

### **ODDO BHF Sustainability Conference**

**A Solid Governance** 

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**Rubis Mécénat Rubis Overview Appendix Sustainability at Rubis** 



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## **Rubis Overview**







## **Rubis at a glance**

2023 Key figures



**2** businesses



**Energy Distribution** 



Renewable Electricity Production



~4,100

**Employees** 





€354m

Net income (FY 2023)

+13%

2013-2023 CAGR



€1.98

Dividend proposed for 2023

+7%

2013-2023 CAGR

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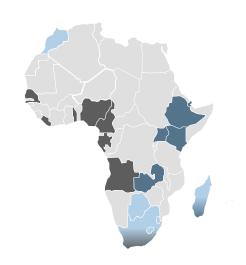
## **Rubis at a glance**

Geographical footprint

**AFRICA** (~50% of Group EBIT)

**CARRIBEAN** (~40% of Group EBIT)

**EUROPE** (~10% of Group EBIT)









LPG



Bitumen



Fuels



Renewable electricity

VOLUME SOLD AND GROSS MARGIN BY PRODUCT IN FY 2023

	Volume (in '000 m <sup>3</sup> )			Gross margin (in €m)			Adjusted gross margin (1) (in €m)		
	FY 2023	FY 2022	FY 2023 vs. FY 2022	FY 2023	FY 2022	FY 2023 vs. FY 2022	FY 2023	FY 2022	FY 2023 vs. FY 2022
LPG	1,279	1,221	5%	303	295	3%	303	295	3%
Fuel	4,048	3,843	5%	449	403	11%	438	422	4%
Bitumen	391	424	-8%	96	102	-6%	65	68	-5%
TOTAL	5,718	5,487	4%	849	801	6%	806	785	3%

(1) Adjusted for exceptional items and FX effects.

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## **Business lines and approach**

Legacy businesses generate strong cash flow financing renewable long-term growth



## **ENERGY DISTRIBUTION Steady development and improved profitability**

**RETAIL & MARKETING** 







Africa, Caribbean, Europe

## Distribution of energy and bitumen B2C and B2B from supply to end customer

- <u>LPG</u> lower carbon-intensive solution in rural areas in Europe, cleaner energy in Africa/Caribbean
- <u>Fuel & Lubricants</u> high growth potential in Africa and the Caribbean with increasing demand for mobility
- Bitumen road infrastructure in Africa

96% of Group EBITDA<sup>(1)</sup>

~80% of Group fixed assets<sup>(1)</sup>

## PRODUCTION Accelerating development



#### **Europe (Photosol), Caribbean (HDF Energy)**

#### **Photovoltaic electricity**

- 450 MWp installed capacity as of Mar-24
- 936 MWp secured portfolio as of Mar-24
- 4.7 GWp pipeline as of Mar-24
- Activity in France, recent international development (Italy, Spain)

4% of Group EBITDA<sup>(1)</sup>

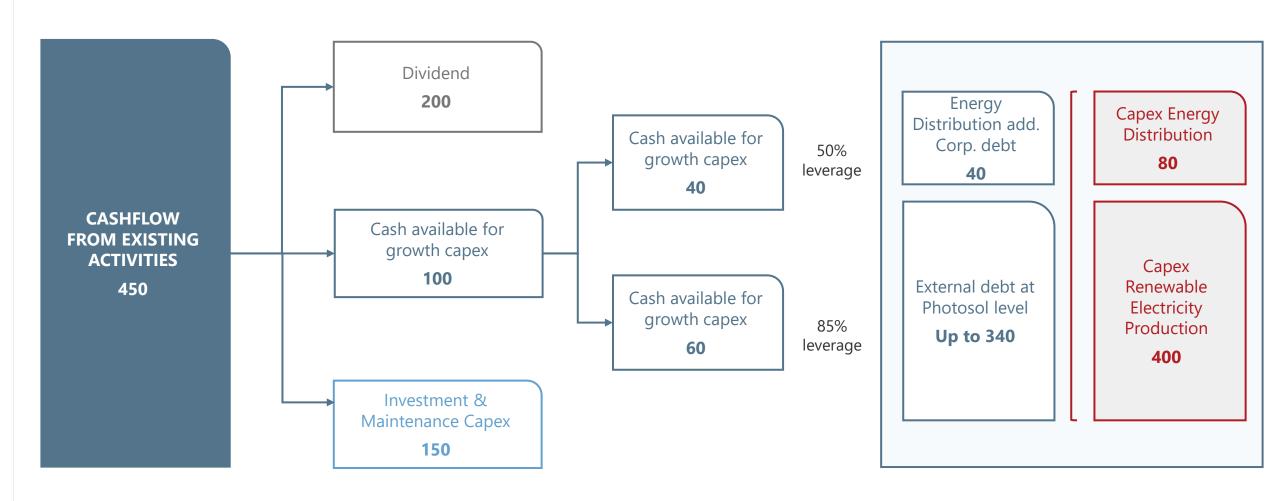
~20% of Group fixed assets<sup>(1)</sup>

(1) As of Dec-23 – Excluding Rubis SCA impact.

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### Annual cashflow allocation mechanism for Rubis Group

Financing investments with cashflow from legacy activities while pursuing dividend growth



Notes: In €m.
Working Capital Requirement may vary from one year to another, but is estimated at zero on a long-term basis.

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# Sustainability at Rubis







## A proactive CSR approach

Our progress for a positive impact





	Environment	People	Society		
OBJECTIVES	OBJECTIVES Reducing our environmental footprint and		Contributing to a more virtuous society		
КРІ	Reduction of CO <sub>2</sub> emissions from our activities	Percentage of women in Management bodies	Percentage of employees trained in ethics and anti-corruption		
TARGET	-30% by 2030 (2019 baseline, scopes 1 and 2, at iso perimeter, Group perimeter)	Average portion of women in the Management Committees <sup>(1)</sup> by 2025	of employees made aware of ethics and anti-corruption rules by 2023		
Achieved so far	Progress in the definition of our decarbonisation plan by:  • Setting a target for scope 3A at -20% by 2030 (outsourced transportation)	<ul> <li>27.9% women on average in the Energy Distribution Management Committees and 20 % in the Photovoltaic Electricity Production Management Committee (as of 31/12/2023)</li> <li>50% women in the Group Management Committee (as of 31/12/2023)</li> </ul>	<ul> <li>Publication of a new Code of Ethics in 5 languages in Jun-23</li> <li>Creation of an e-learning module</li> <li>100% of employees made aware (as of 31/12/2023)</li> </ul>		

(1) Perimeter: Energy Distribution and Photovoltaic Electricity Production.

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### **CSR Governance**

**Rubis Photosol** 

**CSR Department** 

Deploys the CSR policy

including activity specifics



Local empowerment adapted to field context

## **Rubis SCA Managing Partners**

Drive the CSR policy Variable compensation linked to CSR criteria

## Rubis SCA Sustainability & Compliance Department

Proposes the guidelines and leads the CSR approach

## Rubis Énergie CSR Department

Deploys the CSR policy including local specifics Ensures global coherence

## Local Management (in each entity)

Applies the guidelines Variable compensation linked to CSR objectives

## **Supervisory Board and its Committees**

annually
Monitors the analysis of the Group's risks
and the corrective measures taken
1 extra session per year dedicated to ESG,
compliance and strategic development

30 CSR Advisors + 38 Compliance Advisors

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### **Energy Distribution: actions taken**



#### Internal carbon price

- « Shadow price » mechanism
- Applies to all capex >€1m and external growth >€5m
- Based on IEA CO<sub>2</sub> prices by geography (dynamic approach)

USD per tonne of CO2	2023	2025	2030	2040	2050
Advanced economies	100	100	130	205	250
Selected emerging market and developing economies*	45	45	90	160	200
Other emerging market and developing economies	3	3	15	35	5

#### Development of bundled offers

- Renewable fuels (retail, marine,...)
- Solar (C&I customers)



#### Solarisation of retail sites

- On Rubis-owned sites
  - 1,501 kWp installed to date
- More potential with our B2B customers, leveraging Photosol's know-how or local partnerships



#### Sea Cargo Charter signatory

Global framework for measuring and reporting how ship charterers' activities align with SDGs



- Commitment to report the climate alignment of shipping activities each year
- Participation to workshops to share best practice and improve the footprint of shipping operations

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### **Focus on Photosol ESG practices**





#### Best practice at each stage of the value chain

- ✓ Most PV power plants are equipped with First Solar modules
  - First Solar is one of the leading producers of modules
  - Its environmental positioning is key when participating to CRE tenders
- ✓ Photosol has compensatory measures in case of any environmental damage
- ✓ For the fences, Photosol uses wooden posts and recyclable materials
- ✓ In the construction phase, measures are taken to reprocess waste and to recover oil from machines



#### **Traceability**

- ✓ Photosol has mandated PI Berlin to carry out a traceability report on the components of their photovoltaic modules
  - ✓ PI Berlin is the Leading Technical Advisor and Quality Assurance Provider for PV Equipment
- ✓ The traceability audit covers the silicon-based material levels, including PV modules, Wafer, Ingot, Poly-Si
- ✓ Most suppliers are ISO 14001 certified





Lowest carbon footprint



Lowest water footprint



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## **Extra-financial ratings**



Agence	2021	2022	2023	Performance versus secteur
MSCI	AA —	AA —	→ AA	Élevée
SUSTAINALYTICS	33,2	30,2	→ 30,7	Supérieure à la moyenne
ISS ESG ⊳	C	C- /	d C	Moyenne
CDP	B —	→ B —	→ B	Supérieure à la moyenne

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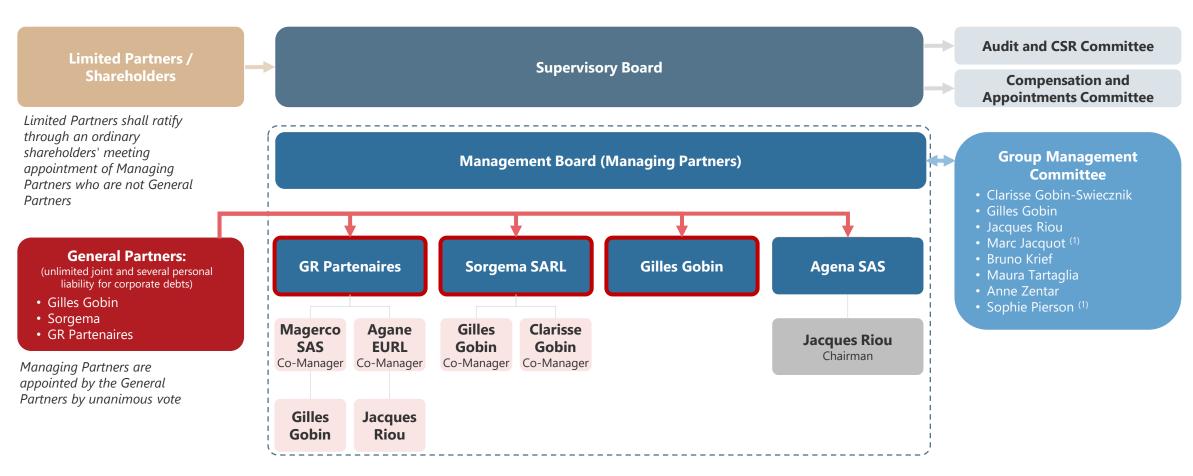
## A Solid Governance





### **Rubis Limited Partnership**

Rubis is a partnership limited by shares, governed by Articles L. 226-1 et seq. of the French Commercial Code Rubis shares are listed on the regulated market of Euronext (Compartment A)

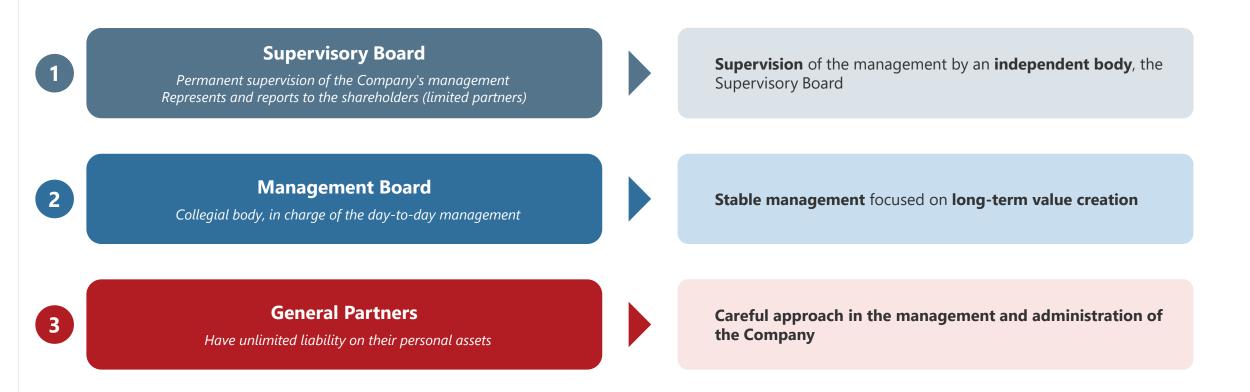


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## Allocation of responsibilities in limited partnerships



Check and balances ensuring a robust and value creative governance framework to the benefit of shareholders



Robust and balanced governance ensuring alignment of interests between the shareholders and the General Partners

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## Reminder: Respective roles of the Supervisory and Management Boards

Supervisory Board in charge of the permanent supervision of the Company's management

Supervisory Board



Management Board

- Supervises the Company's management
- **Examines financial statements** prepared by the Management Board
- Assesses the quality of financial information
- Prepares annually a **report to the shareholders** on the control of the Company's management
- Is informed of **key operational developments** such as significant acquisitions & disposals or the Group's indebtedness
- Is regularly informed of the succession plan of the Managing Partners
- Assesses the composition and functioning of the Supervisory Board
- Provides a consultative opinion on the **compensation policy** applicable to the Managing Partners and reviews the compliance of their annual compensation with such policy
- Authorises related parties' transactions
- Defends the interests of the shareholders and supports the dialogue with them
- Monitors sustainability reporting
- Manages Rubis pursuant to its corporate interests and in the best interest of its shareholders
- Develops and implements the Company's strategy
- Prepares the statutory and consolidated financial accounts
- Informs the Supervisory Board regularly and comprehensively on Rubis operations

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### **Managing Partners compensation (1/3)**

Compensation policy and FY 2023 amounts



**Indexed on inflation** 

Aggregated amount for FY 2023<sup>(1)</sup>

Description

€2,530,909

#### **VARIABLE COMPENSATION**

Based on a mix of financial and non-financial criteria including CSR criteria

Capped at 50% of fixed compensation

€506,182

(i.e. 40 % achievement rate)

New variable compensation structure, considering shareholders' feedback, detailed on page 26 and 27

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(1) Excluding Company car (the only benefit in kind granted to Managing Partners).

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### Managing Partners compensation (2/3)

Key changes in 2024 compensation policy

#### Responsiveness to shareholders expectations and stronger alignment to the Group's strategy



Strengthening of the vesting scale of the global performance of Rubis share to avoid any vesting below median



**Stringent EPS-related criteria above Company's guidance** 



Introduction of two new criteria in replacement of the EBITDA criteria to take into consideration the current and future financial performance of the new branch Photosol:

- A growth criteria for the EBITDA of Rubis Photosol in 2024
- A growth criteria for secured capacity of Rubis Photosol in 2024

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## **Managing Partners compensation (3/3)**

FY2024: reshaping of variable compensation

	Criteria	Achievement rate	Weighting
Financial criteria (65%)	Share price performance vs SBF 120	<ul> <li>Difference between Rubis perf. and SBF 120 perf. exceeds 2 percentage points = 100%</li> <li>Difference between Rubis perf. and SBF 120 perf. is between 2 and 0 percentage point(s) = 50%</li> <li>Difference between Rubis perf. and SBF 120 perf. is negative = 0%</li> </ul>	27.5%
	Earnings per share (EPS) growth	<ul> <li>Growth ≥6% = 100%</li> <li>Growth &lt;6% = 0%</li> </ul>	27.5%
Operational criteria (10%)	EBITDA growth of Rubis Photosol	<ul> <li>Growth ≥25% = 100%</li> <li>Growth &lt;25% = 0%</li> </ul>	10%
	Growth of the secured capacity of Rubis Photosol	<ul> <li>Growth ≥45% = 100%</li> <li>Growth &lt;45% = 0%</li> </ul>	10%
CSR criteria (25%)	Workplace safety: Frequency rate of occupational accidents with lost time >1 day	<ul> <li>2024 rate ≤ 2023 rate = 100%</li> <li>2024 rate &gt; 2023 rate = 0%</li> <li>AND</li> <li>Employee fatality = 0%</li> </ul>	10%
	<b>Climate:</b> CO <sub>2</sub> emissions	<ul> <li>2024 ratio &lt; 2023 ratio = 100%</li> <li>2024 ratio ≥ 2023 ratio = 0%</li> </ul>	15%

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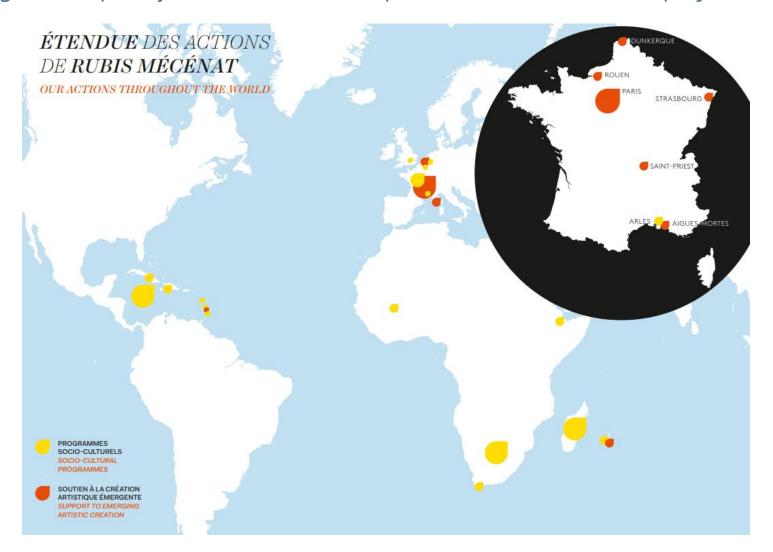
## **Rubis Mécénat**





## **Endowment fund for committed artistic and social projects**

To support emerging contemporary creation and develop humanitarian and social projects

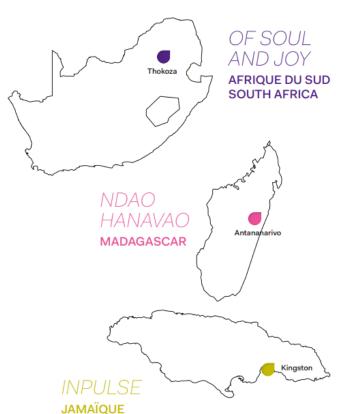


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## **Endowment fund for committed artistic and social projects**

To support emerging contemporary creation and develop humanitarian and social projects

#### Socio-cultural projects



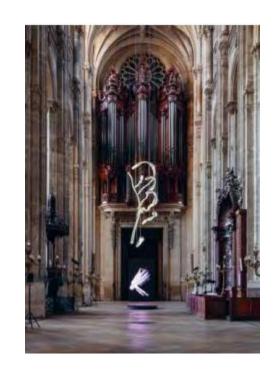
**JAMAICA** 







#### Support to artistic creation







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### **Next events**

General Meeting: 11 | 06 | 2024

Q2 & H1 Financial Results: 05 | 09 | 2024

Photosol Day: 17 | 09 | 2024

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