THE CLIENTS, PROFIT & The COMPANY





INTERNATIONAL FREIGHT FORWARDING AND OVERSEAS LOGISTICS COMPANY



CHAIRMAN'S MESSAGE

With an integrated network of over 60 offices and some 1,000 employees worldwide, we are the only French medium-sized multinational company in the Global Freight Forwarding and Overseas Logistics sector. This unique positioning enables us to offer global end-to-end solutions that rival industry giants, with the service quality of an SME (client focus, customised offering, creativity and responsiveness).

We therefore offer a comprehensive platform of high value-added services in the management of the overseas supply chain: the design and management of customised transport and logistics solutions as well as the selection and coordination of a network of the very best sub-contractor partners.

We have pursued our globalisation strategy since 1983, driven by passion for our business, commitment to client service, the skill and enthusiasm of our people, our performance culture and our winning mindset. The trust shown by our clients has enabled us to expand our operations worldwide, including in Europe, Asia, America and, more recently, North Africa and sub-Saharan Africa.

And it is thanks to our teams, and for you, valued clients, that we will continue with enthusiasm to expand our global network and offering of value-added services.

Clients, Profit and Funly Yours,

Yves REVOL,
Executive Chairman



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JOINT INTERVIEW

YVES REVOL, EXECUTIVE CHAIRMAN/HUGUES MORIN, CHIEF EXECUTIVE OFFICER

The growth witnessed by the Group was driven by business with our key accounts and the strong internal sales momentum.

HOW WOULD YOU SUM UP 2019?

H. M.: Against the backdrop of a slowdown in international trade, mainly due to tensions between China and the US, the Group continued its very dynamic growth in 2019. The Group's gross profit thus rose by 11.4% leading to double-digit growth over the period 2016-2019.

The growth witnessed by the Group was driven by business with our key accounts and the strong internal sales momentum; geographically, the robust growth in North America (gross profit: +37.1% at constant consolidation scope) and the France-North Africa markets (gross profit: +19.3%) contributed to this growth.

Profits continued to improve with current operating income reaching €8.6 million (IFRS 16), up 30.5%.

The CLASQUIN share joint investment plan for Group Managers was also implemented in 2019; this plan aims to rally all Managers around the company's long term project and keep their focus on the Group's performance targets.

WHAT WERE THE HIGHLIGHTS OF 2019?

Y.R.: Other than the results, several structuring projects that are vital the Group's future materialised in 2019:

I would start of course with the appointment of Hugues MORIN as the Group CEO on 1 January 2019; it will be recalled that Hugues spent his entire career at CLASQUIN, including over 10 years abroad. It is a remarkable career.

This development had been planned for a long time, so it happened very naturally; this new governance and Hugues's first year as the CEO has been, without a doubt, a great success.

The same is true of the CLASQUIN share joint investment plan (along with bonus shares) mentioned by Hugues earlier. This project had been in the pipeline for several years; we were waiting to have the right legal tools and a more stable tax structure. It has been a tremendous success: 33 managers, including 10 foreign managers, have invested in CLASQUIN, which definitely strengthens and consolidates their sense of belonging and their

commitment to serve the Group, its robustness, performance and development plan driven by Hugues Morin.

The new generation of the Finance IS (Workday and Kyriba) was also rolled out. We now have the most efficient tools on the market covering accounting, reporting, budgeting and cash management. It was a major project which mobilised our accounting/finance teams for over three years and is also a great success.

Finally, the signature on 27/11/19, of an inaugural syndicated loan of €60.8 million definitely gives us the security and the means to match our ambitions in the coming years. This again is a huge success.

WHAT WERE THE OTHER HIGHLIGHTS IN 2019, PARTICULARLY IN TERMS OF CLASQUIN'S NETWORK AND OFFERING?

Y.R.: We are continuously working on expanding our range of services and network; in 2019, we opened an office in Rungis, the largest perishable food market in Europe, and Olivier RÈME, our former Manager for Northern China, was appointed as the head of the Worldwide Development Department of our Food and Beverage division.

We also opened our 10th office in China (Tianjin), where we continue to grow, and lastly, an office in Nice (our 22nd in France) from where we ship flowers all over the world.

And, last but not least, in October 2019 we acquired 80% of Cargolution in Montreal. Cargolution achieved a turnover of over CAD50 million in its last financial year and its historical executives remain at the head of the company. With this acquisition we will undoubtedly accelerate our development in North America, in keeping with our strategic choices.

WHAT ARE YOUR EXPECTATIONS FOR 2020?

H. M.: For 2020, we will have to put on hold our ambitions to grow the business and profits, in the light of the health and economic crisis sweeping across the world since January and with no certainty as to its duration. The global economic outlook is negative and international trade in goods is expected to decline substantially.



Under these circumstances, we have updated our priorities for 2020, focusing on five objectives:

- 1) Protecting the health of our employees worldwide; that's our first priority;
- 2) Safeguarding our operational system and our expertise and keeping up our sense of community and our winning mindset;
- 3) Working closely with our clients in order to fine-tune our offer of services and design "mirror" solutions to meet their new expectations; we will be by their side to ensure the continuity of their international Supply Chain operations in a complex and changing environment;
- 4) Lowering the company's breakeven point, which we started in February with a Freeze Plan and further strengthened in March with the launch of the Adjustment Plan. Strong measures have been taken: pay cuts for Executives and Managers, recourse to short-time work and government support for safeguarding jobs in many countries, freezing recruitments, renegotiating rent, stopping travelling, etc.
- 5) Protecting the company's cash requirements by cancelling dividends for 2019, deferring bank repayments and making use of public measures such as the suspension of social security payments.

In spite of the context, we plan to continue with two strategic priorities in 2020: the strengthening of our digital offering and the deployment of our offering and presence in Africa.

WHAT ABOUT THE GROUP'S STRATEGY IN THE COMING YEARS?

Y.R.: Although the crisis sweeping across the world right now is taking our focus off strategic issues, our long-term vision remains unchanged.

For more than 25 years, CLASQUIN has implemented the same business model- that of a pure player in the International Freight Forwarding* sector without physical assets and whose development strategy is based on the continuous opening of new offices or new subsidiaries in Western Europe, Asia and North America, our three historical pillars. We have proven our capacity to expand and to

outperform the market on the East-West route (and vice-versa). This is how, excluding crisis periods, we have registered double-digit growth figures over these last 25 years.

We have just invested significantly in North America where we want to grow (new Country Manager in the US and acquisition of Cargolution in Canada) and for a number of years we have been extending our network in North Africa, the Near and Middle East, and more recently (2017) in Sub-Saharan Africa, which is now the 4th pillar and growing rapidly.

In parallel with the expansion of our geographical network, we intend to step up the development of our Supply Chain Management and Overseas Logistics offering (storage, order preparation, distribution, etc.) allowing exporters to optimise the management of their inventories and overseas distribution:

We are also continuing the development of verticals and of niche markets which are more profitable than the general cargo market:

- International shipment of works of art (Art Shipping),
- International Transit and Logistics of Trade Fairs and Events (CLASQUIN Fair & Events created in 2018),
- Pharmaceutical, luxury, fashion, etc.
- Food & beverage BU to which we allocated additional resources in 2019 (a Worldwide Manager, an office in Rungis, etc.)

Lastly, we will of course continue to consider acquisition opportunities.

"We would like to thank all our clients for their loyalty and trust, our fantastic teams for their commitment and professionalism and our shareholders for their active support in our development."

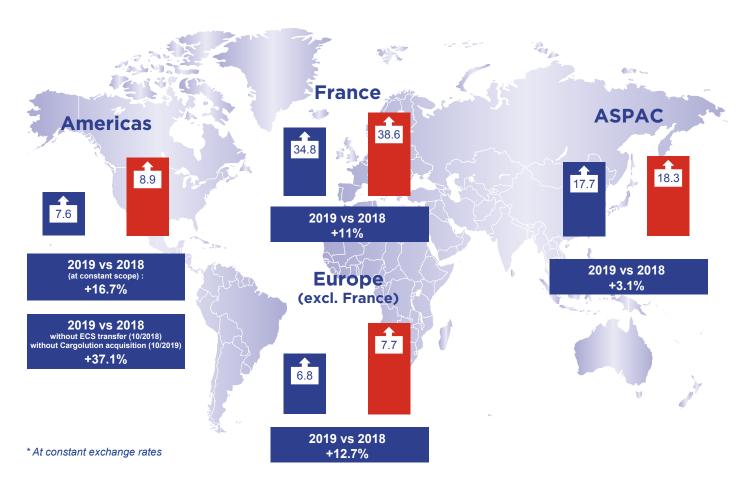
Yves REVOL, Executive Chairman and **Hugues MORIN**, Chief Executive Officer



2019 HIGHLIGHTS

CLASQUIN, global freight forwarding and overseas logistics company, designs and manages the entire end-to-end overseas transport chain and logistics at destination. CLASQUIN manages the flow of its clients' goods worldwide and particularly from and to Asia-Pacific, the Americas, Near and Middle East, North Africa and Sub-Saharan Africa.

1 Strong organic growth for the group boosted by performance in the USA and North Africa regions



MATT INGRAM, CEO CLASQUIN USA

"In 2019, our gross profit increased by 52% thanks to the performance of our excellent CLASQUIN USA dedicated team. Existing and new clients contributed over D2.2 million of gross profit, with a sharp increase in income before tax compared with the previous year.

We are only at the beginning of the development of the company. Hence, more than the results, we are pleased with the solid foundations put in place in terms of sales-oriented culture and team spirit, which are vital to our growth objectives.

I am personally very happy to see that we continue to attract exceptional talents in addition to those who are already part of the CLASQUIN USA family. I am delighted by the support of our long-standing clients and of the new clients who joined us in 2019.

In addition to our traditional European markets, CLASQUIN USA is now strongly positioned in the eastbound trans-pacific ocean shipping market, where we hope to be among the top 20 in the next two to three years."



2 Acquisitions and office openings

■ Development of new niche markets and strategic segments: creation of a Food division in Rungis handling controlled temperature overseas transport of food products.



■ Robust growth in North Africa, the Middle East and Sub-Saharan Africa via CLASQUIN Africa.



- Continued expansion of our network throughout our core regions (Western Europe, Asia, North America):
- Acquisition on 1 October 2019 of 80% of the Canadian company CARGOLUTION Inc. Founded in 1997, CARGOLUTION is a Canadian transport and logistics company, with over 90 employees in strategically located offices close to the Montreal and Toronto airports. One of the leaders in the transport and logistics industry in Canada, Cargolution offers solutions that meet the specific needs of a large client base in areas as diverse as the arts, pharmaceuticals, aerospace, government, printing, museums, conventions and trade shows, personal belongings and leading-edge technologies.
 - Opening of an office in Nice (France);
 - · Opening of an office in Tianjin (China);
 - · Acceleration of our development in the United States.



DANIEL SOUCY, DIRECTOR CARGOLUTION - CLASQUIN CANADA

"We are very pleased to be part of the CLASQUIN family. We share the same corporate culture based on human values and integrity and a strong customer focus. A number of synergies have been identified and the CLASQUIN Group will definitely bring us the necessary financial and technical depth to support our growth in Canada.

Caraclytical thorafore enjoys a unique position in the Canadian market by offering global solutions while working closely with

Cargolution therefore enjoys a unique position in the Canadian market by offering global solutions while working closely with local clients and customised solutions"

3 IT systems/Digitisation

- Successful deployment of new generation finance IT system (Workday/Kyriba) covering accounting, reporting, budgeting and cash flow management. Two-thirds of Group companies migrated to the new platforms in 2019. Project scheduled to be completed in 2020/2021.
- Arrival of the new Group CIO, Frederic SERRA and strengthening of the IT team with regard to digital solutions for customers.

4 Manager share ownership

Successful implementation of the CLASQUIN SA share joint investment plan for Managers together with a 5-year Bonus Share Plan. 33 managers have invested in the company, including 10 overseas managers The purpose is to rally Group directors and managers around the corporate mission and reinforce their sense of belonging.

5 Group financing

■ 27 November 2019 signing of a €60.8m inaugural syndicated credit facility with a pool of 8 partner banks.



01. OVERVIEW

2019 FINANCIAL OVERVIEW	KEY SUCCESS FACTORS	
ORGANISATION CHART 1	OUR TEAMS	
A VERY STRONG WINNING MINDSET 1.	2 INFORMATION SYSTEM, THE DRIVER OF PRODUCTIVITY AND VALUE CREATION	
GOVERNANCE 1	4 3 AN INTEGRATED NETWORK	
CLASQUIN, UNIQUE IN ITS FIELD 1	OF 66 OFFICES WORLDWIDE	
1 THE INTERNATIONAL	4 AN AMBITIOUS DEVELOPMENT STRATEGY	
FREIGHT FORWARDING MARKET 1	8 AN INTEGRATED GLOBAL NETWORK	
2 THE DIFFERENT OPERATORS		
ALONG THE LOGISTICS CHAIN 1		
3 CLASQUIN, THE ONLY INTERNATIONAL SME		
IN ITS SECTOR 2		



2019 FINANCIAL OVERVIEW



NUMBER OF SHIPMENTS (2019)

273,875

SALES (2019)

€m 331.3

GROSS PROFIT (2019)

€m 76.7

2019 - CLASQUIN - ANNUAL REPORT / 9





NUMBER OF SHIPMENTS 2019 VS 2018

+3.7% at current scope +4.1%

SALES 2019 VS 2018

+7.4%
at current
scope and
sexchange
rates

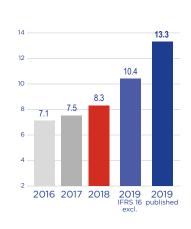
+7.4%
at constant
scope and
exchange
rates

GROSS PROFIT 2019 VS 2018

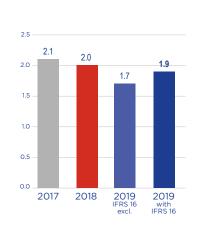
+11.4% at current scope and exchange rates

+10.7%
at constant scope and exchange rates

OPERATING CASH FLOW

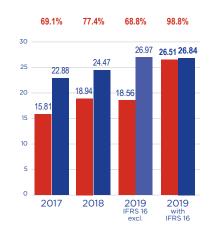


LEVERAGE (DEBT/EBITDA)



CU.M CU.F

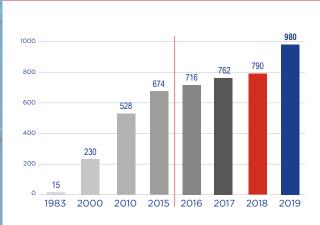
GEARING



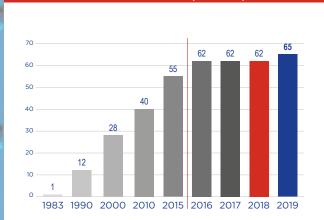
Net debt (€m)

Shareholders' equity (€m)

629 NUMBER OF EMPLOYEES (1983-2019)

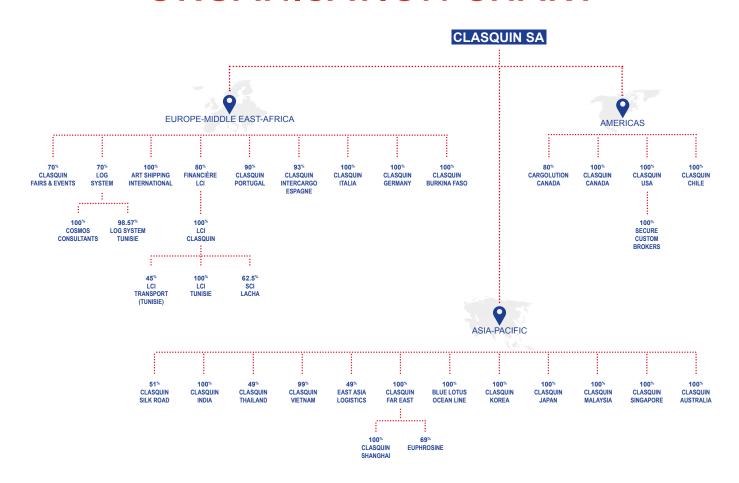


NUMBER OF OFFICES (1983-2019)





CLASQUIN SA 2019 ORGANISATION CHART





A VERY STRONG WINNING MINDSET

1982

■ Yves REVOL, then Sales Manager of CLASQUIN, oversaw the takeover of the Company. The future Group had just one office in Lyon at the time.

1983-1989

- A forerunner in its business sector, CLASQUIN chose to specialise in air freight forwarding. The Group adopted a clear positioning: export by air from France to the Asia-Pacific region.
- An office was opened in Paris in 1983 (Roissy CDG) and, within a few years, 9 sales offices were set up in Asia-Pacific's main cities: Hong Kong, Tokyo, Osaka, Singapore, Bangkok, Seoul, Taiwan, Melbourne and Sydney. As a result, in 6 years the Group became the leading air freight operator between France and Asia-Pacific.
- 1986 saw the foundation of LOG SYSTEM, an IT subsidiary and overseas logistics industry.

1994-2009

- CLASQUIN gradually transformed all of its sales offices into operating subsidiaries. The Group also created new subsidiaries during this period: CLASQUIN Italy, CLASQUIN Spain, CLASQUIN Vietnam and CLASQUIN Malaysia.
- The Group strengthened its information system and along with its subsidiary LOG SYSTEM developed a fully-fledged ERP.
- In 2004, Banque de Vizille, which later became CM-CIC Investissement, became a shareholder.
- In 2006, CLASQUIN was listed in the Euronext Growth section of the NYSE Euronext. The Group thereby acquired the resources to match its targets in stepping up development via organic growth and acquisitions.





2010-2016

- Opening of new subsidiaries in Germany and Canada (2010).
- Opening of CLASQUIN India (2011).
- Acquisition of INTERCARGO in Spain (2012).
- Acquisition of GAF in Germany and ECS in the United States (2014).
- Acquisition of LCI, a company specialising in North Africa and Turkey (2015).
- Acquisition of Paris-based ART SHIPPING (2016).
- Opening of new subsidiaries in Portugal and Chile.

2017-2018

- Double-digit growth in business volumes and earnings.
- Global deployment of Cargowise One (Operations Management Software)
- Opening of CLASQUIN Fairs & Events in Paris a subsidiary dedicated to international logistics for fairs and events.

- Launch of LOG System TUNISIA, a software development company acting as a Microsoft skills centre and specialising in nearshore development, AI and business processes.
- Opening of CLASQUIN Atlanta and CLASQUIN Miami.
- Opening of two sales offices in West Africa (Dakar and Bamako).
- Acquisition of Société Favat, a Marseilles-based company specialising in the transport of foodstuffs.

2019

- Investment by 33 managers in CLASQUIN.
- Signature of an inaugural syndicated loan of €60.8 million.
- Global roll-out of GIFT, the Group's financial tool.
- Opening of the Rungis office for the Food & Beverage sector.
- Opening of CLASQUIN Nice (France), Tianjin (China) and Hamburg (Germany).
- Acquisition of Cargolution Inc.

GOVERNANCE



Governance at CLASQUIN is based on four main bodies:

- The Board of Directors (Board) is responsible for determining the Group strategy, overall policy and organisation.
- The Executive Committee (EXECOM) is responsible for steering the Group strategy and overall policy and for the proper implementation of the organisation.
- The **Monthly General Management Meeting** (MGMM) brings together the Executive Committee, operating managers and regional directors. The MGMM sees to the operational implementation of business activities, projects, profitability, etc.
- The World Management Committee Meeting (WMCM) is an annual meeting attended by the Executive Committee, country managers and operating managers to work on strategy, overall policy and organisation in order to share best practices and successful achievements, improve economic performance and strengthen the sense of belonging.

BOARD OF DIRECTORS

At 31 December 2019, the Board members were:

- Yves REVOL, Chairman of the Board of Directors
- Hugues MORIN, Chief Executive Officer
- OLYMP SAS, represented by Jean-Christophe REVOL
- Philippe LONS, Deputy Managing Director
- Claire MIALARET, Independent Director
- Christian AHRENS, Independent Director
- Laurence ILHE, Deputy Managing Director
- MA Fan, Independent Director



Average Board member attendance (present or represented) in 2019







MA Fan



EXECUTIVE COMMITTEE

At 31 December 2019, this Group management body comprised the following members:

- Yves REVOL, Executive Chairman
- Hugues MORIN, Group CEO
- Laurence ILHE, Group General Secretary

Gender balance in governance bodies: Board of Directors and Expanded Executive Committee



■ Yves REVOL, Executive Chairman

With an M.A. in economics and international experience at the CFAO, Yves REVOL joined CLASQUIN in 1976 and successively held positions as Sales Engineer, Sales Director and Managing Director. He took over CLASQUIN in 1982 and became Chairman and CEO in 1983. He was appointed Group Executive Chairman on 1 January 2019.



■ Hugues MORIN, Group Chief Executive Officer

A graduate of the European Business School. Hugues MORIN CLASQUIN in 1992 and was successively posted to Sydney, Osaka and Tokyo. He returned to France in 2002, where he was appointed Regional Director for the South of France and later promoted to Managing Director France, Italy and Germany. Since 2016, he has been responsible for all worldwide front office functions (operations and sales) as Group Executive Vice President. In January 2018, his remit was extended to back office functions (finance, HR, IT, etc.) under the direction of General Secretary Laurence ILHE. He was appointed Group CEO on 1 January 2019.



■ Laurence ILHE, Group General Secretary

A graduate of ESSEC, Laurence ILHE began her career as an auditor with E&Y, before joining the finance departments of JC Decaux, then Dell Computer, followed by SFR Mobile and Danone. In 2012 she joined AKKA Technologies as CFO France and took command of all back office functions. She joined CLASQUIN at the end of January 2016 as Group General Secretary, responsible for managing and coordinating support services (legal affairs, finance, information systems, human resources and non-business procurement).



At 31 December 2019, to carry out the day-to-day-monitoring of the implementation of the Group strategy and organisation, the Executive Committee was expanded to include the following four members:

EXPANDED EXECUTIVE COMMITTEE



■ Olivia BOYRON, Group Vice President, Legal Affairs

Holding a specialised postgraduate diploma in Banking and Financial Law and an LLM in European Business Law, Olivia was admitted to the Lyon bar in 2001 and practised as a lawyer for 12 years, specialising in mergers and acquisitions, company law, stock market law and private equity law. She joined CLASQUIN in January 2014 as Group VP Legal Affairs.



■ Philippe LONS, Group Chief Financial Officer

A graduate from EM Lyon, Philippe LONS joined the CLASQUIN Group in 1986 working at the Hong Kong office, where he successively held the positions of Sales Delegate, Subsidiary Manager and then Regional Manager. In 1991, he returned to France where he became CFO in 1995.



■ Marie-Aline BOURDON,
Group Vice President, Marketing & Communications

An engineer by training, Marie-Aline BOURDON started her career as Project Manager in the automotive industry in France and in Spain and then specialised in Communication and Marketing in 2006. For 12 years, she was in charge of Institutional Communication and the promotion of launches from the Guyanese Space Centre for Arianespace. Holder of an EMBA from EM Lyon, she joined the CLASQUIN Group in 2019 as VP, Marketing and Communications.



■ Frederic SERRA, Group Chief Information Officer

Having obtained a specialised postgraduate diploma in Logistics Management at the Transport and Logistics Research Centre in Aix-en-Provence in 2001, Frederic SERRA spent almost 17 years with the Bolloré group, starting his career in Miami as the logistics manager for a distribution platform, and then became responsible for digital solutions for customers at the US subsidiary. Back in France in 2007, he joined the Group's Information Systems Department. In 2015, he was appointed CIO of the Bolloré Logistics Division responsible for TMS, CRM and WMS solutions, digital solutions, IOT, client offering, etc. He joined CLASQUIN in October 2019 as Group Chief Information Officer.



MONTHLY GENERAL MEETING



■ Frank ACHOUCH,
Managing Director Greater China & Korea

A Masters graduate in International Management, Franck ACHOUCH held various commercial and managerial positions at CMA-CGM then SAGA, EAGLE GLOBAL LOGISTICS and B&A. After more than 20 years in International Management, he joined CLASQUIN in 2010 as Managing Director Greater China. In 2018, South Korea was added to his remit.



■ Matt INGRAM, Chief Executive Officer USA

Originally from New Zealand, he began his freight forwarding career in 2000 in his home country as a Sales Director. He has lived in the United States for ten years, holding various sales positions before joining CLASQUIN in October 2017 as CEO CLASQUIN USA.



■ Benoît COMTE, Chief Operating Officer - France South

A graduate of IAE management school in Lyon, and after a career at major groups in the sector (Daher, Kuehne+Nagel, DSV), he was appointed head of the Lyon Profit Centre in 2013. In 2015 his remit was extended via the creation of a South-East France region. In early 2018, Benoît COMTE was appointed COO South France, including the Lyon, Grenoble, Annecy, Marseille, Mulhouse, Nice, Toulouse and Bordeaux offices. In his region, the main vertical markets break down as follows: 40% Retail (textiles, toys), 20% Automotive and 40% Industry, Chemicals, Aerospace and Wines & Spirits.



■ Renaud MASSON, Chief Operating Officer - France North

After 18 years at one of the global top 5 freight forwarders, Renaud MASSON joined CLASQUIN in 2011 as manager of the Roissy CDG office tasked with developing the air freight offering. In 2016, he was appointed head of the Ile-de-France and Normandy regions. Appointed as COO of France North in 2018, Renaud MASSON was responsible for a broader geographical scope including Lille, Le Havre, Roissy CDG, Nantes, Rungis and Tours offices.



CLASQUIN, UNIQUE IN ITS FIELD

1 The International Freight Forwarding market

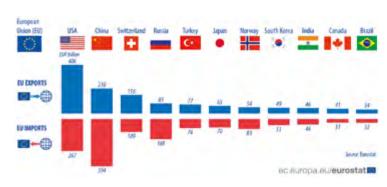


The global health crisis linked to COVID-19 brought about a severe recession in the first half of 2020. Recovery is expected in the second half, probably with catching up effects.

The freight forwarding market is linked to developments in intercontinental trade. Over the twenty years preceding the 2008 crisis, the air and sea freight sector grew at a spectacular rate. After a 12% decline in 2009 and a solid recovery in 2010/-2011, the sector experienced modest growth for eight years (between 1 and 3% annually) with an marked upturn in 2017 (+4% growth in sea freight volumes, +8% growth in air freight).

Shipping and logistics is a market that is both fragmented and concentrated. Dominated by international giants such as DHL, DB Schenker Logistics, Kuehne+Nagel and DSV, it is a complex market encompassing a wide range of different operators and sectors. The logistics chain involves a large number of specialists, means of transport, types of goods, transit time requirements, etc.

INTERNATIONAL TRADE IN GOODS -MAIN TRADE FIGURES WITH EUROPE (2018)





2 The different operators along the logistics chain

A number of operators are involved in logistics chains: road and rail carriers, freight forwarders, customs agents, air and sea freight companies, customs warehouses, etc. In practice, the market giants are often both operators and 3PLs (Third Party Logistics Providers). Furthermore, they operate in both international and national transport segments.

CLASQUIN belongs to that class of companies that are free of the constraints of owning its own transportation or storage assets. They are free to organise, control and optimise the flow of goods and services before and after transportation. They aim to provide increasingly high added value services in a highly competitive market.



"3PLs"

(Third Party Logistics Providers)

These logistics operators add storage, packaging and order preparation operations to transport operations management.

"OPERATORS"

Operators are those that own the means of transport, such as XPO, Geodis (road), Air France Cargo, Lufthansa, Singapore Airlines, Korean Airlines (air), Maersk, MSC, CMA-CGM, Evergreen (sea), SNCF (rail).



Logistics operators

BASIC OPERATORS

Road, air, sea carriers, etc.



3 CLASQUIN, the only multinational SME in its sector

A UNIQUE MARKET POSITION

As the only medium-sized multinational pure player in the International Freight Management sector, CLASQUIN is now the only operator on the market capable of combining the range of services offered by a multinational company with the advantages of an SME: quick response times, reliability, dedicated client contacts and the ability to create and innovate. This unique market position is bolstered by its fundamental strengths: expert dedicated teams, an international network and integrated IT tools, which constitute barriers to entry for new entrants on the market.



Sustomised services —— Standard services ——

Local SMEs



LARGE
COMPANIES

DHL,
Kuehne-Nagel,
Schenker,
Nitsu, etc.

Size of international network –

HIGH VALUE-ADDED BUSINESS MODEL

CLASQUIN is free of the constraints of managing transport assets and develops its added value in terms of services and expertise.

The Group uses its varied expertise and know-how to implement efficient solutions that harmonise, streamline and secure the shipments of its clients, for whom global trade has become increasingly strategic and complex.

CLASQUIN now manages import and export flows mainly between Western Europe and overseas markets, in particular Asia-Pacific, Near and Middle-East and North America. As a forerunner of trade with Asia, CLASQUIN's network of 66 offices ensures it has strong presence on the Asia-Pacific routes.

CUSTOMISED INDIVIDUAL SERVICE

CLASQUIN offers customised individual service from goods pick-up through to distribution.

In addition to freight forwarding, CLASQUIN offers comprehensive customised logistics solutions tailored to each client's specific needs and demands and the various types of goods and regions involved.

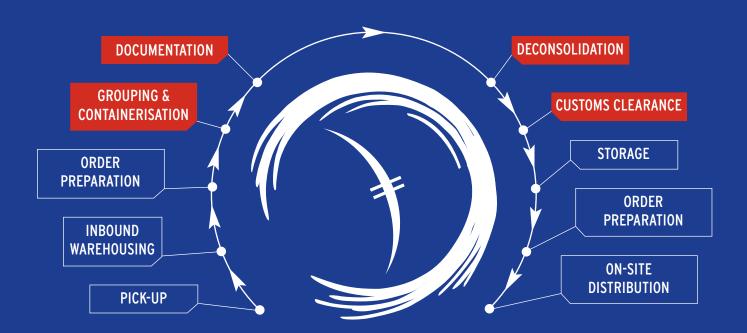


These solutions are guaranteed by an optimised process:

- A single contact person for each client;
- Solution design and end-to-end management of overseas transport flows;
- Selection of first-rate sub-contractors;
- Optimisation of costs and transit times;
- Real-time traceability.



AIR, SEA AND RAIL TRANSPORT



CLASQUIN, THE ARCHITECT OF THE ENTIRE TRANSPORT CHAIN



















KEY SUCCESS FACTORS

CLASQUIN, THE CLIENTS, PROFIT & TIM COMPANY

1 Our teams

As in all service companies, the expertise and commitment of the company's people are paramount to its success.

"Hire the best and keep the best" is the guiding principle behind CLASQUIN'S Human Resource policy. This is in line with our

development strategy, which is focused on growth and profitability, and with our corporate culture symbolised by our motto "the Clients, profit and fun company".

2 Information system, the driver of productivity and value creation

In a context of rapid digitalisation, information systems have become not only a key element in the production of a service and interconnection with the different players, but also in the creation of new value-added services based on the use of data.

On the one hand, CLASQUIN continuously adapts its information system so as to focus the different in-house expertise on security, productivity gains, added value and operational efficiency. On the other hand, the strategy of acquisition of solutions available in the market ("make or buy") and the definition of projects focus on business value generated, risk control and financial resilience. This makes CLASQUIN's information system highly responsive not only for its internal needs but also for its clients as part of its digital offering.

3 An integrated network of 66 offices worldwide

By investing in the creation of its own offices since 1984, particularly in Asia, the Group's historical foothold, CLASQUIN chose to form an integrated international network.

As a guarantee of its proximity and privileged relations with clients, this international network, which comprises 34 offices in Europe

and Africa, 22 in Asia-Pacific and 10 in the Americas, offers bespoke solutions to client needs and an enhanced level of security and reliability in goods tracking.

Moreover, as a founding member of WFA (World Freight Alliance), CLASQUIN can operate in all countries of the world.





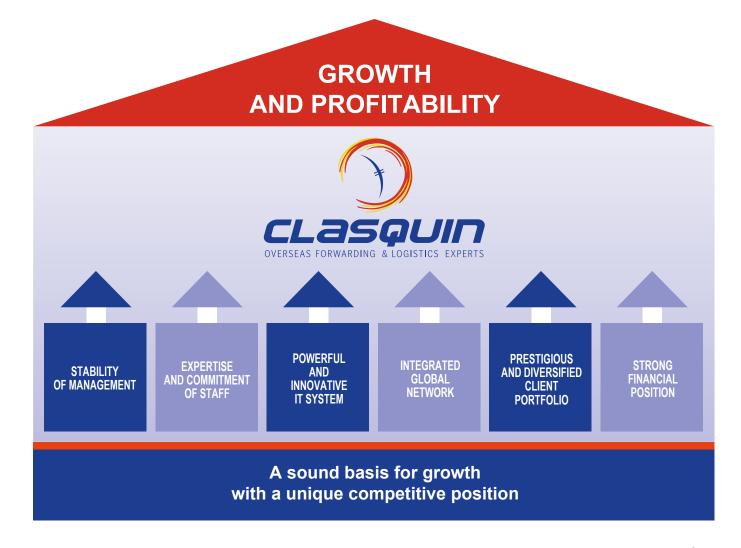
4 An ambitious development strategy

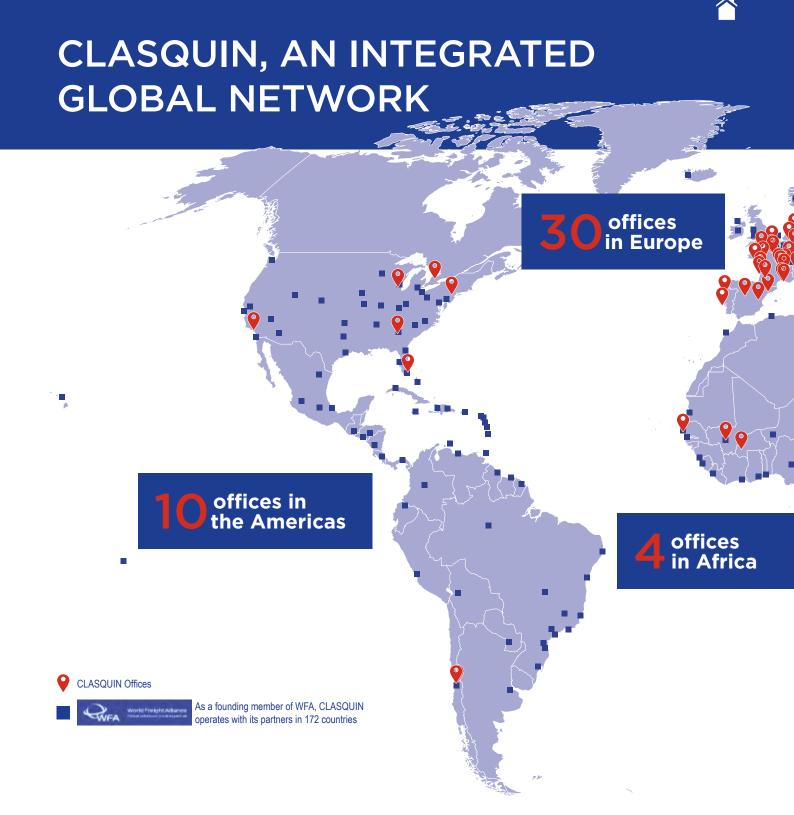
For over thirty years, CLASQUIN has rolled out the same business model and demonstrated its ability to grow at a sustained pace.

Our goal is to continue developing our international network in our historical markets (Asia - Middle East - Europe - the Americas) as well as in North Africa, Near and Middle-East, and Sub-Saharan Africa, while continuing to broaden our offering to include high-value added services: management of clients' overseas logistics, Supply Chain Management consulting, etc.

Even though our core business is still largely focused on "general cargo", we are pursuing our "vertical" strategy in wines and spirits, perishables, luxury goods, pharmaceuticals, etc. and more niche markets such as art and fairs & events, which are more profitable.

We are also constantly on the lookout for acquisition opportunities.





AMERICAS

CLASQUIN, with an already long-standing presence on the American continent, has in recent years stepped up its expansion in the region, where scope for expansion remains considerable. The acquisition of Cargolution in Canada in late 2019 illustrates the Group's desire to expand on the continent and play a part in the international trade generated in this part of the world.

EUROPE

The CLASQUIN Group operates in five European countries (France, Italy, Spain, Portugal and Germany), with a total of 30 offices across the region.

AFRICA

The African economy is expected to emerge over the next twenty years thanks to the steady rise of the middle class underpinning the growth of a consumer market, a resurgence in private investments (including foreign) and increased access to new communication technologies among the population. International shipments are developing rapidly, notably with our main partners, Europe and now Asia, in particular China. Given the favourable competitive environment, CLASQUIN's priority area for development will be West Africa. After setting up an Africa unit in Paris in 2017, we opened two sales offices in 2018: at Dakar and Bamako, in addition to the two existing subsidiaries in Tunisia and Burkina Faso.



ASIA

A characteristic feature of the CLASQUIN Group is its strong foothold in Asia going back over thirty years. CLASQUIN opened its very first offices in 1984 in Japan and Hong Kong. Throughout the Asia-Pacific region, the Company now has 22 offices giving it a firm anchoring in the local economy, backed by staff who fully understand the relevant commercial practices, cultural habits and legislation.

including Annecy, Barcelona, Bamako, Bobo-Dioulasso, Bordeaux, Dakar, Düsseldorf, Grenoble, Hamburg, La Crèche, Le Havre, Lille, Lisbonne, Lyon HO, Lyon Saint Exupéry, Madrid, Milan, Mulhouse, Nantes, Nice, Paris (Art Shipping), Paris (Compans), Paris (Porte de Versailles), Paris (Villepinte), Paris CDG, Porto, Rungis, Toulouse, Tours, Tunis (LCI-CLASQUIN), Valencia, Villefranche-sur-Saône (LCI-CLASQUIN), Vitrolles.

10 OFFICES IN THE AMERICAS

including Atlanta, Chicago, Los Angeles, Miami, Montreal, New York airport, Santiago (Chile), Toronto.

22 OFFICES IN ASIA-PACIFIC

including Bangalore, Bangkok, Beijing, Chennai, Guangzhou, Hanoi, Ho Chi Minh, Hong Kong, Kuala Lumpur, Mumbai, New Delhi, Ningbo, Osaka, Qingdao, Seoul, Shanghai, Shenzhen, Singapore, Suzhou, Tianjin, Tokyo, Xiamen.



02. BUSINESS

A COMPREHENSIVE RANGE OF SERVICES	SECTOR-WISE EXPERTISE	
1 AIR	1 WINE & SPIRITS	
2 SEA	2 FASHION & LUXURY	
3 RO/RO	3 RETAIL	
4 OVERLAND AND WATERWAY	4 FOOD & PERISHABLE	
5 CUSTOMS	5 LIFE SCIENCES & HEALTHCARE	
6 OVERSEAS LOGISTICS	6 FINE ARTS	
7 SUPPLY CHAIN	7 FAIRS & EVENTS	
	INFORMATION SYSTEM AS THE DRIVER	





A COMPREHENSIVE RANGE OF SERVICES

OUR APPROACH: UNDERSTANDING CLIENT REQUIREMENTS PRECISELY IN ORDER TO DESIGN CUSTOMISED SOLUTIONS

Analysing our clients' supply chain goals, understanding their organisation, internal processes and the nature of their specific commitments is the primary mission of our teams worldwide so as to design solutions that best meet their needs.

1 Air freight solutions



OBJECTIVE: optimise shipment flows

Our air freight solutions are designed to optimise end-to-end shipment flows by ensuring the protection of goods, controlling

transit times and reducing costs for our clients.



OUR RANGE OF SOLUTIONS INCLUDES:

- Shipment management by direct flights and consolidation services:
- Management of urgent shipments, AOG, 24/7;
- Chartering management for oversized packages or very large volumes, charter flights

OUR EXPERTISE:

CLASQUIN's air freight offering also involves:

- Finding solutions during peak seasons;
- Providing sector expertise for import and export documentation and procedures;
- Identifying solutions worldwide to deal with production chain downtime.

2 Sea freight solutions



OBJECTIVE: guarantee the proper sequencing of shipment flows, data flows

Our operational and digital teams are working on Track & Trace and data transfer solutions that enable the key steps in the order process to be customised, ensuring reliable data across the whole international logistics chain.

and financial flows

This provides visibility throughout the international logistics chain.

OUR RANGE OF SOLUTIONS INCLUDES:

- Managing Full Container Load (FCL) shipments;
- Managing consolidated shipments (LCL Less than Container Load);
- Managing customised consolidation shipments;
- Managing out-of-gauge cargo: unconventional freight and heavy cargo:
- Chartering vessels for exceptional consignments in terms of volume or dimensions.

CLASQUIN has been an Authorised Economic Operator (AEO) in France since 2010 and in Germany and Spain since 2018. SECURE, our customs broker subsidiary in the United States, is part of the C-TPAT programme.

In China, CLASQUIN has a team of customs experts that oversee a network of specialised subcontractors according to the goods imported (luxury products, cosmetics, foodstuffs, wines and spirits, dangerous goods, manufactured goods, etc.)



3 RO/RO (Roll On-Roll Off) and multi-modal solutions for North Africa

CLASQUIN has unrivalled expertise in managing shipment flows to and from North Africa, Turkey, Bulgaria and Greece. Our consolidation solutions are based on our staff expertise, control of transport resources, service-integrated global network and efficient digital offering.

4 Rail, overland and waterway solutions



OUR RANGE OF SOLUTIONS INCLUDES:

- Managing rail shipments on the Asia-Europe route in full container loads and less than container loads:
- Managing road haulage for pick-up, delivery and distribution;
- Chartering national or European consignments;
- Managing waterway shipments in Europe.

THE "BELT & ROAD INITIATIVE (BRI)" LAUNCHED BY CHINA IN 2013

The construction of the "21st Century Maritime Silk Road" offers new transport alternatives to international carriers between China and Europe taking in Central Asia, the Middle East and South-East Asia. This initiative includes the construction of an innovative rail route that will be an alternative in terms of time, cost and reducing the carbon footprint of international transport.

5 Customs and regulatory compliance solutions

OBJECTIVE: customs management to ensure a smooth logistics chain

To ensure the smooth running of the international logistics chain, our customs experts advise, supervise and carry out customs procedures for Group clients worldwide.

OUR EXPERTISE:

Advice on customs regulations including duty classification, rules of origin and declared value of goods, tax rules;



- Managing customs risk;
- Tax optimisation through knowledge of special tax schemes;
- Regulatory oversight;
- Helping shippers to obtain AEO status;
- Auditing of client organisational systems and internal processes;
- Establishing agreements with customs authorities (simplified and/or on-the-spot customs clearance procedures);
- Implementing IT solutions with our clients that prioritise communication via electronic data interchange (EDI).
 - Delays in international shipments can be related to consignment non-compliance.

CLASQUIN is committed to training its employees worldwide and to complying with international standards and regulations on the movement of goods, particularly in terms of safety.



6 Overseas logistics, international conquest and expansion

CLASQUIN provides its clients with an international "conquest and expansion" offering. We engineer their international logistics and support their expansion.

CLASQUIN designs storage and distribution solutions, provides tools for real-time visibility of inventory levels, optimises total costs, engineers local distribution and improves responsiveness in order to better serve these markets.

Initially deployed in China, Japan and France, overseas logistics expertise is currently offered throughout CLASQUIN's network.

Combined with Supply Chain Management consulting, the overseas logistics offering provides a reliable and optimised turnkey response in a highly strategic market segment.



7 Supply Chain Management, a performance driver

Supply chain is both an effective performance driver in the value chain and potentially a weak link in the risk chain. This is why CLASQUIN has set up dedicated consulting services for its clients.

Backed by international expertise, certifications and a recognised methodology, CLASQUIN CONSULTING offers a wide range

of solutions to increase value and reduce clients' international supply chain risks. The more globalised a supply chain is, the more complex it is and the greater the value-added provided by CLASQUIN CONSULTING's expertise. This expertise is systematically integrated into the Group's bids for tenders.



DAVID CANARD-VOLLAND, GROUP VP SUPPLY CHAIN MANAGEMENT

"An end-to-end Supply Chain Management approach highlights performance issues like no other methodology, adding value, reducing risk and optimising cash management."

SECTOR-WISE EXPERTISE

1 Wine & Spirit

For more than 15 years, CLASQUIN has been developing an offering dedicated to the wines and spirits industry. The Group's skills centre is located in Bordeaux and a sales and marketing outpost was set up in Asia a few years ago. The Group's "traditional" offering, namely the management of wines and spirits shipments from France to Asia continues to expand under the responsibility of a special sector manager.

In 2019, CLASQUIN opened a logistics platform dedicated to this line in Singapore. Today, the Group's sales teams market an offering on a global scale through CLASQUIN's presence in the eight most important wine-producing countries worldwide.

2 Fashion & luxury

CLASQUIN has a strong foothold in the fashion and luxury segments, with dedicated offers in these two sectors. International supply chain in the fashion sector requires flexibility (sales fluctuations, seasonal trends, etc.), sector expertise (management of clothes on hangers, customs management, product quality management, etc.) and competitiveness (optimised overall costs, digital order processing, etc.)

CLASQUIN saw a strong development of its activities in the luxury goods sector in 2019 by supporting French Luxury goods leaders in their international expansion in Asia, the Middle-East and North America. The sector requires strict compliance with product integrity and heightened security along the global logistics chain.

3 Retail



This is a rapidly changing sector that is seeking greater visibility throughout the international logistics chain and enhanced data reliability.

Using the CargoWise global TMS solution, CLASQUIN offers its retail sector clients management tools for standard international orders as well as customised solutions tailored to their own processes and organisation.



4 Food & Perishables



CLASQUIN aims to strengthen its foothold in this large export segment from Europe to Asia and the North American continent. Following the acquisition of FAVAT

in 2018, specialising in managing the port transit operations of food and perishables, CLASQUIN set up a base in 2019 at RUNGIS, the leading global platform for foodstuffs; this operational office staffed by renown industry experts has its own dedicated logistics; it illustrates CLASQUIN's commitment in this key industry.





5 Life sciences & healthcare

CLASQUIN has had an ISO 9001-certified logistics platform at Shanghai and Ningbo for many years; this platform offers European and South-American depositors a wide range of services including inbound warehousing, sorting, labelling, temperature-controlled storage, consignment preparation and international freight forwarding. In 2019, the Group broadened its scope of expertise in this segment with the acquisition of CARGOLUTION. CLASQUIN gives to develop its operations over the coming years, in particular with a view

segment with the acquisition of CARGOLUTION. CLASQUIN aims to develop its operations over the coming years, in particular with a view to trade with Africa.

6 Fine Arts

Since 2016, CLASQUIN offers specialised services for the transportation of artwork: ART SHIPPING INTERNATIONAL. This Paris-based company provides

customised services to prestigious and international clients that meet the technical and regulatory requirements inherent to the world of art. ART SHIPPING INTERNATIONAL'S expertise includes managing customs issues, specialised packaging, hanging up of paintings, insurance coverage in addition to the international management of shipment flows. In 2019, the Group's know-how in this area was further enhanced by CARGOLUTION'S dedicated Art team, based in Montreal.



7 Fairs & Events

CLASQUIN FAIRS & EVENTS (F&E) was launched January 2018 and is based in Paris at the Parc des Expositions Nord Villepinte and Parc des Expositions Porte de Versailles. The subsidiary's core business is the organisation and implementation of transport and logistics solutions for fairs, conventions and exhibitions: the company provides services before, during and after the events for exhibitors, decembers and event organisation. The range of solutions covers the whole trade fair evels transport, headling, temperary storage.

exhibitors, decorators and event organisers. The range of services covers the whole trade fair cycle: transport, handling, temporary storage, customs clearance operations and shipments. In 2019, CLASQUIN F&E was involved in some forty fairs and events in Paris and beyond. This industry expertise has now been extended to Quebec.

LOG SYSTEM

- ➤ Founded in 1986, LOG System specialises in software development and IT services for:
- Freight forwarding, international trade and customs management in its role as a software developer:
 - AEOLUS, designed for managing operations with international forwarding agents. This multimodal (sea, air, road and combined transport modes) and multilingual tool is used in 25 countries at over 180 locations worldwide.
- COSMOS (company acquired in 2018), a system developed for customs management, goods transfer declarations, export documents and international trade documents.
- Pathological anatomy and cytology (medical department), with the publication of two software packages: CYAN and CACP, designed for public and private research units.
- IT services:

Consultancy and deployment of CargoWise solution;

- Expert in Microsoft solutions;
- Systems and network offerings;
- Customised development of digital solutions.





THE INFORMATION SYSTEM AS THE DRIVER OF PRODUCTIVITY AND VALUE CREATION

In a context of rapid digitalisation and innovations in the transport and logistics sector, information systems have become not only a key element in the production of a service and interconnection with the different players, but also in the creation of new value-added services based on the use of data. The management of CLASQUIN's information system has been adapted to focus the different in-house expertise on security, productivity gains, added value and operational efficiency. The strategy of acquisition of solutions available in the market ("make or buy") and the portfolio of projects have been reviewed to ensure alignment on the business value generated, risk control and financial resilience. This allows CLASQUIN to continuously adapt its information system to this transformation and makes it highly responsive.

1 An agile, robust and compliant production system

In 2017, CLASQUIN undertook an in-depth transformation of its information system in favour of SaaS-based cloud solutions. This resulted, among others, in the roll-out of Microsoft Office 365 offering a simplified and multi-channel management of office tools and creating possibilities for collaborative work.

At the same time, CLASQUIN undertook to replace its Transport Management System (TMS) adopting Cargowise One, the global market leader. This tool rolled out on a single database provides the entire CLASQUIN network with:

- A recognised freight forwarding expert system;
- A system compliant with the latest regulations (national and international) in an increasingly complex environment (customs, Cargo Community Systems (CCS), Denied Party Screening);
- A system which can be very precisely configured to reflect the specific nature of CLASQUIN's processes while maintaining a solid and coherent base.

More recently, the roll-out of Workday, a Finance ERP system, has complemented the ecosystem, allowing a global and unified management of the group's financial processes, as a mirror with the global TMS.

The continuous streamlining of CLASQUIN's processes is an issue of productivity and differentiation. The roll-out leverages an international network of solutions experts tasked with disseminating the "base process" and ensuring operational excellence.

The CLASQUIN Group's capacity to rapidly roll out these new components has enabled it to build solid foundations, from both an operational and a technical point of view. It now has the capacity to step up its roll-out of an innovative and integrated client service offering.

- 100% of the CLASQUIN Group has implemented Office 365 including Outlook, Teams, Power BI, Sharepoint, OneDrive,
- 99% of the freight forwarding segment has implemented Cargowise One,
- 80% of the freight forwarding segment has implemented Workday.



2 A digital offering to boost the performance of the logistics chain

The information system backs and supports CLASQUIN's network of experts and its clients by providing them with a comprehensive range of digital services based on reliable and regularly updated information allowing a proactive management of the transport chain:

- Shipment tracking: accessible via a secure website, the tracking offer is interconnected with the TMS. It provides a simple picture in real-time of the progress of transport operations, thus offering a great capacity to anticipate and respond to any risks;
- On-line booking: CLASQUIN offers its clients the possibility to digitise the order taking process and enhance its reliability via its single portal. The client can simply create the transport order online, attach the transport documents and get it approved any time and from anywhere in the world;
- Order management: drawing on its significant experience in the distribution sector, CLASQUIN has developed strong expertise in the monitoring and management of its clients' supplier orders. Working closely with production sites, the CLASQUIN network has for many years been offering solutions known as "buyer's consolidation" and "seller's consolidation". The information system supporting this service covers the entire process from the creation of the purchase order, taking of the transport order with reference to the order quantities transported and the follow-up of quantities transported from the origin to the final destination. All these services are available via the CLASQUIN portal or by direct interface with the client system;

- Reporting & Analysis: CLASQUIN uses recognised reporting tools to provide its clients with standard and individual analyses of the activity including volumes, transit times, transport budget, fulfilment of its commitments:
- Interface (EDI): so as to encourage exchanges with its partners and improve the reliability of these exchanges, CLASQUIN puts at their disposal a last generation exchange platform on which standard messages (EDIFACT, X12) or customised messages can be developed securely and, if necessary, in real time (webservices and API). CLASQUIN aims to facilitate the dissemination of information to all the different operators along the Supply Chain through the provision of a range of standard API services;
- **Collaboration:** all of CLASQUIN's collaborative tools are available and open to external stakeholders, in particular its clients and partners.

CLASQUIN now aims to go beyond transactional aspects by bringing all these services together and organising them in a secure manner so as to offer its clients a streamlined user experience through a single point of exchange with them, both at the tactical and the strategic level. By bringing together the best know-how in the industry, facilitating collaboration among all players and making optimum use of consolidated data, CLASQUIN will continue to improve and upgrade its offering and its clients' perception of the quality of service.



3 Towards a data-driven Supply Chain

International transport is based on the real-time coordination of multiple players. This complex network leads to information fragmentation with quality varying across the network, thus undermining management and forward planning.

In order to improve data integrity and depth, CLASQUIN's strategy is to collaborate with digital platforms that will "augment" CLASQUIN's data through the addition of multiple independent sources (position of ships, airlines, carriers, port terminals, IoT), and will improve the reliability of information. For CLASQUIN, it

is essential to back in-house human expertise by a data-driven Supply Chain for systematic decision-taking based on information.

CLASQUIN's systems and processes will continue to evolve so as to ensure data accessibility and their ease of interpretation, which are vital tools for our experts to be able to focus on decision-taking and thus on the value provided to the client.



4 Security: business continuity & confidentiality

Through a strong partnership with a renowned cyberdefence company, CLASQUIN has developed a strategy to ensure service continuity and data protection through:

- The real-time detection of security risks with the implementation this year of a SOC (Security Operations Centre) monitoring the information system on a 24-hour basis;
- Its response capacity by running independent penetration tests (pentests);
- The introduction of a security governance based on EBIOS (Expression des Besoins et Identification des Objectifs de Sécurité - Expression of Needs and Identification of Security Objectives) and adaptation of project road maps accordingly;
- Ongoing awareness creation for its users.

Business continuity, cybersecurity and data confidentiality (including compliance with the General Data Protection Regulation (GDPR) and with specific regulations applicable to certain sensitive industries) are major issues for international transport in view of the number of parties involved and the nature of data generated.

CLASQUIN has defined its security strategy taking into account this complex and "risky" context, for the benefit of its clients, partners and specific industries.

It is thanks to the implementation of policies and processes defined as part of this strategy that CLASQUIN managed to shift all its employees to teleworking within a few hours when many countries across the world went into lockdown to tackle the Covid-19 pandemic.

This proactive approach to security has won CLASQUIN even more recognition on the market as a "secure" player, thus facilitating the development of new services based on strong integration with processes peripheral to transport, such as the production system, customer service, etc.

Finally, more than ever, control over the financial management of the information system is essential to achieving the set objectives without spreading human and financial resources too thin. The systematic and continuous measurement of the creation of business value generated gives CLASQUIN an enlightened and optimised view of projects to prioritise and fast-track.



FREDERIC SERRA, GROUP CHIEF INFORMATION OFFICER

"The digitalisation taking place in the international transport sector offers great potential in terms of responsiveness and proactiveness in decision-making.

The information system must support the business by facilitating collaboration among the different players of the Supply Chain, by coordinating innovative expert solutions in a streamlined and secure manner, and by providing a base of coherent processes.

By improving the accessibility and ease of interpretation of data passing across the information system, we will be able to move from a descriptive model to a prescriptive model, and even an automated model; our experts will thus be able to take quick and relevant decisions and capture opportunities till then not even

known. In this transition, it is vital for us not to fall for fads and to focus our efforts on pragmatic innovation that will serve operational excellence and value creation for our clients."



03. RESOURCES

THREE QUESTIONS TO ANOUK GARNIER,	"FUN@WORK"	
CLASQUIN AMBASSADOR	1 FUN@WORK ASSESSMENT	
HUMAN RESOURCES	2 CLASQUIN AND ITS "FUN" CULTURE	
1 A STRONG CORPORATE CULTURE	CORPORATE SOCIAL AND ENVIRONMENTAL	
2 AN ATTRACTIVE HR POLICY	RESPONSIBILITY	
3 RECRUITMENT	1 VALUING EMPLOYEES	
4 ENTREPRENEURS AND SHAREHOLDERS	2 LIMITING THE ENVIRONMENTAL IMPACT	
5 REMUNERATION BASED ON COLLECTIVE	3 CONTRIBUTING TO THE COMMUNITY	
PERFORMANCE	SHAREHOLDER AND INVESTOR INFORMATION	48
6 DEVELOPING SKILLS AND CAREER PROSPECTS	OTHER DEDEKTARD IN LOTOR IN ORMATION	



RESOURCES

Three questions to Anouk GARNIER, World OCR* Silver Medallist and CLASQUIN Ambassador

DON'T GO BY HER LOOKS:
BEHIND ANOUK GARNIER'S SMILE
THERE IS A FEARLESS FIGHTER.
THE NEW CLASQUIN AMBASSADOR
HAS AN IMPRESSIVE TRACK RECORD.

Anouk is the World Silver Medallist in Obstacle Course Race (OCR) and the European Spartan Race champion, extremely demanding sports which consist in overcoming a series of obstacles over distances ranging from 6 to 20 km. These races require outstanding physical qualities as well as winning mindset. This exceptional athlete has recently agreed to put her determination and dynamism at the service of CLASQUIN.

ANOUK, CAN YOU TELL US WHAT OCR MEANS TO YOU?

I've been practicing OCR now for four years at competitive level, it has become my passion. When I cross the finishing line in a race, there is an emotion which is very difficult to describe, a sensation of having overcome my personal limits, of accomplishment. The physical and mental qualities that I need to perform well in this type of race help me tremendously in my personal and professional life. I have created my own business, Performance MC, to allow others to benefit from my experience as an athlete and as a coach.

CAN YOU TELL US ABOUT YOUR FIRST MEETING WITH CLASQUIN AND HOW YOU ARE INVOLVED WITH THE TEAMS?

I met CLASQUIN at the CLASQUIN Summer Universities, in 2018. I participated in the Sports Day to warm up and motivate the teams before the obstacles course. I really felt in synch with the company's values and atmosphere during that week-end.





I could feel a positive energy among employees and an atmosphere that I really liked, while the professional side and dedication also appealed to me. So when CLASQUIN asked me to be their brand ambassador, I immediately said yes.

As an athlete, we develop self-confidence, we overcome our limits, we learn to bounce back even when we fail... I also work a lot on my mindset. All these quality are essential in professional life. In 2018, with my team, we won the European championships. It is one of my most beautiful victories. Performance as part of a team is something very special.

For me, the best way to create good team cohesion is to take each team member out of their comfort zone, create emotions as a group, and learn to rely on one another.



WHAT ARE YOUR NEXT GOALS, BOTH SPORTS-WISE AND PROFESSIONALLY?

At the professional level, I would like to further develop my team building practices, with programmes focused on performance with a sports component, a mindset component and a lifestyle component.

At the sports level, my goal is to be the OCR champion in France, within the Top 5 in Europe and within the Top 10 in the world in the pro category. In the longer term, my goal is to be the world champion. One has to think big!

The CLASQUIN values

ENTHUSIASM

Tackling the daily challenges of logistics and freight forwarding is what drives and motivates us.

PROFESSIONALISM

Striving every day to deliver operational excellence to our clients.

INTEGRITY

Acting fairly and transparently.

The CLASQUIN MOTTO

CLIENTS

Client satisfaction is our number one priority.

PROFIT

Creating value is the foundation for CLASQUIN's existence. Financial performance is therefore paramount, a vital factor in sustaining our development strategy and guaranteeing the satisfaction of all our stakeholders: employees, clients, shareholders, suppliers and the community at large.

FUN

We are convinced that job satisfaction is essential and, at CLASQUIN, we wish to make everyone's professional journey a resolutely human, enriching and shared adventure.

HUMAN RESOURCES

1 A strong corporate culture

Today CLASQUIN employs about 1000 people (over 30 nationalities) in 21 countries. Over half of employees are in Europe, almost a third in Asia and now 15% in the Americas. They are fully at ease in an international, multicultural environment and are fully

abreast with changes in the world and intercontinental trade; driven by a passion for freight forwarding and logistics, they harness their expertise and commitment on a daily basis to serve the Group's clients.

2 An attractive HR policy

Our HR policy incorporates all of the features that attract the best of the best:

- Autonomy and responsibility at all levels. Our Country Managers are true entrepreneurs, accountable for their P&L.
- Shareholder participation for executives and employees, in countries where this is possible,
- Direct, lean and efficient management relations,
- Variable remuneration for all employees, based on the collective performance of their business unit,
- Regular assessment of internal satisfaction and the possibility for all employees to express themselves anonymously (Funometer),

- Multicultural environment,
- Ongoing professional development and recognition of experience and expertise.



"At CLASQUIN, gender equality falls under the broader scope of the Diversity and Social Inclusion programme which is one of the pillars of the Group's HR policy. These results exemplify the work accomplished."

Yves REVOL, Executive Chairman

CLASQUIN S.A scored 91/100 in the 2019 France gender equality index (96/100 for LCI-CLASQUIN)

This excellent result is the fruit of an **employee equality policy** rolled out over the past few years, which is a **fundamental aspect of the company's strategy, values and culture.**

The gender balance index comprises 5 indicators.

CLASQUIN secured almost the maximum score for 4 out of 5 indicators:

36/40

between women and men

20/20

Difference in the rate of pay rises between women and men 15/15

Difference in the rate of promotions between women and men 15/15

% of employees returning from maternity leave and benefiting from a pay rise upon return 5/10

Number of women amou

Number of women among the ten highest paid employees





Équipe RH

3 Recruitment: a "sacred act"

This is the principle behind our HR policy: recruitment is a "sacred act", deliberately strict and selective, to guarantee alignment with our fundamental values "Professionalism, Enthusiasm, Integrity" and the internationalism required by our market position and culture.

Staff referral remains our most efficient recruitment channel. Staff referrals are supported by a dedicated "talent acquisition" unit and a digital application, "Clasqu'IN", accessible to all employees. We also bring together a community of internal ambassadors rallied

around our employer brand, who express their pride in belonging to the company and their commitment.

We are constantly on the lookout for employees who share our culture and relate to our values.

Our businesses fall under 5 categories: Back Office / Business Leaders / Customs / Operations / Sales

2019 IN FIGURES

110

vacancies published for jobs in France and abroad

96

Applications received on the dedicated Clasqu'IN application

1/2

Almost half of jobs filled based on recommendation

352

articles and announcements shared by the community

Marine DARRE, Customer Relationship Manager for Import (CDG) has coopted James VALLETTE, Customs Manager (CDG)







4 Entrepreneurs and shareholders

CLASQUIN's capital has been controlled by its management since 1983. This long-standing attribute of the Company influences the way it is managed, with two fundamental strengths:

- Spreading and promoting the entrepreneurial spirit;
- Driving economic performance.

CLASQUIN encourages shareholding by its managers, either directly in the local subsidiary or in the Group holding, by pursuing the two-pronged objective of:

- Rallying the management team around a long-term shared growth project to ensure a consistent management team over time:
- Developing a strong sense of belonging for local managers in order to strengthen their commitment to entrepreneurial goals in all regions.

In 2019, CLASQUIN also implemented a CLASQUIN SA share joint investment plan for Top Management and Managers in order to rally Group directors and managers around the corporate mission and reinforce their sense of belonging.

CLASQUIN also opened the capital of certain subsidiaries to its local directors.

In French companies, the company savings plan, topped up by an attractive policy of employer contributions, offers good returns on employee investments in the CLASQUIN Performances company investment fund.

2019 IN FIGURES

9

local managers are shareholders of their subsidiaries

33

managers of the Group, including 10 outside France, have participated in the co-investment plan

70%

of employees residing in France subscribed to the employee shareholding scheme attached to the 2006 IPO

52.8%

of employees are shareholders in France via the company savings plan

59%

the share of capital owned by management and employees (employee mutual fund)

12.3%

of the share capital is held by managers and employees of the Group (excl. Yves Revol + OLYMP)

5 Performance-based remuneration

Our variable remuneration policy, which is correlated to collective performance, is a key distinguishing feature of our Company that enables us to attract the best of the best and foster team spirit.

This unique system encourages employees to commit as a team to the performance of their profit centre. The variable remuneration system comprises:

- A Collective Performance Salary based on the economic results of each profit centre;
- An Individual Performance Salary rewarding individual contribution to the achievement of motivational targets.



6 Developing skills and career prospects for promotion

The Group's appeal is based on its ability to offer talented people good prospects in terms of promotion, responsibility and personal development over the long term. This approach is based on three strategies: developing in-house skills, leveraging experience and promoting internal mobility.

- Through our CLASQUIN ACADEMY, the Group seeks to exploit the specialised skills of its staff by encouraging them to become in-company trainers and share their know-how and experience with their colleagues.
- CLASQUIN also encourages use of the French CFP individual training account scheme, an opportunity frequently overlooked in other companies.
- Training needs are also compiled during the annual and career prospects meetings and the annual "People Review" appraisals conducted by HR.
- The creation of a SALES ACADEMY contributes to upskilling the sales teams and creating a collective sales momentum.

With an acceleration of training in 2019, 57.64% of our employees received training compared with 33.85% the previous year (excluding the French CFP campaign).

2019 IN FIGURES

166

interns trained in 2019 totalling 1735 hours. Or about 10 hours of training per intern

57.6% of employees trained

2

Sales Academy events organised in 2019 respectively in Asia and France

FOCUS ON EMPLOYEES

"Our existing staff are our best ambassadors"



Olivier REME.

Group Food & Beverage Development Manager & Branch Manager Rungis

Born and raised in Lyon, Olivier attended the International School where, at a very early age, he developed an international interest. In 2004, after an initial stay of three years in China, he started his career in the sea freight sector in Australia at the CMA-CGM Group. He joined CLASQUIN in 2009 as BDM Beijing then moved to the Hong Kong team in 2013 where he continued to develop his sales expertise. In 2015, Management gave him the opportunity to go back to Beijing as Branch Manager North China. For four years, he developed the business in the region, strengthened the organisation, opened a new office in Tianjin. At the same time, he expanded his team and recruited new talents. After 15 years abroad, Olivier

has just come back to France tasked with developing the Group's Food & Beverage offering and coordinating the perishable goods business at CLASQUIN Rungis.



▶ Verena DALLAMANO,

Customer Relationship Manager, Mulhouse

After obtaining an MBA in international trade (ISG Paris / ISM New York) in June 2019, Verena joined CLASQUIN at the end of her studies as forwarding agent for sea and air import. During her studies, she did various internships and semesters abroad, including in Germany at Kuehne&Nagel and in the United States.

"CLASQUIN was my first choice due to the company's human size and the attention it pays to its employees' well-being. I also found the job and the training policy particularly attractive".



« FUN@WORK »

1 FUN@work assessment

CLASQUIN encourages a corporate culture founded on regular discussions with managers and a stimulating and enriching team spirit.

Eager to improve well-being and fun at work, enhance team commitment and performance and enhance its understanding of employee expectations, the HR department has implemented an in-house satisfaction scale called the "Funometer".

The purpose is to encourage all of its employees to express their opinions and suggestions anonymously on six topics: their job, department, management, confidence in the Group, work tools and career prospects.

This internal consultation is used by the Group to develop ambitious and proactive action plans. A questionnaire is filled out several times a year in order to track and measure changes in Fun@ Work@CLASQUIN.



MY SUPPORT, ACTION & COMMITMENT



2019 IN FIGURES

80%

of CLASQUIN employees took part in this survey that is highly conducive to team spirit

91%

of Group employees feel good at work

96%

of employees are confident in the Group's future.

Figures on the rise compared with last year

95%

of employees say they are satisfied overall, all criteria considered



THE CLIENTS, PROFIT & TIM COMPANY

2 CLASQUIN and its "fun" culture

We hold regular events for all of our employees in order to strengthen the sense of belonging to the Group, develop a competitive spirit and winning mindset and reinforce our motto, "Client, Profit & Fun".

World Management Committe Meeting (WMCM)

This annual committee meeting provides an opportunity for all country managers, sales managers, operating managers and Management Committee members to get together. The goal is to approve the company's main projects, discuss priorities and define action plans.

"Summer Universities" (SU)

This festive, multicultural and sporting event, built on a culture of fun and performance, rallies the Company's staff on average once every two years, with the location alternating between Europe, Asia and America (the Group's core regions).







THE GROUP'S CORPORATE SOCIAL & ENVIRONMENTAL RESPONSIBILITY (CSR)

For over ten years, CLASQUIN has been deeply committed to sustainable development. The Group's CSR approach is founded on three main goals:

- Valuing the Group's employees,
- Limiting its environmental impact,
- Contributing to the community.

1 Valuing employees through a responsible and attractive employment policy

VALUE, attract and retain talent, promote internal mobility and offer career prospects within the Group.

LISTEN to staff members in order to improve well-being in the workplace and foster industrial relations in order to enhance collective performance.

TRAIN, develop and exploit the skills of each employee by means of projects such as the CLASQUIN ACADEMY and the SALES ACADEMY

RESPECT EQUALITY thanks to an equal pay policy that is an integral part of the company's strategy, values and culture.

CLASQUIN S.A. scored 91 out of 100 on the 2019 gender balance index (95/100 for LCI-CLASQUIN).

CLASQUIN, gender equality is part of a broader Diversity and Social Inclusion programme, which is one of the pillars of the Group's

HR policy. These results exemplify the work accomplished. Since diversity is a source of elevation and value creation for the company, CLASQUIN makes relentless efforts to value and promote the role and standing of female managers within the Group.

PROMOTE DIVERSITY AND INCLUSION

A number of measures have been implemented to improve the Group's treatment of disabled persons and inform disabled employees of the various schemes available to them. In particular, the company has drafted a set of guidelines entitled "Action Handicap CLASQUIN".

Every year a disability report (Bilan Handicap) is circulated to all offices setting out figures, the main measures implemented and recommendations for the following year. The Group has also appointed a disability officer.

2 Limiting the environmental impact through sustainable resource management

LIMIT THE IMPACT: CLASQUIN and its subsidiary LOG SYSTEM measure the CO_2 emissions of the transport solutions proposed to the client. As part of its Supply Chain Management Consulting business, the CLASQUIN Group is also committed to advising clients on how to optimise their goods transport systems and, where possible, propose alternative options such as rail or barge transport. For example, CLASQUIN offers a rail option to and from China.

TAKE ACTION IN EVERYDAY LIFE: Group-wide, CLASQUIN is committed to a more sustainable resource management. CLASQUIN works in partnership with Elise, a disability-friendly company committed to promoting the employment of disabled persons, on the recycling of waste such as bottles, cardboard boxes, paper and bulbs. Awareness actions on waste sorting are also carried out for employees.



Contributing to the community through local and international solidarity actions

CLASQUIN contributes through local actions, donations and skills-based sponsorship.

- The Group's aim by the end of 2020 is to set up a Foundation, so as to structure its assistance, firstly in France then abroad.
- CLASQUIN is a founding member of the Emergence Foundation, a community of 37 Lyon-based companies which supports start-up projects designed to strengthen social bonds and create jobs through skills-based sponsorship and networking.
- The Group also supports a number of not-for-profit organisations such as COUP DE POUCE, RESSORT and Les Petits Frères des Pauvres.
- Employees of the Group can also help as tutors for children from disadvantaged backgrounds to support them in their schooling, thanks to Institut Télémaque.
- Since September 2019, CLASQUIN has put some offices at his Lyon premises at the disposal of Mercyship, an NGO which charters hospital ships since 1978 for the poorest countries in Africa, so as to provide free health care, training and assistance for community development projects.

PREVENTION OF BRIBERY AND CORRUPTION The Group implements measures to prevent, detect and combat bribery, in accordance with the Sapin II Law and the Middlenext Code of Conduct.

- A whistle-blowing system has been put in place.
- A risk mapping is under preparation.
- In 2019, the Group has started the roll-out of GIFT (Global Integrated Financial Tools) in most of its subsidiaries, which aim to reinforce control over accounting and financial operations. It is expected to be completed at the end of 2020. The strengthening of procedures for third-party assessment is ongoing.
- Training on the fight against corruption are regularly organised for employees.
- A dedicated "risk and compliance" post has been created in the Group.





"It is therefore my wish that the Executive Committee and all employees of CLASQUIN familiarise themselves with and follow this code so that the prevention of corruption, a goal in keeping with the values we uphold, becomes a permanent feature of the way we manage all of our operations."

Extract from the message on CLASQUIN's anticorruption plan,

➤ Yves Revol, Executive Chairman of the CLASQUIN Group.

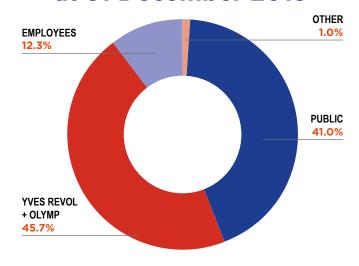


SHAREHOLDER & INVESTOR INFORMATION

1 Stock market information

- IPO date: 31 January 2006
- **IPO** price: €15.50
- ISIN code: FR0004152882
- Bloomberg code: ALCLA FP
- Reuters code: ALCLA PA
- ICB Classification:
 - 2000 Industries
 - 2770 Industrial transport
- Market: Euronext Growth
- Listing: continuous
- Share capital as at 31 December 2019: €4,612,802 divided into 2,306,401 shares with a par value of €2.00 each

2 Shareholders as at 31 December 2019



3 Share price in 2019



Additional information:

- **Capitalisation** (31/12/2018): €69.2m
- **Capitalisation** (31/12/2019): €80.7m
- Public float (31/12/2019): 41.0%
- Average trading in 2019: 685 shares/day

4 Dividend policy

Under a proper dividend policy, dividend payouts are naturally linked to company earnings, available funds and return on investments, as well as short and medium-term financing requirements.

The Company's dividend policy is situated within this constantly changing context - it aims to pay out at least 20% of net profit Group share (except in exceptional circumstances), with no upper limit.

Given the situation resulting from the COVID-19 epidemic, on 21 April 2020 the Board of Directors decided to propose to the 10 June 2020 Combined Annual General Meeting that no dividend be distributed for the 2019 financial year and that the year's profits be allocated to retained earnings.



5 Listing sponsor

CM-CIC Market Securities acts as the Listing Sponsor for the CLASQUIN group.

6 Liquidity contract

In order to improve and regulate liquidity for its shares, a liquidity contract was signed between CLASQUIN SA and ODDO CORPORATE FINANCE on 14 September 2009, subject to automatic renewal each year. On 13 October 2014 the agreement was amended to increase the value of funds paid into the liquidity contract.

This contract was transferred to ODDO & Cie, sole shareholder of ODDO CORPORATE FINANCE through the universal transfer of the latter's assets and liabilities effective on 1 March 2016.

A new contract was signed with ODDO on 18 March 2019 in accordance with applicable statutory provisions.

7 Financial analysis

Five financial analysts tracked the CLASQUIN share during 2019: They were:

ODDO BHF

Responsible for the research note: Jérémy GARNIER

■ KEPLER CHEVREUX

Responsible for the research note: Baptiste DE LEUDEVILLE

■ MIDCAP PARTNERS

Responsible for the research note: Florent THY-TINE

■ CM-CIC Market Solutions

Responsible for the research note: Claire DERAY

■ PORTZAMPARC

Responsible for the research note: Yann de PEYRELONGUE

Their analyses may be consulted on the Company's website: www.clasquin.com,

in the "Investors/Financial information" section, subsection "Stock Analysts notes (EN)".

8 Sources of information and documentation

The annual report is published in French within four months following the end of the financial year. It is available on request from the Company's head office or can be downloaded from the Company's website www.clasquin.com, under the heading "Financial reports". An English translation is also posted on the English version of the website under "Financial Reports".

Legal documents - in particular articles of association and statutory auditors' reports - can be consulted at CLASQUIN's head office and are also available on the website.

The website www.clasquin.com contains the main information concerning organisational structure, operations, news, financial data and press releases. The website www.euronext.com provides financial and market information on the Company.

9 2020 shareholders' agenda

- Thursday 30 April: Q1 2020 business report
- Wednesday 10 June: 2020 Annual General Meeting
- Thursday 27 August: Q2 2020 business report
- Wednesday 23 September: H1 2020 results
- Thursday 29 October: Q3 2020 business report

10 Persons responsible for the information

- Philippe LONS, Deputy Managing Director /Group CFO
- Domitille CHATELAIN, Group Head of Communication

CLASQUIN GROUP:

235, COURS LAFAYETTE 69006 LYON

TEL. +33 (0)4 72 83 17 00 FAX: +33 (0)4 72 83 17 33



04. FINANCIAL STATEMENTS

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FINANCIAL STATEMENTS

1 CONSOLIDATED INCOME STATEMENT

(in euro thousands)	Notes	2019 published	2019 excl. IFRS 16	2018
SALES	4.1	331,277	331,277	308,341
Cost of sales		(254,544)	(254,544)	(239,455)
GROSS PROFIT		76,732	76,732	68,886
Other income from ordinary activities		226	226	
Other purchases and external charges		(14,126)	(16,988)	(16,039)
Taxes and duties		(739)	(739)	(902)
Staff expenses	5	(48,212)	(48,212)	(42,686)
EBITDA		13,882	11,020	9,259
Net depreciation, amortisation and provisions		(5,577)	(2,836)	(2,836)
Other current income		714	714	445
Other current expenses		(413)	(413)	(366)
CURRENT OPERATING INCOME		8,606	8,485	6,502
% gross profit		11.2%	11.1%	9.4%
Other operating income	4.3	19	1	663
Other operating expenses	4.3	(373)	(353)	(1,385)
OPERATING INCOME		8,252	8,132	5,780
Net cost of debt	8.2.1	(206)	(206)	(210)
Other financial income	8.2.2	1,243	1,243	952
Other financial expenses	8.2.2	(1,687)	(1,542)	(1,069)
Income from equity affiliates		32	32	54
PROFIT BEFORE TAX		7,634	7,660	5,506
Income tax	6	(3,164)	(3,171)	(2,115)
GROUP CONSOLIDATED NET PROFIT		4,470	4,488	3,391
Attributable to:				
Parent company shareholders		3,877	3,895	2,803
Non-controlling interests		593	593	588
Net profit (Group share) per share:	9.4			
• Basic earnings per share (€)		1,684	-	1,218
• Diluted earnings per share (€)		1,678	-	1,218



(in euro thousands)	2019	2018
GROUP CONSOLIDATED NET PROFIT	4,470	3,391
ITEMS OF OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR AFTER TAX	38	426
ITEMS OF OTHER COMPREHENSIVE INCOME THAT MAY BE RECLASSIFIED TO PROFIT OR LOSS	208	287
Cash flow hedges	34	32
Translation differences	183	263
Tax effect	(10)	(9)
ITEMS OF OTHER COMPREHENSIVE INCOME NOT RECLASSIFIABLE TO PROFIT OR LOSS	(170)	140
Actuarial gains/losses	(236)	194
Tax effect	66	(54)
COMPREHENSIVE INCOME FOR THE YEAR	4,508	3,817
Attributable to:		
Parent company shareholders	3,900	3,251
Non-controlling interests	609	567

CLASQUIN Accounts





BALANCE SHEET

(in euro thousands)	Notes	2019 published	2019 excl. IFRS 16	31 December 2018
ASSETS				
Goodwill	7.1	24,472	24,472	16,322
Intangible assets	7.2	6,177	6,177	5,668
Right-of-use assets related to leases	7.4	7,771	-	-
Property, plant and equipment	7.3	5,456	5,456	5,743
Other financial assets		901	901	934
Investments in equity affiliates		107	107	102
Deferred tax assets	6.3	1,240	1,190	1,537
NON-CURRENT ASSETS		46,123	38,303	30,305
Trade receivables	4.2	79,779	79,779	79,883
Other current assets	4.4	16,598	16,598	5,492
Current tax receivables		1,592	1,592	1,348
Cash and cash equivalents	8.1.2	28,499	28,499	23,175
CURRENT ASSETS		126,469	126,469	109,898
TOTAL ASSETS		172,592	164,772	140,202
LIABILITIES AND SHAREHOLDERS' EQUITY				
Share capital	9.1	4,613	4,613	4,613
Additional paid-in capital		5,161	5,161	4,245
Consolidated reserves		8,319	8,423	9,770
Net profit Group share		3,877	3,895	2,803
SHAREHOLDERS' EQUITY - GROUP SHARE		21,970	22,092	21,431
Non-controlling interests		4,869	4,874	3,038
SHAREHOLDERS' EQUITY		26,840	26,966	24,469
Non-current provisions	10	22	22	42
Non-current provisions for pensions	5.2	1,050	1,050	809
Non-current financial liabilities	8.1	18,325	18,325	14,177
Liabilities relating to put options granted to non-controlling shareholders - more than one year	2.3.1	4,979	4,979	2,863
Lease liabilities - due in over 1 year		5,694	-	-
Deferred tax liabilities	6.3	42	42	329
Other non-current liabilities	4.5	79	79	113
NON-CURRENT LIABILITIES		30,189	24,495	18,333
Current provisions	10	-	-	-
Current financial liabilities	8.1	23,756	23,756	24,824
Liabilities relating to put options granted to non-controlling shareholders – less than one year	2.3.1	-	-	139
Lease liabilities - due in less than 1 year		2,253	-	-
Trade and related payables		73,018	73,018	61,628
Current tax payables		835	835	281
Other current payables	4.5	15,702	15,702	10,529
CURRENT LIABILITIES		115,564	113,311	97,400
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		172,592	164,772	140,202



4 CASH FLOW STATEMENT

(in euro thousands)	Notes	2019 published	2019 excl. IFRS 16	2018
CASH FLOW FROM OPERATING ACTIVITIES				
Group consolidated net profit		4,470	4,488	3,391
Income from equity affiliates		(32)	(32)	(54)
Dividends received from equity affiliates		32	32	29
Non-cash income and expenses	12.1	5,316	2,544	2,549
Losses/(profits) related to changes in interests with acquisition/loss of control of subsidiaries		(18)	(18)	20
Net cost of debt	8.2.1	351	206	210
Tax expense (payable and deferred)	6.1	3,164	3,171	2,115
GROSS OPERATING CASH FLOW		13,283	10,391	8,261
Income tax paid		(2,682)	(2,682)	(2,230)
Changes in working capital	12.2	5,518	5,637	(1,603)
NET CASH FLOW FROM OPERATING ACTIVITIES		16,119	13,347	4,428
CASH FLOW FROM INVESTING ACTIVITIES				
Acquisitions of intangible assets	7.2	(1,830)	(1,830)	(1,862)
Acquisitions of property, plant and equipment	7.3	(668)	(668)	(1,736)
Disposals of intangible assets, PP&E and right-of-use assets		19	1	47
Acquisitions of financial assets		(46)	(46)	(219)
Disposals of financial assets		141	141	231
Impact of changes in consolidation scope with change of control (1)		(7,075)	(7,075)	(1,856)
Impact of changes in consolidation scope relating to associates and/or joint ventures (3)		-	-	115
NET CASH FLOW USED BY INVESTING ACTIVITIES		(9,459)	(9,477)	(5,279)
CASH FLOW FROM FINANCING ACTIVITIES				
Parent company capital increase and decrease		-	-	-
Transactions between the Group and owners of non-controlling interests (2)		91	91	(670)
Dividend payments to Company shareholders	9.3	(1,497)	(1,497)	(1,844)
Dividends paid to non-controlling interests		(234)	(234)	(78)
Increase, loans and financial liabilities	8.1.3.2	42,099	42,099	6,744
Decrease, loans and financial liabilities	8.1.3.2	(24,096)	(24,096)	(5,648)
Decrease, lease liabilities		(2,654)	-	-
Interest paid, net	8.2.1	(206)	(206)	(210)
Interest paid on lease obligations		(137)	-	-
NET CASH FLOW FROM/USED BY FINANCING ACTIVITIES		13,367	16,157	(1,707)
IMPACT OF EXCHANGE RATE FLUCTUATIONS		213	213	78
NET CHANGE IN CASH AND CASH EQUIVALENTS		20,240	20,240	(2,479)
OPENING NET CASH AND CASH EQUIVALENTS		5,253	5,253	7,733
CLOSING NET CASH AND CASH EQUIVALENTS		25,493	25,493	5,253

⁽¹⁾ The transaction in 2019 relates to the takeover of CARGOLUTION Inc. (€7,075,000 net outflow comprising a €7,878,000 outflow for the acquisition price and a €803,000 inflow for net cash acquired – See Note 2.1.).

The main transactions in 2018 were as follows — see Note 2.2:

⁻ acquisition of FAVAT (€1,348,000 net outflow comprising a €1,943,000 outflow for the acquisition price and a €594,000 inflow for net cash acquired),

⁻ acquisition of COSMOS CONSULTANTS (€271,000 net outflow comprising a €348,000 outflow for the acquisition of shares and a €77,000 inflow for net cash acquired),

⁻ disposal of ECS US (€235,000 net outflow comprising a €60,000 inflow for the sale of shares and a €296,000 outflow in net cash disposed).

⁽²⁾ Transactions between the Group and minority interests in respect of the year 2019 are as follows – see Note 2.1:

⁻ acquisition of a 20% stake in ART SHIPPING INTERNATIONAL SAS for €140,000,

⁻ disposal of a 7% stake in CLASQUIN T.I. INTERCARGO 1999, SA for €231,000.

The main transaction in 2018 was the acquisition of a 20% stake in CLASQUIN USA Inc. for €685,000 – see Note 2.2.

⁽³⁾ Related to the liquidation of MEDTIR.



5 CHANGE IN CONSOLIDATED SHAREHOLDERS' EQUITY

(in euro thousands)	Share capital	Additional paid-in capital	Treasury shares	Reserves & consolidated results
AT 31 DECEMBER 2017	4,613	4,245	(126)	11,132
Other comprehensive income/(loss) for the year				
Net profit/(loss) for the year				2,803
Consolidated comprehensive income for the year				2,803
Dividends paid (1)				(1,844)
Purchases and sales of treasury shares			(61)	
Change in interests resulting in acquisition/loss of control of subsidiaries (2)				695
Change in interests not resulting in acquisition/loss of control of subsidiaries (3)				(334)
Other changes				(2)
AT 31 DECEMBER 2018	4,613	4,245	(186)	12,450
First-time application of IFRS 16				(99)
AT 1 JANUARY 2019	4,613	4,245	(186)	12,350
Other comprehensive income/(loss) for the year				
Net profit/(loss) for the year				3,877
Consolidated comprehensive income for the year				3,877
Dividends paid (1)				(1,497)
Purchases and sales of treasury shares			77	
Share-based payment				64
Change in interests resulting in acquisition/loss of control of subsidiaries (2)				(1,448)
Change in interests not resulting in acquisition/loss of control of subsidiaries (3)				(457)
Other changes				
AT 31 DECEMBER 2019	4,613	4,245	(110)	12 889

⁽¹⁾ See Note 9.3 for dividends paid. Dividends paid to non-controlling interests during the year concerned CLASQUIN T.I. INTERCARGO 1999 SA, those of the LCI sub-group, LOG SYSTEM, CLASQUIN FAIRS & EVENTS, ART SHIPPING INTERNATIONAL SAS for respective amounts of €75,000, €36,000, €36,000, €34,000 and €30,000 (2018: LCI sub-group and ART SHIPPING INTERNATIONAL SAS for respective amounts of €58,000 and €20,000).

At 31 December 2018, the transactions related mainly to the acquisition of FAVAT and the disposal of ECS for respective amounts of €81,000 and €296,000.

⁽³⁾ The €457,000 negative impact relates mainly to the change in commitments to purchase non-controlling interests in the LCI sub-group (€678,000 outflow), the acquisition of a 20% stake in ART SHIPPING INTERNATIONAL SAS following the exercise of the put option (€224,000 inflow) and the disposal of a 7% stake in CLASQUIN T.I. INTERCARGO 1999 SA.

At 31 December 2018, the negative change of €610,000 related mainly to the purchase of additional CLASQUIN US shares and the disposal of a portion of the share capital of CLASQUIN FAIRS & EVENTS (€685,000 outflow and €15,000 inflow respectively), as well as the change in commitments to purchase non-controlling interests in the LCI sub-group and ART SHIPPING INTERNATIONAL SAS (€87,000 inflow and €27,000 outflow respectively).



⁽²⁾ At 31 December 2019, the impact on changes in interests resulting in acquisition of control relates to the acquisition of CARGOLUTION Inc. (see Note 2.1) and the recognition of a commitment to purchase non-controlling interests (see Note 2.3).

Cash flow hedges	Translation differences	Actuarial gains/losses	Shareholders' equity Group share	Non-controlling interests	Total shareholders' equity
(88)	(119)	69	19,726	3,152	22,877
20	325	103	448	(22)	426
			2,803	588	3,391
20	325	103	3,251	567	3,818
			(1,844)	(78)	(1,922)
			(61)	-	(61)
			695	(326)	368
			(334)	(277)	(610)
			(2)	-	(2)
(68)	206	172	21,431	3,038	24,469
			(99)	(3)	(102)
(68)	206	172	21,332	3,035	24,367
21	158	(156)	22	16	38
			3,877	593	4,470
21	158	(156)	3,900	609	4,508
			(1,497.055)	(234)	(1,731)
			77	-	77
			64	-	64
			(1,448)	1,450	2
			(457)	10	(447)
			-	-	-
(48)	364	16	21,970	4,869	26,839



CLASQUIN Legal



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 GENERAL ACCOUNTING PRINCIPLES

The parent company CLASQUIN SA is a French public limited liability company (société anonyme). The Company was established in 1959 and its registered office is located at 235 Cours Lafayette, Lyon.

CLASQUIN has been listed on the Euronext Growth market in Paris since 2006 (ticker symbol: ALCLA).

The consolidated financial statements for the year ended 31 December 2019, as well as the related notes, were approved by the Board of Directors on 17 March 2020 and will be submitted to the shareholders' Combined Annual General Meeting on 10 June 2020 for approval.

1.1. Reporting framework

Pursuant to European regulations nos.1606/2002 and 1725/2003, the Group consolidated financial statements were drawn up in compliance with the international accounting standards issued by the IASB (International Accounting Standards Board) and applicable in the European Union as at 31 December 2019. These rules may be consulted on the following website:

http://ec.europa.eu/finance/accounting/ias/index_en.htm.

1.1.1 Main standards, amendments and interpretations adopted by the European Union and mandatory for years beginning on or after 1 January 2019

IFRS 16 Leases	On 13 January 2016, the IASB published IFRS 16 "Leases". IFRS 16 supersedes IAS 17 as well as the related IFRIC and SIC interpretations, and removes the previous different accounting treatments for "operating leases" and "finance leases". Lessees account for all leases with a term of more than one year in a manner similar to the terms currently provided for finance leases by IAS 17 and thus recognise an asset representing the right to use the leased asset as a contra-entry to a liability representing the obligation to pay for this right.
Amendments to IFRS 9	Amendments to IFRS 9 "Financial Instruments", entitled "Prepayment Features with Negative Compensation".
IFRIC 23 Uncertainty over Income Tax Treatments	Treatment of tax risks relating to income tax. IFRIC 23 specifies IAS 12 "Income Taxes" on the treatment to be used to account for any uncertainty with regard to a company's tax position in the valuation and recognition of tax and deferred taxes.
Amendments to IAS 28	Amendments to IAS 28 entitled "Long-term interests in Associates and Joint Ventures", adopted on 8 February 2019 by the European Commission.
Amendments to IAS 19	Amendments to IAS 19 "Employee Benefits" regarding plan amendment, curtailment or settlement. These amendments clarify the fact that a company must use updated actuarial assumptions to measure the current service cost and net interest in respect of defined benefit obligations.
Annual improvements to IFRS (2015-2017)	On 12 December 2017, the IASB published Annual Improvements to IFRS Standards 2015–2017 Cycle concerning IAS 12, IAS 23, IFRS 3 and IFRS 11.



1.1.2 Main standards, amendments and interpretations adopted by the European Union and mandatory for years beginning on or after 1 January 2019 for which the Group has not opted for early application

Main standards, amendments and interpretations		Date of application
Amendments to References to the Conceptual Framework in IFRS Standards	On 29 March 2018, the IASB presented Amendments to References to the Conceptual Framework in IFRS Standards - Amendments to IFRS Standards (IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRS 2, IFRS 3, IFRS 6, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22 and SIC 32).	1 January 2020
Amendments to IAS 1 and IAS 8	On 31 October 2018, the IASB published amendments to the definition of the term "material" to make it easier for companies to exercise materiality judgements.	1 January 2020
Amendments to IAS 39, IFRS 7 and IFRS 9	As part of the Interest Rate Benchmark Reform, the IASB published amendments to enable entities to present relevant financial information during the period of uncertainty relating to the IBOR reform. These amendments change certain provisions on hedge accounting. They also require companies to disclose additional information to investors on the hedging relationships directly affected by these uncertainties.	1 January 2020

1.1.3 Main standards, amendments and interpretations published by the International Accounting Standards Board (IASB) and not yet adopted by the European Union

Main standards, amendments and interpretations		Date of application
Amendments to IFRS 3	Amendments to the definition of a business to clarify application guidance, in order to help stakeholders distinguish between a business and a group of assets when applying IFRS 3.	1 January 2020
IFRS 17 Insurance Contracts	IFRS 17 establishes the principles for the recognition, measurement and presentation of insurance contracts. The objective of IFRS 17 is to ensure that an entity provides relevant information that faithfully represents those contracts.	1 January 2021
Amendments to IAS 1	Amendments clarifying the criteria for the classification of a liability as either current or non-current.	1 January 2022

The Group is currently assessing potential impacts of the first-time application of these standards.



CLASQUIN Finance



1.2 Bases of preparation

1.2.1 Bases of valuation

The consolidated financial statements were prepared according to the historic cost principle, with the exception of:

- assets and liabilities remeasured at fair value as part of a business combination, pursuant to the principles set out in IFRS 3;
- · derivatives measured at fair value.

The consolidated financial statements are presented in thousands of euros and are rounded to the closest thousand. They include individually rounded data.

1.2.2 Use of estimates and judgement

The preparation of IFRS financial statements requires management to exercise its judgement in making estimates and assumptions which have an impact on the application of accounting methods and on the amounts of assets, liabilities, income and expenses. The actual values may be different from the estimated values.

The underlying estimates and assumptions are continually reviewed. The impact of changes in accounting estimates is recognised during the period of change and during all subsequent periods affected.

The main assumptions concerning future events, as well as other sources of uncertainty related to the use of estimates at the closing date, changes to which could entail a significant risk of material adjustments to the net book values of assets and liabilities during the following financial year, mainly relate to:

- pension commitments and similar benefits (Note 5.2.2),
- goodwill (Note 7.1);
- impairment of assets (Note 7.5);
- · provisions (Note 10).

1.2.3 Conversion methods for foreign company financial statements

The Group's functional currency is the euro, which is also the presentation currency of the consolidated financial statements.

Financial statements for entities whose operating currency is other than the euro are converted using the following procedures:

- the income statement is converted using the average exchange rate for the year,
- the balance sheet statements are converted using the closing rate with the exception of capital and reserves, which are maintained at the historic cost,
- the resulting conversion differences are recorded under reserves in shareholders' equity.





NOTE 2 CONSOLIDATION SCOPE

Since 1 January 2014, the Group has applied the new standards on consolidation scope, i.e. IFRS 10, 11 and 12 and IAS 28 amended.

IFRS 10 "Consolidated Financial Statements" supersedes IAS 27 as well as interpretation SIC 12 "Consolidation - Special Purpose Entities" for all aspects relating to control and consolidation procedures using the full consolidation method. It redefines the notion of control over an entity on the basis of three criteria:

- the investor has power over the investee, i.e. the ability to direct the activities of the investee that significantly affect the investee's returns,
- the investor is exposed, or has rights, to variable returns, which may be either positive, in the form of dividends or any other type of economic benefit, or negative, from its involvement with the investee,
- the link between this power and these returns, i.e. the ability to use its power over the investee to affect the amount of the investor's returns.

In practice, companies in which the Group directly or indirectly holds the majority of voting rights at the Annual General Meeting, or on the Board of Directors or equivalent management body, giving it the power to direct their operational or financial policies, are generally deemed to be controlled and are consolidated using the full consolidation method.

To determine control, the Group carries out an in-depth analysis of the existing governance structure and an analysis of other shareholders' rights. Where necessary, an analysis is also carried out of instruments held by the Group or third parties (potential voting rights, dilutive instruments, convertible instruments, etc.) which, if exercised, could change the type of influence exercised by each party.

Full consolidation consists of:

- incorporating the items from the consolidated companies' accounts into the accounts of the consolidating company, after any restatements have been applied,
- distributing shareholders' equity and the profit between the consolidating company's interests and non-controlling interests,
- eliminating transactions between the fully consolidated company and the other consolidated companies.

IFRS 11 "Joint Arrangements" supersedes IAS 31 for all aspects relating to the accounting of entities under joint control. IAS 28 amended defines the notion of significant influence and describes the equity method applicable to investments in associates and joint ventures within the meaning of IFRS 11.

Associates are companies in which the Group exercises significant influence, i.e. in which it has the right to participate in decisions relating to the financial and operating policy of the company, but without exercising control or joint control over said policies.

The Group has no interests under joint control.

The Group's investments in associates are accounted for using the equity method: the interest in an associate is initially recognised at its acquisition cost in the consolidated statement of financial position, and is later adjusted in order to account for the Group's share in net income, and other items of the associate's comprehensive income.





2.1 Transactions carried out in 2019

2.1.1 Creation of BLUE LOTUS OCEAN LINE Ltd

On 8 April 2019, CLASQUIN SA incorporated BLUE LOTUS OCEAN LINE Ltd in Hong Kong to act as the NVOCC for the Group as part of its development.

2.1.2 Acquisition of a non-controlling interest in ART SHIPPING INTERNATIONAL SAS

On 20 May 2019, CLASQUIN SA acquired a 20% stake in ART SHIPPING INTERNATIONAL SAS for €140,000 equivalent to the liability recognised on commitments to buy out minority interests in 2018. This additional acquisition was treated as a transaction between shareholders and impacted the Group's shareholders' equity and non-controlling interests (see Change in consolidated shareholders' equity).

2.1.3 Disposal of shares in CLASQUIN INTERCARGO T.I. 1999 SA without loss of control

On 17 May 2019, CLASQUIN SA sold 7% of the shares of CLASQUIN INTERCARGO T.I. 1999 SA to a minority shareholder for €231,000, thereby reducing its stake to 93%.

In accordance with IFRS, these transactions do not give rise to reclassifications between Group and minority reserves (see Change in consolidated shareholders' equity).

2.1.4 Liquidation of CLASQUIN GEORGIA

CLASQUIN GEORGIA was liquidated on 1 July 2019. The impact of the liquidation is considered non-material (see Note 4.3).

2.1.5 Acquisition of a controlling interest in CARGOLUTION Inc.

On 1 October 2019, CLASQUIN SA acquired an 80% stake in CARGOLUTION Inc. based in Montreal (Canada) for CAD 11,416,000 (€7,878,000). The related transaction costs amounted to €284,000.

CARGOLUTION Inc. specialises in freight forwarding to and from Canada. It has offices in Montreal and Toronto.

At the date control was acquired, the fair value of the identifiable assets and liabilities was as follows:

Fair value on 1 October 2019	In CAD thousands	In euro thousands Exchange rate €1 = CAD 1.4492
Intangible assets	16	11
Right-of-use assets	506	349
Property, plant and equipment	216	149
Other financial assets	76	53
Deferred tax assets	434	300
Trade receivables	6,612	4,562
Other current assets	53	36
Cash and cash equivalents	1,164	803
ASSETS	9,077	6,263
Lease liabilities	516	356
Trade payables	5,272	3,638
Other current payables	1,617	1,116
LIABILITIES	7 404	5 109
Fair value of fully identifiable assets and liabilities, net (A)	1,672	1,154
Purchase price net of transaction costs (B)	11,416	7,878
Fair value of non-controlling interests (C)	2,100	1,449
GOODWILL (B) + (C) - (A)	11,844	8,173



The fair value measurement of identifiable assets and liabilities resulted in the recognition of CAD 11,84,000 (€8,173,000) in goodwill allocated to the Forwarding & Logistics CGU. The main fair value adjustments relate to the recognition of commitments under IFRS 16: CAD 506,000 (€349,000) for right-of-use assets with a contra-entry in lease liabilities amounting to CAD 516,000 (€356,000).

The contribution of the CARGOLUTION Inc. business to CLASQUIN Group consolidated sales and net profit for the period from October to December 2019 amounted to €7,283,000 and €100,000 respectively. If the takeover had occurred on 1 January 2019, the additional contribution to the Group's consolidated sales and net profit would have amounted to €32,590,000 and €521,000 respectively.

2.2 Transactions carried out in 2018

2.2.1 Disposal of shares in CLASQUIN FAIRS & EVENTS without loss of control

On 9 January 2018, CLASQUIN SA sold 30% of the shares of CLASQUIN FAIRS & EVENTS to a minority shareholder for €15,000, thereby reducing its stake to 70%.

In accordance with IFRS, these transactions did not give rise to reclassifications between Group and minority reserves.

2.2.2 Acquisition of COSMOS CONSULTANTS

On 24 January 2018, LOG SYSTEM (the Group's IT subsidiary) acquired 100% of the shares of COSMOS CONSULTANTS for €348,000. This company, based in France, publishes international trade and customs management software solutions. This acquisition enhanced the LOG SYSTEM sales offering.

The fair value of assets acquired and liabilities assumed amounted to €19,000. This resulted in provisional goodwill of €328,000 which was allocated to the "IT services" CGU.

The contribution of the COSMOS CONSULTANTS business to Group consolidated sales and net profit amounted to €327,000 and €25,000 respectively in 2018.

2.2.3 Creation of LOG SYSTEM TUNISIA

On 1 March 2018, LOG SYSTEM created LOG System Tunisia. This company specialises in Microsoft solutions, nearshore development and business process outsourcing.

2.2.4 Increase in equity interest in CLASQUIN USA

On 29 March 2018, CLASQUIN SA purchased an additional 20% interest in CLASQUIN USA for US\$837,000 (€685,000), thereby increasing its stake from 80% to 100%. This additional share acquisition was treated as a transaction between shareholders and impacted the Group's shareholders' equity and non-controlling interests.





2.2.5 Acquisition of FAVAT TRANSIT (Favat)

On 5 July 2018, CLASQUIN SA acquired the entire share capital of FAVAT TRANSIT (Favat) based in Marseilles for €2,019,000 (including €76,000 in transaction costs). This company specialises in customs clearance and transport of oilseeds, fertilisers and food raw materials to and from Africa and the Mediterranean region.

At the date control was acquired, the fair value of the identifiable assets and liabilities was as follows:

(in euro thousands)	Fair value at 5 July 2018
Intangible assets	46
Right-of-use assets	5
Property, plant and equipment	1
Deferred tax assets	4
Trade receivables	803
Other current assets	3
Cash and cash equivalents	594
ASSETS	1,456
Lease liabilities	16
Trade payables	236
Other current payables	372
LIABILITIES	624
Fair value of fully identifiable assets and liabilities, net (A)	832
Purchase price net of transaction costs (B)	1,943
GOODWILL (B) - (A)	1,111

The fair value measurement of identifiable assets and liabilities resulted in the recognition of \in 1,111,000 in goodwill allocated to the Forwarding & Logistics CGU. The main fair value adjustments relate to the recognition of a \in 16,000 pension commitment and related deferred tax assets of \in 4,000.

The contribution of the FAVAT business to CLASQUIN Group consolidated sales and net profit for the period from July 2018 to December 2018 amounted to €994,000 and €81,000 respectively. If the takeover had occurred on 1 January 2018, the additional contribution to the Group's consolidated sales and profit would have amounted to €2,136,000 and €133,000 respectively.

On 29 December 2018, Favat was wound up without liquidation via a universal transfer of assets to CLASQUIN SA.

2.2.6 Disposal of Express Consolidation System Corp. (ECS US)

On 30 October 2018, CLASQUIN SA sold its entire equity interest in ECS US to its long-time associate and current manager, generating a net outflow of €456,000, recognised under "Other operating expenses".

Alongside the disposal, the put option entered into between CLASQUIN SA and the non-controlling interests became void.

If the disposal had taken place on 1 January 2018, the impact on sales would have been a decrease of €12,452,000; the impact on pre-tax profit would have been an increase of €127,000.

2.2.7 Other changes in consolidation scope

During the first quarter of 2018, MEDTIR-TIR and ECS BARBADOS were wound up. The impact of the ECS BARBADOS liquidation was considered non-material. The impact of MEDTIR amounted to €78,000.



2.3 Commitments relating to the consolidation scope

2.3.1 Financial liabilities relating to commitments to purchase non-controlling interests

The Group may commit to purchasing shares of non-controlling interests (put options of non-controlling interests) in some of its subsidiaries. Pursuant to IAS 32, put options granted in relation to fully consolidated subsidiaries are presented under "financial liabilities". The exercise price for these put options may be fixed or calculated based on a predefined formula. "Fixed-price put options" are recognised at their present value and "variable-price put options" at their fair value. These options may be exercised at any time or on a specific date. As of 2017, the Group presents the amount of "put options of non-controlling interests" directly in the consolidated balance sheet.

Since the application of IAS 27 amended from 1 January 2010, followed by IFRS 10 (applicable from 1 January 2014), the accounting treatment for additional acquisitions of shares in companies has been specified. The Group treats these operations as transactions between shareholders. Accordingly, the difference between purchase commitment liabilities and the book value of non-controlling interests is recognised as a reduction in shareholders' equity Group share.

At subsequent balance sheet dates, these commitments are remeasured. Any changes identified are then recognised under equity.

2.3.1.1 Breakdown of put options of non-controlling interests

					;	Schedule)
(in euro thousands)	Carrying value	% held by the Group	Commitment to non-controlling interests	Fixed or variable price	< 1 year	1 to 5 years	> 5 years
FINANCIÈRE LCI (1)	3,541	80%	20%	Variable		3,541	
CARGOLUTION Inc. (1)	1,439	80%	20%	Variable		1,439	
TOTAL COMMITMENTS	4,979				-	4,979	-
• current	-						
 non-current 	4,979						

⁽¹⁾ The value of commitments to non-controlling interests is defined according to a multi-criteria valuation incorporating gross profit, current operating income and net income indicators; each aggregate carries its own weighting.

2.3.1.2 Change in put options of non-controlling interests

(in euro thousands)	Amounts at 1 January 2019	New transactions	Fair value adjustments recorded under consolidated reserves	Foreign exchange differences	Other changes	Amounts at 31 December 2019
Commitments to non-controlling interests	3,002	1,414	677	24	(139)	4,979

The positive change of €2,116,000 relates to the updated assumptions used to determine the fair value of put options for non-controlling interests in FINANCIÈRE LCI, the exercise of the put option in ART SHIPPING INTERNATIONAL SAS and the commitment relating to the acquisition of CARGOLUTION Inc. (see Note 2.1.5).

2.3.2 Off balance sheet commitments

Commitments to purchase or sell shares (put and call options) are valued based on the profitability of companies via a multi-criteria approach. Valuations are therefore calculated based on the most recently published results if the option may be exercised at any time, or based on projected results for future years if the option may be exercised as of a specified date.

When the Group grants put options of non-controlling interests, it is also granted call options. The value presented corresponds to put options granted.

Stock options totalled €4,979,000 at 31 December 2019 compared to €3,002,000 at 31 December 2018 and concern FINANCIÈRE LCI and CARGOLUTION Inc. The options may be exercised as of 2022 for FINANCIÈRE LCI and 2023 for CARGOLUTION Inc.



NOTE 3 SEGMENT INFORMATION

In accordance with IFRS 8 "Operating Segments", the segment information presented below is based on internal reporting used by senior management to assess performance and allocate resources to different segments. Senior management is the chief operating decision maker within the meaning of IFRS 8.

Operating segment 1 comprises 3 business lines:

- Air freight forwarding and related services,
- Sea freight forwarding and related services,
- Other services not included in air and sea freight (including related services) are grouped into the "Others" business line.

3.1 Key indicators by operating segment

(in euro thousands)	Overseas Freight	IT Services	Inter-segment eliminations	CLASQUIN Group
Sales	328,905	3,641	(1,270)	331,277
Gross profit	74,489	3,303	(1,059)	76,732
Current operating income	8,417	172	16	8,606

3.2 Key indicators by geographical area: Gross profit

(in euro thousands)	2019	2018	%
France	47,642	39,097	21.9%
EMEA (excluding France)	7,682	6,829	12.5%
Asia-Pacific	18,955	17,735	6.9%
Americas	9,242	7,645	20.9%
Total before consolidation entries	83,521	71,306	17.1%
Consolidation entries	(9,032)	(4,298)	
TOTAL OVERSEAS FREIGHT	74,489	67,008	11.2%

3.3 Key indicators by business: Gross profit

(in euro thousands)	2019	2018	%
Air freight	25,398	23,472	8.2%
Sea freight	33,503	30,519	9.8%
Other	15,588	13,016	19.8%
TOTAL OVERSEAS FREIGHT	74,489	67,008	11.2%



NOTE 4 OPERATING FIGURES

4.1 Sales

Sales figures include the following businesses:

Freight and logistics

Sales recorded in the income statement only include income recognised once the service has been provided and include the following services:

- services for air and sea freight forwarding, customs, insurance, etc.,
- · road haulage services,
- storage, warehousing and handling services, etc.

Invoicing for customs liquidation (customs duties and VAT reinvoiced to clients) is directly recorded in the balance sheet.

IT services

The various types of IT services and the related accounting methods are as follows:

- technical assistance, consulting, training and development services,
- Services recognised in sales on a time-spent basis:
 these services are recognised in sales, at the end of the month, or according to the contract terms and based on the services provided,
- Services covered by a fixed-price contract:
 these services are recognised using the percentage of completion method,
- · sales of materials and licences.

Income generated from the sale of products is valued at the fair value of the consideration received or receivable, net of any returns and refunds, sales discounts and volume discounts.

Income is recorded in the income statement when non-negligible risks and rewards incident to the ownership of goods have been transferred to the buyer, when consideration is likely to be recovered, when the related costs incurred or to be incurred and the potential return of the goods can be reliably assessed, when the Group is no longer involved in managing the products and when the amount of income can be reliably measured.

The transfer of risks and rewards is assessed based on the terms and conditions of the sales agreement.

For the sale of IT equipment and licences, the transfer occurs upon delivery.

Sales of equipment and licences are recognised in sales at the time of delivery.

Any payback on licences or commissions for business facilitators generates a credit note issued by the Company at the time of invoicing. These credit notes are entered under purchases.

CLASQUIN Group sales amounted to €331,277,000 in 2019, up 7.4% from €308,341,000 in 2018. Changes in exchange rates had a positive impact of 1.7 percentage points. At constant exchange rates, consolidated sales increased 5.7% from 2018 to 2019.

The Group's gross margin increased 11.4% to €76,732,000 in 2019, compared to €68,886,000 in 2018. At constant exchange rates, the gross margin increased 10%. Between 2018 and 2019, changes in exchange rates had a 1.4 percentage point negative impact on the gross margin.



4.2 Trade receivables

Receivables are valued at their nominal value. The effect of discounting receivables is negligible.

Impairment provisions are recorded for doubtful receivables if their recovery is uncertain and if their age is considerable.

Trade receivables are written down taking account of various criteria, such as: the client's financial situation, late payments, credit rating from an independent agency and geographical location.

At year-end, Group companies value their foreign currency receivables on the basis of closing exchange rates.

Receivables hedged against foreign exchange rate fluctuations are valued according to the rate provided for by the hedge contract.

4.2.1 Breakdown of trade receivables

(in euro thousands)	2019	2018
Trade receivables	81,815	81,344
Impairment of trade receivables	(2,036)	(1,460)
Net receivables	79,779	79,883

(in euro thousands)			2019	2018
	57.7%	- Not due	47,211	48,989
	19.19	- Less than 1 month overdue	15,645	17,729
81,815 in 2019	16.19	- More than 1 month and less than 6 months overdue	13,212	12,342
	3.6%	- More than 6 months and less than 1 year overdue	2,921	1,283
	3.5%	- More than 1 year overdue	2,825	1,002
Gross trade receive	vables		81,815	81,344

Gross trade receivables not due and less than one month overdue at 31 December 2019 amounted to €47,211,000 and €15,645,000 respectively, i.e. 76.8% of total gross trade receivables (82% at 31 December 2018). Overdue receivables have been written down in an amount of €2,036,000 (€1,460,000 at 31 December 2018).

4.2.2 Impairment of current assets

(in euro thousands)	2019	2018
At 1 January	(1,460)	(1,064)
Additions	(557)	(498)
Reversals	182	83
Change in consolidation scope	(199)	26
Foreign exchange difference	(8)	(8)
Other reclassification	6	-
At 31 December	(2,036)	(1,460)



4.3 Other operating income and expenses

Other operating income and expenses are presented separately in order to facilitate reading of the Group's performance.

They mainly break down into two types:

- major items that, given their characteristics and exceptional nature, cannot be considered inherent to the Group's business, in accordance with CNC recommendation 2013-03. These include limited, exceptional, unusual or infrequent income and expenses, and significant amounts, such as restructuring costs and provisions and charges for risks and disputes;
- items that, by nature, are not included in the assessment of business unit current operating performance, such as disposals of non-current assets, impairment of non-current assets, impacts of changes in the consolidation scope and subsidiary restructuring expenses.

(in euro thousands)	2019	2018
Other operating income	19	663
Other operating expenses	(373)	(1,385)
TOTAL NET OTHER OPERATING INCOME AND EXPENSES	(354)	(722)
Breakdown by type		
Net income/(loss) on disposal of non-current assets	(12)	(157)
Net income/(expenses) relating to changes in consolidation scope (1)	18	(383)
Net income/(loss) on disposal of non-current assets	7	(540)
Provisions for risks and contingencies	-	30
Other (2)	(361)	(211)
Other operating income and expenses	(361)	(181)
TOTAL NET OTHER OPERATING INCOME AND EXPENSES	(354)	(722)

⁽¹⁾ Net income and expenses on changes in consolidation scope mainly relate to the liquidation of CLASQUIN GEORGIA.

4.4 Other assets

(in euro thousands)	2019	2018
Other receivables (1)	14,545	4,299
Tax receivables (2)	2,033	1,174
Social security receivables	18	18
Derivatives - fair value hedge (assets)	2	1
TOTAL	16,598	5,492

⁽¹⁾ Mainly from customs advance payments at year-end

⁽²⁾ The €361,000 amount mainly relates to costs incurred for changes in consolidation scope.

⁽²⁾ Tax receivables mainly comprise receivables relating to VAT at French entities.



4.5 Other payables

(in euro thousands)	2019	2018
Tax payables	912	680
Social security payables	9,568	7,697
Current tax payables	835	281
Derivatives - fair value hedge	-	4
Derivatives - cash flow hedge	79	113
Deferred income	246	223
Other creditors	4,976	1,925
TOTAL	16,616	10,923
• non-current	79	113
• current	16,537	10,810

4.6 Off balance sheet commitments

4.6.1 Commitments given

Commitments disclosed in the table below represent the maximum potential amounts (undiscounted) that might have to be paid under guarantees granted by the Group.

(in euro thousands)	2019	2018
Securities and bank guarantees given	10,764	8,934
Pledged securities (mortgages) (1)	17,800	-
Total commitments given	28,564	8,934
Maturities:		
< 1 year	1,783	1,802
1 to 5 years	4,566	1,950
> 5 years	22,215	5,183

⁽¹⁾ Shares pledged to banks as part of the refinancing of the €17.8 million Tranche A Term Loan.

4.6.2 Commitments received

Commitments presented in the table below represent the maximum potential amounts (undiscounted) under guarantees received.

(in euro thousands)	2019	2018
Asset/liability guarantees (1)	8,315	1,334
Total commitments received (2)	8,315	1,334
Maturities:		
< 1 year	-	819
1 to 5 years	8,315	104
> 5 years	-	411

⁽¹⁾ Mainly corresponds to asset/liability guarantees:

⁻ as part of the COSMOS CONSULTANTS acquisition, LOG SYSTEM is entitled to a €84,000 guarantee at 2019 year-end. This guarantee will be decreased to €63,000 at the end of 2020,

⁻ following the acquisition of FAVAT, CLASQUIN SA was granted the usual guarantees, which amounted to €411,000 at 2019 year-end. This amount will be gradually decreased, to be extinguished by 31 December 2023. By the final commitment period, the guarantee will total €123,000,

⁻ in connection with the acquisition of CARGOLUTION Inc., the Group is entitled to standard guarantees equal to the acquisition price for three years from the date of the takeover.

⁽²⁾ The change between 2018 and 2019 is due to the guarantees obtained in relation to the acquisition of CARGOLUTION Inc., the decrease in the guarantee attached to the COSMOS CONSULTANTS acquisition and the extinction of guarantees relating to the shares of CLASQUIN LCI and ART SHIPPING INTERNATIONAL SAS.



NOTE 5 HEADCOUNT, STAFF EXPENSES AND EMPLOYEE BENEFITS

5.1 Headcount

Average consolidated headcount breaks down as follows:

(in euro thousands)	2019	2018
France	395	366
EMEA (excluding France)	86	70
Asia-Pacific	292	265
Americas	151	49
OVERSEAS FREIGHT	924	750
IT SERVICES	56	40
TOTAL	980	790

5.2 Employee benefits

Employee benefits are valued in accordance with IAS 19 amended, applicable as of 1 January 2014. They break down between short and long-term benefits.

Group employees receive short-term benefits such as paid leave, sick leave, bonuses and other benefits (other than severance pay) payable within twelve months following the period in which the employees provided the related services.

These benefits are recognised under current liabilities and recorded as expenses for the financial year in which the employee provided the service.

Within the CLASQUIN Group, long-term benefits include pension payments.

The various benefits offered to each employee are based on local legislation, contracts or agreements in force at each Group company.

These benefits break down into two categories:

- · defined contribution plans:
- These plans do not include future commitments as the employer's obligation is limited to making regular contributions. Payments under these plans are recognised under staff expenses when they fall due.
- defined benefit plans
 - Under these plans, the employer guarantees a future level of benefits. An obligation is then recognised under liabilities on the statement of financial position (see Note 5.2.2.).

5.2.1 Staff expenses

Staff expenses break down as follows:

(in euro thousands)	2019	2018
Salaries and wages	37,531	32,314
Social security charges	10,681	10,372
Pension charges under defined contribution plans	(15)	10
TOTAL	48,197	42,696



5.2.2 Provisions for pensions

As presented at the beginning of Note 5.2, long-term benefits under defined benefit plans give rise to an obligation binding on the company. This obligation is recognised under provisions for pensions and similar commitments. This provision is measured according to IAS 19 based on the rights that would be acquired by the employees for the calculation of their retirement benefits, based on:

- their respective collective bargaining agreements:
 - for CLASQUIN SA, LCI CLASQUIN, ART SHIPPING and FAIRS & EVENTS, the Road Haulage and Ancillary Services agreement applies,
- for LOG SYSTEM and COSMOS CONSULTANTS, the Syntec agreement must be used,
- · their length of service,
- · financial assumptions (discount rate, wage increases),
- demographic assumptions (staff turnover rate, retirement age, life expectancy).

Discount rates are determined with reference to yields earned on bonds issued by blue-chip companies with maturities equivalent to those of the liabilities at the measurement date.

Actuarial gains and losses are generated when differences are identified between the actual figures and previous forecasts, or following changes in actuarial assumptions. In the case of post employment benefits, actuarial gains and losses are recognised on the statement of comprehensive income, net of deferred tax in accordance with IAS 19.

The calculations are performed every year by a qualified actuary.

5.2.2.1 Main actuarial assumptions applied

The principal average assumptions used to determine the value of the actuarial liability of the pension plans are as follows:

(in euro thousands)	2019	2018
Discount rate	0.80%	1.60%
Expected rate of future salary increase	2% to 3%	2% to 3%
Mortality table	INSEE Men/Women 2013/2015	INSEE Men/Women 2013/2015
Staff turnover	Depending on age range	Depending on age range

Sensitivity testing conducted by varying the discount rate by +/- 0.25pp did not result in any material difference (+/- €27,000) to the commitment.





5.2.2.2 Change in commitments

Changes recorded under liabilities are as follows:

(in euro thousands)	2019	2018
COMMITMENTS AT START OF YEAR	809	872
Actuarial (gains) or losses recorded under items of other comprehensive income related to:	236	(194)
changes in financial and demographic assumptions	292	(63)
experience adjustments	(56)	(131)
Change in consolidation scope	-	103
Items recognised on the income statement:	(2)	19
• service cost	(15)	10
• interest cost	12	9
Exchange rate fluctuations	7	8
COMMITMENTS AT YEAR-END	1,050	809

Amounts recorded on the comprehensive income statement for the year are as follows:

(in euro thousands)	2019	2018	
Service cost	(15)	10	
including current service cost	(15)	10	
including past service cost	-	-	
Interest expenses	12	9	
Taxes	(4)	(13)	
Net cost of benefits on the income statement	(8)	6	
Actuarial (gains) or losses recorded under items of other comprehensive income related to:	236	(194)	
changes in financial and demographic assumptions	292	(63)	
experience adjustments	(56)	(131)	
Exchange rate fluctuations	7	8	
Taxes	(66)	54	
Net cost of benefits impacting items of other comprehensive income	177	(131)	
Net cost of benefits under comprehensive income	170	(125)	

5.2.3 Defined contributions

Some subsidiaries make payments to external management organisations and participate in defined contribution plans. For 2019, the Australian, Hong Kong and Korean subsidiaries recognised an expense of €115,000 (€132,000 for 2018).

5.3 Share-based payment

Share-based payment

Bonus shares are allocated to Group directors and specific Group employees.

In accordance with IFRS 2 "Share-based Payment", the overall cost of equity-settled plans is calculated and fixed at the grant date of the plan concerned.

The fair value of the benefit granted to employees within the scope of bonus share plans is estimated based on the share price at the grant date, taking into account a discount corresponding to the dividends forfeited over the vesting period. It also takes into account the terms of the plan and an assumption of presence at the end of the vesting period.

Since vesting is conditional on of presence in the Group, this staff expense is recognised on a straight-line basis over the vesting period with a corresponding contra-entry under shareholders' equity. The Group regularly reviews the number of bonus shares to be granted in view of partial or total failure to meet the performance criteria. Where applicable, the results of the revision are reflected in the income statement.

The impact on the income statement is included under "Staff expenses".



The Combined Annual General Meeting of 5 June 2019 authorised the Board of Directors of CLASQUIN SA to award bonus shares in one or more instalments.

On 16 October 2019, the Board of Directors introduced a bonus share plan for Group directors and managers. These performance shares are granted under a joint investment plan.

The plan is subject to a number of conditions and criteria, including presence and performance criteria. The total number of shares delivered will depend on the level of achievement of targets relating to growth, profit and share market price (average CLASQUIN SA share price) for each year of the plan.

These performance criteria are weighted and will be reviewed every year by the Board of Directors no later than 31 March of the current year.

Overall performance in relation to the plan will be determined on the basis of the average annual performance over the vesting period.

These shares were granted on 16 October 2019 and delivery will be effective on 2 May 2024.

5.3.1 Terms of the current CLASQUIN Group bonus share plan at 31 December 2019

Plan	Initial grant date	Vesting date	Number of bonus shares authorised	Including share granted conditionally ⁽¹⁾	Outstanding number of shares to be granted at 31/12/2019 (1)	Remaining contractual life (in years)
2019 joint investment plan	16/10/2019	02/05/2024	39,444	35,191	35,191	4.34

⁽¹⁾ These bonus shares are granted subject to achievement by the Group of performance criteria over the four financial years following the grant date. NB: the Board of Directors may decide, every year, to offset certain criteria so as to achieve the overall target of 100%.

5.3.2 Determination of the fair value of the CLASQUIN SA bonus shares granted in 2019

Bonus shares	2019 joint investment plan
Date of Board of Directors' meeting	16/10/2019
Number of shares originally granted	39,444
Initial value of share granted (weighted average, in euros)	28.92
Share price at grant date (in euros)	36.10
Vesting period (in years)	4.5

5.3.3 Impact of bonus share plan on the 2019 income statement

The expense recognised in 2019 relating to bonus share plans stood at €64,000 (including social security charges and excluding tax effect) and was recognised as staff expenses with a corresponding contra-entry under shareholders' equity.

5.4 Director compensation

Directors include those persons having authority and responsibility for planning, managing and controlling the activities of the entity, directly or indirectly, including both executive and non-executive board members of this entity.

The remuneration paid to members of administrative and management bodies amounted to €1,341,000 for 2019, including €27,000 of benefits in kind. This comprised remuneration under employment contracts and for corporate office.

Within the CLASQUIN Group, no deferred benefits such as share-based payments or non-competition indemnities are granted to current or former members of the administrative and management bodies.



NOTE 6 TAXES

Income tax expenses include current and deferred tax of consolidated companies.

Tax relating to items recorded directly under other comprehensive income are recognised under items of other comprehensive income, and not on the income statement.

6.1 Analysis of tax expense

(in euro thousands)	2019 published	2019 excl. IFRS 16	2018
Current income tax	2,756	2,756	2,248
Deferred tax	408	415	(133)
Total income tax expenses recorded on the income statement	3,164	3,171	2,115
Income tax on items recorded in "Other comprehensive income"	(56)	(56)	63

For the financial year ended 31 December 2019, the Group recorded a tax expense of €3,164,000, corresponding to an effective tax rate of 41.4%.

6.2 Tax reconciliation

(in euro thousands)	2019	2018
Profit before tax	7,634	5,506
Normal tax rate in France	28%	33%
Theoretical tax (charge)/income	(2,138)	(1,835)
Impact of:		
differences in foreign tax rates	107	290
 unrecognised deferred tax assets, unused tax losses for the year and reversal of tax losses previously recognised 	(447)	(642)
• use of previously unrecognised tax losses	-	26
• CVAE	(361)	(305)
• Tax credits	-	147
Permanent differences between accounting and taxable income	(325)	204
Group income tax expense	(3,164)	(2,115)

6.3 Deferred tax

Pursuant to IAS 12, the Group records deferred taxes as soon as a temporary difference occurs between the book value and the tax value of the assets and liabilities, and on unused tax losses.

Deferred taxes are calculated according to the liability method, by applying the last tax rate in force for each company. Deferred tax is determined using the tax rate which has been enacted by the end of the reporting period and which is expected to apply to the period when the deferred tax asset is realised or the deferred tax loss settled.

Tax assets and liabilities are offset when taxes are due to the same tax authority provided that this is authorised by the local tax authorities.

Deferred tax assets are only considered insofar as it is likely that the Group will receive future taxable profits against which the corresponding time difference can be offset. Deferred tax assets are examined at the end of each financial year and are reduced pro rata where it is no longer likely that a sufficient taxable profit will be available.



(in euro thousands)	Amount at 1 January 2019	Impact IFRS 16 1 January 2019	Change in consolidation scope	on	Impact on reserves	Re- classification	Foreign exchange difference	Amount at 31 December 2019
DEFERRED TAX ASSETS								
Intangible assets	62			4			1	67
Organic	6			(1)				4
Provision for pension payments	139			1	66			205
Financial instruments	34			(3)	(10)			22
Leases		40	2	7				49
Other temporary differences	487		300	(21)			3	769
Tax losses carried forward	921			(276)			(4)	642
DTA/DTL offset	(112)					(407)		(519)
TOTAL	1,537	40	301	(289)	56	(407)	0	1,240
DEFERRED TAX LIABILITIES								
Accelerated depreciation	(22)			(9)				(31)
Intangible assets	(7)							(7)
Property, plant and equipment	(294)			88				(206)
Other temporary differences	(118)			33				(86)
Borrowings				(232)				(232)
DTA/DTL offset	112					407		519
TOTAL	(329)	0	0	(119)	0	407	0	(41)
NET	1,208	40	301	(408)	56	0	0	1,198

At 31 December 2019, the Group's unrecognised deferred tax assets break down as follows:

(in euro thousands)	Base	Potential tax saving
Tax losses available for carryforward from 2020 to 2024	110	33
Tax loss carryforwards in 2024 and beyond	554	116
Losses carried forward indefinitely	8,074	2,274
TOTAL	8,738	2,423





NOTE 7 INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT

7.1 Goodwill

The assets, liabilities and contingent liabilities of the acquired entity are recorded at their fair value at the end of a valuation period of up to 12 months following the acquisition date.

The positive differences between the acquisition cost and the purchasing company's share in the fair value of the identifiable assets, liabilities and contingent liabilities are recorded as goodwill under balance sheet assets. If goodwill is negative, it is immediately recognised as profit in the income statement.

Since revised IFRS 3 came into force on 1 January 2010, the Group has applied the following principles:

- transaction costs are recorded immediately as other operating expenses when they are incurred,
- for each business combination, the Group analyses the appropriateness of opting for "full" goodwill recognition, i.e. taking account of the proportion of goodwill attributable to non-controlling interests as at the acquisition date (measured at fair value), or for recognition of "partial" goodwill, which entails measuring the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets,
- any potential price adjustment is measured at its fair value on the acquisition date. This initial measurement can only be adjusted afterwards per contra goodwill in the light of new information associated with the circumstances existing at the acquisition date and insofar as this measurement takes place during the roll-forward period (12 months). Any adjustment made to the financial liability recognised as a price addition after the roll-forward period and not meeting these criteria is recognised per contra the Group's comprehensive income.

In application of IAS 36, goodwill is subject to impairment tests, as soon as there is any indication of impairment and at least once a year, using the Discounted Cash Flows (DCF) method.

For the purposes of these tests, assets are grouped according to the smallest group of assets to generate cash inflow from continued operations which is completely separate from the cash inflows generated by other assets or groups of assets.

Considering the Group's organisational structure, two CGUs have been identified corresponding to the two operating segments, as described in Note 3:

- air and sea freight forwarding and related services (the Group's core business),
- the IT services segment.

The impairment test methods for the CGUs are set out in paragraph 7.4 of this chapter.

Where goodwill has been assigned to a CGU or group of CGUs and part of the operations within that unit are sold, the goodwill associated with the sold operation is included in the book value of the operation when determining the gain or loss on disposal of the operation.

Goodwill disposed of in this circumstance is measured based on the relative values of the sold operation and the portion of the CGU retained. When subsidiaries are sold, the difference between the sale price and the net assets sold plus cumulative conversion differences and the net value of the goodwill is recognised in the income statement.





Goodwill per CGU breaks down as follows:

(in euro thousands)	2019	2018
Net value - opening	16,322	14,729
Acquisitions (1)	8,173	1,439
Disposals	-	(12)
Foreign exchange differences	(23)	152
Other	0	13
Net value - closing	24,472	16,322
o/w impairment	-	-
CGU 1 - Forwarding & Logistics	24,036	15,886
CGU 2 - IT Services	436	436

(1) CARGOLUTION Inc. goodwill of €8,173,000.

7.2 Other intangible assets

Other intangible fixed assets

Other intangible assets are valued at their acquisition or production value.

Intangible assets resulting from an acquisition are recognised separately from goodwill when they can be identified, are controlled by the Group and are likely to generate future economic benefits.

In-house research and development costs

Research costs are recognised as expenses as they are incurred. Development expenditure is recognised under intangible assets where it meets the criteria defined by IAS 38 and, in particular, if and only if it is possible to demonstrate:

- the technical feasibility required in order to complete the software for the purpose of using or selling it;
- the intent to complete the software and to use or sell it;
- the ability to use or sell the software;
- the way in which the software, during development, will generate probable future economic benefits; in particular, the existence of a market for the software under development must be demonstrated;
- the availability of technical, financial and other resources appropriate to complete development and to use or sell the software,
- the ability to reliably measure expenditure attributable to the software during development.

Compliance with these criteria is determined in respect of each individual product. Software development costs that cannot be capitalised are immediately recognised as expenses.

Amortisation is recorded for assets with a finite useful life. In the Group, useful life is generally as follows:

Type of asset	Useful life
Software developed in-house	4 to 8 years
Other software	1 to 10 years
Research & development costs	2 years

It is reviewed at each year-end.



Changes in intangible assets are presented in the following tables:

(in euro thousands)	1 January 2019	Change in consolidation scope	Increases	Reductions	Reclassification	Foreign exchange differences	31 December 2019
GROSS VALUE	18,136	18	1,830	(89)	(5)	30	19,920
Software developed in-house	6,042		17				6,059
Other software	8,817	18	1,805	(70)		2	10,573
R&D costs and other assets	3,277		8	(20)	(5)	28	3,288
AMORTISATION	(12,468)	(7)	(1,336)	89	-	(22)	(13,744)
Software developed in-house	(5,168)		(347)				(5,514)
Other software	(4,524)	(7)	(889)	70			(5,351)
R&D costs and other assets	(2,776)		(100)	20		(22)	(2,879)
NET VALUE	5,668	11	494	-	(5)	8	6,177

The change recorded under "Other software" mainly relates to investment in the new Finance IS (72%) and the continued deployment of the CargoWise One TMS (16%).

7.3 Property, plant and equipment

In compliance with IAS 16, property, plant and equipment is stated on the balance sheet at acquisition cost (purchase price and related expenses).

Property, plant and equipment is valued at its historical cost and is not subject to revaluation.

Maintenance and repair costs are directly recorded as expenses for the financial year, with the exception of those leading to improved performance of the asset in question or to an extension of its useful life.

Depreciation is calculated using the straight-line method over the useful life of assets, which are generally:

Type of asset	Useful life
Buildings	37 years maximum
Fixtures & fittings	10 years maximum
Vehicles (including tractors, trucks)	4 to 7 years
Office and IT equipment	3 to 5 years

Changes in PP&E break down as follows:

(in euro thousands)	1 January 2019	Change in consolidation scope	Increases	Reductions	Reclassification	Foreign exchange differences	31 December 2019
GROSS VALUE	15,072	260	668	(2,554)	(22)	120	13,543
Buildings	4,235				-	51	4,287
Fixtures/fittings	4,203	161	387	(480)	201	20	4,493
Other PP&E	6,634	98	281	(2,075)	(223)	48	4,763
DEPRECIATION	(9,329)	(111)	(1,161)	2,544	32	(62)	(8,087)
Buildings	(1,760)		(199)		-	(11)	(1,970)
Fixtures/fittings	(2,148)	(73)	(453)	469	(51)	4	(2,252)
Other PP&E	(5,421)	(38)	(509)	2,075	83	(55)	(3,865)
NET VALUE	5,743	149	(493)	(11)	10	57	5,456

The change in "Fixtures/fittings" mainly relates to property renovation works completed in France, in line with the Group's communication policy.



7.4 Right-of-use assets - First-time application of IFRS 16

The present value of future lease payments is recognised in the balance sheet on inception of the lease. This value is recognised under "Lease liabilities" with a contra-entry under "Right-of-use assets related to leases".

Leases are depreciated over the lease term, which is generally equivalent to the firm term of the lease unless the intention to renew or terminate the lease early is known.

The impacts on the income statement are presented in current operating income and net financial income/(expense) respectively under depreciation expense and interest expense. The tax impact related to this restatement is included upon recognition of deferred taxes.

Leases relating to low unit value assets or short-term leases are recognised directly under expenses.

Property, plant and equipment is valued at its historical cost and is not subject to revaluation.

7.4.1 Impact of first-time application

IFRS 16 "Leases" became mandatory on 1 January 2019. It requires a lessee to recognise assets and liabilities for all leases with a residual term of more than 12 months as at 1 January 2019 and where the value of the underlying asset is greater than €5,000.

The Group takes out leases for offices in most cities where it operates, for company cars for its representative staff, and for SaaS software and computer servers. Prior to the mandatory application of IFRS 16, under IAS 17, these leases were classified as "operating leases" and were not restated in the financial statements. Since the Group does not take out finance leases, IAS 17 was not applicable in prior financial years.

Pursuant to IFRS 16, real estate and vehicle leases are now recognised via recognition of a right-of-use asset and a liability equivalent to the present value of future payments. The lease term is determined for each lease and is the firm term of the commitment taking into account optional terms that are reasonably certain to be exercised, depending on the laws specific to each country. Contracts for the use of licences and computer servers have been considered as service contracts insofar as the suppliers have a substantive right to replace or change the underlying assets throughout their period of use.

The transition method used consists in recognising the cumulative impact of the initial application as an adjustment of opening shareholders' equity by considering that the right-of-use asset is equal to the amount of lease liabilities adjusted for lease payments paid in advance (no benefit obtained from the lessors and no costs of reinstatement). The discount rates applied at the transition date are based on the Group's incremental borrowing rate plus a spread to take into account the economic environment specific to each country. These discount rates were determined taking into account the residual terms of the leases as of the date of first application, i.e. 1 January 2019.

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The table below presents the impacts of the first-time application of IFRS 16 on the opening balance sheet:

(in euro thousands)	Published financial information 31 December 2018	First-time application of IFRS 16	Financial information at 1 January 2019 including IFRS 16 impact
ASSETS			
Goodwill	16,322		16,322
Intangible assets	5,668		5,668
Right-of-use assets related to leases	-	6,107	6,107
Property, plant and equipment	5,743		5,743
Other financial assets	934		934
Investments in equity affiliates	102		102
Deferred tax assets	1,537	40	1,577
NON-CURRENT ASSETS	30,305	6,147	36,452
Trade receivables	79,883		79,883
Other current assets	5,492	(119)	5,372
Current tax receivables	1,348		1,348
Cash and cash equivalents	23,175		23,175
CURRENT ASSETS	109,898	(119)	109,778
TOTAL ASSETS	140,202	6,028	146,230
LIABILITIES AND SHAREHOLDERS' EQUITY			
Share capital	4,613		4,613
Additional paid-in capital	4,245		4,245
Consolidated reserves	9,770	(99)	9,671
Net profit Group share	2,803		2,803
SHAREHOLDERS' EQUITY - GROUP SHARE	21,431	(99)	21,332
Non-controlling interests	3,038	(3)	3,035
SHAREHOLDERS' EQUITY	24,469	(103)	24,367
Non-current provisions	42		42
Non-current provisions for pensions	809		809
Non-current financial liabilities	14,177		14,177
Liabilities relating to put options granted to non-controlling shareholders - more than one year	2,863		2,863
Lease liabilities - due in over 1 year	-	4,029	4,029
Deferred tax liabilities	329		329
Other non-current liabilities	113		113
NON-CURRENT LIABILITIES	18,333	4,029	22,363
Current provisions	-		-
Current financial liabilities	24,824		24,824
Liabilities relating to put options granted to non-controlling shareholders – less than one year	139		139
Lease liabilities - due in less than 1 year	-	2,101	2,101
Trade and related payables	61,628		61,628
Current tax payables	281		281
Other current payables	10,529		10,529
CURRENT LIABILITIES	97,400	2,101	99,500
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	140,202	6,028	146,230

The impacts of the first-time application of IFRS 16 on the opening balance sheet consist of:

- recognition of right-of-use assets and lease liabilities
- reclassification of advance lease payments as an increase in right-of-use assets
- recognition of deferred tax on these restatements



Reconciliation between lease liabilities at the transition date with off-balance sheet commitments at 31 December 2018

Commitments given in respect of operating leases at 31 December 2018	6,548
Impacts of short-term leases not recognised and/or not eligible under IFRS 16 in lease liabilities at 1 January 2019	(1,676)
Impacts of optional terms not recognised under off-balance sheet commitments	1,543
Discounting impact	(285)
Lease liabilities at 1 January 2019 after first-time application of IFRS 16	6,129

7.4.2 2019 disclosures in relation to IFRS 16

At 31 December 2019, the net book value of right-of-use assets stood at $\[< \]$ 7,771,000. The underlying assets in question were properties and vehicles under lease amounting to $\[< \]$ 7,034,000 and $\[< \]$ 7,000 respectively.

The increase during the year was €4,109,000, consisting mainly of properties (€3,692,000).

During 2019, depreciation amounted to \leq 2,782,000 including \leq 2,446,000 relating to property. The financial expense amounted to \leq 145,000 (see Note 8.2.2). Over the year 2019, the expense relating to low unit value and short-term leases amounted to \leq 122,000.

7.4.3 Presentation of financial statements at 31 December 2019 excluding IFRS 16

The following tables present 2019 figures as if the Group had continued to apply IAS 17:

Impacts on the consolidated income statement:

(in euro thousands)	2019 published	Impact of IFRS 16	2019 excl. IFRS 16	2018
SALES	331,277		331,277	308,341
Cost of sales	(254,544)		(254,544)	(239,455)
GROSS PROFIT	76,732		76,732	68,886
Other income from ordinary activities	226		226	
Other purchases and external charges	(14,126)	(2,863)	(16,988)	(16,039)
Taxes and duties	(739)		(739)	(902)
Staff expenses	(48,212)		(48,212)	(42,686)
EBITDA	13,882	(2,863)	11,020	9,259
Net depreciation, amortisation and provisions	(5,577)	2,741	(2,836)	(2,836)
Other current income	714		714	445
Other current expenses	(413)		(413)	(366)
CURRENT OPERATING INCOME	8,606	(121)	8,485	6,502
% gross profit	11.2%	(0.2%)	11.1%	9.4%
Other operating income	19	(18)	1	663
Other operating expenses	(373)	20	(353)	(1,385)
OPERATING INCOME	8,252	(120)	8,132	5,780
Net cost of debt	(206)		(206)	(210)
Other financial income	1,243		1,243	952
Other financial expenses	(1,687)	145	(1,542)	(1,069)
Income from equity affiliates	32		32	54
PROFIT BEFORE TAX	7,634	25	7,660	5,506
Income tax	(3,164)	(7)	(3,171)	(2,115)
GROUP CONSOLIDATED NET PROFIT	4,470	18	4,488	3,391



Impacts on the consolidated balance sheet:

(in euro thousands)	2019 published	Impact of IFRS 16	2019 excl. IFRS 16	2018
ASSETS				
Goodwill	24,472		24,472	16,322
Intangible assets	6,177		6,177	5,668
Right-of-use assets related to leases	7,771	(7,771)	-	-
Property, plant and equipment	5,456		5,456	5,743
Other financial assets	901		901	C
Investments in equity affiliates	107		107	934
Deferred tax assets	1,240	(50)	1,190	102
NON-CURRENT ASSETS	46,123	(7,821)	38,303	1,537
Trade receivables	79,779		79,779	30,305
Other current assets	16,598		16,598	79,883
Current tax receivables	1,592		1,592	5,492
Cash and cash equivalents	28,499		28,499	1,348
CURRENT ASSETS	126,469		126,469	23,175
TOTAL ASSETS	172,592	(7,821)	164,772	109,898
LIABILITIES AND SHAREHOLDERS' EQUITY				*
Share capital	4,613		4,613	4,613
Additional paid-in capital	5,161		5,161	4,245
Consolidated reserves	8,319	104	8,423	9,770
Net profit Group share	3,877	18	3,895	2,803
SHAREHOLDERS' EQUITY - GROUP SHARE	21,970	122	22,092	21,431
Non-controlling interests	4,869	5	4,874	3,038
SHAREHOLDERS' EQUITY	26,840	126	26,966	24,469
Non-current provisions	22		22	42
Non-current provisions for pensions	1,050		1,050	809
Non-current financial liabilities	18,325		18,325	14,177
Liabilities relating to put options granted to non-controlling shareholders - more than one year	4,979		4,979	2,863
Lease liabilities - due in over 1 year	5,694	(5,694)	-	-
Deferred tax liabilities	42		42	329
Other non-current liabilities	79		79	113
NON-CURRENT LIABILITIES	30,189	(5,694)	24,495	18,333
Current provisions	-		-	-
Current financial liabilities	23,756		23,756	24,824
Liabilities relating to put options granted to non-controlling shareholders – less than one year	-		-	139
Lease liabilities - due in less than 1 year	2,253	(2,254)	-	-
Trade and related payables	73,018		73,018	61,628
Current tax payables	835		835	281
Other current payables	15,702		15,702	10,529
CURRENT LIABILITIES	115,564	(2,254)	113,311	97,400
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	172,592	(7,821)	164,772	140,202



Impacts on the cash flow statement:

(in euro thousands)	2019 published	Impact of IFRS 16	2019 excl. IFRS 16	2018
CASH FLOW FROM OPERATING ACTIVITIES				
Group consolidated net profit	4,470	18	4,488	3,391
Income from equity affiliates	(32)		(32)	(54)
Dividends received from equity affiliates	32		32	29
Non-cash income and expenses	5,316	(2,772)	2,544	2,549
Losses/(profits) related to changes in interests	(18)		(18)	20
with acquisition/loss of control of subsidiaries	` '	(11E)	, ,	
Net cost of debt	351	(145)	206	210
Tax expense (payable and deferred)	3,164	(2.004)	3,171	2,115
GROSS OPERATING CASH FLOW	13,283	(2,891)	10,391	8,261
Income tax paid	(2,682)	110	(2,682)	(2,230)
Changes in working capital	5,518	119	5,637	(1,603)
NET CASH FLOW FROM OPERATING ACTIVITIES	16,119	(2,772)	13,347	4,428
CASH FLOW FROM INVESTING ACTIVITIES	(4.020)		(4.020)	(4.000)
Acquisitions of intangible assets	(1,830)		(1,830)	(1,862)
Acquisitions of property, plant and equipment	(668)	(10)	(668)	(1,736) 47
Disposals of intangible assets, PP&E and right-of-use assets	19	(18)	(46)	
Acquisitions of financial assets	(46)		(46)	(219)
Disposals of financial assets	141		(7.075)	231
Impact of changes in consolidation scope with change of control Impact of changes in consolidation scope relating to associates	(7,075)		(7,075)	(1,856)
and/or joint ventures			-	115
NET CASH FLOW USED BY INVESTING ACTIVITIES	(9,459)	(18)	(9,477)	(5,279)
CASH FLOW FROM FINANCING ACTIVITIES				
Parent company capital increase and decrease	-		-	-
Transactions between the Group and owners of non-controlling interests	91		91	(670)
Dividend payments to Company shareholders	(1,497)		(1,497)	(1,844)
Dividends paid to non-controlling interests	(234)		(234)	(78)
Increase, loans and financial liabilities	42,099		42,099	6,744
Decrease, loans and financial liabilities	(24,096)		(24,096)	(5,648)
Decrease, lease liabilities	(2,654)	2,654	-	-
Interest paid, net	(206)		(206)	(210)
Interest paid on lease obligations	(137)	137	-	-
NET CASH FLOW FROM/USED BY FINANCING ACTIVITIES	13,367	2,791	16,157	(1,707)
IMPACT OF EXCHANGE RATE FLUCTUATIONS	213		213	78
NET CHANGE IN CASH AND CASH EQUIVALENTS	20,240		20,240	(2,479)
OPENING NET CASH AND CASH EQUIVALENTS	5,253		5,253	7,733
CLOSING NET CASH AND CASH EQUIVALENTS	25,493		25,493	5,253



7.5 Impairment of non-current assets

Intangible fixed assets with a defined useful life and property, plant and equipment

Assets subject to depreciation or amortisation undergo an impairment test when there is an indication of loss of value, where, due to special events or circumstances, it is uncertain whether their book value can be recovered. The recoverable value of fixed assets is then estimated and impairment is recognised when the book value of an asset is higher than its recoverable value.

Recorded impairment losses can be written back later if the recoverable value again becomes greater than the net book value, up to the limit of the initially recognised impairment charge less depreciation/amortisation that would have been recognised if no impairment loss had been recorded.

The recoverable value of an asset is the higher value out of the sale price of the asset net of disposal costs and its value in use, determined by estimating future cash flows generated by the asset.

Intangible fixed assets with an indefinite useful life and goodwill

Assets with an indefinite useful life are not amortised but are subject to annual impairment testing at each year-end and whenever there is any indication of impairment.

For this test, the fixed assets are grouped into a Cash Generating Unit (CGU) which is defined as a uniform group of assets generating distinct cash inflows from those of other asset groups.

The Group has defined two distinct CGUs:

- · operating entity generating independent cash flows,
- for which operating income is regularly reviewed by the entity's chief operating decision maker in order to take decisions about the resources to be allocated to a segment and to assess its performance,
- for which separate financial information is available.

Given this definition, the CGUs defined within the Group are the following:

- CGU 1: Air and sea freight forwarding and related services ("Overseas Freight"),
- CGU 2: IT service contractor ("IT Services").

The assets' value in use is defined using the Discounted Cash Flow (DCF) method. Determining the value in use therefore requires both determination of cash flows arising from the continued use of the asset or from its withdrawal and application of the relevant discount rate to these flows

The methods used to determine the discount rate must ensure consistency with the nature of the risks taken into account when determining the actual cash flows. Thus the standard defines the discount rate as a rate that reflects current market appraisals of the time value of money and the risks specific to the asset for which the cash flows have not been adjusted.

This is the rate of return on investment required by investors if they were to choose an investment generating cash flows with an amount, maturity and risk profile equivalent to those that the Company would hope to obtain from the asset in question. The rate is therefore in principle a market factor, not a factor specific to the Company or its ability to generate cash flows from using the tested asset.

The discount rate (WACC) may therefore be specific and incorporate risks specific to each CGU.

These impairment tests are also subject to sensitivity tests on the perpetuity growth rate and on WACC, to ensure that modifying these assumptions does not alter the outcome of the impairment test.

Impairment losses are recognised under a specific income statement account when the net book value of an asset or its CGU is higher than its recoverable value determined as above. An impairment loss recognised in respect of a CGU is first allocated to reducing the book value of all goodwill allocated to the CGU, then to reducing the book value of other assets of the CGU (in proportion to the book value of each CGU asset).

Goodwill impairment is irreversible and cannot be written back even if the recoverable value of the goodwill is restored to a level higher than its book value. The book value of an asset plus the write-back of an impairment loss must not be higher than the book value that would have been measured, net of depreciation, if no impairment loss had been recognised.



Impairment test

As at 31 December 2019, the assumptions used to determine the discount rate for each CGU were as follows:

- a risk-free rate of 0.12%, which is the 2019 monthly average of the rate of 10-Year Constant Maturity Treasuries,
- a market risk premium of 7.67% (retrospective application over the long term), defined by referring to the risk premium required by investors on the small and mid-cap market,
- a specific risk rate ("beta"), which takes into account the activity of each subsidiary, its maturity, the existence (or not) of a portfolio of recurring business and the breakdown of clients in this portfolio, valued at 1.15% for the Overseas Freight CGU and 1.25% for the IT Services CGU,
- a financial cost rate of 1.15% for the Overseas Freight CGU and 0.6% for the IT Services CGU.

WACC thus amounted to 7.0% for Overseas Freight and 10.1% for IT Services, with a perpetuity growth rate prudently set at 2%.

Sensitivity tests

Based on a combined deviation of +/- 1pp from the assumptions used for the calculations (discount rate and growth rate), there is no impairment to be recorded. The growth rate after the reference period is 2%.





NOTE 8 FINANCING AND FINANCIAL INSTRUMENTS

Financial assets and liabilities

The classification and measurement of financial assets depends not only on the contractual aspects of the financial instruments, but also on the asset management model defined by the Group. Upon initial recognition, under IFRS 9 financial assets are assessed and classified in accordance with three categories: those measured at amortised cost, those measured at fair value through equity, and those measured at fair value through profit or loss.

Financial assets held by the Group include non-consolidated equity investments, loans and receivables at amortised cost, including trade receivables, as well as derivatives.

Financial liabilities include loans and borrowings, derivatives, trade payables and bank overdrafts.

The classification of financial assets and liabilities between current and non-current is determined according to their maturity at the balance sheet date, which is either less than one year or more than one year.

Classification and measurement of financial assets and liabilities

Financial assets measured at amortised cost

Financial assets measured at amortised cost mainly relate to loans and receivables. The business model, which enables them to be classified under this category, consists in holding the assets in order to collect contractual cash flows, and for their contractual terms to give rise to cash flows that are solely payments of principal and interest ("SPPI" criterion).

Financial assets measured at fair value through equity

This asset category relates to debt instruments and equity instruments.

Debt instruments are measured at FVTOCI (fair value through other comprehensive income) if the contractual cash flows consist solely of payments relating to principal and interest reflecting the time value of money and the credit risk specific to the instrument ("SPPI" criterion under IFRS 9). During the instrument's life, interest income, foreign exchange gains and losses and asset impairment losses are recognised in the income statement. Other fair value changes are recorded under OCI. When these assets are sold, the accumulated changes in fair value are transferred to the income statement. The Group does not have any instruments of this kind.

Certain equity investments relating to non-consolidated companies and not held for trading may be measured at FVTOCI. On an investment by investment basis, the Group makes the irrevocable choice to classify them under this category. Accumulated changes in fair value are recognised under OCI and are transferred to the income statement in the event of disposal. Only dividends received are recognised on the income statement under "Other financial income", unless they represent a recovery of a portion of the investment cost. The Group does not hold any material assets in this category.

Upon initial recognition, these financial assets are recorded at fair value, plus any transaction costs directly attributable to their purchase.

Financial assets measured at fair value through profit or loss

This category includes all assets not classified as being measured at amortised cost or at fair value through equity.

The performance criteria are as follows:

- non-consolidated equity investments which the Group has not chosen to irrevocably classify at fair value through equity,
- debt securities not falling within the SPPI management model,
- assets acquired with the intention of reselling them in the short term,
- derivatives that do not qualify as hedging instruments.

At the transaction date, these assets are recorded at fair value. In most cases, this amount will equal the amount paid. Directly attributable transaction costs incurred in an acquisition are recorded on the income statement.

At each balance sheet date, changes in fair value are recognised under "Other financial income and expenses".

Borrowings and other financial liabilities

Borrowings and other financial liabilities are measured at fair value of the financial consideration received, and are then recognised at amortised cost. The consideration received is the net amount received: purchase amount or issuance of the liability less any directly attributable transaction costs, issue premiums and redemption premiums. These costs are then amortised over the life of the liability under the effective interest method. The interest expense thus calculated is recorded on the income statement under "Net cost of debt".



Trade payables are retained under "Trade payables" as long as they are not substantially modified in terms of their maturity dates, consideration and face value.

Some financial liabilities are measured at fair value. For the Group, these mainly include derivatives, for which changes in fair value are recognised on the income statement. The Group does not have liabilities held for trading that are held intentionally for short-term resale.

Impairment of financial assets

IFRS 9 introduced an impairment model based on expected credit losses (ECL).

This impairment model relates to financial assets measured at amortised cost, assets on contracts and debt instruments measured at FVTOCI.

The Group's main financial assets affected by this are loans and receivables. The Group has adopted an approach that enables it to estimate the expected credit risk from initial recognition of the receivable.

This method uses a matrix combining the probability of counterparty default, as well as the change in credit risk related to each counterparty, with regard to the credit insurance policy implemented by the Group.

Derecognition of financial assets and liabilities

The Group derecognises a financial assets when:

- the contractual rights to the cash flow generated by the asset expire, or
- the rights to receive the contractual cash flow relating to such asset have been transferred to a third party, and the transfer meets certain terms and conditions:
- i) if substantially all of the risks and benefits attached to ownership of this assets are transferred, the asset is derecognised in full,
- ii) if the Group retains substantially all off the risks and benefits, the asset remains recognised in full.

The Group derecognises a financial liability when its contractual obligations are extinguished, cancelled or expire. When a debt restructuring arrangement is set up with a lender and the terms are substantially different, the Group recognises a new liability.

Derivative financial instruments

The Group makes use of derivative financial instruments in order to manage and limit its exposure to currency and interest rate risks. All derivatives are recorded on the balance sheet at fair value from the date of purchase, and at each balance sheet date for as long as the instrument is active.

Changes in fair value, gains or losses depend on whether the derivative is classified as a hedging instrument or not, but also on the type of item

For derivatives not classified as hedging instruments, changes in fair value are recognised under net financial income or expense for the period to which they relate.

Derivatives classified as hedges

There are three types of hedges:

- fair value hedges:

This is a hedge relating to the fair value of an asset or liability recognised on the balance sheet, or a firm commitment to purchase or sell an asset. Changes in the fair value of derivatives are recognised through profit or loss, together with changes in the fair value of the hedged items, for the portion relating to the hedged risk. If the hedge is completely effective, the two effects offset each other perfectly.

- cash flow hedges:

This category includes highly-probable future transactions, or exposure to the variability of cash flows related to an asset or liability. Variations in cash flows generated by the hedged item are offset by variations in the hedging instrument's value. The effective portion of changes in the fair value of derivatives is recorded under other reserves. The gain or loss relating to the ineffective portion is immediately recognised through profit or loss.

When a hedging instrument is sold or matures, or when a hedging instrument no longer meets the criteria to benefit from hedge accounting, the total amount under other reserves at this date is immediately recognised through profit or loss.

- hedging a net investment in foreign operations:

Changes in fair value are recognised under other comprehensive income, net of tax, for the effective portion and under net financial income for the ineffective portion. On the date the net investment is sold or at the time of its liquidation, the cumulative gains or losses under other comprehensive income are posted to income.



Under IFRS 9, hedge accounting applies if:

- the hedging relationship only includes hedging instruments and eligible hedged items,
- the hedging relationship is clearly established and if it is the subject of formal documentation as of its implementation,
- the effectiveness of the hedge in place is shown from the outset, and if it meets the hedge effectiveness requirements and, in particular, the hedge ratio.

Derivatives not classified as hedges

Changes in the fair value of a derivative financial instrument that has not been (or is no longer) classified as a hedge are directly recognised through profit or loss for the period, under "Other financial income and expenses".

8.1 Net debt

8.1.1 Breakdown

(in euro thousands)	2019	2018
Bank borrowings	39,048	21,048
Bank overdrafts	3,007	17,922
Other financial liabilities	25	30
Financial liabilities	42,080	39,001
Cash and cash equivalents	(28,499)	(23,175)
Net debt	13,581	15,826

8.1.2 Cash and cash equivalents

Cash and cash equivalents include liquidities and short-term investments.

Under IAS 7, investments must fulfil four conditions to be considered cash equivalents:

- short-term investment.
- · highly liquid investment,
- investment readily convertible to a known amount of cash,
- subject to an insignificant risk of changes in value.

Short-term investments are measured at fair value, while unrealised or realised gains or losses are recorded under financial income/expense. The fair value is determined by referral to the market price at the end of the financial year.

Treasury shares are recognised as a reduction in shareholders' equity. Gains and losses on disposal of treasury shares and the associated dividends are directly recorded in shareholders' equity and do not affect profit or loss.



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(in euro thousands)	2019	2018
Cash equivalents	417	212
Cash	28,082	22,963
TOTAL	28,499	23,175

8.1.3 Financial liabilities

8.1.3.1 Breakdown

(in euro thousands)	2019	Nominal amount	Rate type	Issuance date	Maturity
Bank borrowings	1,297	1,436	Fixed	2018 to 2019	2018 to 2025
	37,703	44,015	Variable	2015 to 2019	2022 to 2029
Other financial liabilities	25				
Bank overdrafts	3,007				
Accrued interest	48				
TOTAL	42,080	45,451			

(in euro thousands)	2018	Nominal amount	Rate type	Issuance date	Maturity
Dank harraviana	8,950	17,997	Fixed	2018	2018 to 2025
Bank borrowings	12,095	17,358	Variable	2015 to 2019	2022 to 2029
Other financial liabilities	30				
Bank overdrafts	17,922				
Accrued interest	4				
TOTAL	39,001	35,354			

Details of confirmed bank facilities 2019

(in euro thousands)		Matur	ity		
Financial liabilities at opening	Rate	< 1 year	> 1 year	Authorised	Used
Syndicated facility (1)	Variable	30,000	-	30,000	15,000

⁽¹⁾ The syndicated facility was signed for a period of five years with the option of extension by two years.

8.1.3.2 Variation

(in euro thousands)	2019	2018
Financial liabilities at opening	39,001	32,624
New loans (1)	42,099	6,744
Loan repayments (2)	(24,096)	(5,529)
Bank overdrafts	(14,917)	5,439
Other financial liabilities		(119)
Change in consolidation scope		(159)
Foreign exchange differences	(6)	(0)
Financial liabilities at closing	42,080	39,001

⁽¹⁾ New loans include primarily the following transactions: (i) new bank loans taken out by CLASQUIN SA totalling \in 40 million, (ii) \in 1.3 million relating to CLASQUIN USA and (iii) \in 0.7 million relating to CLASQUIN CHILE, both in order to finance working capital.

⁽²⁾ Loan repayments mainly concern CLASQUIN SA (€21.7 million) as part of the inaugural loan, FINANCIÈRE LCI (€1.3 million) and CLASQUIN CHILE (€0.7 million).



Corporate financing activities

On 27 September 2019, the Group took out a bridging loan to finance the full acquisition price of CARGOLUTION Inc. This loan was repaid as part of the arrangement of the inaugural syndicated loan.

On 27 November 2019, the Group took out an inaugural syndicated loan with a pool of eight partner banks for \in 60.8 million, consisting of two tranches maturing in 7 years (\in 17.8 million refinancing facility and \in 13 million investment facility) and a third tranche maturing in 5 years with optional two-year extension (\in 30 million revolving credit facility).

€5 million of the refinancing facility is entitled to a bullet repayment.

The effective interest rate on this transaction is 2.26%.

The inaugural syndicated loan has enabled CLASQUIN to structure long-term financing arrangement and combine its various bilateral commitments.

8.1.4 Net borrowings by currency

	2019		2018	
(in euro thousands)	Value	%	Value	%
EUR	39,454	94%	37,289	96%
HKD	510	1%	569	1%
JPY	48	-	292	1%
USD	2,063	5%	816	2%
Other currencies	4	-	35	-
TOTAL	42,080	100%	39,001	100%

8.2 Net financial income/(expense)

Net cost of debt

Net cost of debt corresponds to the amount of interest recorded in relation to borrowings, and interest income in the amount of interest received on cash investments.

Other financial income and expenses

Other financial income and expenses mainly consisted of:

- the result of interest rate hedging transactions,
- the results of transactions that do not qualify as hedging within the meaning of IFRS 9 on financial instruments relating to foreign exchange transactions.
- net interest expenses on provisions for pensions and similar commitments, which include the impact of unwinding discounts on commitments to take into account time lapsed and income on the expected return on funds allocated to cover these commitments.

Conversion method for currency transactions

Any transactions expressed in foreign currencies are converted at the exchange rate in force at the time of the transaction.

On account cut-off, balances in foreign currencies are converted at the closing rate or the hedge rate for the hedged part. Any foreign exchange differences recorded at that time and those generated on foreign currency transactions are, where applicable, recorded under financial income/ expense.

8.2.1 Net cost of debt

(in euro thousands)	2019	2018
Gross cost of debt	(285)	(265)
Income from cash and cash equivalents	79	55
Net cost of debt	(206)	(210)



8.2.2 Other financial income and expenses

(in euro thousands)	2019	2018
Foreign exchange gains	1,223	926
Other financial income	9	16
Write-back of impairment of financial assets	11	9
Other financial income	1,243	952
Provisions for financial risk	(23)	(10)
Foreign exchange losses	(1,518)	(1,057)
Other financial expenses (1)	(146)	(3)
Other financial expenses	(1,687)	(1,069)
Other financial income and expenses	(443)	(117)

⁽¹⁾ Includes mainly the interest expense on IFRS 16.

8.3 Classification of financial assets and liabilities according to IFRS 9 and fair value

IFRS 13 requires the different techniques for valuing each financial instrument to be ranked by priority.

The categories are defined as follows:

- Level 1: direct reference to quoted prices (unadjusted) on active markets, for identical assets and liabilities,
- Level 2: valuation technique based on inputs relating to the asset or liability, other than quoted prices included in Level 1 inputs, directly or indirectly observable.
- Level 3: valuation technique based on unobservable inputs.





8.3.1 Financial asset and liability classifications by type of instrument

		Carrying	value at 31 December 2	2019 under IFRS 9
(in euro thousands)	Carrying value	Amortised cost	Fair value through equity	Fair value through profit or loss
ASSETS				
Non-current financial assets:				
• Loans	42	42		
Deposits and guarantees	858	858		
Trade receivables	79,779	79,779		
Other current financial assets:				
Derivatives - fair value hedge (liabilities)	2			2
Cash and cash equivalents	28,499			28,499
LIABILITIES				
Non-current financial liabilities:				
Cash flow hedge derivatives	79		7	9
Bank borrowings	39,048	39,048		
Other financial liabilities	25	25		
Liabilities relating to put options granted to non-controlling shareholders	4,979		4,97	9
Trade payables	73,018	73,018		
Other current financial liabilities:				
Derivatives - fair value hedge (liabilities)	-			-
Bank overdrafts	3,007			3,007

		Carrying value at 31 December 2018 under IFRS 9				
(in euro thousands)	Carrying value	Amortised cost	Fair value through equity	Fair value through profit or loss		
ASSETS						
Non-current financial assets:						
• Loans	34	34				
Deposits and guarantees	899	899				
Trade receivables	79,883	79,883				
Other current financial assets:						
Derivatives - fair value hedge (liabilities)	1			1		
Cash and cash equivalents	23,175			23,175		
LIABILITIES						
Non-current financial liabilities:						
Cash flow hedge derivatives	113		11	3		
Bank borrowings	21,048	21,048				
Other financial liabilities	30	30				
Liabilities relating to put options granted to non-controlling shareholders	3,002		3,00	2		
Trade payables	61,628	61,628				
Other current financial liabilities:						
Derivatives - fair value hedge (liabilities)	4			4		
Bank overdrafts	17,922			17,922		



8.3.2 Fair value of financial assets and liabilities

		2019			2018	
(in euro thousands)	Carrying value	Fair value	Level	Carrying value	Fair value	Level
ASSETS						
Other current financial assets:						
Derivatives - fair value hedge (assets)	2	-	2	1	1	2
Cash and cash equivalents	28,499	28,499	1	23,175	23,175	1
LIABILITIES						
Non-current financial liabilities:						
Cash flow hedge derivatives	79	79	2	113	113	2
Bank borrowings	39,048	39,048	2	21,048	21,048	2
Liabilities relating to put options granted to non-controlling shareholders	4,979	4,979	3	3,002	3,002	3
Lease liabilities	7,947	7,947	3			
Other current financial liabilities:						
Derivatives - fair value hedge (liabilities)	-	-	-	4	4	2
Bank overdrafts	3,007	3,007	1	17,922	17,922	1

8.4 Risk management policy

The main risks attached to the Group's financial instruments include market risks (currency risks, interest rate risks and equity risks), credit risks and liquidity risks.

Monitoring and management of financial risks are ensured by the Group's finance department.

In order to manage its exposure to interest and exchange rate fluctuation risks, the Group uses derivatives such as interest rate swaps and foreign exchange forward transactions. These include OTC instruments traded with leading banks.

These transactions or derivatives are eligible for hedge accounting.

8.4.1 Summary of derivatives

The table below presents derivatives by type of risk covered and accounting classification:

	2019		2018	
(in euro thousands)	Assets	Liabilities	Assets	Liabilities
Interest rate derivatives	-	(79)		(113)
Cash flow hedges	-	(79)		(113)
Exchange rate derivatives	2	-	1	(4)
Fair value hedge	2	-	1	(4)
TOTAL DERIVATIVES	2	(79)	1	(117)
• non-current		(79)		(113)
• current	2	0	1	(4)



8.4.2 Management of market risk

8.4.2.1 Exposure to foreign currency risk

Given that the Group operates on an international scale, the Group is exposed to currency translation risks. The balance sheet and income statement are sensitive to changes in exchange rates when consolidating foreign subsidiaries outside the eurozone, as well as transaction risks for transactions not performed in euros.

Derivative financial instruments held in order to hedge foreign exchange risks break down as follows:

	2019				2018	
(in euro thousands)	Notional amount	Fair value	Maturity	Notional amount	Fair value	Maturity
Purchase/(Sale) EURO against foreign currencies						
HKD/EUR	-	-	< 1 year	(1,450)	(1)	< 1 year
CNY/EUR	-	-	< 1 year	(1,450)	1	< 1 year
EUR/JPY	300	2	< 1 year	180	(3)	< 1 year
TOTAL	300	2		(2,720)	(3)	

The Group's overall net exposure (on balance sheet positions) based on notional amounts break down as follows:

2019				2018	
(in euro thousands)	Total	USD	EURO	Other	Total
Exposed trade receivables	14,047	7,938	5,994	116	14,720
Other exposed financial assets	8,704	2,906	4,912	886	3,111
Exposed trade payables	(10,575)	(2,781)	(6,929)	(864)	(7,367)
Exposed borrowings	(730)	(726)	-	(4)	(816)
Gross balance sheet exposure	11,446	7,336	3,976	134	9,648
Forward sales	-	-	-	-	(2,900)
Forward purchases	300	-	300	-	180
Net exposure	11,746	7,336	4,276	134	6,928

Sensitivity analysis

A 10% appreciation of the euro at 31 December 2019 and 2018 against currencies to which the Group is exposed would have the following impact on pretax income:

(in euro thousands)	2019	2018
Exposure to the US dollar	734	618
Exposure to the euro	428	119
Other currencies	13	(45)
TOTAL	1,175	693

8.4.2.2 Exposure to interest rate risk

Interest rate risk depends on the Group's borrowings, financial investments and financial conditions (fixed and variable portions).

Loans taken out by the Group may be at fixed or variable rates.

Depending on trends in market rates, the Group can set up hedging mechanisms at any moment on its own initiative.



Summary table of interest rate hedges in notional amounts

	Contract notional amounts by maturity			Fair value	of derivatives	
(in euro thousands)	Total	< 1 year	1 to 5 years	> 5 years	Total assets	Total liabilities
2019	4,929		- 4,929			- (79)
2018	6,571		- 6,571	-		- (113)

Exposure to interest rate risk of financial liabilities before and after economic hedging

	201	9	2018	
(in euro thousands)	Exposure	% total debt	Exposure	% total debt
Fixed rate	1,322	3%	8,980	23%
Bank borrowings	1,297		8,950	
Other financial liabilities	25		30	
Variable rate	40,710	97%	30,017	77%
Bank borrowings	37,703		12,095	
Bank overdrafts	3,007		17,922	
Financial liabilities before hedging	42,032	100%	38,997	100%
Fixed rate	6,251	15%	15,552	40%
Bank borrowings	6,226		15,521	
Other financial liabilities	25		30	
Variable rate	35,782	85%	23,445	60%
Bank borrowings	32,775		5,523	
Bank overdrafts	3,007		17,922	
Financial liabilities after hedging	42,032	100%	38,997	100%

Analysis of sensitivity to interest rate risks

At 31 December 2019, 97% of current and non-current borrowings are at variable rates (77% at 31 December 2018).

A variation of +/- 1pp in the interest rates applied to financial assets and liabilities at variable rates would have an impact of +/- 2.5% on the net cost of debt for 2019, i.e. €7,000, compared to +/- 0.1% or €200 in 2018.

8.4.2.3 Exposure to equity risk

Neither CLASQUIN SA nor the Group companies hold third-party share portfolios or units in equity mutual funds, the available cash investments essentially being made in monetary unit trusts or interest-bearing accounts.

Variations in the CLASQUIN share price have no effect on the Group's net earnings, treasury shares being offset by shareholders' equity.

8.4.3 Management of credit risk

Credit risk refers to the risk that a client or counterparty to a financial instrument will default on its contractual obligations, resulting in financial loss for the

The Group is exposed to counterparty risk in various aspects: through its operations, cash investments and derivatives.



8.4.3.1 Counterparty risk relating to operations

In connection with its operations, the Group is exposed to credit risk.

The Group has a diversified client portfolio where no single client accounted for more than 3% of 2019 consolidated gross profit. The CLASQUIN offer targets all business sectors and in particular SMEs developing international business and large groups looking for customised services. The loss of a client is not likely to have a material impact on CLASQUIN's sales, given the diversity of the portfolio and the respective contribution of each client to the Group's sales

Each logistics operation is subject to a transport contract. In general, there are few formalised annual commitments, although some key accounts use calls for tenders.

Moreover, due to its activity as a freight forwarder, in France CLASQUIN has right of lien over the goods that it handles. This right serves to reduce the risks of non-payment for services rendered.

In general, each client is covered by credit guarantee insurance issued by Atradius and Euler Hermes. This requirement means that financially sound clients can be selected, which helps to reduce the risk of default. However, the Group cannot exclude the possibility of working with a company which, despite approval by Atradius and Euler Hermes, finds itself, at any given time, faced with serious cash flow problems, causing it to cease trading.

In this case, the credit guarantee insurance companies will pay compensation to the Group in accordance with the portion stipulated in the contract.

In certain cases, the Group may work with clients not covered by the credit guarantee insurance companies mentioned above. However, these cases are subject to prior authorisation by management on the basis of additional financial analysis.

8.4.3.2 Counterparty risk relating to investment activities and hedging

The Group is exposed to financial counterparty risk in connection with transactions performed on financial markets for cash and risk management purposes. Counterparty limits are set by considering counterparties' ratings with ratings agencies. They also help avoid excessive concentration of market transactions with a limited number of financial institutions.

8.4.4 Management of liquidity risk

The Group aims to maintain ample access to liquidity in order to meet its commitments and fund investments.

The Group primarily invests in IT equipment (hardware and software), fixtures and fittings and the acquisition of subsidiaries. Investments are financed through medium- and long-term loans or with equity.

Working capital requirements are financed by the Group's cash flow, the RCF arranged on 27 November 2019 (see below) and occasionally by bank overdrafts.

Working capital is subject to significant changes throughout the year due to monthly payments of customs duties and VAT to the Customs Authorities and due to the Cargo Accounting Settlement System (C.A.S.S.), an organisation that groups together airline companies in order to simplify billing and payments between airlines and freight forwarders.

On 27 November 2019, in order to support the Group's development, CLASQUIN SA signed an inaugural syndicated loan of €60.8 million with a pool of eight banks.

This facility consists of three tranches:

- a €17.8 million refinancing facility designed to refinance a portion of existing bank loans, repayable over 7 years;
- a €13 million investment facility for financing future acquisitions, repayable over 7 years;
- a €30 million revolving credit facility (RCF) for financing the Group's general requirements, repayable at the end of five years along with 2 options of extension by one year.

This bank facility contains the usual commitments and default provisions for this type of contract, such as cross default, change of control clause, etc.

As part of this refinancing, CLASQUIN SA has maintained overdraft facilities of €27.5 million.



Corporate loans subject to covenants

Type of covenant applicable	Loans subject to covenant	Testing frequency	Covenant result at 31 December 2019
	€17.8 million refinancing facility		
Consolidated Net Debt (1) / EBITDA (2) < 3	€13 million investment facility	Annual	1.58
	€30 million revolving credit facility		

⁽¹⁾ Net debt as defined in the bank contracts may be different from net debt as presented in the consolidated financial statements (Note 8.1.); it consists of loans and borrowings excluding lease libibilities and put options on non-controlling interests less (a) cash and cash equivalents, and (b) the restatement of customs levies between 25 December and 31 December of the current year (2).

Exposure to liquidity risk

This table represents the repayment schedule for financial liabilities recorded as at 31 December 2019 and 31 December 2018, at their nominal amount, including interest and without discounting.

(in euro thousands)	Book value at 31 December 2019	< 1 year	1 to 5 years	Over 5 years
Bank borrowings	39,048	20,570 (1)	11,251	8,038
Lease liabilities	7,947	2,253	4,111	1,582
Other non-current liabilities	25			25
Trade payables and other current liabilities	73,018	73,018		
Bank overdrafts	3,007	3,007		
Non-derivative financial liabilities	123,045	98,848	15,362	9,646

(1) Including €15 million RCF.

(in euro thousands)	Book value at 31 December 2018	< 1 year	1 to 5 years	Over 5 years
Bank borrowings	21,048	6,902	13,873	273
Other non-current liabilities	30			30
Trade payables and other current liabilities	61,628	61,628		
Bank overdrafts	17,922	17,922		
Non-derivative financial liabilities	100,628	86,452	13,873	303



⁽²⁾ EBITDA is equivalent to current operating income plus net depreciation, amortisation and provision charges and other current expenses, less other current income, as shown in the Group's consolidated income statement excluding the impact of IFRS 16.

For the year 2019, the calculation of EBİTDA takes into account the impact of CARGOLUTION Inc. as if the acquisition had been completed at 1 January 2019 (pro forma EBITDA). This principle will be applied to any acquisition made during the course of a given year.



NOTE 9 SHAREHOLDERS' EQUITY AND EARNINGS PER SHARE

9.1 Breakdown of share capital

At 31 December 2019, CLASQUIN SA's share capital amounted to €4,612,802, consisting of 2,306,401 shares with a par value of €2 each, unchanged compared to 31 December 2018.

Additional paid-in capital amounted to €4,245,000.

9.2 Treasury shares

Treasury shares are recorded at their purchase price as a reduction from shareholders' equity. Any proceeds from disposals of these shares are directly recorded as in increase in shareholders' equity, so that any gains or losses, net of tax, do not impact net income for the year.

Under a liquidity contract the CLASQUIN Group buys back its own shares on the stock market (3,365 shares held at 31 December 2019).

This liquidity contract was agreed on 15 September 2009 with the service provider ODDO & Co.

This contract was replaced by a new contract signed on 18 March 2019 in accordance with the applicable legal framework.

In this respect, during the year ended CLASQUIN SA acquired 11,805 shares with a total value of €407,000 and a weighted average unit value of €35.04.

Over the same period, CLASQUIN SA sold 13,785 shares at a total sale value of €483,000, representing a weighted average unit value of €34.97.

Transactions carried out on treasury shares were eliminated from the consolidated financial statements.

9.3 Dividends

During 2019, CLASQUIN SA paid its shareholders a dividend of €1,499,000 (€0.65 per share), compared to €1,845,000 in 2018, less €2,000 for dividends attached to treasury shares held under the liquidity contract, i.e. a net amount of €1,497,000.

9.4 Number of shares

Diluted number of shares used for calculation	2019	2018
Diluted number of shares outstanding during the period		
Total ordinary shares	2,306,401	2,306,401
Ordinary treasury shares	(3,365)	(5,345)
Weighted average ordinary shares before dilution	2,303,036	2,301,056
Weighted average number of dilutive instruments		
Dilutive impact of bonus shares	7,038	
Impact of all potentially dilutive ordinary shares	7,038	-
TOTAL SHARES AFTER DILUTION	2,310,074	2,301,056



9.5 Net earnings per share

Basic earnings per share is calculated by dividing net income – Group share – for the financial year attributable to ordinary shares by the weighted average number of outstanding equity shares during the financial year. The average number of shares outstanding during the accounting period is the number of ordinary shares outstanding at the beginning of the financial year, adjusted for the number of ordinary shares bought back or issued during the financial year.

To calculate diluted earnings per share, earnings per share is adjusted to take account of the effects of exercising dilutive instruments or converting them into shares.

	Net profit Group share (in euro thousands)	Number of shares	Net profit Group share per share (in euros)	
Net earnings per share	3,877	2,303,036	1,684	
Bonus shares		7,038		
Diluted net earnings per share	3,877	2,310,074	1,678	

NOTE 10 PROVISIONS

In accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets", a provision is recorded when:

- a present obligation (legal or constructive) has arisen as a result of a past event,
- there is a probable outflow of resources representing economic benefits,
- the amount can be estimated reliably.

This account includes commitments whose maturity or amount is uncertain, resulting from trade disputes, labour disputes or other risks.

Generally speaking, the various disputes in which the Company is involved were subject to a management review at the time of closure and, after taking external advice where relevant, the provisions considered necessary were set aside to cover the estimated risks.

Changes in provisions during the year break down as follows:

(in euro thousands)	Amounts at	Change in	Change in	01	Reve	rsals	Foreign exchange difference	Amounts at
	1 January 2019	actuarial gains/losses		Charges	Used	Unused		31 December 2019
Commercial disputes	19	-	-	-	-	(19)	-	-
Other provisions	22	-	-	-	-	-	-	22
Staff risks	-	-	-	-	-	-	-	-
TOTAL PROVISIONS	42	-	-	-	-	(19)	-	22
non-current	42	-	-	-	-	-	-	22
• current	-	-	_	-	-	-	-	



NOTE 11 RELATED PARTY TRANSACTIONS

Transactions with non-consolidated related parties are summarised in the table below:

(in aura thausanda)	TO.	TOTAL SCI DE LA LOUVE		OLYMP SAS		SCI CALLIOPE S		SCI MA	SCI MAIALYS SCI WHITE STR		STREET	
(in euro thousands)	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Trade receivables	-	18	-	5	-	-		7	-	5	-	-
Trade payables	212	-	86	-		-	-	-	58	-	67	-
Management fees	132	132	-	-	132	132	-	-	-	-	-	-
Other external expenses	697	589	202	195	-	-	201	167	230	227	65	-
Operating expenses	829	718	202	195	132	132	201	165	230	227	65	-
Operating income	187	36	4	4	6	24	4	4	4	4	170	-

Services rendered in 2019 by these related parties are set out in the statutory auditors' special report on regulated agreements.





NOTE 12 CASH FLOW BREAKDOWN

12.1 Non-cash expenses (income)

Non-cash expenses and income in 2019 and 2018 break down as follows:

(in euro thousands)	2019 published	2019 excl. IFRS 16	2018
Depreciation and amortisation	5,238	2,497	2,399
Provisions and write-backs	(23)	(23)	(7)
Unrealised gains/(losses) on changes in fair value	61	61	(5)
Capital gains/(losses) on disposals	41	10	162
TOTAL	5,316	2,544	2,549

12.2 Change in working capital

Changes in the main working capital items in 2019 and 2018 were as follows:

(in euro thousands)	2019 published	2019 excl. IFRS 16	2018
Trade receivables	4,954	4,954	(6,674)
Trade payables	7,493	7,493	9,586
Other receivables and debt	(6,929)	(6,810)	(4,516)
TOTAL	5,518	5,637	(1,603)

12.3 Impact of changes in consolidation scope resulting in acquisition/loss of control

The impact of changes in the consolidation scope resulting in acquisition/loss of control is as follows:

(in euro thousands)	2019	2018
Amount paid for acquisitions	(7,878)	(2,291)
Cash/(bank overdrafts) from acquisitions	803	671
Amount received for loss of control	-	60
(Cash)/bank overdrafts from loss of control	-	(297)
IMPACT OF CHANGES IN CONSOLIDATION SCOPE RESULTING IN CHANGE OF CONTROL	(7,075)	(1,856)





(in euro thousands)	2019 published	%	2019 excl. IFRS 16	%	2018	%	Change in % Excl. IFRS 16
SALES	331,277		331,277		308,341		7.4%
COST OF SALES	(254,544)		(254,544)		(239,455)	-	6.3%
GROSS PROFIT	76,732	100.0%	76,732	100.0%	68,886	100.0%	11.4%
Other income from ordinary activities	226	0.3%	226	0.3%	-	-	100.0%
Premises and related expenses	(3,989)	(5.2%)	(6,852)	(8.9%)	(6,383)	(9.3%)	7.3%
Communication expenses	(1,997)	(2.6%)	(1,997)	(2.6%)	(2,091)	(3.0%)	(4.5%)
Marketing	(1,089)	(1.4%)	(1,089)	(1.4%)	(1,147)	(1.7%)	(5.1%)
Travel expenses	(3,192)	(4.2%)	(3,192)	(4.2%)	(2,854)	(4.1%)	11.8%
Fees	(2,005)	(2.6%)	(2,005)	(2.6%)	(1,958)	(2.8%)	2.4%
Insurance	(1,049)	(1.4%)	(1,049)	(1.4%)	(1,051)	(1.5%)	(0.2%)
Sundry	(1,004)	(1.3%)	(1,004)	(1.3%)	(773)	(1.1%)	30.0%
TOTAL EXTERNAL EXPENSES	(14,326)	(18.7%)	(17,189)	(22.4%)	(16,258)	(23.6%)	5.7%
ADDED VALUE	62,632	81.6%	59,770	77.9%	52,628	76.4%	13.6%
Staff expenses	(48,750)	(63.5%)	(48,750)	(63.5%)	(43,369)	(63.0%)	12.4%
EBITDA	13,882	18.1%	11,020	14.4%	9,259	13.4%	19.0%
Net depreciation and amortisation charges	(5,577)	(7.3%)	(2,836)	(3.7%)	(2,836)	(4.1%)	-
Other current income	714	0.9%	714	0.9%	445	0.6%	60.6%
Other current expenses	(413)	(0.5%)	(413)	(0.5%)	(366)	(0.5%)	13.0%
CURRENT OPERATING INCOME	8,606	11.2%	8,485	11.1%	6,502	9.4%	30.5%
Other operating income	19	-	1	-	663	1.0%	(99.9%)
Other operating expenses	(373)	(0.5%)	(353)	(0.5%)	(1,385)	(2.0%)	(74.5%)
NET OTHER OPERATING INCOME AND EXPENSES	(354)	(0.5%)	(352)	(0.5%)	(722)	(1.0%)	(51.2%)
OPERATING INCOME	8,252	10.8%	8,132	10.6%	5,780	8.4%	40.7%
Financial income	1,322	1.7%	1,322	1.7%	1,007	1.5%	31.3%
Financial expenses	(1,971)	(2.6%)	(1,826)	(2.4%)	(1,334)	(1.9%)	36.9%
NET FINANCIAL INCOME/EXPENSE	(649)	(0.8%)	(505)	(0.7%)	(328)	(0.5%)	54.0%
Income from equity affiliates	32	0.0%	32	0.0%	54	0.1%	(40.7%)
PROFIT BEFORE TAX	7,634	9.9%	7,660	10.0%	5,506	8.0%	39.1%
Income tax	(3,164)	(4.1%)	(3,171)	(4.1%)	(2,115)	(3.1%)	49.9%
PROFIT FROM CONTINUING OPERATIONS	4,470	5.8%	4,488	5.8%	3,391	4.9%	32.4%
PROFIT FROM DISCONTINUED OPERATIONS			-				-
GROUP CONSOLIDATED NET PROFIT	4,470	5.8%	4,488	5.8%	3,391	4.9%	32.4%
Minority interests	593	0.8%	593	0.8%	588	0.9%	0.9%
NET PROFIT GROUP SHARE	3,877	5.1%	3,895	5.1%	2,803	4.1%	39.0%
GROSS OPERATING CASH FLOW	13,283	17.3%	10,391	13.5%	8,261	12.0%	25.8%



NOTE 14 CONSOLIDATED COMPANIES

PARENT COMPANY	NAME OF COMPANY	Registered office	Consolidation method	% equity interest 2019	% equity interest 2018
DIRECTLY OWNED COMPANIES	PARENT COMPANY				
ART SHIPPING INTERNATIONAL SAS Paris Full consolidation 100% 80% BLUEL LOTUS OCEAN LINE List Hong Kong Full consolidation 100% 10	CLASQUIN SA	Lyon	Parent company	Holding company	Holding company
BLUE LOTUS OCEAN LINE Ltd	DIRECTLY OWNED COMPANIES				
CARGOLUTION Inc. Montreal Full consolidation 80% ————————————————————————————————————	ART SHIPPING INTERNATIONAL SAS	Paris	Full consolidation	100%	80%
CLASQUIN AUSTRALIA PTY Ltd Melbourne Full consolidation 100% 100% CLASQUIN CANADA Inc. Bob Dioulasso Full consolidation 100% 100% CLASQUIN CANADA Inc. Montreal Full consolidation 100% 100% CLASQUIN CHILE Santiago Full consolidation 100% 100% CLASQUIN FAR EAST Ltd Hong Kong Full consolidation 100% 100% CLASQUIN GERMANY CMBH Frankfurt Full consolidation 100% 100% CLASQUIN SERMANY CMBH Frankfurt Full consolidation 100% 100% CLASQUIN STALT STAL Milan Full consolidation 100% 100% CLASQUIN TALLA STAL Milan Full consolidation 100% 100% CLASQUIN STALT STALT Kull Canadidation 100% 100% CLASQUIN MALAYSIA Ltd Kulla Lumpur Full consolidation 100% 100% CLASQUIN STALT STALT STALT Bangko Full consolidation 100% 100% CLASQUIN STALT STALT STALT STALT Bangko Full	BLUE LOTUS OCEAN LINE Ltd	Hong Kong	Full consolidation	100%	-
CLASQUIN BURKINA FASO Bobo-Dioulasso Full consolidation 100% 100% CLASQUIN CANADA Inc. Montreal Full consolidation 100% 100% CLASQUIN CHILE Santiago Full consolidation 100% 100% CLASQUIN FAIRS & EVENTS Lyon Full consolidation 70% 70% CLASQUIN GERMANY GmbH Frankfurt Full consolidation 100% 100% CLASQUIN INDIA PVT Ltd Delhi Full consolidation 100% 100% CLASQUIN INDIA PVT Ltd Milan Full consolidation 100% 100% CLASQUIN NAPAN KKI Ltd Tokyo Full consolidation 100% 100% CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN MALAYSIA Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN SUK ROAD Hong Kong Full consolidation 30% 90% CLASQUIN SILK ROAD Hong Kong Full consolidation 30% 90% CLASQUIN SILK ROAD Bargione Full consolidat	CARGOLUTION Inc.	Montreal	Full consolidation	80%	-
CLASQUIN CANADA Inc. Montreal Full consolidation 100% 100% CLASQUIN CHILE Santiago Full consolidation 100% 100% CLASQUIN FAIRS & EVENTS Lyon Full consolidation 100% 70% CLASQUIN FAIRS & EVENTS Lyon Full consolidation 100% 100% CLASQUIN FAIR EAST Ltd Hong Kong Full consolidation 100% 100% CLASQUIN NDIA PVT Ltd Delhi Full consolidation 100% 100% CLASQUIN TALIA SRL Milan Full consolidation 100% 100% CLASQUIN TALIA SRL Milan Full consolidation 100% 100% CLASQUIN SLAVASIA Ltd Seoul Full consolidation 100% 100% CLASQUIN SULKA POAD Hong Kong Full consolidation 100% 100% CLASQUIN SILK ROAD Hong Kong Full consolidation 100% 100% CLASQUIN SULK ROAD Bangkok Full consolidation 100% 100% CLASQUIN SULK ROAD Bangkok Full consolidation	CLASQUIN AUSTRALIA PTY Ltd	Melbourne	Full consolidation	100%	100%
CLASQUIN CHILE Santiago Full consolidation 100% 100% CLASQUIN FARS & EVENTS Lyon Full consolidation 70% 70% CLASQUIN FARR EAST Ltd Hong Kong Full consolidation 100% 100% CLASQUIN GERMANY GmbH Frankfurt Full consolidation 100% 100% CLASQUIN ITALIA SRL Milan Full consolidation 100% 100% CLASQUIN JAPAN KK Ltd Tokyo Full consolidation 100% 100% CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN KOREA Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN SLIK ROAD Hong Kong Full consolidation 100% 100% CLASQUIN SLIK ROAD Hong Kong Full consolidation 51% 51% CLASQUIN TAILAND C. Ltd Bangkok Full consolidation 49% 49% CLASQUIN T.I. INTERCARGO 1999, SA Barcelona Full consolidation 49% 49% CLASQUIN T.I. INTERCARGO 1999, SA Barcelona	CLASQUIN BURKINA FASO	Bobo-Dioulasso	Full consolidation	100%	100%
CLASQUIN FAIRS & EVENTS Lyon Full consolidation 70%	CLASQUIN CANADA Inc.	Montreal	Full consolidation	100%	100%
CLASQUIN FAR EAST Ltd Hong Kong Full consolidation 100% 100% CLASQUIN INDIA PVT Ltd Penkfurt Full consolidation 100% 100% CLASQUIN INDIA PVT Ltd Delhi Full consolidation 100% 100% CLASQUIN INDIA PVT Ltd Delhi Full consolidation 100% 100% CLASQUIN SURSAL Milan Full consolidation 100% 100% CLASQUIN SURSAL Evaluation 100% 100% CLASQUIN MALAYSIA Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN PORTUGAL Lda Porto Full consolidation 90% 90% CLASQUIN SILK ROAD Hong Kong Full consolidation 51% 51% CLASQUIN SILK ROAD Hong Kong Full consolidation 40% 49% CLASQUIN SILK ROAD Bargkok Full consolidation 40% 49% CLASQUIN SILK ROAD Barcelona Full consolidation 49% 49% CLASQUIN SILK ROAD: Lyon Full consolidation 49% 49%	CLASQUIN CHILE	Santiago	Full consolidation	100%	100%
CLASQUIN GERMANY GmbH Frankfurt Full consolidation 100% 100% CLASQUIN INDIA PYT Ltd Delhi Full consolidation 100% 100% CLASQUIN ITALIA SRL Milian Full consolidation 100% 100% CLASQUIN APPAN KK Ltd Tokyo Full consolidation 100% 100% CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN PORTUGAL Lda Porto Full consolidation 90% 90% CLASQUIN SILK ROAD Hong Kong Full consolidation 51% 51% CLASQUIN SINGAPORE PTE Ltd Singapore Full consolidation 100% 100% CLASQUIN SINGAPORE PTE Ltd Singapore Full consolidation 49% 49% CLASQUIN T.I. INTERCARGO 1999, SA Barcelona Full consolidation 49% 49% CLASQUIN VIETNAM Ltd Hô Chi Minh City Full consolidation 93% 100% CLASQUIN VIETNAM Ltd Hô Chi Minh City Full consolidation 49% 49% FINANCIÈRE LCI SAS Lyon	CLASQUIN FAIRS & EVENTS	Lyon	Full consolidation	70%	70%
CLASQUIN INDIA PVT Ltd Delhi Full consolidation 100% 100% CLASQUIN JAPAN KK Ltd Milan Full consolidation 100% 100% CLASQUIN JAPAN KK Ltd Tokyo Full consolidation 100% 100% CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN PAPTAGAL Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN SILK ROAD Hong Kong Full consolidation 51% 51% CLASQUIN SINGAPORE PTE Ltd Singapore Full consolidation 100% 100% CLASQUIN SINGAPORE PTE Ltd Bangkok Full consolidation 49% 49% CLASQUIN SINGAPORE PTE Ltd Bangkok Full consolidation 49% 49% CLASQUIN SINGAPORE PTE Ltd Bangkok Full consolidation 33% 100% CLASQUIN SINGAPORE PTE Ltd Bangkok Full consolidation 39% 49% CLASQUIN SINGAPORE PTE Ltd Ho Chi Minh City Full consolidation 100% 100% CLASQUIN SILK ROAD: Lg y	CLASQUIN FAR EAST Ltd	Hong Kong	Full consolidation	100%	100%
CLASQUIN ITALIA SRL Milan Full consolidation 100%	CLASQUIN GERMANY GmbH	Frankfurt	Full consolidation	100%	100%
CLASQUIN JAPAN KK Ltd Tokyo Full consolidation 100% 100% CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN MALAYSIA Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN PORTUGAL Lda Porto Full consolidation 90% 90% CLASQUIN SILK ROAD Hong Kong Full consolidation 51% <	CLASQUIN INDIA PVT Ltd	Delhi	Full consolidation	100%	100%
CLASQUIN KOREA Ltd Seoul Full consolidation 100% 100% CLASQUIN MALAYSIA Ltd Kuala Lumpur Full consolidation 100% 100% CLASQUIN PORTUGAL Lda Porto Full consolidation 90% 90% CLASQUIN SINCAPORE PTE Ltd Singapore Full consolidation 100% 100% CLASQUIN SINCAPORE PTE Ltd Singapore Full consolidation 49% 49% CLASQUIN TALILAND Co. Ltd Bangkok Full consolidation 49% 49% CLASQUIN T.I. INTERCARGO 1999, SA Barcelona Full consolidation 93% 100% CLASQUIN VIETNAM Ltd Hô Chi Minh City Full consolidation 99% 99% CLASQUIN VIETNAM Ltd Hô Chi Minh City Full consolidation 99% 99% EAST ASIA LOGISTICS COMPANY Ltd Hô Chi Minh City Full consolidation 80% 80% LOG SYSTEM SARL Lyon Full consolidation 80% 80% LOG SYSTEM SARL Lyon Full consolidation 70% 70% COMPANY OWNED BY CLASQUIN	CLASQUIN ITALIA SRL	Milan	Full consolidation	100%	100%
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FINANCIÈRE LCI SAS Lyon Full consolidation 80% 80% LOG SYSTEM SARL Lyon Full consolidation 70% 70% INDIRECT SUBSIDIARIES COMPANY OWNED BY CLASQUIN SILK ROAD: CLASQUIN GEORGIA Tbilisi 51% COMPANIES OWNED BY CLASQUIN FAR EAST Ltd: CLASQUIN SHANGHAI Ltd Shanghai Full consolidation 100% 100% EUPHROSINE Ltd Hong Kong Full consolidation 69% 69% COMPANY OWNED BY CLASQUIN USA INC.: SECURE CUSTOMS BROKERS INC. New York Full consolidation 100% 100% COMPANIES OWNED BY FINANCIÈRE LCI SAS: LCI CLASQUIN Villefranche Full consolidation 80% 80% LCI TUNISIE SARL La Marsa Full consolidation 80% 80% LCI TRANSPORT SARL Rades Equity method 36% 36% SCI LACHA Villefranche Full consolidation 50% 50% COMPANIES OWNED BY LOG SYSTEM:	CLASQUIN VIETNAM Ltd	Hô Chi Minh City	Full consolidation	99%	99%
LOG SYSTEM SARL Lyon Full consolidation 70% 70% INDIRECT SUBSIDIARIES COMPANY OWNED BY CLASQUIN SILK ROAD: CLASQUIN GEORGIA Tbilisi 51% COMPANIES OWNED BY CLASQUIN FAR EAST Ltd: CLASQUIN SHANGHAI Ltd Shanghai Full consolidation 100% 100% EUPHROSINE Ltd Hong Kong Full consolidation 69% 69% COMPANY OWNED BY CLASQUIN USA INC.: SECURE CUSTOMS BROKERS INC. New York Full consolidation 100% 100% COMPANIES OWNED BY FINANCIÈRE LCI SAS: LCI CLASQUIN Villefranche Full consolidation 80% 80% LCI TUNISIE SARL La Marsa Full consolidation 80% 80% LCI TRANSPORT SARL Rades Equity method 36% 36% SCI LACHA Villefranche Full consolidation 50% 50% COMPANIES OWNED BY LOG SYSTEM:	EAST ASIA LOGISTICS COMPANY Ltd	Hô Chi Minh City	Full consolidation	49%	49%
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SECURE CUSTOMS BROKERS INC. New York Full consolidation 100% 100% COMPANIES OWNED BY FINANCIÈRE LCI SAS: LCI CLASQUIN Villefranche Full consolidation 80% 80% 80% LCI TUNISIE SARL La Marsa Full consolidation 80% 80% 80% 80% SCI LACHA Rades Equity method 36% 36% SCI LACHA Villefranche Full consolidation 50% 50% COMPANIES OWNED BY LOG SYSTEM: COSMOS CONSULTANTS Paris Full consolidation 70% 70%	EUPHROSINE Ltd	Hong Kong	Full consolidation	69%	69%
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LCI TUNISIE SARLLa MarsaFull consolidation80%80%LCI TRANSPORT SARLRadesEquity method36%36%SCI LACHAVillefrancheFull consolidation50%50%COMPANIES OWNED BY LOG SYSTEM:COSMOS CONSULTANTSParisFull consolidation70%70%	COMPANIES OWNED BY FINANCIÈRE LCI SAS:				
LCI TRANSPORT SARL Rades Equity method 36% 36% SCI LACHA Villefranche Full consolidation 50% 50% COMPANIES OWNED BY LOG SYSTEM: COSMOS CONSULTANTS Paris Full consolidation 70% 70%	LCI CLASQUIN	Villefranche	Full consolidation	80%	80%
SCI LACHAVillefrancheFull consolidation50%50%COMPANIES OWNED BY LOG SYSTEM:COSMOS CONSULTANTSParisFull consolidation70%70%	LCI TUNISIE SARL	La Marsa	Full consolidation	80%	80%
SCI LACHAVillefrancheFull consolidation50%50%COMPANIES OWNED BY LOG SYSTEM:COSMOS CONSULTANTSParisFull consolidation70%70%	LCI TRANSPORT SARL	Rades	Equity method	36%	36%
COSMOS CONSULTANTS Paris Full consolidation 70% 70%	SCILACHA	Villefranche	• •	50%	50%
	COMPANIES OWNED BY LOG SYSTEM:				
LOG SYSTEM TUNISIA Tunis Full consolidation 69% 69%	COSMOS CONSULTANTS	Paris	Full consolidation	70%	70%
	LOG SYSTEM TUNISIA	Tunis	Full consolidation	69%	69%



NOTE 15 STATUTORY AUDITORS' FEES

(in euro thousands)	IMPLID	AUDIT	MAZ	ARS	PSB BO	IS JOLY	PAN-CHII	NA (H.K.)
	2019	2018	2019	2018	2019	2018	2019	2018
AUDIT								
Statutory audit: Certification of the company and consolidated financial statements Services other than certification of the financial statements	90	82	168	165	14		13	13
AUDIT TOTAL	90	82	168	165	14		13	13
OTHER SERVICES								
TOTAL OTHER SERVICES			11	12				
TOTAL FEES	90	82	179	177	14		13	13

NOTE 16 POST BALANCE SHEET EVENTS

Global health crisis - COVID-19

The health crisis related to the COVID-19 pandemic, which has affected many countries, will cause a serious recession that will severely impact international trade. As of today, it is impossible to estimate the duration or impact of COVID-19.

The Group has aligned its vision for 2020 with this recessionary environment and has taken the necessary steps to ensure staff safety and business continuity.

Moreover, the Group secured its short and medium-term funding by signing a syndicated loan with a pool of 8 banks in November 2019. These arrangements include a confirmed €30 million short-term revolving credit facility.

Thanks to its cash flow and all the confirmed loan facilities, the Group is confident in its ability to pull through the current economic crisis brought about by COVID-19.

CLASQUIN SA and all its subsidiaries are implementing all possible measures to lower their breakeven point while keeping production equipment operational so as to be ready to support their clients once the crisis is over.

The Group has also conducted meetings with the managers of each country where it is present in order to know the different measures and options offered by the respective governments (short-time work, guarantee of additional credit facilities, etc.) so that the CLASQUIN network can continue to respond positively to its clients' needs and ensure the sustainability of the Group and the preservation of jobs.

The current health crisis does not jeopardise the Group's fundamentals, growth strategy or the value of its assets and liabilities (no impairment to be considered).

CLASQUIN





STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

Financial year ended 31 December 2019.

To the CLASQUIN SA Annual General Meeting,

Opinion

In application of the assignment entrusted to us by your Annual General Meeting, we conducted an audit of the CLASQUIN SA consolidated financial statements for the financial year ended 31 December 2019, as appended to this report. These financial statements were approved by the Board of Directors on 17 March 2020 based on information available at that date in a changing environment due to the health crisis brought about by COVID-19.

We hereby certify that, in accordance with the IFRS framework as adopted in the European Union, the consolidated financial statements provide a true and fair view of the earnings for the year ended, financial position, assets and liabilities of all companies and entities included in the consolidation.

Basis of the opinion

Audit framework

We performed our audit in accordance with the professional standards applicable in France. We believe that the evidence we have received provides a reasonable basis for our opinion.

Our responsibilities in light of these standards are set out in the section of this report entitled "Statutory auditors' responsibilities regarding the audit of the consolidated financial statements".

Statutory auditors' independence

We performed our audit in accordance with the rules of independence applicable to us, for the period from 1 January 2019 to the date our report was issued; in particular, we did not provide any services prohibited by the code of ethics governing statutory auditors.

Comment

Without qualifying the opinion expressed above, we draw your attention to the following points detailed in notes

- 16 to the consolidated financial statements on post balance sheet events relating to the COVID-19 health crisis and its impact on the Company's business and financial situation;
- 1.1.1 to the consolidated financial statements, which details the changes made in accounting methods relating to the application of IFRS 16 "Leases" as of 1 January 2019.

Justification of assessments

Pursuant to Articles L. 823-9 and R. 823-7 of the French Commercial Code relating to the justification of our assessments, we hereby bring to your attention the following assessment which, in our professional opinion, was the most significant for the audit of the consolidated financial statements for the financial year.

At every balance sheet date, the Company carries out impairment tests for goodwill, which had a net book value of €24,472,000 at 31 December 2019, in accordance with the procedures set forth in Note 7.4 to the consolidated financial statements. As part of our assessments, we examined the approach used by the Company, the manner in which the impairment tests were carried out as well as the consistency between all the assumptions used and the resulting valuations

The assessments made accordingly fall within the scope of our audit of the consolidated financial statements, taken as a whole, as approved under the conditions set out above, and the formation of our opinion as expressed above. We have not issued an opinion on individual components of the consolidated financial statements.

Specific testing

In accordance with professional standards applicable in France, we also carried out the specific testing, required by the applicable laws and regulations, of the information relating to the Group contained in the Board of Directors' management report of 17 March 2020 and supplemented by the Board of Directors on 21 April 2020. Concerning events occurring and information known after the balance sheet date relating to the impact of the COVID-19 crisis, we have been informed by management that information will be provided on these at the General Meeting called to approve the financial statements.

We have no comments to make regarding the accuracy of the management report or its consistency with the information presented in the consolidated financial statements.



Responsibilities of management and those charged with corporate governance in relation to the consolidated financial statements

Management is responsible for preparing the consolidated financial statements presenting a true and fair view in accordance with IFRS as adopted in the European Union, and for implementing the internal control measures that it deems necessary for the preparation of consolidated financial statements free of material misstatements, whether resulting from acts of fraud or errors.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue operating as a going concern, presenting any requisite going concern information in these statements, and applying the going concern accounting principle, unless the Company is expected to be liquidated or cease trading.

The consolidated financial statements were approved by the Board of Directors.

Statutory auditors' responsibilities regarding the audit of the consolidated financial statements

It is our responsibility to prepare a report on the consolidated financial statements. Our aim is to attain reasonable assurance that the consolidated financial statements, taken as a whole, are free of material misstatements. "Reasonable assurance" means a high level of assurance, however with no guarantee that an audit conducted in accordance with professional standards will systematically detect all material misstatements. Misstatements may arise due to acts of fraud or errors, and are considered material when it can reasonably be expected that they may, taken individually or as a whole, impact economic decisions made based on the financial statements.

As set out in Article L. 823-10-1 of the French Commercial Code, our certification assignment of the financial statements does not involve providing a guarantee of the viability or quality of the management of your Company.

As part of an audit conducted pursuant to professional standards applicable in France, the statutory auditors exercise their professional judgement throughout the audit. Furthermore, they:

- identify and assess the risk of the consolidated financial statements including material misstatements, whether due to fraud or error, define and implement audit procedures to deal with these risks, and gather information deemed adequate and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than that of a material misstatement resulting from an error, as fraud may imply collusion, falsification, voluntary omissions, false declarations or circumventing internal control;
- obtain an understanding of internal control relevant to the audit in order to define the audit procedures appropriate under the circumstances, and not in order to issue an opinion on the effectiveness of such internal control;
- assess the appropriateness of accounting methods applied and the reasonable nature of accounting estimates made by management, as well as information on these methods and estimates provided in the consolidated financial statements;
- assess the appropriateness of management's application of the going concern principle and, according to the information gathered, whether significant uncertainty exists in relation to events or circumstances likely to compromise the Company's ability to continuing operating as a going concern. This assessment is based on information gathered up until the date of their report, it being specified that subsequent circumstances or events may compromise the Group's continued operations. If the statutory auditors identify the existence of significant uncertainty, they draw readers' attention to the information provided in the consolidated financial statements relating to this uncertainty or, if this information is not provided or is not relevant, issues a qualified opinion or a refusal to certify;
- assess the overall presentation of the consolidated financial statements and determine whether they provide a true and fair reflection of the underlying transactions and events;
- concerning financial information relating to individuals or entities included in the consolidation scope, they gather information deemed sufficient and appropriate for the basis of an opinion on the consolidated financial statements. They are responsible for the coordination, supervision and completion of the audit of the consolidated financial statements, as well as that opinion issued with regard to said financial statements.

Executed in Lyon and Villeurbanne on 29 April 2020

The Statutory Auditors: MAZARS IMPLID Audit

Paul-Armel JUNNE Bruno GUILLEMOIS



05. APPENDICES

- BOARD OF DIRECTORS MANAGEMENT REPORT
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BOARD OF DIRECTORS MANAGEMENT REPORT

on the financial statements for the year ended 31 December 2019

Dear Shareholders.

We have called you to this Combined General Meeting, pursuant to the Company's articles of association and the law governing commercial companies, to:

- report on the operations of our Company, its subsidiaries and the CLASQUIN Group for the financial year ended 31 December 2019, as well as the results of these operations and the outlook for the future,
- submit for your approval the balance sheet, the Company and consolidated financial statements for the financial year and the recommended appropriation of earnings,
- submit for your approval the agreements specified under Articles L. 225-38 et seq. of the French Commercial Code,
- recommend that you appoint Claude REVEL as new Board member of the Company,
- recommend that you approve directors' fees,
- recommend that you authorise the Board of Directors to buy back the Company's shares and reduce the share capital by cancelling treasury shares,
- recommend that you set out certain powers granted by the Annual General Meeting of 5 June 2019 to take into account the change in the definition of offers of securities to the public since the entry into force of European Prospectus Regulation no. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019.
- recommend that the powers granted pursuant to the law on employee savings schemes be updated in line with Act no. 2019-486 of 22 May 2019,
- recommend that you update Articles 16, 17, 19, 20, 24 and 25 of the Company's articles of association in line with the new statutory and regulatory provisions.





A BUSINESS OVERVIEW OF THE CLASQUIN GROUP, CLASQUIN SA AND ITS SUBSIDIARIES

1. CLASQUIN Group

1.1. 2019 highlights

Acquisitions and office openings

- Development of new niche markets and strategic segments:
 - Creation of a Food division in Rungis handling controlled temperature overseas transport of food products.
- Continued expansion of network throughout core regions (Western Europe, Asia, North America):
 - Acquisition of an 80% equity stake in Canadian freight forwarder Cargolution Inc. on 1 October 2019,
 - Opening of an office in Nice (France),
 - Opening of an office in Tianjin (China),
 - Stepped up development in the United States.
- Robust growth in North Africa, the Middle East and Sub-Saharan Africa.

IT systems/Digitisation

Successful deployment of new generation finance IT system (Workday/Kyriba) covering accounting, reporting, budget and cash flow management. Two-thirds of Group companies migrated to the new platforms in 2019.

Manager share ownership

Successful implementation of the CLASQUIN SA share joint investment plan for managers together with a 5-year bonus share plan. 33 managers have invested in the Company, including 10 overseas managers. The maximum number of bonus shares awarded under the 5-year plan represents 1.7% of the share capital.

Group financing

■ Signing on 27 November 2019 of a €60.8 million inaugural syndicated credit facility with a pool of 8 banks.

1.2. Business volumes and earnings

Despite a slowdown in global trade, which impacted the global air freight market (3.3% decline in volumes) more than the sea freight market (up 1%-2%), the Group continued to considerably outperform market growth (number of shipments up 3.7%).

Gross profit rose sharply (up 11.4%) bolstered by:

- the Q4 acquisition of Cargolution Inc.,
- strong growth in the USA,
- buoyant business with North Africa and the Middle East,
- robust unit margins.

EBITDA increased by 19.0% (excluding IFRS 16) due to sharp growth in gross profit and tight management of operating expenses despite the gradual IT system switch to SaaS mode.

Current operating income (excluding IFRS 16) soared 30.5% thanks to the stabilisation of depreciation, amortisation and provision charges.

Finally, net profit Group share (excluding IFRS 16) jumped 39.0% driven by a reduction in non-recurring expenses.



FINANCIAL POSITION

	2019 (incl. IFRS 16)	2019 (excl. IFRS 16)	2018
Gross operating cash flow (€m)	13.3	10.4	8.3
% of gross profit	17.3%	13.5%	12.0%
Shareholders' equity (€m)	26.8	27.0	24.5
Net debt (€m)	26.5	18.6	18.8
Leverage	1.9	1.7	2.0

2. CLASQUIN SA and its subsidiaries

Sales for CLASQUIN SA, the Group's parent company and also the Company combining all the operations in France, increased by 3.5% to ≤ 173.4 million from ≤ 167.5 million in 2018.

(in euro thousands)	2019 sales	2019 gross profit	2019 v 2018 change in gross profit	2019 current operating income	2018 current operating income
ART SHIPPING INTERNATIONAL	1,717	784	-5.6%	199	204
BLUE LOTUS OCEAN LINE Ltd	-	-	-	-	-
CARGOLUTION	7,283	1,573	100.0%	167	0
CLASQUIN AUSTRALIA	37	21	-96.9%	(46)	30
CLASQUIN BURKINA FASO	410	84	350.3%	15	(11)
CLASQUIN CANADA	3,630	550	-0.1%	25	61
CLASQUIN CHILE	7,152	1,198	4.0%	(40)	30
CLASQUIN FAIRS & EVENTS	2,702	1,221	3.7%	269	195
CLASQUIN FAR EAST	25,384	4,561	-6.7%	661	1,166
CLASQUIN GERMANY	5,492	989	11.5%	37	40
CLASQUIN INDIA	4,507	624	-8.5%	(7)	180
CLASQUIN INTERCARGO	29,609	4,750	12.7%	1,238	1,065
CLASQUIN ITALIA	4,835	1,230	10.2%	51	84
CLASQUIN JAPAN	12,765	2,843	17.0%	584	387
CLASQUIN KOREA	4,427	1,066	23.9%	33	(21)
CLASQUIN MALAYSIA	1,290	351	-4.5%	51	23
CLASQUIN PORTUGAL	1,631	321	-0.1%	(42)	(64)
CLASQUIN SINGAPORE	3,896	751	44.3%	24	4
CLASQUIN SILK ROAD	0	0	0.0%	0	(3)
CLASQUIN THAILAND	5,633	1,040	54.1%	243	163
CLASQUIN USA	36,147	4,909	74.9%	737	292
CLASQUIN VIETNAM	3,774	604	-0.8%	40	90
EAST ASIA LOGISTICS Ltd	229	53	0.5%	(9)	(5)
ECS US	0	0	-100.0%	0	(94)
FINANCIÈRE LCI	0	0	0.0%	(3)	(1)
LOG SYSTEM	3,015	2,694	11.0%	147	165
TOTAL	165,565	32,215	9.2%	4,372	3,981



B ECONOMIC AND FINANCIAL RESULTS FOR THE CLASQUIN GROUP, CLASQUIN SA AND ITS SUBSIDIARIES

1. Presentation of the Company and consolidated financial statements

The Company and consolidated financial statements for the year ended 31 December 2019 submitted for approval were prepared in compliance with the rules of presentation and valuation methods set forth in the regulations in force.

1.1 Consolidated financial statements

The consolidation methods are described in the notes to the consolidated financial statements.

1.1.1 Companies consolidated

Consolidated companies included in the CLASQUIN Group are listed in the notes to the consolidated financial statements.

- CARGOLUTION INC. joined the consolidation scope.
- Creation of BLUE LOTUS OCEAN LINE Ltd on 8 April 2019.
- CLASQUIN GEORGIA was wound up in July 2019.

Pursuant to the consolidation rules, other holdings are not consolidated.

1.1.2 Consolidated results for the year ended 31 December 2019

	IFRS accounting standards						
(in euro thousands)	2019 published	2019 excl. IFRS 16	2018	Change			
Net sales	331,277	331,277	308,341	7.4%			
Cost of sales	(254,544)	(254,544)	(239,455)	6.3%			
Gross profit	76,732	76,732	68,886	11.4%			
Current operating income	8,606	8,485	6,502	30.5%			
Income before tax	7,634	7,660	5,506	+39.1%			
PROFIT FROM CONTINUING OPERATIONS	4,470	4,488	3,391	32.4%			
PROFIT FROM DISCONTINUED OPERATIONS	0	0	0	0			
GROUP CONSOLIDATED NET PROFIT	4,470	4,488	3,391	32.4%			
NET PROFIT GROUP SHARE	3,877	3,895	2,803	39.0%			

The comments below are based on the 2019 financial statements excluding the impact of IFRS 16.

Net profit Group share for 2019 (excl. IFRS 16) amounted to €3,895k, up 39% from €2,803k for the previous year. Accordingly, at 31 December 2019 shareholder's equity Group share (excl. IFRS 16) amounted to €22,092k, with minority interests of €4,874k and share capital of €4,613k.

Net sales for the year amounted to €331,277k, up 7.4% from €308,341k the previous year.

2019 gross profit was €76,732k, up 11.4% from €68,886k the previous year.

Current operating income (excl. IFRS 16) came in at €8,485k, up 30.5% from €6,502k the previous year Non-recurring items (excl. IFRS 16) amounted to a net expense of €722k the previous year.

Consolidated net profit (excl. IFRS 16) came to €4,488k, including €3,895k net profit Group share.



1.2 Company financial statements

The financial statements for CLASQUIN SA for the year ended 31 December 2019 showed a profit of €986,277, the main components of which are as follows:

(in euros)	2019	2018	Change
Net sales	173,384,719	167,489,109	+3.52%
Operating income	174,712,350	168,737,012	+3.54%
Operating expenses	174,098,728	168,963,356	+3.04%
EBIT	613,622	(226,343)	+371.10%
Financial income	2,374,384	3,402,556	-30.22%
Financial expenses	654,837	368,314	+77.79%
Net financial income/(expense)	1,719,547	3,034,242	-43.33%
Pre-tax operating earnings	2,333,169	2,807,899	-16.91%
Non-recurring income	232,722	442,988	-47.47%
Non-recurring expenses	258,113	2,201,673	-88.28%
Net non-recurring expenses	(25,391)	(1,758,685)	-98.56%
Employee incentive and profit-sharing scheme	1,321,502	1,209,055	+9.30%
Income tax	-	(1,200)	-100%
NET EARNINGS PER SHARE	986,277	(158,641)	+721.10%

2019 net sales amounted to €173,384,719 vs €167,489,109 the previous year.

Total operating income came to €174,712,350 while operating expenses totalled €174,098,728, entailing an EBIT of €613,622 compared to an EBIT loss of €226,343 the previous year.

Total financial income amounted to €2,374,384 while financial expenses totalled €654,837, resulting in net financial income of €1,719,547 compared to €3,034,242 the previous year.

Pre-tax operating earnings thus came to €2,333,169 compared to €2,807,899 the previous year.

Total non-recurring income amounted to €232,722 while non-recurring expenses totalled €258,113, resulting in net non-recurring expenses of €25,391 compared to €1,758,685 the previous year.

The Company financial statements for the year ended showed a net profit of €986,277 compared to a net loss of €158,641 the previous year.

The table of results stipulated by Article R. 225-102 of the French Commercial Code is appended to this report.

1.3 Application of IFRS

We encourage you to refer to point B "Notes to the consolidated financial statements", Note 1 "General accounting principles" and point 1.1 "Reporting framework" in the consolidated financial statements.

2. Financial analysis of risks

2.1 Financial risk management

2.1.1 Liquidity risk management

CLASQUIN Group invests primarily in IT accessories (hardware and software) and fixtures and fittings.

Investments are financed as follows:

- with equity;
- through medium and long-term loans.

Working capital is financed as follows:

- with CLASQUIN Group cash;
- through a €30 million revolving credit facility signed with a pool of 8 banks on 27 November 2019;
- through bilateral bank overdraft facilities.



Working capital is subject to significant changes throughout the year due to monthly payments of customs duties and VAT to the Customs Authorities and due to the Cargo Accounting Settlement System (C.A.S.S.), an organisation that groups together airline companies in order to simplify billing and payments between airlines and freight forwarders. At the time of these operations and depending on the settlement dates, the working capital requirement registers significant variations.

Certain loans of the CLASQUIN Group contain a bank covenant. This is the leverage ratio which must be less than 3.

2.1.2 Interest rate risk

The loans taken out by the CLASQUIN Group can be arranged at a fixed or variable rate of interest (see table in paragraph 8.1.3.1 "Breakdown" of point B "Notes to the consolidated financial statements").

Depending on trends in market rates, the Group can set up hedging mechanisms at any moment on its own initiative.

2.1.3 Inflation risk

The Company does not consider itself exposed to any inflationary risk, inasmuch as the increase in freight rates, due to inflation, is passed on to the sales prices.

This impact is not effective immediately due to the time required for it to take effect, but may be observed over time.

2.1.4 Currency impact on performance indicators

The CLASQUIN Group is an international business comprising 36 companies at 31 December 2019, with 65 offices located in Europe, America, Asia, the Pacific region and Africa. The strategy relies upon continuous development of its activities in the international segment.

As the CLASQUIN Group presents its consolidated financial statements in euros, foreign exchange fluctuations can have a positive or negative impact on CLASQUIN's level of operations and performance indicators.

2.1.5 Currency risk

The euro is the currency used by CLASQUIN for preparing its financial statements and for virtually all invoicing between subsidiaries. The currency risk is thus primarily borne by the subsidiaries based outside the euro zone. However, even within the euro zone some clients may be billed in US dollars.

Given that the CLASQUIN Group engages in an international business activity, exchange rate fluctuations could have an adverse impact on the profits of CLASQUIN SA and its subsidiaries, and thus on the financial position and profits of the CLASQUIN Group.

2.2 Risks arising from variations in the share price

In order to improve and regulate liquidity for its shares, a liquidity contract was signed between CLASQUIN SA and ODDO CORPORATE FINANCE brokerage firm on 14 September 2009, the agreement being tacitly renewed each year. On 13 October 2014 the agreement was amended to increase the value of funds paid into the liquidity contract. This contract was transferred to ODDO & Cie, sole shareholder of ODDO CORPORATE FINANCE through the universal transfer of the latter's assets and liabilities effective on 1 March 2016.

A new contract was signed with ODDO on 18 March 2019 in accordance with applicable statutory provisions.

2.3 Sector risks

- Macroeconomic environment: the sector is a market strongly correlated with global trade outlook and economic market developments. The health crisis related to the COVID-19 pandemic, which has affected almost the entire planet, is causing a serious recession that will severely impact international trade. At present it is impossible to make an accurate assessment of the depth or duration of the crisis.
- Talent: talented employees are a vital resource; employee recruitment and loyalty present challenges for service companies.
- IT Technological developments: IT systems, networks and related processes are essential to the Group's business operations. Adapting to technological developments, such as the digitisation and automation of processes, is a constant challenge.
- Compliance: the sector is subject to a range of increasingly complex national and international laws and regulations.
- Dependence on third parties: there are many players involved in the logistics chain (shipping companies, airlines, road carriers, etc.) and freight forwarders depend on other market players.



C CLASQUIN SA CLIENT AND SUPPLIER PAYMENTS OUTSTANDING

Breakdown of outstanding trade payables and receivables as at 31 December 2019 by period overdue (in euros).

Unpaid overdue invoices issued as at 31 December 2019

(in euros)	1-30 days	31-60 days	61-90 days	over 90 days	Total amount due
Number of invoices		16,191			16,191
Balance (incl. VAT) overdue as at 31/12/2019 - in €	8,007,043	3,219,363	1,623,171	5,064,319	17,913,896
% of total sales including VAT	4%	2%	1%	3%	10%

Unpaid overdue invoices received as at 31 December 2019

(in euros)	1-30 days	31-60 days	61-90 days	over 90 days	Total amount due
Number of invoices		12,947			12,947
Balance (incl. VAT) overdue as at 31/12/2019 - in €	3,484,141	536,310	380,752	1,266,985	5,668,189
% of total purchases excluding VAT	2%	0%	0%	1%	4%

Amount excluded relating to disputed trade receivables at 31 December 2019

(in euros)	
Total amount	598,229

D RESEARCH AND DEVELOPMENT

Following the implementation of new IT systems mainly geared to SaaS, the cost of research and development at CLASQUIN SA has been replaced by the cost of implementation of these new projects, in particular Workday and Kyriba.

For the year 2019, the amount came to €1,782k (replacement of Exact accounting software by Workday and of Sage Tréso by Kyriba).





E DECLARATION OF NON-FINANCIAL PERFORMANCE

Declaration of non-financial performance – CLASQUIN Group – FY 2019

Foreword:

The CLASQUIN Group falls within the scope of Article L. 225-102-1 I (2) of the French Commercial Code applicable to companies posting a balance sheet total of over €100 million, net sales of over €100 million and an average headcount of over 500 permanent employees during the year. It is therefore required, for the second time, to prepare a declaration of non-financial performance for inclusion in its management report. This declaration covers all companies included in CLASQUIN's consolidated financial statements.

The information set out in this chapter meets the requirements of Article R. 225-105 of the French Commercial Code in accordance with the new regulatory obligations laid down by French ordinance no. 2017-1180 of 17 July 2018 implementing European Directive no. 2014/95/EU of 22 October 2014. This information is audited by an independent third-party body, which issues an opinion included in part IV of this declaration or in an appendix.

Aware of these issues, CLASQUIN participates in the Gaia index rating procedure every year. This year it obtained a score of 101/230. In the category of companies with revenues of €150-500 million, CLASQUIN ranks 29/70.

In the transport sector, the Group's overall score is above average.

By the nature of its activities, CLASQUIN operates in a complex environment with multiple risks. As part of this declaration and in order to prevent and identify non-financial risks to which the Group is exposed, a review of the main CSR risks was conducted, particularly the "main risks related to the business activity of the company or group of companies, including, where relevant and proportionate, the risks generated by its business relationships, products or services". The Group has used the social and environmental information listed in decree no. 2017-1265 of 9 August 2017 as a basis, by identifying the potential risks associated with each of these items. This assessment was carried out via interviews with a number of Board and Executive Committee members, as well as an external stakeholder acting in the capacity of financial analyst. It is also important to remember that risks other than those described below might also exist, but that the scope of analysis chosen has enabled the identification, at the date of this report, of the main CSR risks that might have a significant negative impact on the Group.

The risks identified were thus submitted to the business line managers in order to be measured. Business line managers were asked to estimate the "gross" probability levels of the risk materialising, as well as the financial impact and the impact on reputation and business continuity should the risk materialise. Each level of risk corresponds to specific events set out in a table, based on a pre-established rating scale. The gross rating of each risk was obtained by multiplying the degree of probability by the sum of the levels of impact. Risks were then ranked in order of their criticality levels calculated based on their levels of impact and probability.

For the description of the business model, all stakeholders were questioned on the Group's value creation targets and strategies, as well as the main trends and factors that could influence the Company's future development.

These results were presented to and approved by the Executive Committee.

To illustrate each of the policies applied in order to identify, mitigate or prevent the occurrence of risks, the Group has selected what appeared to be the most relevant performance indicators.

Introduction:

In previous years, the Group's CSR policy was covered by a section of the business report. Therefore, the policies and measures described in this declaration are in line with existing Group practices. The new aspect concerns the assessment carried out in order to identify and define the main CSR risks related to the business activities of the Group and its members. This report also presents the indicators deemed to be relevant to the main risks and policies.

The required information on the CLASQUIN Group business model is set out in the first part of the annual report, which provides an overview of the Group's main business activities, market positioning and development strategy with regard to future trends and developments.

1. Main non-financial risks (CSR)

The risks presented below correspond to CSR risks related to the Company's business. These are "gross" risks, without taking into account policies and measures implemented by the Group to prevent their occurrence and mitigate their impact.

Among a wide range of CSR risks, 12 risks were identified showing a wide variety of probability and impact levels. Meanwhile, other risks were disregarded on grounds of their irrelevance to the Group's business activities. For example, as a freight forwarder CLASQUIN does not produce manufactured goods and has no production facilities liable to generate environmental risks. The main resource used by the Group to conduct its business is the expertise of its people. Accordingly, staff-related CSR risks are more numerous, as they are relevant to CLASQUIN's business activities.



Description of the 12 CSR risks identified:

CSR RISKS	CAUSES	CONSEQUENCES
	STAFF	
Attraction	Unattractive pay policy, weak brand visibility	Difficulty hiring and attracting talent
Failure to retain talent	Unattractive career development management and employee dissatisfaction with pay policy, management or internal communication	Departure of talented staff
Workload and working hours	Inappropriate work organisation or workload	Increase in psychological risks, industrial accidents and commuting accidents
Health and safety	Ignorance of safety obligations to be observed in warehouses, risks on the road for sales people	Industrial accidents and commuting accidents
Industrial relations	Lack of dialogue between Group management and employees	Deterioration in the working environment to the detriment of collective performance
Training	Lack of ongoing training, loss of know-how, competitive factor	Mismatch between staff skills and changing work practices
Gender balance	Difficulty hiring and issues of salary scales	Lack of gender balance and unequal pay between women and men
Disability	Difficulty hiring disabled people	Failure to comply with requirements regarding the employment of disabled persons.
	ENVIRONMENT	
Waste management	Lack of awareness about waste recycling	Lack of recycling
Climate change	Increased impacts of climate change on our business	Inadequate measures to reduce the Company's carbon footprint (greenhouse gas emissions).
	SOCIAL	
Sponsorship	Difficulty selecting coherent solidarity initiatives	Lack of involvement in local communities as a sponsor
Risk of corruption	Risk of geographical exposure and identification of sensitive posts	Acts of corruption, influence peddling, etc.

David, Jean-Philippe, Carole, Daniel & Guillaume





Risk	Drobobility		Impact		Cina of vials
RISK	Probability	Financial	Reputation	Business continuity	Size of risk
Failure to retain talent					
Attraction					
Workload and working hours					
Industrial relations					
Training					
Risk of corruption					
Disability					
Health and safety					
Waste management					
Gender balance					
Climate change					
Sponsorship					

Less than 2: Limited 2: Average	3: Significant	More than 3: High
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2. CLASQUIN Group social and environmental responsibility

The CLASQUIN Group has implemented a range of ambitious measures to identify, mitigate or prevent the occurrence of the aforementioned risks.

A. STAFF: a responsible and attractive staff policy

FULFIL

Group objectives: enhance our understanding of the exciting, ever-changing professions of freight forwarding, attract potential and talented candidates, give them the means to perform well and develop in a strong culture of "Clients, Profit & Fun".

- The deployment of our employer brand is supported by a dedicated application, Clasqu'IN, installed on our employees' mobiles or computers so that, with just a click, they can share one of our 80 job offers, thus becoming CLASQUIN ambassadors.
- Group offices seek to foster an atmosphere of trust and independence and operational agents are given responsibility for a wide range of operations whilst providing individual follow-up for each client.
- CLASQUIN organises a number of corporate events to strengthen team cohesion, including the SUMMER UNIVERSITIES (SU), a multicultural and sporting event organised for employees and managers every year and held in Europe, Asia or America on a rotating basis. Sense of belonging is a driver of performance and commitment for CLASQUIN's people.
- To retain and develop talent, the Group seeks to understand the career ambitions of each employee and accordingly offer them promotion opportunities or geographical relocation in accordance with the Group's development requirements.
- In order to motivate its staff to contribute towards economic performance, CLASQUIN has set up an incentive plan and a company savings plan supplemented by a generous employer contribution policy.

Risk area: "lack of attractiveness" – "failure to retain talent".

Related indicators: average seniority (KPI), headcount and employee turnover (KPI) (scope: Group).



LISTEN

Group objectives: proactively listen to staff members in order to continuously improve well-being in the workplace and foster industrial relations in order to enhance collective performance.

- Since the Group's creation, it has had a strong company culture symbolised by the CLASQUIN motto:
 - Clients: Client satisfaction is our number one priority.
 - Profit: Creating wealth is the foundation for CLASQUIN's existence; financial performance is therefore paramount, a vital factor in sustaining our development strategy and guaranteeing the satisfaction of all our stakeholders.
 - Fun: we are convinced that job satisfaction is essential and, at CLASQUIN, we wish to make everyone's professional journey a resolutely human, happy and shared adventure.
- In keeping with its motto "Clients, Profit & Fun", CLASQUIN has introduced the "Fun@work" scheme and rolled out the "Funometer", an in-company satisfaction survey that gives employees an opportunity to submit comments anonymously on their working conditions and make suggestions for improvements.
- Since 2018, offices have been adapted in order to provide employees with a suitable working environment that matches the requirements of the Group's ongoing growth. In 2019, the Bordeaux office was relocated and the registered office completely renovated. Overall this year, 37 of the 66 offices have been upgraded.
- Every year, an annual maintenance campaign is conducted jointly by HR and managers with a new project on appraisal of skills (core, interpersonal and managerial skills) and self-assessment by the employee. Between July and December 2019, a project conducted by a working group led by HR and front-line employees of the Lyon office resulted in the launch of the new forms in January 2020.
- Lastly, CLASQUIN's senior management directly contributes towards industrial relations by chairing meetings duly held each month with staff representative bodies. Meetings may be convened by any member of these bodies. The social and economic committee was set up in January 2020. Furthermore, a second HR officer position has been created to encourage dialogue with operational teams and the appointment of an HR coordinator on specific themes (e.g. disability, harassment, etc.).

Risk area: "workload and working hours" - "industrial relations".

Related indicators: results of the "Funometer" in-company satisfaction survey (KPI) (scope: Group).

TRAIN

Group objectives: develop and exploit the skills of each employee.

- Following the creation of our training school, CLASQUIN ACADEMY, the Group seeks to exploit the specialised skills of its staff by encouraging them to become in-company trainers and share their know-how and experience with their colleagues.
- CLASQUIN also encourages use of the French CPF individual training account scheme, an opportunity frequently overlooked in other companies.
- Training needs are also compiled during the annual and career prospects meetings and the annual "People Review" appraisals conducted by HR.
- The creation of a SALES ACADEMY contributes to upskilling the sales teams and creating a collective sales momentum.
- The acceleration of training in 2019 resulted in 57.64% of employees receiving training compared with 33.85% the previous year (excluding the French CPF campaign).

Risk area: "training".

Related indicators: training budget expenditure – number of employees receiving training – percentage of headcount receiving training (KPI) – average hours of training per employee (scope: CLASQUIN SA). New AIR template (France subsidiary scope)

PROMOTE DIVERSITY

Group objectives: ensure equal treatment and promote diversity amongst our staff.

- CLASQUIN guarantees equality between women and men in terms of pay, qualifications and career opportunities, via the annual "People Review" appraisals. Every year, a review of "Company policy on equal pay and career opportunities" is submitted to the Board of Directors.
- At 1 September 2019, CLASQUIN SA scored 93 out of 100 on the 2018 gender balance index.
- By providing its hiring managers with appropriate training, the Group sees that discrimination is totally absent from its hiring and induction policy and processes.
- A number of measures have been implemented to improve the Group's treatment of disabled persons and inform disabled employees of the various schemes available to them. In particular, the Group has drafted a set of guidelines entitled "Action Handicap CLASQUIN" in order to raise employee awareness and provide guidance. Moreover, every year, a disability report (Bilan Handicap) is circulated to all offices setting out key figurers, the main measures implemented and recommendations for the following year. Every year, an email is sent to all CLASQUIN employees to raise awareness about diversity.
- CLASQUIN has also appointed a disability coordinator.



- This excellent result is the fruit of an equal pay policy rolled out over the past few years, which is a fundamental aspect of the Company's strategy, values and culture. The gender balance index comprises 5 indicators.
- CLASQUIN almost secured the maximum score of 4 out of 5 indicators.
- "At CLASQUIN, gender equality falls under the broader scope of the Diversity and Social Inclusion programme which is one of the pillars of the Group's HR policy. These results exemplify the work accomplished. Since diversity, and in particular gender diversity, is a source of elevation and value creation for the Company, we intend to continue our efforts to value and promote the role and standing of female managers within the Group." Yves REVOL, Executive Chairman.

Risk area: "gender balance" - "disability".

Related indicators: proportion of women in headcount (scope: Group) – breakdown of headcount by gender and job category (scope: CLASQUIN SA) – breakdown of headcount by gender and pay bracket - breakdown of promotions by gender - number of full time equivalent disabled persons employed by CLASQUIN's French establishments with over 20 employees (scope: France) and percentage of disabled employees (KPI).

2019 Gender Equality Index – Related indicators – score for each indicator

Proportion of women on the Board of Directors.

PROTECT

Group objective: communicate in order to eliminate safety risks.

- In order to minimise the risk of accidents and safety breaches, the Group uses a wide range of materials to promote preventive and emergency measures, particularly in the warehouses and with regard to staff directly involved in logistics operations. A single document is available for consultation in every office and is periodically revised.
- In 2019, the single document was entirely reviewed with the introduction of a more precise risk assessment and more comprehensive action plans. The use of a company car is subject to compliance with a "vehicle fleet" code of conduct including safety rules.
- A number of safety guides have been established and shared at monthly meetings with managers in 2019, including a guide on overseas travel, a safety booklet in the offices and good practices.
- Safety protocols have also been established at all sites with warehouses.
- An occupational health and safety and fire prevention training campaign was launched in 2019 and will be completed by the end of 2020.

Risk area: "health and safety".

Related indicator: change in the number of industrial accidents (scope: CLASQUIN SA and CLASQUIN Greater China (consisting of CLASQUIN FAR EAST and CLASQUIN SHANGHAI)).





B. ENVIRONMENT: sustainable resource management

LIMIT THE ENVIRONMENTAL IMPACT

Group objectives: measure CO, emissions generated by transport solutions provided and propose more sustainable alternatives.

- While the final decision lies with the client, as a freight forwarder CLASQUIN has chosen to procure the means to measure the carbon footprint of its transport solutions. Accordingly, in 2012 CLASQUIN established a partnership with CARBON IMPACT, an environmental company, in order to calculate the CO₂ emissions generated by the transport solutions provided to its clients. In 2017 Group subsidiary LOG SYSTEM took on responsibility for these measurements. Results are provided to clients on request.
- At the request of certain key accounts, we can also connect to the TK Blue platform to set up a reporting system to measure the carbon footprint of their shipments.
- Through its Supply Chain Management Consulting business, the CLASQUIN Group is also committed to advising clients on how to optimise their goods transport systems and, where possible, propose more eco-friendly options such as rail or barge transport. For example, CLASQUIN offers a rail option from China to Europe.
- In view of its international service business and geographical location on 5 continents, CLASQUIN carefully monitors its own business travel arrangements, which are a major source of expenditure and CO₂ emissions. CLASQUIN has defined a transport policy which encourages the use of more eco-friendly means of transport. Accordingly, CLASQUIN seeks to reduce its carbon footprint by encouraging video-conferences.

We monitor energy consumption closely so as to improve control of our impact and adapt environmental behaviour accordingly. Accordingly, despite the increase in headcount, per capita consumption figures have been kept stable.

	mWh TOTAL 2018	mWh per cap.	mWh TOTAL 2019	mWh per cap.
Electricity	318 (CLASQUIN SA offices)	1.50	625 (scope: CLASQUIN SA (rental and ownership, sample of Art Shipping International, CLASQUIN Fairs & Events, LCI-CLASQUIN (France), LOG System & Cosmos)	1.63
Fuel	751 (63 vehicles)	11.92	930 (76 vehicles)	12.24
Travel	808	7.40	937	6.95
TOTAL	1,877	6.94	2,492	6.94

Risk area: "climate change".

Related indicator: number of CO₂ emission analyses conducted (scope: Group), CO₂ emissions from employee travel (scope: CLASQUIN SA).

SET AN EXAMPLE

Group objectives: in relation to its operations, commit to more sustainable management of resources and act in an exemplary fashion.

- For several years now, CLASQUIN has been working with a company called ELISE on the recycling of everyday waste such as plastic cups and bottles, metal cans, cardboard boxes, paper, batteries and bulbs. ELISE is a disability-friendly company committed to promoting the employment of disabled persons. Other waste including coffee capsules and printer cartridges is recycled directly by the supplier.
- Several actions have been implemented at the Group's headquarters and in an office in Lyon since 2013, including raising awareness among employees on waste sorting. For this purpose, used cup collectors and waste sorting bins have been installed near resting, eating and meeting areas. Moreover, employees are encouraged to reduce printouts (internal communications and elimination of a significant number of printers) and to sort papers.
- With the goal of extending this scope to all offices and subsidiaries of CLASQUIN France, we have already included 7 more offices in late 2019/early 2020 and will continue with this initiative.
- In 2020, the Company has decided to replace plastic cups and stirrers with paper and wooden equivalents or mugs bearing the Company logo.
- The Group also makes every effort to recycle or find a new home for used furniture and computer hardware when replaced.
- The IST department implements an optimisation policy for the Group's servers with the aim of reducing energy consumption. In the last two years, the number of servers has been divided by three.

Risk area: "waste management".

Related indicator: volume of waste recycled (scope: CLASQUIN SA and LOG System France).



C. SOCIAL: involvement in the local community

COMMITMENT AND INVOLVEMENT

Group objectives: get involved in the local community and encourage employees to follow suit.

Scope: CLASQUIN SA

- The Group has for many years been engaged at the international level through its offices acting independently via community initiatives, donations and skills sponsorship.
- The Group's aim by the end of 2020 is to set up a foundation, initially in France, so as to structure its assistance and contribute proactively towards improving its eco-system. The foundation will be defined in accordance with employees' interest in engagement and will be run by them on a voluntary basis. The structure and funding rules are under consideration.
- CLASQUIN is a founding member of the Emergence foundation, a community of 37 Lyon-based companies committed to helping start-up projects designed to strengthen social bonds and create jobs by donating skills and facilitating contacts.
- In accordance with its strong commitment to equal opportunities, academic achievement and promoting employment, the Group supports local charity organisations such as COUP DE POUCE and RESSORT.
- Under its partnership with the TÉLÉMAQUE Institute, CLASQUIN offers its employees the chance to become a personal mentor for a schoolchild or apprentice coming from a humble background, in order to provide guidance throughout their schooling and build their self-confidence. Three employees currently act as mentors.
- CLASQUIN also contributes to charities such as the Foyer Notre Dame des Sans-Abris shelter for the homeless and the Little Brothers of the Poor.
- The Group also sponsors the Fondation des Hospices Civils de Lyon, a foundation that aims to step up the development of innovative projects designed to provide individual support to sick persons.
- Since September 2019, CLASQUIN has provided some of its Lyon offices to Mercyship, an NGO which has chartered hospital ships since 1978 to the poorest African countries in order to provide free health care, training and assistance for community development projects.
- Lastly, the Group enlists the services of local disability-friendly companies where possible.
- CLASQUIN employees get engaged via sports. The 2019 edition of "Run in Lyon" saw the participation of 68 employees in a collaborative race in favour of Association Raphaël which supports children suffering from leukaemia. Employees also took part in the "Harbour Run" in Rotterdam. Lastly, CLASQUIN supports local sport-based initiatives with the help of a local basketball team.

Risk area: "sponsorship".

Related indicator: annual amount of donations (scope: CLASQUIN SA).

PREVENTION OF BRIBERY AND CORRUPTION ("SAPIN II" ACT)

Group objectives: combat corruption by taking action to prevent, detect and combat corruption and influence peddling.

- In December 2017, the CLASQUIN Group Board of Directors adopted an anti-corruption plan containing various measures in compliance with the French Sapin II Act.
- The Middlenext anti-corruption code of conduct has been adopted and promoted in all Group companies. This code was circulated to all Group employees in four languages together with a message from the Chairman.
- A whistle-blowing system has been put in place, whereby internal potential alerts can be assessed while complying with the need for confidentiality.
- The mapping of corruption and influence peddling risks is ongoing.
- Meanwhile, in 2019 the Group rolled out the GIFT (Global Integrated Financial Tools) project in most of its subsidiaries, involving the separation of different accounting operations, thereby enhancing control of financial and accounting operations.
- The strengthening of procedures for the assessment of third parties is ongoing (in particular via the tools in GIFT and the launch of the procedure known as Denied Party Screening which is being rolled out in the Group).
- Employees receive regular training on the Group's policy on combating corruption, particularly in France, China and Hong Kong and during the World Management Committee Meetings.
- A dedicated "risk and compliance" post has been created in the Group, in particular so as to continue the implementation of the anti-corruption policy.

"It is therefore my wish that the Executive Committee and all employees of CLASQUIN familiarise themselves with and follow this code so that the prevention of corruption, a goal in keeping with the values we uphold, becomes a permanent feature of the way we manage all of our operations." Extract from the message on CLASQUIN's anti-corruption plan, Yves REVOL, Chairman of CLASQUIN Group.

Related risk: "corruption".

Related indicator: number of incidences reported to the Ethics Committee within the framework of the anti-corruption ethics hotline (SAPIN II Act), Proportion of employees having attended an anti-corruption awareness raising event (KPI) (scope: Group).



3. Main CSR indicators

A. Methodology

Over half of the 12 KPIs set out in part III of this declaration have been consolidated at Group level as at 31/12/2019. This year the scope of the other indicators include CLASQUIN SA (320 employees), as well as our entities CLASQUIN Fairs & Events (F&E) (5 employees), Art Shipping International (ASI) (5 employees), LCI-CLASQUIN (France) (61 employees), COSMOS Consultants (2 employees) and LOG System France (32 employees) unless otherwise stated. Most indicators also cover Greater China, the Group's second largest region with 165 employees.

B. Staff indicators

I. Employment

■ Total headcount and breakdown by gender, age and region

The Group's **977 employees** are based in **19 countries. 44% of the headcount is based in France and 17% in Greater China.** The Group headcount comprises 54% women and 46% men. In 2019, **the average employee age was 39.** Over half of the workforce are aged between 35 and 54, with 24% aged 26-34, 9% under 25 and 8% over 55.

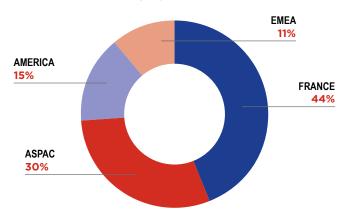
Breakdown of headcount:

- 425 employees France (CLASQUIN SA + LCI-CLASQUIN (France) + LOG System + CLASQUIN Fairs & Events + Art Shipping International + COSMOS Consultants)
- 552 employees in rest of world,
- Total of 977 employees in the Group.

Average age of Group employees:

- Under 25: 91
- **26 34: 228**
- **35 54: 574**
- Over 55: 84

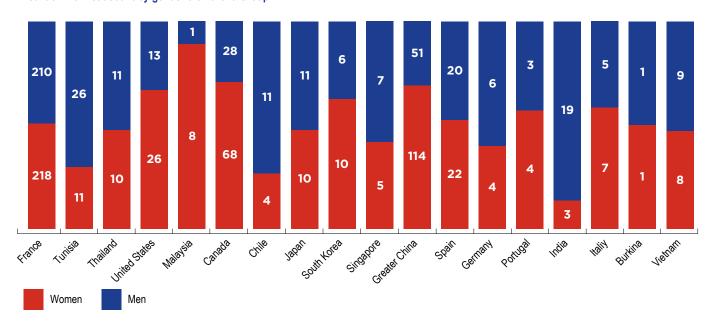
Breakdown of headcount by region as at 31/12/2019



*ASPAC: Whole of Asia including Greater China

*EMEA: Europe and Africa
*America: the Americas

Breakdown of headcount by gender 31/12/2019 Group



■ Hires and departures - Permanent contracts

2019 comments: In 2019, the Group hired 197 employees and recorded 120 departures. This corresponds to a net increase of 77 in the headcount and a France staff turnover ratio of 22.61% (excluding acquisition of Cargolution). Over the Greater China scope, staff turnover was 12.75% in 2019. Over the international scope excluding Greater China: 23.53%.

	France*	International excl. Greater China	Greater China
Hires	89	79	29
Departures	67	41	12
Staff turnover	22.61%	23.53%	12.75%

^{*} France data (CLASQUIN SA, LCI-CLASQUIN (France), Art Shipping International, CLASQUIN Fairs&Events, LOG SYSTEM and COSMOS Consultants).

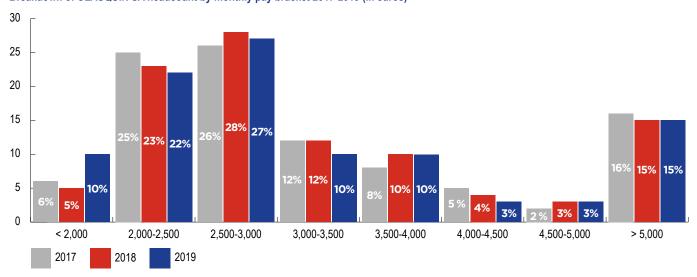
Average employee seniority France: 6 years and 4 months.

Average employee seniority Group: 5 years and 8 months, including the seniority of Cargolution's employees (acquisition in October 2019). Seniority excluding seniority of Cargolution employees: 5 years and 3 months.

■ Compensation and wage growth

Scope: CLASQUIN SA headcount (all types of contracts).

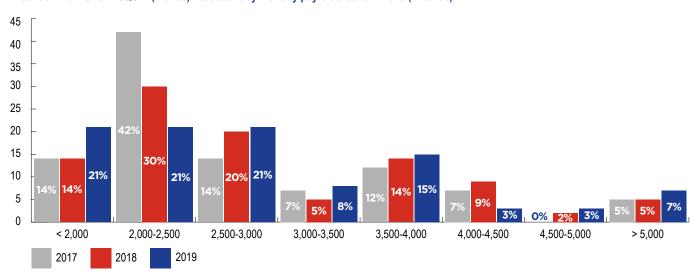
Breakdown of CLASQUIN SA headcount by monthly pay bracket 2017-2019 (in euros)





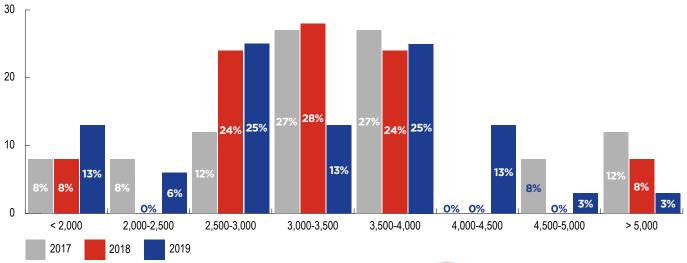
Scope: LCI-CLASQUIN headcount (France - all types of contracts); gross salaries in euros.

Breakdown of LCI-CLASQUIN (France) headcount by monthly pay bracket 2017-2019 (in euros)



Scope: LOG SYSTEM headcount (France - all types of contracts); gross salaries in euros.

Breakdown of LOG SYSTEM headcount by monthly pay bracket 2017-2019 (in euros)



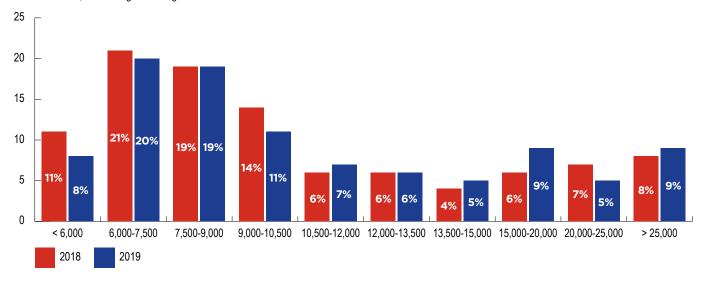




Scope: CLASQUIN SHANGHAI LTD headcount. (all types of contracts).
This entity consists of the offices in Xiamen, Guangzhou, Suzhou, Beijing, Ningbo, Tianjin, Qingdao, and Shanghai.

Breakdown of CLASQUIN SHANGHAI Ltd headcount by monthly pay bracket 2018-2019 (in Chinese Yuan - CNY)

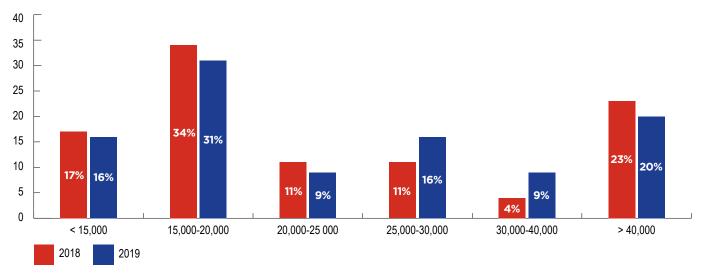
For information, the average exchange rate in 2019 was 1 EUR = 7.74 CNY.



Scope: CLASQUIN FAR EAST Ltd headcount. (all types of contracts). This entity is present only in Hong Kong.

Breakdown of CLASQUIN FAR EAST Ltd. headcount by monthly pay bracket 2018-2019 (in Hong Kong Dollars - HKD)

For information, the average exchange rate in 2019 was 1 EUR = 8.775250083 HKD.



Scope: ART SHIPPING INTERNATIONAL headcount (France all types of contracts). Not representative. Scope: CLASQUIN Fairs&Events headcount (France all types of contracts). Not representative.



II. Work organisation - Health - Safety

Organisation of working hours:

Scope: CLASQUIN SA headcount.

2019 comments: CLASQUIN SA employees (excluding managers and equivalent) work a 39-hour week and have 12 days of compensatory time off (except for directors and managers). No employee is required to work unusual hours including nightwork or working on public holidays.

Absenteeism:

Scope: CLASQUIN SA and LCI-CLASQUIN (France) and CLASQUIN Greater China headcount (consisting of CLASQUIN FAR EAST and CLASQUIN SHANGHAI).

Absenteeism due to illness remains limited: (sick leave, industrial accidents, commuting accidents, part-time working on health grounds, occupational diseases).

	2017	2018	2019
CLASQUIN SA	2.22%	1.83%	2.12%
CLASQUIN GREATER CHINA	N/A	0.22%	0.29%
LCI-CLASQUIN (France)	4.41%	5.95%	4.57%

■Industrial accidents, including frequency and severity, and occupational illnesses:

Scope: CLASQUIN SA and CLASQUIN Greater China headcount (consisting of CLASQUIN FAR EAST and CLASQUIN SHANGHAI).

France scope: there was no industrial accident in 2019; there were only commuting accidents (4) which did not lead to lost time (table below).

Greater China scope: we did not record any industrial accident for the years 2018 and 2019.

	2017	2018	2019
Number of industrial accidents (IA)	3	1	0
Number of IAs resulting in lost time	1	1	0
Number of days of lost time following an IA	40	2	0
Number of permanent disability cases	1	0	0
Industrial accident frequency rate (1)	0	2.02	0

III. Industrial relations

Organisation of industrial relations, including staff communication, consulting and bargaining procedures:

Scope: Group headcount.

Three "Funometer" surveys (anonymous in-company satisfaction survey) have been conducted since 2017. The response rate was 80.7% in March 2019 (85% in 2017, 78% in 2018). In March 2019, 91.4% of employees questioned replied that they felt good at work (86% in 2017, 90% in 2018). In 2019, over 96% of employees questioned replied that they had confidence in CLASQUIN's future and strategy; 94.1% had confidence in the management conducted by their manager (93% in 2018).

IV. Training

■ Training policies implemented:

Scope: CLASQUIN SA headcount.

In 2019, CLASQUIN SA invested 0.40% of its 2018 payroll in training courses designed to develop employee skills or help them adapt to their job. In addition, the Company paid a mandatory contribution amounting to 1% of its 2018 payroll (€123,292.67), entailing a total contribution of 1.40% of its 2018 payroll (€212,135.25), up from 0.65% in 2018.

Training expenditure amounted to €88,842.58 in 2019. CLASQUIN SA chose not to renew its subscription to OPCO Mobilités for 2019, following changes due to the reform of vocational training (French Professional Future Act (*Loi avenir professionnel*) of 5 September 2018), effective 1 January 2019. The Company thus received only €1,795 of co-funding from OPCO for its ongoing training plan in 2019, compared to €29,689 in 2018. For exceptional reasons, the Company had to postpone part of the training scheduled in the last quarter of 2019 to the following year, representing training costs of some €30,499.

The number of training hours per trainee fell to 9 hours in 2019 from 20 hours in 2018. However, the number of employees receiving training increased: 166 employees received training in 2019, up from 88 in 2018, or 57.64% of the headcount trained in 2019 versus 33.85% in 2018. An in-house training campaign focusing on legal subjects was conducted for about a hundred employees across the entire country.

Since 2017, CLASQUIN SA has also conducted communication campaigns inviting its employees to use their DIF (French individual training entitlement) and CPF (French individual training account) through the CPF support scheme. This scheme allows employees to follow these training hours during their working time.



CLASQUIN SA scope	2019
Training expenditure:	€212,135.25
Training expenses	€48,855.88
• Salaries	€39,986.70
Mandatory contribution to OPCO Mobilités (1% of 2018 payroll)	
Number of employees trained	
Percentage of average headcount trained	57.64%
Average number of hours of training per employee	9

V. Equal treatment

Measures to promote gender equality:

Scope: CLASQUIN SA headcount; headcount at 31/12/2019.

In 2019, **women** represented 57% of the headcount at CLASQUIN SA versus 63% in 2018. They are in the majority in the "employee" and "supervisor" categories and occupy 43% of "senior supervisor" positions and **44% of manager positions** (versus 53% in 2019).

There was an **overall balance** between women and men in the various pay brackets, except for monthly salaries over €4,500, where they are in the minority, and the range of €2,000-2,500, where they are in the majority.

Breakdown of headcount by monthly pay bracket (€) as at 31/12/2019						
Pay bracket	Total	Men	Women	Percentage of women		
< 2,000	31	15	16	51.61%		
2,000-2,500	71	22	49	69.01%		
2,500-3,000	86	30	56	65.11%		
3,000-3,500	33	14	19	57.57%		
3,500-4,000	33	15	18	54.54%		
4,000-4,500	9	2	7	77.77%		
4,500-5,000	10	8	2	20%		
> 5,000	47	33	14	29.78%		

Scope: LCI-CLASQUIN France; headcount at 31/12/2019.

In 2019, **women** represented 39% of the headcount at LCI-FRANCE versus 43% in 2018. They are in the majority in the "employee" and "supervisor" categories and occupy **36% of manager positions.**

In 2019, there was an **overall balance** between women and men in the various pay brackets, except for monthly salaries under €3,000, where they are in the **minority**, and above €3,000, where they are in the **majority**.

Breakdown of headcount by monthly pay bracket (€) as at 31/12/2019					
Pay bracket	Total	Men	Women	Percentage of women	
< 2,000	13	8	5	38%	
2,000-2,500	13	9	4	31%	
2,500-3,000	13	9	4	31%	
3,000-3,500	5	2	3	60%	
3,500-4,000	9	5	4	44%	
4,000-4,500	2	1	1	50%	
4,500-5,000	2	0	2	100%	
> 5,000	4	2	2	50%	

Scope: LOG SYSTEM headcount; headcount at 31/12/2019.

In 2019, **women** represented 25% of the headcount at LOG SYSTEM versus 16% in 2018. They are in the majority in the "employee" category and occupy 22% of manager positions (versus 11% in 2018).

In 2019, women were in the majority in the pay brackets under €2,000 and €2,000-2,500 and in the minority in pay brackets above €3,500.

It is to be noted that women are usually under-represented in the IT sector and we have made progress with women accounting for 25% of our headcount versus 16% in 2018.



Breakdown of the LOG SYSTEM headcount by monthly pay bracket (€) as at 31/12/2019					
Pay bracket	Total	Men	Women	Percentage of women	
< 2,000	4	1	3	75%	
2,000-2,500	2	0	2	100%	
2,500-3,000	8	7	1	13%	
3,000-3,500	4	1	3	75%	
3,500-4,000	8	8	0	0%	
4,000-4,500	4	3	1	25%	
4,500-5,000	1	1	0	0%	
> 5,000	1	1	0	0%	

Scope: CLASQUIN FAR EAST (Greater China).

Breakdown of headcount by monthly pay bracket (HKD) as at 31/12/2019					
Pay bracket	Total	Men	Women	Percentage of women	
< 15,000	7	2	5	71%	
15,000-20,000	14	5	9	64%	
20,000-25,000	4	0	4	100%	
25,000-30,000	7	2	5	71%	
30,000-40,000	4	2	2	50%	
> 40,000	9	5	4	44%	

Scope: CLASQUIN Shanghai (Greater China).

Breakdown of headcount by monthly pay bracket (CNY) as at 31/12/2019						
Pay bracket	Total	Men	Women	Percentage of women		
< 6,000	10	3	7	70%		
6,000-7,500	24	5	19	79%		
7,500-9,000	23	4	19	83%		
9,000-10,500	13	5	8	62%		
10,500-12,000	8	2	6	75%		
12,000-13,500	7	2	5	71%		
13,500-15,000	6	1	5	83%		
15,000-20,000	11	7	4	36%		
20,000-25,000	6	2	4	67%		
> 25,000	11	3	8	73%		

■ Breakdown of promotions 2019:

Scope: CLASQUIN SA (France) headcount;

Breakdown of promotions in 2019							
Category Total Men Women Percentage of wome							
Administrative employee to supervisor	2	0	2	100%			
Supervisor to senior supervisor	2	0	2	100%			
Supervisor to manager	2	1	1	50%			
Senior supervisor to manager	1	1	0	0%			
Change of title	23	11	12	52.17%			

Comment (CDI CLASQUIN SA scope at 31/12/2019) – 288 permanent contracts:

- Change of status: 2.43% of employees under a permanent contract benefited from a change of status in 2019.
- Change of title: 7.98% of employees under a permanent contract benefited from a change of title in 2019.
- Overall promotions: 13.54% of employees under a permanent contract benefited from a promotion (all categories).



Scope: LCI-CLASQUIN (France) headcount;

Breakdown of promotions in 2019				
Category	Total	Men	Women	Percentage of women
Administrative employee to supervisor	3	2	1	33.33%
Change of title	0	(0	0
TOTAL	3	2	? 1	33.33%

Scope: Art Shipping International (France) headcount – Not representative.

Scope: LOG SYSTEM (France) headcount - Not representative.

Scope: CLASQUIN Fairs&Events (France) headcount – Not representative.

■ Measures to promote the hiring and integration of disabled persons.

Scope: CLASQUIN SA France headcount.

Proportion of disabled employees in total workforce:

2017	2017	2018	2019
Proportion of disabled employees	2.80%	2.70%	3.12%

The requirement for French establishments with over 20 employees to employ at least 6% disabled persons is met fully by some establishments and partly by others.

2019:

Establishment	2019 employment requirement	Registered full time equivalent (FTE) disabled employees
Registered office	3 FTE	2.18 FTE
CLASQUIN Lyon office	3 FTE	2.42 FTE
CLASQUIN Paris office	3 FTE	0.58 FTE
CLASQUIN Le Havre office	2 FTE	1.55 FTE
CLASQUIN Nantes office	2 FTE	1.553 FTE
LOG SYSTEM	1 FTE	0 FTE
LCI-CLASQUIN (France)	2 FTE	2 FTE

2018:

Establishment	2018 employment requirement	Registered full time equivalent (FTE) disabled employees
Registered office	3 FTE	1.58 FTE
CLASQUIN Lyon office	2 FTE	2 FTE
CLASQUIN Paris office	3 FTE	1 FTE
CLASQUIN Le Havre office	1 FTE	1 FTE
CLASQUIN Nantes office	1 FTE	0.33 FTE
LOG SYSTEM	1 FTE	0 FTE
LCI-CLASQUIN (France)	1 FTE	1 FTE



C. Environmental indicators

CIRCULAR ECONOMY

Waste prevention and management:

Scope: Registered office & CLASQUIN Lyon.

In 2019, 3,339 kg of paper was collected and recycled, 144 kg of plastic cups and bottles, 1 kg of metal cans, representing a saving of around 77,100 litres of water, 119 litres of fuel, 1,331 kg of CO₂, 56 trees saved and 63 hours of work generated for disabled employees over the year.

■ Measures to protect consumer health and safety:

CLASQUIN is an Authorised Economic Operator (AEO) recognised as such by the customs authorities. This status guarantees that the Company exercises stringent controls over its operations and goods flows.

CLIMATE CHANGE

■ Measures to reduce the impact of Company operations indirectly responsible for greenhouse gas emissions:

Scope: CLASQUIN SA.

In view of its international service business and geographical location on 5 continents, CLASQUIN carefully monitors its own business travel arrangements, which are a major source of expenditure and CO₂ emissions.

CLASQUIN SA already drastically reduced its CO₂ emissions between 2017 and 2018 (by 28%) by encouraging video-conferences and the use of rail transport for business travel.

The Group has set the target of stabilising its per capita CO₂ emissions excluding exceptional events (organisation of the "Summer Universities" outside Europe).

Means of transport	CO ₂ (kg) 2019	CO ₂ (kg) 2018
AIR	212,983	182,666
Europe	32,675	22,268
International	140,852	124,715
National	39,456	35,683
RAIL	3,551	3,980
Europe	216	50
National	3,335	3,930
TOTAL	216,534	186,646
Average consumption/headcount	498kg/p	491kg/p

D. Social indicators

SOCIAL COMMITMENTS IN FAVOUR OF SUSTAINABLE DEVELOPMENT

Partnerships and sponsorships:

Scope: CLASQUIN SA.

In 2019, CLASQUIN gave donations worth \in 14,400 to charities and foundations, including Emergence (\in 25,000 over 5 years), Les Hôpitaux Civils de Lyon (\in 3,000), and Le Foyer Notre Dame des Sans Abris (\in 1,000) (\in 17,475 in 2018).

These donations and funds will be managed by the CLASQUIN Foundation once it is officially effective at the end of 2020.

FAIR PRACTICES

Prevention of bribery and corruption:

Scope: Group.

No alert was issued in 2019 via the whistleblowing system.

In 2019, 95% of those invited to an anti-corruption awareness raising event attended (mainly managers and salespeople).



E. Exclusions and limitations

As a forwarding agent, the Group does not manufacture goods or directly provide the transport services it offers. Given the nature of the CLASQUIN Group's business, the possibility of providing information relating to the following items is limited:

- the impact of the Group's operations and use of its goods and services on climate change;
- social commitments in favour of the circular economy.

CLASQUIN does not have a collective catering system that would require vigilance with regard to food waste, food insecurity, animal well-being and responsible, fair and sustainable nutrition.

Furthermore, no company collective agreements are in force apart from those regarding the incentive scheme and Group savings plan, which play an important role in driving collective economic performance at the subsidiaries.

Lastly, as a company listed on a market that is controlled but not regulated (Euronext Growth), the Group is not required to address issues related to the defence of human rights and prevention of tax evasion.

4. Independent third-party body's report on the consolidated declaration of non-financial performance included in the Management Report

Financial year ended 31 December 2019.

To the Shareholders,

In our capacity as independent third-party body and also as statutory auditors of CLASQUIN authorised by the Inspection section of COFRAC under number 3-1321 (the scope of this authorisation may be consulted on www.cofrac.fr), we hereby submit to you our report on the consolidated declaration of non-financial performance for the year ended 31 December 2019 (the "Declaration"), as presented in the annual report in accordance with the statutory and regulatory provisions of Articles L. 225-102-1, R. 225-105 and R. 225-105-1 of the French Commercial Code.

Company's responsibility

The Board of Directors is required to draw up a Declaration in compliance with statutory and regulatory provisions including a presentation of the business model, a description of the main non-financial risks, a presentation of the policies applied in response to these risks and the results of said policies, including key performance indicators.

The Declaration was prepared in application of the Company's procedures (the "Guidelines"), the main features of which are set out in the Declaration or may be consulted on request at the Company's registered office.

Independence and quality control

Our independence is defined by the terms of Article L. 822-11-3 of the French Commercial Code and by our professional code of conduct. In addition, we have implemented a quality control system comprising documented policies and procedures designed to guarantee compliance with applicable laws and regulations, ethical principles and professional standards.

Responsibility of the independent third-party body

It is our responsibility, on the basis of our work, to establish a substantiated opinion expressing a conclusion of limited assurance regarding:

- the compliance of the Declaration with the provisions of Article R. 225-105 of the French Commercial Code;
- the fair presentation of the information provided in application of Article R. 225-105 I (3) and II of the French Commercial Code, namely the results of the policies, including key performance indicators, and the measures taken in response to the main risks (the "Information").

However, it is not for us to express an opinion on the Company's compliance with other applicable laws and regulations, including those relating to the vigilance plan, prevention of corruption and tax evasion and compliance of products and services with applicable regulations.

Nature and scope of work

Our work as described below was carried out in accordance with the provisions of Articles A. 225-1 et seq. of the French Commercial Code and in accordance with the professional standards of the *Compagnie nationale des commissaires aux comptes* regarding such engagements, as well as international standard ISAE 3000 ⁽¹⁾:

- we acquired an understanding of the business activity of all entities included in the consolidation scope and the description of the main risks;
- we assessed the appropriateness of the Guidelines in terms of their relevance, completeness, reliability, objectiveness and clarity, taking industry good practices into account where applicable;
- we verified whether the Declaration covered each information category listed by Article L. 225-102-1 III of the French Commercial Code with regard to social and environmental issues;
- we verified whether the Declaration presented the information listed in Article R. 225-105 II of the French Commercial Code, where such information is relevant to the main risks, and whether it included, where necessary, an explanation of the reasons for the omission of information required under Article L. 225-102-1 III (2);



- we verified whether the Declaration presented the business model and a description of the main risks related to the business activity of all entities included in the consolidation scope, including, where relevant and proportionate, the risks generated by its business relationships, products or services, as well as the policies, measures and results, including key performance indicators related to the main risks;
- we consulted documentary sources and held interviews in order to:
 - assess the process of selecting and approving the main risks as well as the consistency of the results and key performance indicators adopted with regard to the main risks and policies presented, and
 - corroborate what we considered to be the most important qualitative information (measures and results). As regards risks, our work was conducted on the consolidating entity and one other entity⁽²⁾;
- we verified whether the Declaration covered the consolidated scope, namely all entities included in the consolidation scope in accordance with Article L. 233-16 of the French Commercial Code, subject to the limitations set out in the Declaration;
- we acquired an understanding of the internal control and risk management procedures implemented by the entity and assessed the information-gathering process with a view to guaranteeing the completeness and fair presentation of the Information;
- with regard to the key performance indicators and other quantitative results that we deemed to be the most important (3), we conducted:
 - analytical procedures to verify the correct consolidation of the data collected and the consistency of comparative data;
 - sample tests aimed at verifying the due application of definitions and procedures and reconciling the data contained in the supporting documentation. This work was performed on a selection of contributing entities covering between 27% and 56% of consolidated data selected for these tests;
- we assessed the consistency of the Declaration as a whole in light of our knowledge of all entities included in the consolidation scope.

We consider that the work we performed in the exercise of our professional judgement allows us to draw a conclusion of limited assurance. A greater degree of assurance would have required more extensive verification.

Means and resources

Our assignment was conducted by five people working for a total period of two weeks between November 2019 and mid-March 2020.

We held seven interviews with the persons responsible for preparing the Declaration, including representatives of senior management, the Legal and Compliance Department, the Human Resources Department and the Communications Department.

Conclusion

On the basis of our work, we have not identified any material anomalies liable to call into question the compliance of the declaration of non-financial performance with applicable regulatory provisions and the fact that the Information, taken as a whole, is presented fairly in accordance with the Guidelines.

- (2) CLASQUIN SA (France).
- (3) Staff indicators: total headcount at 31 December 2019; average seniority; turnover; percentage of disabled employees; proportion of employees feeling satisfied at work; proportion of employees considering that their managers were accessible and attentive; percentage of headcount receiving training. Social indicator: Proportion of target employees having attended an anti-corruption awareness raising event.





F MATERIAL POST BALANCE SHEET EVENTS

The health crisis related to the COVID-19 pandemic, which has affected almost the entire planet, is causing a serious recession that will severely impact international trade. At present it is impossible to make an accurate assessment of the depth or duration of the crisis.

G FORESEEABLE CHANGES IN THE POSITION OF THE GROUP OF CONSOLIDATED COMPANIES AND OUTLOOK

The CLASQUIN Group has aligned its vision for 2020 with this health crisis environment related to the COVID-19 pandemic, bearing in mind that these times of crisis, although challenging and insecure, are also times of opportunity.

The CLASQUIN Group has taken all the required measures to ensure the safety of its employees and the continuity of its shipments. In order to adjust operations to the level of business, a drastic plan has been put in place to lower the breakeven point. Measures include partial operation, renegotiating rent, salary cuts for directors and managers and renegotiating operating costs, while preserving our expertise and ability to expand the business again when the time comes.

The CLASQUIN Group has also safeguarded its cash requirements.

As announced earlier, short and medium-term funding has been secured by the signing of a syndicated loan with a pool of 8 banks in November 2019. These arrangements include a confirmed €30 million short-term revolving credit facility.

The Group's banks have also postponed all payment dates by six months and several authorities have postponed deadlines for payment of charges.

These measures aimed at preserving cash and securing finance give the Group confidence in its ability to pull through the current economic crisis.

H EARNINGS APPROPRIATION

Please note that, in the prospectus drawn up for the Company's flotation on Euronext Growth (formerly Alternext), provided that the Group is able to fund the capital expenditure required to drive its growth and insofar as results allow, the Company has announced its intention to make an annual dividend payout of at least 20% of consolidated net profit Group share.

However, in the light of the COVID-19 crisis, we recommend that you allocate CLASQUIN SA's net profit for the year amounting to €986,276.79 as follows: allocate the full amount to "Retained earnings".

In accordance with the provisions of Article 243 bis of the French Tax Code, we would like to remind you that the amounts distributed as dividends for the previous 3 years were as follows:

FINANCIAL YEAR	Dividend distribution per share		
2018	€0.65		
2017	€0.80		
2016	€0.80		

NON TAX-DEDUCTIBLE EXPENSES

In accordance with the provisions of Article 223 *quater* and *quinquies* of the French Tax Code, we hereby inform you that the 2019 financial statements include €122,821 in respect of non tax-deductible expenses and that corporate tax paid on this amount at the base rate came to €34,390.



J SUBSIDIARIES AND SHAREHOLDINGS

We have presented the business activity of the subsidiaries in our report on the Company's business activity. The table of subsidiaries and shareholdings is included in this report.

During 2019, the Company acquired new equity investments or increased its equity interest and voting rights in companies having their head office in France and abroad, as stated below:

- the creation of BLUE LOTUS OCEAN LINE Ltd on 8 April 2019;
- the equity stake in ART SHIPPING INTERNATIONAL was increased to 100%;
- the equity stake in CLASQUIN INTERCARGO T.I 1999, SA was reduced to 93%;
- the liquidation of CLASQUIN GEORGIA on 1 July 2019;
- the acquisition of an 80% stake in CARGOLUTION Inc on 1 October 2019.

The Company has a number of secondary establishments in France.

K CONTROLLED COMPANIES

As at 31 December 2019, the Company controlled the following companies directly or indirectly:

List of subsidiaries directly held by CLASQUIN SA:

NAME OF COMPANY	Registered office	% interest 2019	% interest 2018
PARENT COMPANY			
CLASQUIN SA	Lyon	Holding company	Holding company
DIRECTLY OWNED COMPANIES			
ART SHIPPING INTERNATIONAL SAS	Paris	100%	80%
BLUE LOTUS OCEAN LINE Ltd	Hong Kong	100%	-
CARGOLUTION Inc.	Montreal	80%	-
CLASQUIN AUSTRALIA PTY Ltd	Melbourne	100%	100%
CLASQUIN BURKINA FASO	Bobo-Dioulasso	100%	100%
CLASQUIN CANADA Inc.	Montreal	100%	100%
CLASQUIN CHILE	Santiago	100%	100%
CLASQUIN FAIRS & EVENTS	Lyon	70%	70%
CLASQUIN FAR EAST Ltd	Hong Kong	100%	100%
CLASQUIN GERMANY GmbH	Frankfurt	100%	100%
CLASQUIN INDIA PVT Ltd	Delhi	100%	100%
CLASQUIN ITALIA SRL	Milan	100%	100%
CLASQUIN JAPAN KK Ltd	Tokyo	100%	100%
CLASQUIN KOREA Ltd	Seoul	100%	100%
CLASQUIN MALAYSIA Ltd	Kuala Lumpur	100%	100%
CLASQUIN PORTUGAL Lda	Porto	90%	90%
CLASQUIN SILK ROAD	Hong Kong	51%	51%
CLASQUIN SINGAPORE PTE Ltd	Singapore	100%	100%
CLASQUIN THAILAND Co. Ltd	Bangkok	49%	49%
CLASQUIN USA Inc.	New York	100%	100%
CLASQUIN VIETNAM Ltd	Ho Chi Minh City	99%	99%
EAST ASIA LOGISTICS COMPANY Ltd	Ho Chi Minh City	49%	49%
FINANCIÈRE LCI SAS	Lyon	80%	80%
LOG SYSTEM SARL	Lyon	70%	70%
CLASQUIN T.I. INTERCARGO 1999, SA	Barcelona	93%	100%



List of subsidiaries indirectly held by CLASQUIN SA:

NAME OF COMPANY	Registered office	% interest 2019	% interest 2018
INDIRECT SUBSIDIARIES			
COMPANY OWNED BY CLASQUIN SILK ROAD:			
CLASQUIN GEORGIA	Tbilisi	-	51%
COMPANIES OWNED BY CLASQUIN FAR EAST LTD:			
CLASQUIN SHANGHAI Ltd.	Shanghai	100%	100%
EUPHROSINE Ltd	Hong Kong	69%	69%
COMPANY OWNED BY CLASQUIN USA INC.::			
SECURE CUSTOMS BROKERS Inc.	New York	100%	100%
COMPANIES OWNED BY FINANCIÈRE LCI SAS:			
LCI-CLASQUIN	Villefranche	80%	80%
LCI TUNISIE SARL	La Marsa	80%	80%
LCI TRANSPORT SARL	Rades	36%	36%
SCILACHA	Villefranche	50%	50%
COMPANIES OWNED BY LOG SYSTEM:			
COSMOS CONSULTANTS	Paris	70%	70%
LOG SYSTEM TUNISIA	Tunis	69%	69%

L AGREEMENTS SPECIFIED UNDER ARTICLES L. 225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE

The statutory auditors will read their report, which refers to agreements duly authorised by the Board of Directors in respect of this financial year and agreements signed in previous years that continued during the year ended 31 December 2019.

M BOARD MEMBER AND STATUTORY AUDITOR APPOINTMENTS – NEW BOARD MEMBER APPOINTMENT PROPOSAL

The term of office of Claire Mialaret, Board member, is due to expire at the end of this general meeting.

We recommend that you appoint Claude REVEL as new Board member, in addition to the incumbent members, for a six-year term expiring at the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2025.

No statutory auditor appointments are due to expire at the end of this general meeting.

N RECOMMENDED ALLOCATION OF DIRECTORS' FEES

We recommend that you set the amount of directors' fees to be distributed among the Board members for the year ending 31 December 2020 at €16,000.



AUTHORISATION GRANTED TO THE BOARD OF DIRECTORS BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

We recommend that, at this general meeting, you renew all previously granted authorisations that are due to expire, namely the authorisation granted to the Company to buy back its shares on the market and the authorisation to cancel the shares acquired as part of the share buyback programme.

We also recommend that you set out certain powers granted by the Annual General Meeting of 5 June 2019 to take into account the change in the definition of offers of securities to the public since the entry into force of the European Prospectus Regulation no. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019, and that the powers granted pursuant to the law on employee savings schemes be updated in line with Act no. 2019-486 of 22 May 2019.

1. Authorisation granted to the Company to buy back its shares on the market

We recommend that you authorise the Company to trade on the stock market in its own shares, pursuant to the provisions of Article L. 225-209 of the French Commercial Code, and provided that the applicable statutory and regulatory provisions are satisfied when this authorisation is exercised, for the following exclusive purposes, in order of priority:

- transactions carried out by an investment service provider as part of a liquidity contract drawn up pursuant to the Amafi (French Financial Markets Association) ethical code,
- coverage of stock option and/or bonus share plans or equivalent schemes.
- coverage of other forms of share allocation to Group employees and/or corporate officers under conditions and according to procedures specified by the law, particularly with regard to Company profit sharing as part of a company savings scheme,
- retention and subsequent exchange or payment as part of transactions such as acquisitions, mergers, demergers or contributions, subject to statutory limitations.
- coverage of debt securities convertible to shares,
- cancelling purchased shares.

Other uses of this share buyback programme are not being considered.

The transactions performed as part of a buyback programme shall be carried out pursuant to applicable regulations. An information document will be circulated in accordance with current regulations.

The maximum number of shares to be acquired will represent a maximum of 10% of the Company's share capital (including shares already held), including 5% of the Company's share capital if they are shares acquired by the Company to keep and later transfer as payment or in exchange as part of a merger, demerger or contribution.

The maximum purchase price per share, subject to adjustments linked to transactions relating to the Company's capital, will be set at €60 (excluding transaction fees).

The maximum theoretical amount for carrying out this programme is €13,838,406 (maximum theoretical amount excluding treasury shares), financed either with equity or via short to medium-term external financing.

Shares may be repurchased via any procedure, including acquisition of share blocks in one or more transactions, including during a public tender offer.

The authorisation will be valid with effect from the date of the Annual General Meeting until the date of the next Annual General Meeting called to approve the financial statements, within the statutory limit of eighteen (18) months.

If you adopt this resolution, the Board of Directors will report to you every year on the use of this authorisation.

We are also asking you to authorise the Board of Directors, for a period of eighteen (18) months, on one or more occasions and at its sole discretion, to cancel, subject to a cap of 10% of the share capital calculated as at the date of the decision to cancel, having deducted any shares cancelled during the previous 24 months, shares that the Company holds or may hold following repurchases made under the buyback programme and to reduce the share capital by the same amount pursuant to current statutory and regulatory provisions. The Board of Directors would therefore have the powers to do what is required in such matters.

2. Details on certain powers granted by the Annual General Meeting of 5 June 2019 to take into account the change in the definition of offers of securities to the public since the entry into force of European Prospectus Regulation n°. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019

In order to take into account the change in the definition of offers of securities to the public since the entry into force of European Prospectus Regulation no. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019, we recommend that you:

- specify that the powers granted for capital increases by way of an offer specified under Article L. 411-2 (I) of the French Monetary and Financial Code must be covered by a separate delegation of power;
- update the reference now applicable to capital increases by way of an offer specified under Article L. 411-2 (I) of the French Monetary and Financial Code (previously an offer to the persons specified under Article L. 411-2 (II) of the French Monetary and Financial Code).

All other provisions of the said delegations of powers in force would remain unchanged would continue to have full legal effect.



3. Update of powers granted pursuant to the law on employee savings schemes

The Annual General Meeting of 5 June 2019 renewed the resolutions pursuant to the law on employee savings schemes. We recommend that you again approve this delegation of powers as updated by the provisions of Act no. 2019-486 of 22 May 2019 in order to take into account, among other things, the newly authorised discounts on the maximum price.

Article L. 225-129-6 of the French Commercial Code has amended cases where the Annual General Meeting must vote on a draft resolution for the purpose of carrying out a capital increase pursuant to the provisions of Articles L. 3332-18 et seq. of the French Labour Code.

This increase in capital will satisfy the specific terms and conditions set forth in Article L. 225-138-1 of the French Commercial Code and Articles L. 3332-18 et seg. of the French Labour Code.

Consequently, we would request that you grant the Board of Directors the authority, with the option of further delegation to the Chief Executive Officer, to carry out this capital increase at its sole discretion, up to the maximum aggregate nominal value of three hundred thousand euros (€300,000).

The beneficiaries of this increase in capital would be all employees of the Company and the companies belonging to its Group, as defined in Article L. 225 180 of the French Commercial Code, through an FCPE employee investment fund under a company savings plan.

The shareholders must waive their preferential subscription right in favour of those persons belonging to a company savings plan in the form of an FCPE employee investment fund (or any other plan for which, under Articles L. 3332-18 et seq. of the French Labour Code, a capital increase may be reserved for members of the plan under equivalent conditions) of the Company and the companies belonging to its Group, as defined in Article L. 225-180 of the French Commercial Code.

The price shall be determined in accordance with the law and, in particular, with the objective practices used for valuing shares. The subscription price would not be higher than the subscription price thus determined or more than 30% lower than this price (40% when the lock-in period set out in the plan in accordance with Articles L. 3332-25 and L. 3332-26 of the French Labour Code is 10 years or more); however, the Board of Directors could reduce this discount at its own discretion, in particular should an offer be made to company savings plan members of securities on the international market and/or abroad in order to meet the requirements of local applicable laws.

The final amount of the capital increase, subject to the aforementioned price limits, shall be set at no higher than the number of shares actually subscribed by employees at the subscription closing date set by the Board of Directors.

The shares must be fully paid up on the day of subscription and will be locked up for five (5) years effective from the final capital increase date, except in those cases listed exhaustively by law.

The authorisation granted to the Board of Directors to decide on a capital increase reserved to employees within the framework of the provisions of the aforementioned Articles L. 3332-18 et seq. of the French Labour Code shall remain valid for a twenty-six (26) month term as of this Annual General Meeting.

We specify that this authorisation of powers would render void any previous authorisation of powers for the same purpose.

P UPDATE OF THE COMPANY'S ARTICLES OF ASSOCIATION

We recommend that you update Articles 16, 17, 19, 20, 24 and 25 of the Company's articles of association in line with the new statutory and regulatory provisions and accordingly recommend the following updates:

- Article 16 of the Company's articles of association would be amended to include the possibility of written consultation of Board members pursuant to Article L. 225-37 of the French Commercial Code as amended by the French law simplification act (Act no. 2019-744 of 19 July 2019), currently mainly applicable to decisions to co-opt directors, powers to grant guarantees and transferring the registered office within the same department;
- Article 17 of the Company's articles of association would be amended to take into account Article L. 225-35 of the French Commercial Code as amended by the French law simplification act (Act no. 2019-744 of 19 July 2019), assigning to the Board of Directors the additional tasks of determining the course of the company's business and overseeing its implementation, in accordance with the company's interests, with due regard given to the social and environmental considerations relevant to its business activity;
- Articles 19 and 24 of the Company's articles of association would be amended to replace the term "jetons de présence" (attendance fees) by the new term stipulated by the PACTE Act (Act no. 2019-486 of 22 May 2019): "rémunération des administrateurs" (directors' fees);
- Article 20 of the Company's articles of association would be updated to take into account the amendments of the provisions applicable to regulated agreements brought about by the French law simplification act (Act no. 2019-744 of 19 July 2019);
- Articles 24 and 25 of the Company's articles of association would be amended to take into account the amendment to Articles L. 225-96 and L. 225 98 of the French Commercial Code brought about by the French law simplification act (Act no. 2019-744 of 19 July 2019), which changed the method for calculating majority at the Annual General Meetings of public limited companies: the majority required for the adoption of resolutions submitted at meetings is now determined solely on the basis of votes cast by shareholders present or represented; abstentions, as well as blank or spoilt votes are no longer counted as negative votes but are excluded from the counting.



Q STOCK OPTIONS — BONUS SHARE ALLOCATIONS

Pursuant to the provisions of Articles L. 225-184 and L. 225-197-4 of the French Commercial Code, the Annual General Meeting must be kept informed of stock option and bonus share plans.

No stock option plans have been implemented.

The Company has implemented a bonus share plan and has allocated 39,444 bonus shares to employees and executive officers of the Company and of related entities within the meaning of Article L. 225-197-2 of the French Commercial Code as determined by the Board.

The objectives of this bonus share plan are to:

- rally Group directors and managers around the corporate mission led by the Chief Executive Officer;
- expand the core group of shareholder-managers in order to strengthen their loyalty to the Group over the long term;
- encourage directors and managers to focus on the Group's performance objectives.

These performance shares are allocated under a joint investment plan.

In accordance with the provisions of Article L. 225-197-4 (1) of the French Commercial Code, the Annual General Meeting is informed of the allocation of bonus shares during the year by means of a special report.

This plan is subject to conditions and criteria, including presence and performance criteria, as set out in the special report.

R REPORT ON THE TRANSACTIONS CARRIED OUT BY THE COMPANY ON ITS OWN SHARES DURING THE FINANCIAL YEAR

In application of the provisions of Article L. 225-211 (2) of the French Commercial Code and pursuant to the authorisation granted by the Combined Annual General Meeting of 5 June 2019, we hereby inform you that the Company carried out the following transactions during the financial year ended 31 December 2019:

- number of shares purchased during the financial year: 11,805,
- number of shares sold during the financial year: 13,785,
- average purchase price: €34.4655,
- average sale price: €35.0674,
- transaction costs: nil,
- number of shares registered in the Company's name as at 31 December 2019: 3,365,
- total value of shares at purchase price: €115,976.4,
- share par value: €2.00,
- proportion of share capital represented: 0.15%.

Information on the execution of share purchase transactions per objective set in the share buyback programme decided by the Combined Annual General Meeting of 5 June 2019:

OBJECTIVES	Number of shares acquired	Average purchase price (€)	Number of shares sold	Potential reallocations
Liquidity contract	11,805	34.4655	13,785	N/A

For information, the CLASQUIN share price was €34.90 on 2 January 2019 and €35 on 31 December 2019.



S INFORMATION ON SHARE CAPITAL AND VOTING RIGHTS

In accordance with the provisions of Article L. 233-13 of the French Commercial Code and in view of information and notices received pursuant to Articles L. 233-7 and L. 233-12 of said Code, we inform you of the following:

- Identity of shareholders, at the end of the financial year, directly or indirectly holding more than 5%, 10%, 15%, 20%, 25%, 33.33%, 50%, 66.66%, 90% and 95% of the share capital or voting rights:
 - OLYMP, a company controlled by Yves REVOL, holds 41.01% of the share capital and 53.93% of the voting rights,
 - Yves REVOL holds 4.64% of the share capital and 6.11% of the voting rights,
 - ARIANE PARTICIPATIONS, a company controlled by Hugues MORIN, holds 5.04% of the share capital and 6.06% of the voting rights,
 - EDMOND DE ROTHSCHILD ASSET MANAGEMENT (France), acting on behalf of the funds it manages, stated that it held 5.66% of the share capital (letter dated 14 November 2018),
- Breakdown of share capital and voting rights, in view of threshold crossing disclosures made to the Company between the dates of the previous report and the current report:
 - no threshold crossing disclosures were made to the Company during this period.

T SHARE TRANSACTIONS CARRIED OUT BY DIRECTORS OR CLOSELY RELATED PERSONS

Pursuant to statutory and regulatory provisions, below you will find a summary of the transactions performed on Company shares during 2019 by directors and persons closely related to them. This statement has been produced based on information we have received:

- number of shares sold: 3620,
- number of shares purchased: 14,478,
- number of shares subscribed: Nil,
- number of shares exchanged: Nil.

PERSONS CONCERNED	Number of shares sold during the year	Number of shares purchased during the year
OLYMP	0	2,558
Hugues MORIN and related persons	3,620	7,009
Laurence ILHE	0	4,911

U COMPANY EMPLOYEE SHARE OWNERSHIP

In accordance with the provisions of Article L. 225-102 of the French Commercial Code, we hereby provide information on the situation concerning the employee share ownership scheme at year-end and the proportion of share capital represented, as at 31 December 2019, by the shares held by Company employees and by employees of related companies, as defined in Article L. 225-180 of the French Commercial Code, within the framework of a company savings plan and an FCPE employee investment fund.

As at 31 December 2019, the CLASQUIN PERFORMANCES investment fund held 4.74% of the Company's share capital.



BOARD OF DIRECTORS' REPORT ON CORPORATE GOVERNANCE

1. Information concerning corporate officers

1.1 List of offices and positions held

In accordance with Article L. 225-37 of the French Commercial Code, we hereby list below all the offices and positions held during the year in all relevant companies by each director. This list has been drawn up based on information provided by each party concerned.

Positions and offices held by Yves REVOL, Chairman of the Board of Directors

Chairman of OI YMP

Chairman of CLASQUIN FAR EAST Board member of CLASQUIN JAPAN Chairman of CLASQUIN VIETNAM

Board member of EAST ASIA LOGISTICS Ltd.

Chairman of CLASQUIN SHANGHAI Board member of EUPHROSINE Chairman of CLASQUIN SILK ROAD

Chairman and member of the FINANCIÈRE LCI Supervisory Board

Joint managing director of CLASQUIN BURKINA Chairman of the Board of Directors of CLASQUIN CHILE Chairman of the Supervisory Board of LOG SYSTEM Chairman of the Board of Directors and Board member of CARGOLUTION Inc. (from 1 October 2019)

Chairman of LYMAGE

Managing director of SCI DE LA LOUVE Managing director of SCI APHRODITE Managing director of SCI HERA Managing director of SCI MAIALYS Managing director of SCI CALLIOPE Managing director of SCI HESTIA

Managing director of SCI WHITE STREET 5

Positions and offices held by Philippe LONS, Board member and Deputy Managing Director

Chief Financial Officer of CLASQUIN SA Board member of CLASQUIN JAPAN Board member of CLASQUIN ITALIA Representative of CLASQUIN

Board member of CLASQUIN FAR EAST Board member of CLASQUIN SINGAPORE Board member of CLASQUIN KOREA Board member of CLASQUIN MALAYSIA

Board member of CLASQUIN AUSTRALIA Board member of CLASQUIN THAILAND

Board member of CLASQUIN CANADA Board member of CLASQUIN USA

Board member of SECURE CUSTOMS BROKERS

Board member of CLASQUIN SHANGHAI Board member of CLASQUIN SILK ROAD Board member of CLASQUIN INDIA Board member of CLASQUIN INTERCARGO Member of the FINANCIÈRE LCI Supervisory Board

Board member of CLASQUIN CHILE

Positions and offices held by OLYMP, Board member, represented by Jean-Christophe REVOL

Nil

Positions and offices held by Jean-Christophe REVOL, Permanent representative of OLYMP

Board member of CLASQUIN INTERCARGO

Managing director of OLYMP

South Europe International Sales Director at CLASQUIN INTERCARGO

Positions and offices held by Hugues MORIN, **Board member and Managing Director**

Chairman of CLASQUIN ITALIA

Member of the FINANCIÈRE LCI Supervisory Board,

Board member of CLASQUIN AUSTRALIA Board member of CLASQUIN MALAYSIA Board member of CLASQUIN INDIA Board member of CLASQUIN SINGAPORE Joint managing director of CLASQUIN BURKINA

Board member of CLASQUIN CHILE

Managing director of CLASQUIN PORTUGAL Managing director of CLASQUIN FAIRS & EVENTS

Board member of CLASQUIN JAPAN

Board member and legal representative of CLASQUIN KOREA Chairman and Board member of CLASQUIN INTERCARGO

Managing director of ARIANE PARTICIPATIONS

Board member of CARGOLUTION Inc. (from 1 October 2019)

Positions and offices held by Claire MIALARET, **Board member**

Other offices: Nil

Electronic communications ombudsman up to 31 March 2019

Positions and offices held by Christian AHRENS, **Board member**

Other offices: Nil Interim manager

Positions and offices held by Laurence ILHE, Board member and Deputy Managing Director

Chairman of CLASQUIN CANADA Statutory auditor of CLASQUIN JAPAN Statutory auditor of CLASQUIN KOREA Board member of CLASQUIN MALAYSIA Board member of CLASQUIN SINGAPORE Board member of CLASQUIN THAILAND

Board member of CLASQUIN INDIA Board member of CLASQUIN USA

Chairman of CLASQUIN SECURE CUSTOMS BROKERS Secretary, Treasurer and Board member of CARGOLUTION Inc. (from 1 October 2019)

Group General Secretary of CLASQUIN SA

Positions and offices held by MA Fan, Board member

Other offices: Nil

Chairwoman of SHAO YANG Institute, University of Chinese traditional

Chairwoman of China Business Owners Federation of Lyon (FCECL).



1.2 Information on the exercise of senior management

It is to be noted that as of 1 January 2019:

- Yves REVOL is the Chairman of CLASQUIN's Board of Directors,
- Hugues MORIN is the Chief Executive Officer.

1.3 Duration of Board member appointments

Yves REVOL was reappointed as Board member by the Annual General Meeting on 8 June 2015 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2020, and as Chief Executive Officer by the Board of Directors on 8 June 2015. Following the Board's decision on 5 December 2018 to separate the duties of Chairman and Chief Executive Officer, Yves REVOL has been Chairman of CLASQUIN's Board of Directors since 1 January 2019.

Philippe LONS was reappointed as Board member by the Annual General Meeting on 8 June 2015 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2020, and as Deputy Managing Director, for the duration of the Chief Executive Officer's term of office, by the Board of Directors on 8 June 2015. His appointment as Deputy Managing Director was confirmed by the Board of Directors on 5 December 2018.

OLYMP was reappointed as Board member by the Annual General Meeting on 7 June 2016 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2021.

Hugues MORIN was reappointed as Board member by the Annual General Meeting on 7 June 2016 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2021. He was reappointed as Deputy Managing Director by the Board of Directors on 8 June 2015 for the duration of the Chief Executive Officer's term of office. Following the Board's decision on 5 December 2018 to separate the duties of Chairman and Chief Executive Officer, Hughes MORIN has been Chief Executive Officer of CLASQUIN since 1 January 2019.

Claire MIALARET was appointed as Board member by the Annual General Meeting on 5 June 2014 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2019.

Christian AHRENS was appointed as Board member by the Annual General Meeting on 8 June 2015 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2020.

Laurence ILHE was appointed as Board member by the Annual General Meeting on 5 June 2019 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2024.

MA Fan was appointed as Board member by the Annual General Meeting on 5 June 2019 until the close of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2024.

1.4 Agreements entered into by a manager or major shareholder of the parent company with a subsidiary

Pursuant to the French Commercial Code, we hereby inform you that no agreements were entered into, directly or via an intermediary, between i) any of the corporate officers or shareholders holding more than 10% of the voting rights in the Company and ii) another company in which the Company directly or indirectly holds over half of the share capital, with the exception of agreements entered into in the ordinary course of business and on arm's length terms: Technical consulting services provided and charged (€25,000) by ARIANE PARTICIPATIONS, a company controlled by Hugues MORIN, to ART SHIPPING INTERNATIONAL following the resignation of this company's previous managing director.





2. Summary of currently valid powers granted by the general meeting of shareholders with regard to capital increases

In accordance with the French Commercial Code, information relating to the following is presented below:

- currently valid authorisations granted by the Annual General Meeting to the Board of Directors for capital increases,
- exercise of the aforementioned delegations of powers during the year.

Currently valid powers granted by the Annual General Meeting to the Board of Directors with regard to capital increases

Combined Annual General Meeting of 5 June 2019

- authorisation granted to the Company to increase its share capital by a maximum par value of €3,000,000 (and €40,000,000 in respect of debt-based securities, relating in particular to bonds) by issuing any securities, with preferential subscription rights, as appropriate, with authority granted to the Board of Directors to decide on said capital increases during a twenty-six (26) month term.
- authorisation granted to the Company to increase its share capital by a maximum par value of €3,000,000 (and €40,000,000 in respect of debt-based securities, relating in particular to bonds) by issuing any securities, without preferential subscription rights, as appropriate, with authority granted to the Board of Directors to decide on said capital increases during a twenty-six (26) month term.
- authorisation granted to the Company to increase its share capital by a maximum nominal value of €3,000,000 by issuing ordinary shares or any other securities, as part of an offer specified under Article L. 411-2 (II) of the French Monetary and Financial Code, without shareholder preferential subscription rights, with authority granted to the Board of Directors for a twenty-six (26) month term to carry out said capital increases,
- authorisation granted to the Board of Directors, for a twenty-six (26) month term, to increase the number of securities to be issued as part of the aforementioned capital increases, if a surplus of subscription requests is received, pursuant to the provisions of Article L. 225-135-1 of the French Commercial Code,
- authorisation granted to the Board of Directors, for a twenty-six (26) month term, to carry out share capital increases at its sole discretion, subject to a maximum nominal value increase of €300,000, without preferential subscription rights in favour of individuals belonging to a company savings plan through an FCPE employee investment fund (or any other plan for which, under Articles L. 3332-18 et seq. of the French Labour Code, a capital increase may be reserved for members of the plan under equivalent conditions) of the Company or companies belonging to its Group, as defined in Article L. 225-180 of the French Commercial Code.
- authorisation granted to the Board of Directors, for a thirty-eight (38) month term, on one or more occasions and at its sole discretion, to make bonus allocations of its choice, either of existing shares in the Company originating from previous purchases or of new shares issued via a capital increase, to employees and executive officers of the Company and of related entities within the meaning of Article L. 225-197-2 of the French Commercial Code, as determined by the Board, or to specific categories of employees or executive officers, where the total number of shares resulting from this authorisation to allocate bonus shares, whether existing or to be issued, may not exceed a total of four percent (4%) of the total shares making up the Company's share capital on the allocation date.

Exercise of the aforementioned authorisation during the year

Board of Directors meeting on 16 October 2019 Decision to allocate 39,444 bonus shares to employees and executive officers of the Company and of related entities within the meaning of Article L. 225-197-2 of the French Commercial Code, as determined by the Board. This plan is subject to conditions and criteria, including presence and performance criteria, as set out in the special report drawn up in accordance with the provisions of Article L. 225-197-4 (1) of the French Commercial Code. These performance shares are allocated under a joint investment plan.

W AUDIT BY THE STATUTORY AUDITORS

We are going to provide you with the reports from the statutory auditors concerning:

- the Company financial statements,
- the consolidated financial statements,
- agreements specified under Articles L. 225-38 et seq. of the French Commercial Code,
- cancellation of shares purchased by the Company under its share buyback programme,
- the decision taken in application of the employee savings scheme.

We hope that all of the resolutions presented to you will meet with your approval.

The Board of Directors



NOTE 1

Statement of financial results for the last five years

(in euros)	2015	2016	2017	2018	2019
CAPITAL AT YEAR-END			-		
Share capital	4,612,802	4,612,802	4,612,802	4,612,802	4,612,802
Number of ordinary shares	2,306,401	2,306,401	2,306,401	2,306,401	2,306,401
Number of priority dividend shares					
Maximum number of new shares to be issued:					
- by converting bonds					
- through subscription rights					
OPERATIONS AND RESULTS			-		-
Sales (excl. VAT)	124,559,858	121,210,968.98	157,650,851.47	167,489,109.46	173,384,719.42
Profit before tax, profit sharing, amortisation, depreciation and provisions	2,639,851.51	2,615,104.59	3,739,863.79	2,790,938.61	4,563,917.63
Income tax	107,188.00	64,500.00	(137,928.00)	(1,200.00)	-
Employee incentive and profit-sharing scheme	1,126,382.00	1,115,454.64	1,573,009.00	1,209,055.00	1,321,501.57
Profit after tax, profit sharing, amortisation, depreciation and provisions	1,027,783.29	262,635.57	859,564.26	(158,640.87)	986,276.79
Earnings distributed	2,883,001.25	1,845,120.80	1,844,182.40	1,499,160.65	
EARNINGS PER SHARE	-		-		-
Profit after tax and profit sharing, before amortisation, depreciation and provisions	0.61	0.62	1.00	0.69	
Profit after tax, profit sharing, amortisation, depreciation and provisions	0.45	0.11	0.37	(0.07)	
Allocated dividend	1.25	0.80	0.80	0.65	
EMPLOYEES	-	-	-	-	-
Average number of employees	237	232	240	257	287
Wages	9,851,390.04	10,648,762.63	11,744,982.90	12,971,685.38	14,518,706.79
Employee welfare expenses (social security, charities)	4,305,000.90	4,761,505.22	5,279,399.88	5,423,240.26	5,859,082.76





NOTE 2

Subsidiaries and shareholdings

SUBSIDIARIES AND SHAREHOLDINGS (over 50% equity interest)	Share capital (excluding	Shareholders' equity at 31 December 2019	Equity interest	Book value of investment	
(€)	share premium)	at 31 December 2019	IIICICS	(gross)	(net)
CLASQUIN FAR EAST (4)	96,272	4,357,303	100%	128,893	128,893
CLASQUIN AUSTRALIA	477,281	463,029	100%	365,428	365,428
CLASQUIN JAPAN	92,140	911,246	100%	196,746	196,746
BLUE LOTUS OCEAN LINE Ltd	-	-	100%	-	-
CLASQUIN KOREA	202,746	294,555	100%	214,493	214,493
CLASQUIN SINGAPORE	233,468	574,894	100%	232,047	232,047
CLASQUIN THAILAND (1)	175,825	646,840	49%	145,956	145,956
CLASQUIN MALAYSIA	229,021	295,443	100%	225,417	225,417
CLASQUIN ITALIA	100,000	793,058	100%	945,655	793,058
CLASQUIN USA	14,994	1,298,181	100%	784,638	784,638
CLASQUIN CANADA	195,298	202,619	100%	179,990	179,990
LOG SYSTEM	250,000	943,912	70%	88,039	88,039
CLASQUIN VIETNAM	68,840	303,820	99%	81,500	81,500
CLASQUIN GERMANY	700,000	917,817	100%	200,000	200,000
CLASQUIN INDIA	882,323	962,669	100%	929,293	929,293
CLASQUIN SILK ROAD (2)	62,184	(25,129)	51%	31,685	-
CLASQUIN BURKINA FASO	15,245	(561)	100%	15,245	3,173
CLASQUIN INTERCARGO	90,165	2,683,575	93%	2,698,708	2,698,708
CLASQUIN CHILE (3)	1,436,805	1,164,911	100%	1,500,000	1,146,666
CLASQUIN Portugal (3)	200,000	147,308	90%	180,000	86,810
ART SHIPPING (3)	10,000	565,275	100%	1,024,612	1,024,612
FINANCIÈRE LCI	3,000,000	11,848,831	80%	2,400,000	2,400,000
CARGOLUTION (3)	31,920	1,257,368	80%	7,877,837	7,877,837
CLASQUIN FAIRS & EVENTS (3)	50,000	243,564	70%	35,000	35,000
CLASQUIN EAL	10,493	(23,129)	49%	4,987	-

 ⁽¹⁾ CLASQUIN THAILAND is 49% directly held and 100% controlled.
 (2) In the case of CLASQUIN SILK ROAD and CLASQUIN EAL, given that the Group share of shareholders' equity is negative (-€25,129 and -€23,129 respectively), the shares have been written off and an additional impairment charge recognised as a provision for financial risks and contingencies.
 (3) The gross value of the equity investments in CLASQUIN CHILE, CLASQUIN PORTUGAL, ART SHIPPING INTERNATIONAL, CARGOLUTION and FAIRS & EVENTS is stated excluding start-up costs.
 (4) Including a €1,930,107 guarantee for CLASQUIN SHANGHAI.



Initial amount Capital	outstanding		the financial year	net profit	by the Company during the year
		at 31 December 2019			
-	-	2,872,447	25,383,916	785,903	1,021,387
<u>-</u>	-	-	36,773	(46,567)	-
-	-	-	12,764,875	299,090	239,762
-	-	-	<u>-</u>	-	-
<u>-</u>	-	-	4,426,645	29,213	-
-	-	453,900	3,896,486	(81,938)	-
450,000	154,500	85,000	5,632,533	175,943	-
-	-	65,491	1,290,101	16,456	-
-	-	100,000	4,834,620	40,498	-
1,000,000	812,500	2,675,053	36,147,320	508,935	-
150,000	131,250	-	3,629,797	4,831	-
-	-	523,355	3,015,342	147,088	84,000
-	-	53,501	3,774,404	7,523	-
600,000	300,000	350,000	5,492,282	23,217	-
-	-	-	4,507,194	(12,350)	-
16,101	16,101	-	-	(234)	-
40,067	40,067	-	410,011	9,844	-
-	-	-	29,609,466	933,307	425,000
-	-	1,783,369	7,151,940	(2)	-
690,000	-	140,000	1,630,686	(49,148)	-
-	-	-	1,716,833	156,816	120,000
180,000	180,000	-	-	(2,511)	-
-	-	-	7,283,265	103,390	-
350,000	250,000	-	2,702,128	187,748	78,000
-	-	-	228,789	(10,143)	-





TEXT OF RESOLUTIONS

Resolutions proposed at the Combined Annual General Meeting of 10 June 2020

A ORDINARY RESOLUTIONS

First resolution (Approval of 2019 Company financial statements)

Following the presentation of the Board of Directors' report and the reading of the statutory auditors' general report on the Company financial statements for the year ended 31 December 2019, the Annual General Meeting approves the Company financial statements as presented as well as the transactions reported in these statements or summarised in the reports.

The Annual General Meeting also approves the total amount for expenses and charges not deductible from profits subject to income tax, amounting to €122,821, as well as the tax expense of €34,390 relating to the aforementioned expenses and charges.

Second resolution (Final discharge of Board members)

The Annual General Meeting discharges the Board members from their responsibilities for the financial year ended 31 December 2019.

Third resolution (2019 earnings appropriation)

Further to the proposal by the Board of Directors, the Annual General Meeting resolves to allocate CLASQUIN SA's net profit for the year ended, amounting to €986,276.79, as follows:

allocate the full amount to "Retained earnings".

The Annual General Meeting duly notes that the following amounts were distributed as dividends over the past three financial years:

FINANCIAL YEAR	Dividend distribution per share
2018	€0.65
2017	€0.80
2016	€0.80

Fourth resolution (Approval of the 2019 consolidated financial statements)

After the presentation of the Board of Directors' report including the Group's management report and after the reading of the statutory auditors' general report on the consolidated financial statements for the year ended 31 December 2019, the Annual General Meeting approves the consolidated financial statements as presented, as well as the transactions recorded in these statements and summarised in the reports.

Fifth resolution (Approval of the agreements specified under Articles L. 225-38 et seq. of the French Commercial Code)

After hearing the statutory auditors' special report on the agreements governed by Articles L. 225-38 et seq. of the French Commercial Code, the Annual General Meeting approves the authorisations granted to stand surety in the name and on behalf of the Company in respect of its subsidiaries' liabilities, subject to the stipulated limits and conditions, in particular those pertaining to remuneration.

Sixth resolution (Approval of the agreements specified under Articles L. 225-38 et seq. of the French Commercial Code - continued)

After hearing the statutory auditors' special report on the agreements governed by Articles L. 225-38 et seq. of the French Commercial Code, the Annual General Meeting approves the rent revision for the premises leased to SCI Maialys.

Seventh resolution (Approval of the agreements specified under Articles L. 225-38 et seg. of the French Commercial Code - continued)

After hearing the statutory auditors' special report on the agreements governed by Articles L. 225-38 et seq. of the French Commercial Code, the Annual General Meeting approves the waiver of the Group fees and fees for the shareholder loans current account held by CLASQUIN PORTUGAL.

Eighth resolution (Approval of the agreements specified under Articles L. 225-38 et seq. of the French Commercial Code - continued)

After hearing the statutory auditors' special report on the agreements governed by Articles L. 225-38 et seq. of the French Commercial Code, the Annual General Meeting duly notes continuing agreements entered into in previous financial years.

Ninth resolution (Appointment of a new Board member - Claude REVEL)

Further to the proposal by the Board, the Annual General Meeting resolves to appoint Ms Claude REVEL as a new Board member in addition to the incumbent Board members, for a six-year term until the end of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2025.

Tenth resolution (Directors' fees)

The Annual General Meeting sets the amount of directors' fees to be distributed among the Board members for the year ending 31 December 2020 at €16.000.



Eleventh resolution (Renewal of delegation of powers granted to the Board of Directors for the Company to purchase its own shares)

Further to the proposal by the Board of Directors, in compliance with the provisions of Article L. 225-209 of the French Commercial Code, and subject to compliance with the statutory and regulatory provisions applicable at the time, the Annual General Meeting resolves to authorise the Company to buy its own shares on the market and to retain them, subject to a cap equivalent to 10% of the Company's share capital, for the exclusive purposes, in order of priority, of:

- transactions carried out by an investment service provider as part of a liquidity contract drawn up pursuant to the AMAFI (French Financial Markets Association) ethical code,
- coverage of stock option and/or bonus share plans or equivalent schemes,
- coverage of other forms of share allocation to Group employees and/or corporate officers under conditions and according to procedures specified by the law, particularly with regard to Company profit sharing as part of a company savings scheme,
- retention and subsequent exchange or payment as part of transactions such as acquisitions, mergers, demergers or contributions, subject to statutory limitations,
- coverage of debt securities convertible to shares,
- cancelling purchased shares.

The transactions performed as part of a buyback programme shall be carried out pursuant to applicable regulations.

Purchases of shares made pursuant to this authorisation shall not exceed the following price and are subject to adjustments linked to any transaction relating to the Company's capital: the maximum purchase price per share shall not exceed €60 (excluding transaction fees) per share having a par value of €2.

The maximum theoretical amount for carrying out this programme is €13,838,406 (maximum theoretical amount excluding treasury shares), financed either with equity or via short to medium-term external financing.

Shares may be repurchased by any procedure, including acquisition of share blocks in one or more transactions, including during a public tender period within the limits permitted by stock market regulations.

In case of capital transactions and in particular the capitalisation of reserves, allocation of bonus shares, stock splits or reverse stock splits, the aforementioned prices will be adjusted accordingly.

To this effect, full powers are granted to the Board of Directors, with the option of further delegation to the Chief Executive Officer, to place trading orders and conclude any agreements, particularly with regard to maintaining registers of share purchases and sales, make any declarations to the French Financial Markets Authority (AMF) and any other bodies, complete any other formalities and generally do all that is necessary.

This authorisation shall be valid until the next Annual General Meeting called to approve the financial statements, and shall not exceed the statutory period of eighteen months as of today.

Every year, the Board of Directors shall inform the Ordinary General Meeting of the transactions performed pursuant to this authorisation.

B EXTRAORDINARY RESOLUTIONS

Twelfth resolution (Renewal of authorisation granted to the Board of Directors to reduce the share capital by cancelling treasury shares)

The Annual General Meeting, having noted the Board of Directors' report and after reading the statutory auditors' special report, authorises the Board of Directors to:

- cancel treasury shares held by the Company or acquired by it as part of the share buyback programme, up to a limit of 10% of the Company's share capital in any period of twenty-four months,
- correspondingly reduce the share capital by the value of the cancelled shares,
- amend the articles of association accordingly and generally do everything necessary.

This authorisation is granted for a period of eighteen months with effect from this Annual General Meeting.

Thirteenth resolution (Details on powers granted by the Annual General Meeting of 5 June 2019 to take into account the change in the definition of offers of securities to the public since the entry into force of European Prospectus Regulation no. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019)

The Annual General Meeting, having noted the Board of Directors' report and in order to take into account the change in the definition of offers of securities to the public since the entry into force of European Prospectus Regulation no. 2017/1129 and French ordinance no. 2019-1067 of 21 October 2019, resolves:

- to specify that the powers granted for capital increases by way of an offer specified under Article L. 411-2 (I) of the French Monetary and Financial Code, voted by the Annual General Meeting of 5 June 2019, are covered by a separate authorisation;
- update the reference now applicable to capital increases by way of an offer specified under Article L. 411-2 (I) of the French Monetary and Financial Code (previously an offer to the persons specified under Article L. 411-2 (II) of the French Monetary and Financial Code).

All other provisions of the said delegations of powers in force remain unchanged and continue to have full legal effect.



Fourteenth resolution (Authorisation for the Board of Directors to decide on a capital increase reserved for members of savings plans with waiver of the preferential subscription right in favour of such persons)

Having noted the Board of Directors' report and after reading the statutory auditors' special report, the Annual General Meeting, in application of the provisions of Article L. 225-129-6 of the French Commercial Code, grants the Board of Directors, with effect from today and for a period of twenty-six (26) months, all powers required, with the option of further delegation to the Chief Executive Officer, to carry out, at its sole discretion, one or more capital increases pursuant to the conditions set forth in Articles L. 3332-18 et seq. of the French Labour Code, at such times as it shall decide, for a maximum total nominal value of three hundred thousand euros (€300,000), reserved for members of a company savings plan in the form of an FCPE employee investment fund (or any other plan for which, under Articles L. 3332-18 et seq. of the French Labour Code, a capital increase may be reserved for members of the plan under equivalent conditions) of the Company and companies belonging to its Group, as defined in Article L. 225-180 of the French Commercial Code.

The price shall be determined in accordance with the law and, in particular, with the objective methods established for valuing shares. The subscription price shall not be higher than the subscription price thus determined or more than 30% lower than this price (40% when the lock-in period set out in the plan in accordance with Articles L. 3332-25 and 3332-26 of the French Labour Code is 10 years or more); however, the Board of Directors could reduce this discount at its own discretion, in particular should an offer be made to company savings plan members of securities on the international market and/or abroad in order to meet the requirements of local applicable laws.

The Annual General Meeting grants the Board of Directors full powers to implement this authority, and in particular to decide on any capital increases in accordance with the aforementioned conditions, to approve the terms and conditions applicable to such capital increases, and in particular to set the issue price of the shares according to statutory limits and those set out by this Annual General Meeting, to decide upon the opening and closing dates for subscriptions and, generally, to ensure due completion of any transactions which are part of the capital increases and to amend the articles of association accordingly.

The Annual General Meeting duly notes that the aforementioned powers render null and void any previous powers granted for the same purpose.

Fifteenth resolution (Waiver of preferential subscription rights in favour of employee members of company savings plans)

Having noted the Board of Directors' report and after reading the statutory auditors' special report, the Annual General Meeting resolves to cancel the shareholders' preferential subscription right to ordinary shares to be issued subject to the authorisation pursuant to the foregoing resolution, in favour of members of a company savings plan in the form of an FCPE employee investment fund (or any other plan for which, under Articles L. 3332-18 et seq. of the French Labour Code, a capital increase may be reserved for members of the plan under equivalent conditions) of the Company and the companies belonging to its Group, as defined in Article L. 225-180 of the French Commercial Code.

Sixteenth resolution (Update of Article 16 of the Company's articles of association)

Having noted the Board of Directors' report, the Annual General Meeting resolves to update Article 16 of the Company's articles of association in line with the new statutory and regulatory provisions to provide for the possibility of written consultation of Board members pursuant to Article L. 225-37 of the French Commercial Code and accordingly resolves that Article 16 of the Company's articles of association shall henceforth read as follows:

"ARTICLE 16 - ORGANISATION AND FUNCTIONING OF THE BOARD OF DIRECTORS

1) Office of the Board of Directors

[Unchanged]

2) Meetings of the Board of Directors

The Board of Directors shall meet as often as the interests of the Company require, pursuant to a notice of meeting issued by its Chairman or, failing this, at the request of one-third of its members, either at the registered office or at any other place specified in the notice of meeting.

However, a meeting may be convened orally and the agenda may be decided at the meeting, if all Board members in office are present at that meeting and agree on the agenda.

An attendance register shall be kept and signed by the Board members attending the meeting.

For proceedings of the Board to be valid, at least half of Board members must be effectively present.

Decisions are taken by a majority of votes of members present or duly represented, with each Board member entitled to one vote.

Decisions falling under the powers specific to the Board of Directors may be taken by written consultation of Board members in accordance with the conditions and within the limits set out in Article L. 225-37 of the French Commercial Code.

In the event of a tied vote, the chairperson shall have a casting vote.

In accordance with the conditions provided for by applicable law and regulations, the Board's internal rules of procedure may provide that Board members taking part in the meeting via video-conferencing or telecommunications facilities shall be deemed present for the purposes of calculating quorum and majority, except in the case of resolutions for which applicable law or regulations prohibit the use of video-conferencing or telecommunications facilities.

In order to be valid, proof of the number of Board members in office and their appointment shall result, vis-à-vis third parties, from the mere mention of the names of Board members present and absent in the minutes of each meeting.

The Board members and any persons called to attend meetings of the Board of Directors shall refrain from disclosing any information of a confidential nature indicated as such by the chairperson.

3) Minutes of proceedings

[Unchanged]"



Seventeenth resolution (Update of Article 17 of the Company's articles of association)

Having noted the Board of Directors' report, the Annual General Meeting resolves to update Article 17 of the Company's articles of association in line with new statutory and regulatory provisions in order to take into account the amendment of Article L. 225-35 of the French Commercial Code assigning to the Board of Directors the additional tasks of determining the course of the company's business and overseeing its implementation, in accordance with the company's interests, with due regard given to the social and environmental considerations relevant to its business activity, and accordingly resolves that Article 17 of the Company's articles of association shall henceforth read as follows:

"ARTICLE 17- POWERS OF THE BOARD OF DIRECTORS

The Board of Directors shall determine the course of the company's business and shall oversee its implementation, in accordance with the company's interests, with due regard given to the social and environmental considerations relevant to its business activity. Subject to the powers expressly granted to shareholder meetings and within the limits of the Company's objects, the Board of Directors handles all matters relating to the smooth running of the Company and, through its resolutions, settles all issues concerning it.

The Company shall incur liability to third parties even through acts of the Board of Directors that do not fall within the scope of the Company's objects, unless it can prove that the third party knew or could not have been unaware, in view of the circumstances, that the act fell outside the scope of the Company's objects, where the mere publication of the articles of association shall not be construed as sufficient proof thereof.

However, as a matter of internal order that cannot be enforced against third parties or claimed by them, the Ordinary General Meeting of shareholders may set limits on the powers of the Board of Directors.

All acts of administration and disposal not expressly reserved to the Annual General Meeting by law or pursuant to these articles of association fall within the remit of the Board of Directors.

The Board of Directors may grant to any representative of its choice all delegations of powers that it deems fit, within the limit of the powers conferred to it by law and by these articles of association.

The guarantees and securities given by the Company must be authorised by the Board of Directors in accordance with the conditions set out in Article 18 below."

Eighteenth resolution (Update of Article 19 of the Company's articles of association)

Having noted the Board of Directors' report, the Annual General Meeting resolves to update Article 19 of the Company's articles of association in line with new statutory and regulatory provisions in order to replace the term "jetons de présence" (attendance fees) by the new term "rémunération des administrateurs" (directors' fees) and accordingly resolves that Article 19 of the Company's articles of association shall henceforth read as follows:

"ARTICLE 19 - DIRECTORS' FEES

Independently of the salaries of Board members linked to the Company by an employment contract, and the fixed or proportionate allocations for top management functions to the Chairman of the Board of Directors, managing directors and a Board member acting as the chairperson on a temporary basis, as well as the remuneration of a Board member to whom special duties have been assigned, a fixed annual remuneration may be allocated to the Board of Directors, the amount of which, charged against operating expenses, shall be set by the Ordinary Annual General Meeting.

The Board of Directors shall be free to allocate this remuneration among its members in such proportions as it shall see fit. In particular, the Board may allocate a higher proportion of directors' fees to Board members who are members of committees than to the other Board members.

The Board of Directors may authorise the reimbursement of travel expenses incurred by Board members in the interests of the Company.

Lastly, the Board of Directors may allocate exceptional remuneration for tasks or offices entrusted to Board members. In such case, this remuneration shall be charged against operating expenses and subject to the approval of the Ordinary General Meeting.

No other remuneration than the remuneration provided for herein, whether permanent or otherwise, shall be allocated to Board members."

Nineteenth resolution (Update of Article 20 of the Company's articles of association)

Having noted the Board of Directors' report, the Annual General Meeting resolves to update Article 20 of the Company's articles of association to take into account the amendments, brought about by the French law simplification act (Act no. 2019-744 of 19 July 2019), to the provisions applicable to regulated agreements, and accordingly resolves that Article 20 of the Company's articles of association shall henceforth read as follows:

"ARTICLE 20 - AGREEMENTS BETWEEN THE COMPANY AND ONE OF ITS BOARD MEMBERS OR MANAGING DIRECTORS

1) Prohibited agreements

Board members other than legal entities shall, under penalty of the agreement being declared null and void, be forbidden to contract, in any form whatsoever, loans from the Company, to have it grant them a current account overdraft or otherwise, as well as to have the Company provide security or guarantee for their commitments towards third parties.

The same prohibition shall apply to the Chief Executive Officer, Deputy Managing Directors and permanent representatives of legal entities that are Board members. It shall also apply to spouses, forebears or issue of the persons mentioned in this paragraph as well as any intermediary.

2) Agreements subject to authorisation

Any agreement entered into, directly or though an intermediary, between the Company and its Chief Executive Officer, one of its Deputy Managing Directors, one of its Board members, one of its shareholders holding over 10% of the voting rights or, in the case of a shareholder company, the company that controls it within the meaning of Article L. 233-3 of the French Commercial Code, shall be subject to prior authorisation by the Board of Directors.

The same shall apply to agreements in which one of the aforementioned persons has an indirect interest.



Agreements entered into between the Company and another company if the Chief Executive Officer, one of the Deputy Managing Directors or one of the Board members is the owner, shareholder with unlimited liability, managing director, Board member, member of the Supervisory Board or, broadly speaking, the manager of said company.

The prior authorisation of the Board of Directors must be justified in terms of the Company's interest in the agreement, in particular by specifying the financial conditions attached to it.

The person having a direct or indirect interest in an agreement to which Article L. 225-38 of the French Commercial Code is applicable is required to notify the Board as soon as they become aware of such agreement. Such person is required to abstain from discussion and voting on the requested authorisation.

The Chairman of the Board of Directors shall inform the statutory auditors of all agreements authorised and entered into and shall submit these to the Annual General Meeting for approval.

The statutory auditors shall submit a special report on these agreements to the General Meeting, which shall consider and approve it.

The person having a direct or indirect interest in the agreement shall not vote. The person's shares shall not be taken into account for calculating the majority.

Agreements entered into and authorised in previous financial years which continued to apply during the year ended shall be reviewed by the Board of Directors and disclosed to the statutory auditor for the purposes of preparing this report.

Agreements approved by the General Meeting, as well as those not approved, shall be effective with respect to third parties except when declared null and void in cases of fraud.

Even in the absence of fraud, any harmful consequences arising for the Company from agreements that have not been approved may be borne by the interested party and, if necessary, by the other members of the Board of Directors.

Without prejudice the interested party's liability, agreements referred to in Article L. 225-38 of the French Commercial Code which are entered into without prior authorisation by the Board of Directors may be declared null and void if the consequences thereof are harmful to the Company as provided by law. The nullity may be avoided by a vote held by the General Meeting on the basis of a special report by the statutory auditors stating the reasons why the authorisation procedure was not followed.

3) Agreements not subject to authorisation

The preceding provisions shall not apply to agreements entered into in the ordinary course of business and on arm's length terms or agreements entered into between two companies, one of which directly or indirectly holds the entire capital of the other, where applicable after deduction of the minimum number of shares required to meet the requirements of Article 1832 of the French Civil Code or Articles L. 225-1 and L. 226-1 of the French Commercial Code."

Twentieth resolution (Update of Article 24 of the Company's articles of association)

Having noted the Board of Directors' report, the Annual General Meeting resolves to update Article 24 of the Company's articles of association in line with new statutory and regulatory provisions in order to replace the term "jetons de présence" (attendance fees) by the new term "rémunération des administrateurs" (directors' fees) and to take into account the amendment to Article L. 225-98 of the French Commercial Code which changed the method for calculating majority at general meetings of public limited companies (votes cast) and accordingly resolves that Article 24 of the Company's articles of association shall henceforth read as follows:

"ARTICLE 24 - ORDINARY GENERAL MEETINGS

The Ordinary General Meeting is called to vote on all resolutions that do not involve amendments to the articles of association.

The Ordinary General Meeting meets at least once a year within the applicable statutory and regulatory time periods in order to approve the financial statements for the previous financial year.

In particular, it may approve, make changes to or reject the financial statements submitted to it; vote on the appropriation and distribution of profits in accordance with the provisions of the articles of association; appoint and dismiss Board members and statutory auditors; approve or reject provisional Board member appointments made by the Board of Directors; set the amount of remuneration allocated to members of the Board (directors' fees); vote on the statutory auditors' special report on agreements subject to the Board's prior approval; authorise issues of bonds not convertible or exchangeable for shares if it resolves to exercise such power, without prejudice however to the Board's power to decide on or authorise bond issues in accordance with statutory provisions, and authorise the establishment of any proprietary security rights granted in their favour.

When convened for the first time, the Ordinary General Meeting is quorate if shareholders present, represented or voting by postal vote hold at least the number of voting shares provided for by law.

When convened for the second time, no quorum is required.

Resolutions are passed by a majority of votes cast held by shareholders present, represented or voting by postal vote."

Twenty-first resolution (Update of Article 25 of the Company's articles of association)

Having noted the Board of Directors' report, the General Meeting resolves to update Article 25 of the Company's articles of association in line with the new statutory and regulatory provisions to take into account the amendment to Article L. 225-96 of the French Commercial Code which changed the method for calculating majority at general meetings of public limited companies (votes cast) and accordingly resolves that Article 25 of the Company's articles of association shall henceforth read as follows:



"ARTICLE 25 - EXTRAORDINARY GENERAL MEETINGS

Only the Extraordinary General Meeting shall be authorised to amend any and all provisions of the articles of association. It may not, however, increase the commitments of shareholders, except in the case of transactions resulting from an exchange of shares or reverse stock split duly decided and performed.

Deliberation by the Extraordinary General Meeting shall only be valid if shareholders present, represented or voting by post hold at least the number of voting shares required by law in respect of the first and second notices of meeting. Should the quorum for the second notice of meeting not be attained, the meeting may be adjourned to a date no later than two months after the date specified in said notice

Resolutions shall be passed by a majority of two-thirds of votes cast held by shareholders present, represented or voting by post.

Moreover, where an Extraordinary General Meeting is called to consider the approval of a contribution in kind or the grant of a special benefit, the contributor or the beneficiary whose shares are stripped of voting rights shall not be entitled to vote on their own behalf or as a proxy."

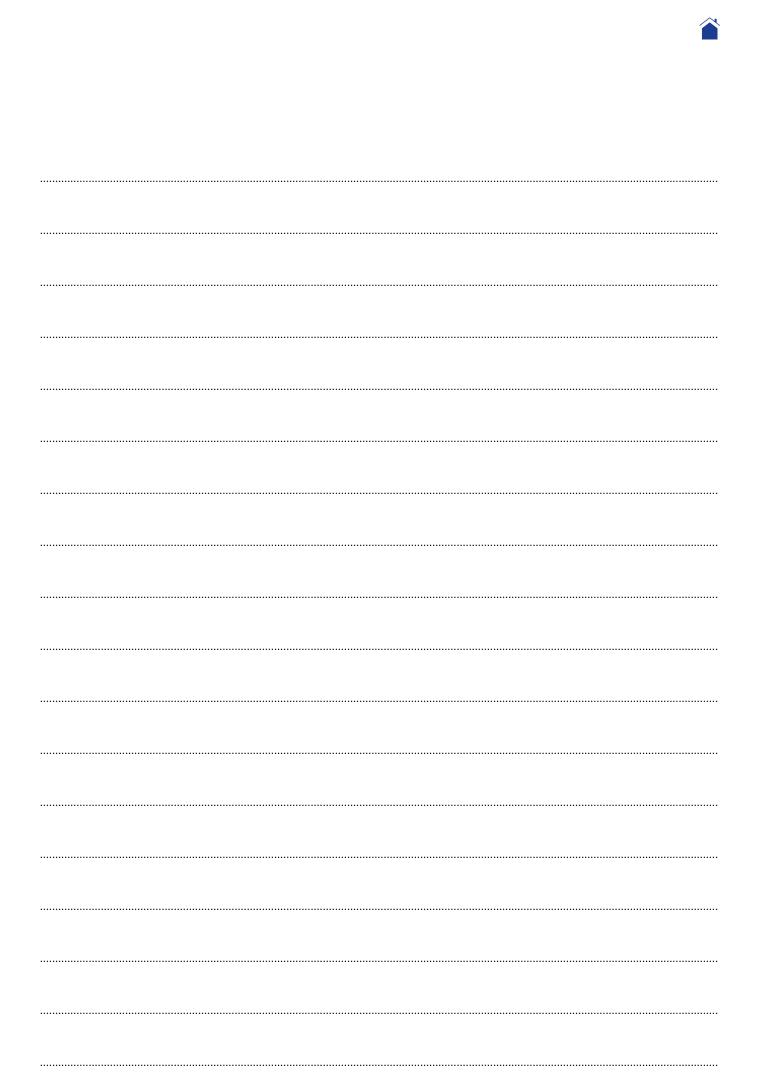
Twenty-second resolution (Powers for formalities)

The Annual General Meeting grants full powers to the bearer of originals, copies or extracts of these minutes, for the purpose of completing all the required formalities for filing these minutes, in addition to any other formalities incumbent upon the bearer.





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WHEREVER WE ARE, WE ARE THERE FOR YOU

AMERICAS

ATLANTA
CHICAGO
LOS ANGELES
MIAMI
MONTREAL
NEW YORK - JFK
SANTIAGO - AIRPORT & CITY
TORONTO

FUROPE / AFRICA

ANNECY
BAMAKO
BARCELONA
BOBO-DIOULASSO
BORDEAUX
DAKAR
DÜSSELDORF
GRENOBLE
HAMBOURG
LE HAVRE
LILLE

LYON - HEAD OFFICE

MADRID
MILANO
MULHOUSE
NANTES
NICE
PARIS - CDG
PARIS - FAIRS & EVENTS
PORTO
RUNGIS
TOULOUSE
TOURS
VALENCIA
VITROLLES

ASIA PACIFIC

BANGALORE NINGBO BANGKOK **OSAKA QINGDAO** BEIJING **CHENNAI SEOUL GUANGZHOU** SHANGHAI HANOI SHENZHEN HO CHI MINH **SINGAPORE** HONG KONG SUZHOU **KUALA LUMPUR** TIANJIN MUMBAI TOKYO **NEW DELHI** XIAMEN

FILIALES

LCI CLASQUIN
LA CRÈCHE
LILLE
MARSEILLE
PARIS - COMPANS
TUNIS
VILLEFRANCHE S/S

ART SHIPPING INTERNATIONAL PARIS

COSMOS Paris

FAVAT MARSEILLE LOG SYSTEM LYON PARIS TUNIS





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