distribution teams. Le Jacquard Français mainly sells its products to consumers through third-party distribution networks, such as department stores and retailers, private online sales and its own boutiques. Le Jacquard Français exports its products to several countries and is looking to increase its export sales (outside the EU). Thanks to the Paris 2024 license and the launch of a bed linen collection, the subsidiary hopes to revitalize its sales in 2024.

Kennedy Hygiene Products Ltd (Great Britain), acquired in 1987, is one of Europe's market leading designers and manufacturers of washroom appliances, such as cotton and paper hand towel dispensers, no-touch hand dryers, soap and toilet paper dispensers, feminine hygiene disposal bins, and fragrance dispensers. Kennedy Hygiene Products is based in the United Kingdom and exports its products to some 44 countries.

Kennedy Hygiene Products has its own sales, marketing, distribution and R&D teams, but also works closely with the Elis Group's marketing team to design products to meet the specific requirements of the Group's customers.

The Group's manufacturing business generated consolidated revenue of around €26.1 million in the year ended December 31, 2023 (compared with €30.8 million in 2022), representing less than 1% of M.A.J. scope revenue (after eliminating intra-Group transactions).

## **B – New acquisitions in 2023**

In France, M.A.J. acquired a pest control company (SOS Termites) in Arcachon in March 2023, which in turn acquired a termite control business in Gironde in October 2023. The subsidiary Pro Services Environnement also acquired six pest control companies in the Rhône-Alpes region.

In Germany, Elis Textilmanagement GmbH acquired Servicetex GmbH and Miettex Service Süd GmbH in May 2023.

In the Czech Republic, Elis Textil Servis Sro acquired the Pevi Sro laundry business (as well as the real estate company owning the premises).

In Spain, Elis Manomatic acquired Compañía de Tratamientos Levante, SLU in Valencia in 2023.

In Portugal, SPAST acquired Lavandarias Monica S.A. in January 2023.

In Italy, Elis Italia acquired two pest control companies, Sistema Ambiente and Gruppo Indaco.

In Brazil, the Group strengthened its position in January 2023 with the acquisition by the subsidiary Lavebras of Center Lav Serviço de Lavanderia Ltda.

## **BRANCH OFFICES**

The Company operates its business in France from 70 centers (production plants and service centers) as at 12/31/2023 (unchanged from the previous year).

## **RESEARCH AND DEVELOPMENT/ENVIRONMENTAL PERFORMANCE INDICATORS**

Within the context of implementing ISO 9001 certification, the Company is committed to protecting the environment while operating its laundry business. In particular, production sites are subject to legislation governing facilities classified for environmental protection.

The Company is continually searching for ways to optimize its consumption of water, energy and cleaning products.

In order to limit its environmental footprint by reducing its greenhouse gas emissions and making better use of natural resources, the Company has held ISO 50001 certification from Afnor Certification since December 2015 for its energy management system.

The Company and the Group offer their customers products that are maintained, repaired, reused and redeployed in order to optimize their use and lifespan. This circular economy model, aimed in particular at reducing the consumption of natural resources by optimizing the lifespan of products, is (i) a sustainable solution to today's environmental concerns, (ii) an alternative to linear approaches to consumption that enables customers to avoid CO<sub>2</sub> emissions and help reduce their own emissions.

## **OUTLOOK**

The outlook for the future is based on the Group's strategy, which is organized around:

- › the development of sustainable services and promotion of the circular economy;
- › industrial and commercial excellence;
- › the consolidation of existing positions;
- › the expansion of its network.

The success of Elis's new sales offerings and pricing negotiations mean that it can expect organic revenue growth of +5% in 2024.

The new productivity gains expected in 2024 and the improved terms of energy supply contracts for 2024 compared with 2023 should contribute to an improvement in the 2024 adjusted EBITDA margin of around +50 bps compared with 2023.

### **SIGNIFICANT EVENTS SINCE THE END OF THE FISCAL YEAR**

As at the date of this report, there were no events after December 31, 2023 that could have a significant impact on the Company's financial position.

### **TAX INFORMATION**

1) Since March 1, 2008, the Company has been consolidated into a tax group established by the parent company ELIS. A tax consolidation agreement was signed on October 30, 2009, with effect from July 1, 2009.

#### **2) Non-deductible fees and expenses**

During the fiscal year ended December 31, 2022, the Company:

\* did not recognize any luxury expenses that were not deductible from taxable income within the meaning of Article 39-4 of the French Tax Code (*Code général des impôts*);

\* did not exclude any general expenses from tax deductible expenses in taxable income pursuant to Articles 39-5 and 223 *quinquies* of the French General Tax Code.

### **LEGAL INFORMATION**

1) Employees do not hold shares in M.A.J. No company stock options have been granted to corporate officers or company employees.

#### **2) Information on payment terms for suppliers and customers**

In accordance with Articles L. 441-6-1 and D. 441-6-I of the French Commercial Code, the breakdown of the balance of trade payables and customer debts for the fiscal year ended December 31, 2023 was the following:



*Outstanding invoices received and issued at the end of the fiscal year, which are due for payment (table required under Section I of Article D. 441-6)*

	Article D. 441-6 I.-1°: Outstanding invoices <u>received</u> and past due at the end of the reporting period						Article D. 441-6 I.-2°: Outstanding invoices <u>issued</u> and past due at the end of the reporting period					
<i>(in thousands of euros incl. tax)</i>	0 days (indicative)	1 to 30 days	31 to 60 days	61 to 90 days	91 days and more	Total (1 day and more)	0 days (indicative)	1 to 30 days	31 to 60 days	61 to 90 days	91 days and more	Total (1 day and more)
<b>(A) Late payment tranches</b>												
Number of invoices concerned	6,169					2,946	87,490					90,313
Total amount of invoices concerned incl. tax	53,081	3,394	29	60	0.3	3,484	118,280	44,411	11,197	4,962	30,848	91,418
Percentage of the total amount of purchases during the fiscal year incl. tax	98.16%	6.28%	0.05%	0.11%	0.0%	6.44%						
Percentage of revenue for the fiscal year incl. tax							14.04%	5.27%	1.33%	0.59%	3.66%	10.85%
<b>(B) Invoices excluded from (A) relating to disputed or unrecognized debts and receivables</b>												
Number of invoices excluded												
Total amount of invoices excluded (specify: excl. or incl. tax)												
<b>(C) Reference payment terms used (contractual or statutory terms – Article L. 441-10 or Article L. 441-11 of the French Commercial Code)</b>												
Payment terms used to calculate late payment	Contractual or statutory terms						Contractual terms: 15th of the following month					

### 3) Environmental and social information (CSR)

In accordance with paragraph IV of Article L. 225-102-1 of the French Commercial Code, the Company is not required to publish a non-financial performance statement (DPEF) pursuant to paragraph I of Article L. 225-102-1, insofar as it is controlled by ELIS SA, which includes a consolidated non-financial performance statement in its consolidated financial statements in accordance with paragraph II of Article L. 225-102-1.

To consult the 2023 consolidated non-financial performance statement, please refer to chapter 3 of ELIS SA's 2023 Universal Registration Document, available at: <https://fr.elis.com/fr/groupe/relations-investisseurs>.

## **PROPOSED RESOLUTIONS**

### A – Approval of the financial statements – discharge

We kindly ask you to approve the financial statements for the fiscal year ended December 31, 2023 as they are presented to you, and to discharge the members of the Board of Directors from their management.

**B – Allocation of income**

After noting that the fiscal year ended December 31, 2023 showed net income of €214,423,988.20, we ask you to allocate this amount in full to “Other reserves.”

In accordance with the law, it is noted that the dividends distributed for the last three fiscal years were:

Fiscal year	Gross dividend/share	Total amount of distributed dividends*
12/31/2022	€12.35	€110,004,080.55
12/31/2021	-	-
12/31/2020°	-	-

\*not eligible for tax relief.

**C – Related-party agreements**

You will be responsible, based on the special report of your Statutory Auditors, for deciding on the agreements that fall within the scope of Article L. 225-38 of the French Commercial Code.

Please note:

- no new related-party agreements were made in 2023;
- pursuant to Article L. 225-40-1 of the French Commercial Code, after annual review by the Board of Directors, all previously authorized agreements that continued in 2023 have been reclassified as current transactions concluded under normal conditions. As a result, there are no ongoing regulated agreements at the end of fiscal year 2023.

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**CORPORATE GOVERNANCE REPORT**

In accordance with Article L. 225-37 of the French Commercial Code, we hereby present the corporate governance report on the information listed in Article L. 225-37-4 of the French Commercial Code:

1) A list of all the offices and positions held in any company by each corporate officer during the fiscal year.

We have attached a list of all the offices and positions held in each company by each director over the past fiscal year.

2) Information on the agreements signed during fiscal year 2023 in accordance with the last paragraph of Article L. 225-37-4 of the French Commercial Code, with the exception of agreements relating to current transactions concluded under normal conditions.

During the 2023 fiscal year, no agreement was signed in accordance with the last paragraph of Article L. 225-37-4.

3) A summary of the effective authorizations granted by the general shareholders’ meeting regarding share capital increases, pursuant to Articles L. 225-129-1 and L. 225-129-2, and including the use made of these authorizations during the fiscal year.

No authorizations have been granted to date by the general shareholders’ meeting of the Company.

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We ask you to vote in favor of the resolutions proposed to you. We believe that you will join us in thanking the employees of our company and its subsidiaries for their dedicated collaboration.

The Board of Directors

Attachments:

- Five-year financial summary
- List of offices and positions held by corporate officers
- List of agreements falling within the scope of Article L. 225-37-4 of the French Commercial Code

Appendix to the management report

**RESULTS OVER THE LAST FIVE FISCAL YEARS**

(and other significant items)

In euros

TYPE OF INFORMATION	01/01/2019 12/31/2019 (1) (12 months)	01/01/2020 12/31/2020 (12 months)	01/01/2021 12/31/2021 (2) (12 months)	01/01/2022 12/31/2022 (12 months)	01/01/2023 12/31/2023 (12 months)
<b>I. Capital at the end of the fiscal year</b>					
* share capital	142,515,408	142,515,408	142,515,408	142,515,408	142,515,408
* number of existing ordinary shares	8,907,213	8,907,213	8,907,213	8,907,213	8,907,213
* number of existing preferred dividend shares (without voting rights)					
* maximum number of future shares to be created:					
. Through bond conversions					
. By exercising subscription rights					
<b>II. Transactions and results for the fiscal year</b>					
* revenue excl. tax (including other income)	736,717,584*	587,139,168	644,252,223**	810,171,942***	901,650,806
* profit before tax, employee profit-sharing, and depreciation and amortization allowances and provisions	233,600,192	72,160,516	196,444,735	250,699,286	326,226,368
* income tax expense	34,502,901	16,939,673	28,808,749	36,296,748	40,707,655
* employee profit-sharing due for the fiscal year	6,705,234	2,425,363	6,886,557	11,763,303	11,507,248
* profit after tax, employee profit-sharing and depreciation and amortization allowances and provisions	140,499,824	-56,561,190	135,198,922	69,404,998	214,423,988
* distributed income	0	0	0	0	0
<b>III. Earnings per share</b>					
* profit after tax, employee profit-sharing but before depreciation and amortization allowances and provisions	21.60	5.93	18.05	22.75	30.76
* profit after tax, employee profit-sharing and depreciation and amortization allowances and provisions	15.77	-6.35	15.18	7.79	24.07
* net dividend per share	0.00	0.00	0.00	0.00	0.00

<b>IV. Employees</b>					
* average number of employees during the fiscal year	7,432	6,700	6,616	7,305	7,365
* payroll expenses for the fiscal year	187,692,594	149,535,232	157,785,555	194,429,180	208,682,204
* employee benefits paid during the fiscal year (social security, etc.)	51,354,804	39,965,703	43,428,552	52,885,584	56,772,087

\*revenue includes that of the BPA, BSA and Maison de Blanc Berrogain customers (from 10/31/2019)

\*\* revenue includes that of the Scaldis France customers (from 07/01/2021)

\*\*\* revenue includes that of the Leasilinge customers (from 01/31/2022)

(1) the 2019 financial statements include the merger/absorption of the companies BPA and Maison de Blanc Berrogain as well as the contribution/merger of BSA

(2) the 2021 financial statements include the  
contribution/merger of the company Scaldis France

Appendix to the 2023 Corporate Governance Report

**INFORMATION ABOUT THE DIRECTORS**

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**Xavier Martiré**

Chairman and Chief Executive Officer

- Chairman of the Management Board of ELIS SA
- Director of PIERRETTE – T.B.A. SA
- Chairman of ELIS LUXEMBOURG SA (Luxembourg)
- Chairman of GOLDEN CLEAN SA (Chile)
- Chairman of BERENDSEN Ltd (United Kingdom)
- Director of ELIS MANOMATIC SA (Spain)
- Director of ELIS ITALIA SpA (Italy)
- Director of S.P.A.S.T. SA (Portugal)
- Director of G.A.F.I.D.E.S. SA (Portugal)
- Director of ALBIA SA (Chile)
- Director of SERVICIOS HOSPITALARIOS SA (Chile)
- Director of CLEAN MASTER SPA (Chile)

**Didier Lachaud**

Director

- Chairman and Chief Executive Officer of SHF HOLDING SA\*
- Chairman of ELIS SERVICES SAS
- Chairman of LES LAVANDIERES SAS
- Chairman of ELIS PREVENTION NUISIBLES SAS
- Chairman of 3D – DESINFECTION DERATISATION DESINSECTISATION SAS
- Chairman of SAVOIE ANTI-NUISIBLES SAS
- Chairman of HAUTE-SAVOIE ANTI-NUISIBLES SAS
- Chairman of BIO PEST SERVICES SAS
- Manager of SCI DU CHATEAU DE JANVILLE
- Member of the Board of BERENDSEN Finance Ltd (United Kingdom)
- Member of the Board of BERENDSEN Nominees Ltd (United Kingdom)

\* Office terminated on January 5, 2024 following the merger of SHF HOLDING SA into its parent company SPCI

**Barthélémy Morin**

Director

- Chairman and Chief Executive Officer of PIERRETTE – T.B.A. SA
- Chairman of THIMEAU SAS
- Chairman of REGIONALE DE LOCATION ET SERVICES TEXTILES SAS
- Chairman of SHF SAS
- Chairman of ALPES 3D SAS
- Manager of SCI DE LA FORGE
- Manager of SCI MAINE BEAUSEJOUR
- Manager of SCI LES GAILLETROUS
- Director of SHF HOLDING SA\*
- Director of BLANCHISSERIE BASSE MEUSE SA (Belgium)
- Director of ARDENNE & MEUSE LOGISTIC SA (Belgium)
- Director of SCALDIS SAINT-MARTIN SA (Belgium)
- Member of the Board of KENNEDY HYGIENE PRODUCTS Ltd (United Kingdom)

- Member of the Board of KENNEDY EXPORTS Ltd (United Kingdom)
- Director of COLIDAY HOLDINGS Ltd (Cyprus)
- Director of SKEWEN INVESTMENTS Ltd (Cyprus)
- Management controller for GIE EUROCALL PARTNERS

\* Office terminated on January 5, 2024 following the merger of SHF HOLDING SA into its parent company SPCI

**Anne-Sophie Magat**

Director

- Manager of SARL SOCIETE DE PARTICIPATIONS COMMERCIALES ET INDUSTRIELLES (SPCI)
- Director of PIERRETTE – T.B.A. SA

**Anne Bailly-Dupas**

Director

- Manager of SCI DES DEUX SAPINS
- Director of SHF HOLDING SA\*
- Director of ELIS BELGIUM SA (Belgium)

\* Office terminated on January 5, 2024 following the merger of SHF HOLDING SA into its parent company SPCI

**STATUTORY AUDITOR**

**MAZARS**

61 rue Henri Regnault, Tour Exaltis,  
92400 Courbevoie, France

March 2024

Appendix to the 2023 management report

**AGREEMENTS FALLING WITHIN THE SCOPE OF  
ARTICLE L. 225-37-4 OF THE FRENCH COMMERCIAL CODE**

NB: excluding current transactions concluded under normal conditions

1. **Agreements entered into (directly or through an intermediary) between the shareholder owning more than 10% and another company controlled by M.A.J. within the meaning of Article L. 233-3 during fiscal year 2023**

None

2. **Agreements entered into (directly or through an intermediary) between one of the members of the Board of Directors and another company controlled by M.A.J. within the meaning of Article L. 233-3 during fiscal year 2023**

None