

## Composition of the Board of Directors as of December 31, 2010

	Function within the Board; 1st appointment – term of office expiry date	Main position and other positions as of December 31, 2010	Directorships held during past five years which have expired	Biography
<p><b>Roland Tchénio</b> 67 years French Directly and indirectly holds 5,402,431 shares of which 5,401,833 shares via the civil partnership TT Investissements</p>	<p>CEO 1982 - 2012</p>	<p><b>CEO Toupargel Group SA</b> <i>Group Companies</i> ✓ Chairman: Toupargel SAS and Place du Marché SAS <i>Listed company</i> ✓ Vice Chairman of the Supervisory Board of the VDI Group. <i>Unlisted companies</i> ✓ Chairman: SPSM SAS ✓ Board member: Altamir Amboise Gérance SA, Apax Partners &amp; Cie Gérance, Apax Partners SA, Financière Pierre Martinet, Lyon Place Financière et Tertiaire, Asvel Basket and AlphaOmega foundation. ✓ Manager: Partnership TT Investissements, SCI Mauryland, Sarl Mauryland, and SCI Boulevard Lannes ✓ Permanent representative of Toupargel SAS Club du Musée Saint Pierre donation fund</p>	<p><i>Group Companies</i> ✓ CEO Agrigel: Toupargel merger in 2006  <i>Listed companies</i> ✓ Vice Chairman of the Supervisory Board of the VDI Group (changed to Limited Company with Board of Directors in 2009).</p>	<p>HEC, MBA Harvard, 10-year career, from 1972 to 1982, with Schlumberger and Chargeurs, CEO Toupargel Group since 1982.</p>
<p><b>Maurice Tchénio</b> 68 years French Directly holds 129,000 shares and indirectly 3,000,000 shares via Apax Partners SNC</p>	<p>Company Director 1982 -2015</p>	<p><b>Chairman of Apax Partners SA</b> <i>Listed companies</i> ✓ Permanent representative of Apax Partners SA within Rue du Commerce and Altran Technologies. <i>Unlisted companies</i> ✓ CEO: Altamir Amboise Gérance SA ✓ CEO: 3AC Finance ✓ Chairman: AlphaOmega foundation ✓ Manager: Apax Partners SNC ✓ Member of the Supervisory Board (Permanent Representative of Apax Partners SA) of Financière des Docks SAS ✓ Manager of Partnerships: Galilée Partenaires II, Cimarosa, Cimarosa Tubes, Cimarosa Media, Cimarosa II, Lonchamp, Copernic Partenaires, SE Wagram, Moussecarie, Etoile II, AlphaOmega SC. ✓ Manager (representative of Apax Partners SA) of Partnerships: Capri, Equa, Firoki, Carmel. ✓ Co-Manager of SCI Mauryland ✓ Member of the supervisory board: Thom Europe</p>	<p>✓ Chairman of Penthièvre: term of office expired in 2005 ✓ Chairman of SE Kleber: term of office expired in 2006 ✓ Chairman: Société Européenne Iéna and Apax Partners and Compagnie Gérance II: terms of office expired in 2007 ✓ Chairman of MMG SAS: term of office expired in 2008 ✓ Chairman: Morgap: term of office expired in 2009 ✓ Permanent Representative of Apax Partners and Cie Gérance II within Amboise Investissement: term of office expired in 2005 ✓ Permanent Representative d'Apax Partners SA within Marc &amp; Laurent: term of office expired in 2005 ✓ Permanent Representative Apax Partners SA within Alain Afflelou, Histoire d'Or Participations: terms of office expires in 2006 ✓ Permanent Representative of MG Participations in Médiastore: term of office expired in 2006 ✓ Permanent Representative of MMG SAS within Altium Capital: term of office</p>	<p>HEC, MBA Harvard, began his career with IDI, then co-founded the Apax Partners group in 1972. He is CEO of Apax Partners SA (Private Equity) and co-founder of AFIC.</p>

			<ul style="list-style-type: none"> <li>expired in 2007</li> <li>✓ Permanent Representative Apax Partners SA within Horis, Artacr�ea and MG Participations: terms of office expired in 2007</li> <li>✓ Permanent Representative d'Apax Partners SA within Morgan International Participations: term of office expired in 2009</li> <li>✓ Permanent Representative of Morgan International Participations within Morgan SA: term of office expired in 2009</li> <li>✓ Member of the Supervisory Board of U10 Partenaires SAS: term of office expired in 2008</li> <li>✓ Manager of Partnership: Kleber Partenaires: term of office expired in 2007</li> <li>✓ Manager of Partnership Etoile Partenaires: term of office expired in 2006</li> <li>✓ Manager of SE Bizet: term of office expired in 2009</li> <li>✓ Director: Apax Venture Capital Holdings III (Jersey) Ltd: term of office expired in 2009</li> <li>✓ Member of the Supervisory Board (permanent representative of Apax Partners SA) of Financiere des Docks SAS: term of office expired in 2010</li> </ul>	
<b>Maurice Sabah</b> 66 years French Holds 4,000 shares	Company Director 1982 - 2015	<i>Unlisted companies</i> Board member: Coponat SA	<i>Unlisted companies</i> Chairman: Roumi, Textim: term of office expired in 2007	EM Lyon, CEO of Roumi SA (import and export of textiles) from 1970 to 2007.
<b>Charles Waldman</b> 64 years, French Holds 50 shares	Company Director 2001 - 2012	<b>Professor at CEIB</b> (China Europe International Business School), Shanghai	<i>Unlisted companies</i> Director: Felix Solis Bodegas (Spain): term of office expired in 2005	ESSEC, a masters degree in economics, DBA Harvard Business School, Professor of Marketing at INSEAD from 1982 to 2009, specialised in distribution.
<b>Pierre Novarina</b> 58 years, French Holds 1,925 shares	Company Director 2004 - 2016	<b>Deputy Chief Executive of the Toupargel Group</b> <i>Unlisted companies and organisations</i> <ul style="list-style-type: none"> <li>✓ Chairman: Syndigel (professional association).</li> <li>✓ Company director: Fermob SA Middenext (mid-cap stocks committee), Syndigel (professional association).</li> <li>✓ Manager: SCI Mapahua</li> </ul>		Degree from ESCP and chartered accountant, Deloitte from 1975 to 1985 (audits, consulting and valuations), he joined the Group in 1986 and is deputy Chief Executive and Director of Administration, Finance and Communications.
<b>Paul Hurtut</b> 66 years French Holds 1000 shares	Company Director 2009 - 2015	<b>Consultant</b> <ul style="list-style-type: none"> <li>✓ Chairman of the audit committee of Ferrero France, Belgium and Holland</li> <li>✓ Aid for business start-ups</li> <li>✓ Member of the IFA</li> </ul>	<ul style="list-style-type: none"> <li>✓ Director: Longrine Communication and Editions de l'Aube: term of office expired in 2004</li> <li>✓ Active member of Apia, Association of Independent Directors: term of office expired in 2004</li> </ul>	HEC, chartered accountant. Audit and consulting missions in Andersen France for the last 30 years; responsible for the food and beverages sector. Resigned from his position as senior partner in August 2001. Is in charge of sponsoring and seeding fund for SMEs

<b>Caroline Weber</b>  50 years  French	Company Director  2010 - 2014	<b>Managing director of Middenext</b>  ✓ Chairman of the European Association of listed midcaps ✓ Founder member of Apia Director: SDL (Société des lecteurs du Monde) and CIDFF Rhône (Centre d'Informations des Femmes et des Familles). ✓ Manager: Suka Eurl	✓	HEC, degree in Political Science and BA in English, has worked in finance and/or management at IBM France, Groupe GMF Assistance Internationale, Chaîne et Trame, Cars Philibert. Managing Director of Middenext since 2007. APM expert in governance. Lecturer in strategy and governance in universities and <i>grandes écoles</i> .
<b>Jacques Edouard-Charret</b>  46 years  French  Holds 1,000 shares	Company Director  2010 - 2016	<b>CEO of Quick Group</b>	Terms of office ended in 2009 • Representative of Casino, Guichard - Perrachon • Chairman of Casino International • Chairman of the Supervisory Board of Franprix Holding • Chairman of the Supervisory Board of Leader Price Holding • Chairman of the Board of Club Avantages (Casino + Shell) • Director of CBD, Brazilian affiliate of Groupe Casino, Baud, Monoprix SA, Gie S'Miles • Member of the Board of Dunhumby France. Term of office expired in 2007 • Chairman of the GIE S'Miles	MBA Cesma (EM Lyon) and Masters in Economics and Management, 1988 to 1992 at Unilever (Fralib), then 1992 - 2009 Executive Vice President of Groupe Casino 2005 - 2009. He joined the Group on 1 September 2009 as CEO and was appointed chairman of Groupe Quick on 4 January 2010.

## Operations

The Board of Directors has internal regulations. These regulations describe the responsibilities of the Board, its composition, its functioning (frequency, meeting place, in particular for the board meeting). It recalls the duties of the Directors: compliance with laws and statutes and company interest, independence, loyalty, professionalism, ownership of shares, transaction reporting obligations.

The rules recall the necessity of a periodic evaluation of the Board with as objective a review of Board operating procedures to ensure that important issues are suitably prepared and discussed and to assess the contribution of each director in the work of the Board. A Board evaluation was initiated at the Board of Directors meeting of October 26, 2010 and was analysed at the meeting of February 22, 2011. The demands expressed were taken into account. To the knowledge of the company, there are no conflicts of interest between Board of Directors and Officers' duties to the Group (and/or other duties) and their private interests.

## Board of Directors meetings held in 2010

Four meetings of the Board of Directors were held during FY 2010, on February 19, April 27, July 27 and October 26, 2010. A meeting was also held on February 22, 2011. 96.43% of members attended Board meetings held in 2010.

The College of Statutory Auditors also attended the meetings. The meetings were devoted to examining management reports for the period, consolidated and parent company financial statements (quarterly and annual), Audit Committee validation of its remit and conclusions and the validation of financial press releases. The meetings also included additional work.

The meeting of 19 February 2010 was devoted to preparing the Shareholders Meeting (appropriation of income, appointments and renewal of directors' terms of office, review of agreements signed,