

Paris, July 4, 2022

## Elior Group makes Board of Director changes and names Bernard Gault Chairman and CEO

**Elior Group's Board of Directors approved changes in its composition following Derichebourg's acquisition of a stake in the company, which was announced May 19, 2022.**

- Bernard Gault is appointed Elior Group Chairman and CEO
- Gilles Cojan will stay on as a Board member
- Daniel Derichebourg, representing Derichebourg SA, and Françoise Mahiou, representing Derichebourg Environnement, have been co-opted as Directors. They will replace Sofibim's representative, Robert Zolade, and Servinvest's representative, Sophie Javary
- Célia Cornu, a member of Sofibim's Strategic Committee, has resigned from her post as censor

The Board of Directors welcomes Derichebourg SA as Elior Group's reference shareholder. The board believes in this context that it is in Elior's best interest to thoroughly review the possible strategic options and to examine the best value creating options for Elior Group's shareholders.

In order to complete this study phase, the Board decided to combine the functions of Board Chairman and Chief Executive Officer and voted unanimously to entrust Bernard Gault with the post of Elior Group Chairman and CEO.

Bernard Gault will thus ensure the continuity and success of the margin recovery plan he launched following his appointment as interim CEO on March 1, 2022. In parallel, he will lead the strategic options review phase. Bernard Gault, who previously served as an independent member of Elior Group's Board, is unanimously recognized for his expertise in strategic and financial consulting and for his commitment with Elior's teams.

As part of the evolution to Elior Group's governance, the Board of Directors also updated its bylaws (available on the Company's website) and adjusted the number and composition of its specialized committees, of which there are now two: the Nominations and Compensation Committee, and the Audit Committee.

Board member Gilles Cojan said: *"I joined Elior Group in 1992 and held several positions before I was entrusted with the chairmanship of the Board of Directors in 2017. The time has come to pass the torch, and I am delighted that Bernard, whom I greatly admire and trust, has accepted the nomination unanimously made by the Board. As a Director, I intend to remain very involved in the life of the Group."*

Bernard Gault, Chairman and CEO, said: *“I am honored that the Board of Directors has placed its trust in me. I would like to welcome the representatives of our new reference shareholder. I hope that they will breathe new life into our Company. On behalf of the Group, I especially want to pay tribute to the extraordinary entrepreneurial career of Robert Zolade, who transformed Elior into a world leading contract caterer. He has set the standard. I would also like to thank Gilles Cojan for his major contributions to Elior’s successes since the Group’s creation. Thank you too to Sophie Javary for her positive contribution to the Board, and to Célia Cornu for her work as censor. I am fully committed to pursue the challenge of turning around the Group’s operating profitability, while positioning it optimally for its future development. I know I can count on the commitment and unflinching motivation of our teams. I applaud their commitment and their tireless efforts.”*

For information on Bernard Gault’s compensation as Chairman and CEO, please visit the Company website: <https://www.eliorgroup.com/group/governance/board-directors>

#### **Co-option of Françoise Mahiou and Daniel Derichebourg as Directors**

Acting on a proposal by the Nominations and Compensation Committee, the Board of Directors decided to co-opt Derichebourg SA, represented by Daniel Derichebourg, and Derichebourg Environnement, represented by Françoise Mahiou, with immediate effect. They replace Sofibim (represented by Robert Zolade) and Servinvest, (represented by Sophie Javary) who have stepped down.

These co-options will be submitted to shareholders for approval at Elior Group’s next Ordinary Shareholders’ Meeting.

#### **Célia Cornu steps down as censor**

The Board of Directors also acknowledged the resignation of Célia Cornu from her post as Board Censor, effective immediately.

Following these decisions, the Board of Directors comprises of ten members, 50% of whom are independent (excluding employee directors) and five women.

## Biographies

### Bernard Gault

Barnard Gault, 63 years old, was an Independent Director of Elior Group since March 9, 2018, and subsequently named interim CEO on March 1, 2022. He is a founding partner of investment firm Barville & Co, founded in 2016, and co-founder of the financial advisory and asset management firm Perella Weinberg Partners, which was formed in 2006. He began his career in 1982 at Compagnie Financière de Suez before joining Morgan Stanley in 1988, where he was notably a Managing Director until 2006. He holds degrees from École Centrale Paris and Institut d'Études Politiques de Paris.

### Daniel Derichebourg

Daniel Derichebourg, aged 69 and a French citizen, has been Chairman of the Board and CEO of Derichebourg SA since June 29, 2006.

A self-made man, he began his career cleaning out basements to help his father with the family's small scrap metal business. He took control of the CFER company in 1996.

He oversaw the restructuring and development of Compagnie Française des Ferrailles (which became CFF Recycling) and then that of Derichebourg Group, following the merger with Penauille Polyservices Group in July 2007. He oversees the Group's major strategic decisions.

### Françoise Mahiou

Françoise Mahiou is a 58-year-old French citizen.

An engineer and HEC Executive, Françoise Mahiou is an ASC Sciences Po Paris/IFA certified administrator and a member of the French Institute of Directors (IFA).

As an operating partner, Françoise Mahiou advises and assists senior management, shareholders, and their teams to help meet operational and strategic needs that create value for the company and its stakeholders.

## Appendix 1: Board of Directors and specialized committee members

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### About Elior Group

Founded in 1991, Elior Group has grown into one of the world's leading operators in contract catering and support services and has become a benchmark player in the business & industry, education, health & welfare and leisure markets. With strong positions in 5 key countries, the Group generated €3.690 billion in revenue in fiscal 2020-2021.

Our 99,000 employees feed over 3.6 million people on a daily basis in 22,700 restaurants on three continents and offer services at 2,400 sites in France.

Innovation and social responsibility are at the core of our business model. Elior Group has been a member of the United Nations Global Compact since 2004, reaching the GC Advanced Level in 2015.

For further information please visit our website <http://www.eliorgroup.com> or follow us on Twitter at: @Elior\_Group

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## **Appendix 1**

### **Elior Group board of directors**

1. Bernard Gault: director and Elior Group chairman CEO
2. Rose-Marie Alves: employee director
3. Gilles Auffret: independent director
4. Anne Busquet: independent director
5. Gilles Cojan: director
6. Inès Cuatrecasas, Emesa Private Equity representative: independent director
7. Daniel Derichebourg, Derichebourg SA representative: director
8. Virginie Duperat-Vergne, FSP representative: independent director
9. Luc Lebaupin: employee director
10. Françoise Mahiou, Derichebourg Environnement representative: director

### **Audit committee**

1. Virginie Duperat-Vergne, FSP representative: independent director
2. Gilles Auffret: independent director
3. Gilles Cojan: director

### **Nominations and compensation committee**

1. Rose-Marie Alves: employee director
2. Gilles Auffret: independent director
3. Anne Busquet: independent director
4. Inès Cuatrecasas, Emesa Private Equity representative: independent director

5. Daniel Derichebourg, Derichebourg SA representative: director