

LVMH

---

MOËT HENNESSY ♦ LOUIS VUITTON

RULES OF PROCEDURE OF THE ETHICS AND SUSTAINABLE  
DEVELOPMENT COMMITTEE

AS OF JANUARY 28, 2020

THIS IS A FREE TRANSLATION PROVIDED FOR CONVENIENCE PURPOSES ONLY

The Board of Directors has established a specialized committee with responsibility for ethics and sustainable development, acting under the responsibility of the Board.

## 1. Membership of the Committee

The Ethics and Sustainable Development Committee shall consist of at least three Directors and/or Advisory Board members. The majority of its members shall be independent. Its members shall be appointed by the Board of Directors.

The Board of Directors shall appoint a Chairman of the Committee from among its members.

Neither the Chairman of the Board of Directors nor any Director performing the duties of Chief Executive Officer or Group Managing Director of LVMH may be a member of the Committee.

A Director may not be appointed as a member of the Committee if he/she is a member of the Board of Directors of a company within which an LVMH Director serves on an equivalent committee.

## 2. Role of the Committee

The Ethics and Sustainable Development Committee shall ensure compliance with (i) the individual and shared values on which the LVMH group bases its actions and (ii) the rules of conduct that must be observed by all employees.

The duties of the Committee are to:

- ensure compliance with the rules and values laid down in the LVMH Code of Conduct as well as other codes and charters resulting from that code (including but not limited to LVMH's Supplier Code of Conduct and Environmental Charter);
- contribute to the definition of rules of conduct or principles for action on which the Group's executives and employees must base their behavior in line with ethical standards as well as the Group's approach to corporate social responsibility;
- review the ethical, environmental, workforce-related and social responsibility issues faced by the Group;
- review the environmental, workforce-related and social information contained in the "*Management Report of the Board of Directors*" and submit its opinion on this information to the Board;
- monitor the functioning of whistle-blowing systems put in place within the Group.

## 3. Operating procedures of the Committee

A Director's agreement to serve on the Committee implies that he/she will devote the necessary time and energy to his/her duties on the Committee.

The Committee shall meet as often as necessary, and in any event at least once a year, at the initiative of its Chairman, the Chairman of the Board of Directors, the Director serving as Chief Executive Officer, or any two Committee members.

The Chairman of the Board of Directors, the Chief Executive Officer and the Group Managing Director shall not participate in the Committee's work.

The proceedings of the Committee are confidential and shall not be discussed outside the Board of Directors.

Decisions of the Committee shall be made by simple majority vote and shall be deemed to have been reached as a board.

## 4. Prerogatives of the Committee

The Committee shall report on its work to the Board of Directors. It shall submit to the Board its findings, recommendations and suggestions.

The Committee may request any and all accounting, legal or financial documents it deems necessary to carry out its responsibilities.

The Committee may at any time call upon the Company's employees responsible for compliance, human resources, internal audit, risk management, sustainable development and legal affairs, as well as on the Statutory Auditors and any other persons it deems beneficial to hear from in the performance of its duties. Such meetings may take place in the absence of heads of the functions concerned.

After having notified the Chairman of the Board of Directors, the Committee may seek assistance from outside experts if it considers this necessary or beneficial to the performance of its duties.

## 5. Compensation of Committee members

The members and the Chairman of the Committee may receive specific compensation, determined by the Board of Directors and offset against the maximum overall annual amount set at the Shareholders' Meeting allocated to Directors as compensation for their work.