CORPORATE GOVERNANCE

Chairman's Report on the Operating Procedures of the Board of Directors and on Internal Control and Risk Management Procedures

FRANÇOISE BROUGHER

Born September 2, 1965.

Married, 3 children.

Nationality: dual French and American.

Graduate of ICAM-Lille (Institut catholique d'arts et métiers) (France) and Harvard University (United States).

Business address:

Sauare

901 Mission Street, Suite 210

San Francisco, CA 94103 USA

Background

Françoise Brougher began her career in 1989 in a production unit of L'Oréal in Japan. After receiving her MBA in 1994, she joined the strategy consulting firm Booz Allen & Hamilton, dividing her time between Europe and the United States. In 1998 she joined the San Franciscobased Ocean Gem Pearl Corporation, an importer of black Tahitian pearls, as Chief Executive Officer. From 2000 to 2005, she was Vice President of Strategy at Californiabased Charles Schwab & Co. In March 2005, she joined Google, where she managed the Business Operations Group for four years, becoming Vice President, Global SMB Sales & Operations in 2009. In April 2013, she joined San Francisco-based Square as Business Lead.

Number of Sodexo shares held: 400.

Other positions and corporate offices held

• Business Lead, Square.

Other corporate offices held within the past five years but no longer held

None.

PAUL JEANBART

Born August 23, 1939.

Married, 3 children.

Nationality: dual Canadian and Swiss.

Civil engineer.

Business address:

Immeuble Président Mouawad

Rue Pierre Hélou, Hazmié, Beirut (Lebanon)

Background

Co-founder, partner and Chief Executive Officer of the Rolaco Group since 1967.

Number of Sodexo shares held: 400.

Other positions and corporate offices held

- Chairman: Oryx Finance Limited;
- Chairman of the Board of Directors: Hôtels Intercontinental Genève SA*; Luxury Brand Development SA, parent company of Orfèvrerie Christofle:
- Board member: Semiramis Hotel Co.; Rolaco Holding SA, Luxemburg (Executive Director) and subsidiaries/affiliates of the Rolaco Group.

Other corporate offices held within the past five years but no longer held

• Member of the Supervisory Board: Club Méditerranée SA*.

^{*} Listed company.