OL GROUPE

ANNUAL REPORT 2006/07

Senior management

Olivier Blanc Deputy General Manager Communications
Thierry Sauvage General Manager*
Marino Faccioli Deputy General Manager Football Operations
Patrick Iliou Deputy General Manager Stadium Project

Business development

Didier Kermarrec Head of OL Merchandising and M2A subsidiaries
Olivier Bernardeau Head of sales

Media

Eric Peyre
Chairman OL Images

Jean-Yves Meilland
Manager OL Images

International expansion

Mathieu Malkani
Head of international activities

Stadium project

Gilbert Giorgi
Chairman of Foncière du Montout

Player recruiting

Bernard Lacombe Sporting adviser
Rémy Garde Recruiting adviser

Training academy

Georges Prost
Training academy manager

Robert Béroud
Training academy football education manager

* non executive officer

Coaching staff

Alain Perrin
Manager

Christophe Galtier
Assistant manager

CONTENTS

This document contains the following regulatory information: the 2006/07 annual financial report of OL Groupe (including the report on conditions for preparing and organising the work of the Board of Directors and internal control procedures, the Statutory Auditors' fees and the annual information document), as well as the description of the new share buy-back programme that will be submitted to shareholders for approval at their 20 November 2007 Annual Shareholders Meeting. This regulatory information has been disclosed to the public and filed with the AMF (Autorité des marchés financiers) pursuant to Articles 221-4, III and 221-4, IV of the General Regulation of the AMF.

This document contains certain forward-looking statements. The trends and objectives indicated in this document are based on data, assumptions and estimates that the Company considers reasonable. These data, assumptions and estimates may change as a result of uncertainties related in particular to the Club's playing performance. In addition, certain risk factors, described on page 28 of this document, should they materialise, would have an adverse impact on the Group's activity, financial condition and results and on its ability to achieve its objectives. These forward-looking statements shall in no event constitute a guarantee of future performance and involve risks and uncertainties. Actual results may differ substantially from those expressed in such statements. The Company therefore makes no firm commitment with regard to the growth targets expressed in this document. OL Groupe and its subsidiaries, executives, representatives, employees and advisers assume no responsibility whatsoever with regard to these forward-looking statements.

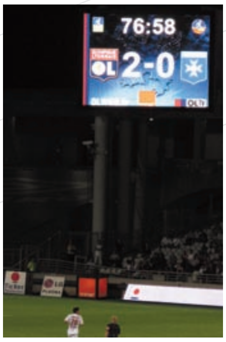
Organised around Olympique Lyonnais, the football club founded in 1950 and headed by Jean-Michel Aulas since 1987, OL Groupe has been a **leader in media and sport-related entertainment in France** since its creation in 1999.
The Group's innovative business model combines growth, a recurrent revenue stream and durability. It is articulated around five sources of revenue:

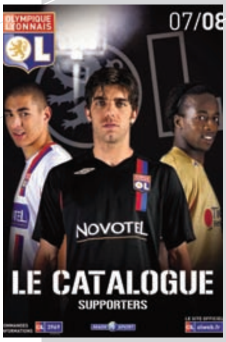
- Ticketing
- Media rights
- Partnerships and advertising
- Other businesses (derivative products, OL Images...)
- Player trading

HIGHLIGHTS
OL GROUPE
(2006-2007)

Consolidated figures

Revenue:	€214.1 million	+ 29%
Operating profit:	€28 million	+ 9%
Net profit:	€18.5 million	+ 16%
Treasury:	€150 million	
Equity:	€151.2 million	
Workforce:	262 employees	





OLYMPIQUE LYONNAIS

PASSION
FOR VICTORY

Jean-Michel Aulas – Chairman and CEO

We have always been aggressive and ahead of the game, and 2006/07 was no exception. Once again, we achieved significant milestones.

- For the sixth consecutive season, we won the French Ligue 1 title, a first-ever performance in France and in Europe.
- OL Groupe's flotation on the stock exchange was an all-round success and gave us additional resources with which to pursue our ambitious business development plans.
- We achieved all-time records in growth and profit, vindicating our business model.
- The OL Land project, a beacon on both local and national levels, is on track.

Our pioneer spirit will not stop here. Conscious of the commitment of our shareholders, partners, employees and fans, we are determined to pursue a strategy focused on value creation, the strength of the OL brand and steady improvement in results in every area.

**Advance, Invent,
Move forward and Score...
this is the collective spirit that drives OL Groupe.**

Thierry Sauvage – General Manager*

In 2006/07, OL Groupe proved its ability to seize new business opportunities and boost its economic and financial performance.

This trend of robust, profitable growth was reflected in our record revenues of €214 million, up 29%. The bottom line was just as gratifying, with attributable net profit of €18.5 million, in excess of our forecasts. This performance demonstrates that we can make our business model flourish, based on diversification of our sources of revenue and dedication to excellence in all of the Group's divisions.

In 2007/08, we shall continue to step up deployment of our five divisions, with particularly strong growth expected in the development of video, available on all platforms and in all regions. At the same time, we shall continue to encourage partnerships and strengthen our strategy in this regard. Lastly, owing to our experience in acquiring players and our commitment to training, our player trading activity should once again generate a healthy revenue stream.

We are looking ahead to 2007/08 with confidence. Our range and reach are vast, and the OL brand is powerful. These undeniable advantages will stand us in good stead as we pursue our ambitious targets and our passion for victory.

* non-executive officer

OLYMPIQUE LYONNAIS

MEMORABLE MOMENTS

Our policy is to diversify our sources of revenue, deploy the OL brand and put the Group in a position to follow through on its promises. In this spirit, OL Groupe achieved several important milestones during the 2006/07 financial year.

July 2006,

the partnership between OL and Accor became effective for three consecutive seasons and can be extended for two additional seasons. The gross amount of this contract is €46 million for all five seasons.

January 2007,

Construction started on the new academy building, to be completed in June 2008. OL Groupe confirms its excellence in the development of new talent.

February 2007,

OL Groupe was floated on Euronext Paris' Eurolist (Compartment B) and raised €94.3 million.

OL Groupe and the Greater Lyon community (Grand Lyon) officialised the OL Land project on the Montout site in the town of Décines.

April 2007,

For the sixth consecutive season, Olympique Lyonnais won the Ligue 1 championship.

May 2007,

The supply contract between OL Groupe and Umbro was renewed. This contract, worth around €45 million (*), is to remain in force until June 2013.

* (assuming equivalent profits)

June 2007,

Foncière du Montout, 100%-owned by the Group, was formed. Its mission is to bring the improvement and construction of the OL Land project to fruition.

Several important events have also taken place since we closed the books

July 2007,

OL Fondation, a charitable foundation, was created to promote social integration through sport, education, assistance to sick and hospitalised people, and support for amateur sport.

Olympique Lyonnais won the Peace Cup in South Korea for the first time, and the Trophée des Champions for the sixth consecutive time

September 2007,

A new 10-year partnership contract was signed between SASP OL, a subsidiary of OL Groupe, and Sportfive, owned by Lagardère Sport. The contract will come into effect with the delivery of the new stadium. Under this contract, Sportfive obtains exclusive worldwide use of all marketing, hospitality and media rights belonging to the Club.

Sportfive will pay a total signing fee of €28 million.

2006/07 financial year:
OL Groupe **beats** all of its records

1,012,000 spectators

200,000 jerseys sold

€73.5 million generated from player trading

€18.5 million in attributable net profit

Accomplishments on the pitch 2006/07

6th consecutive French Ligue 1 title

5th consecutive Trophée des Champions

French League Cup finalist

UEFA Champions League first knockout round

Coupe de France last 16

Women's team

1st Division 1 title

Coupe de France finalist

Academy team

Academy championship finalist

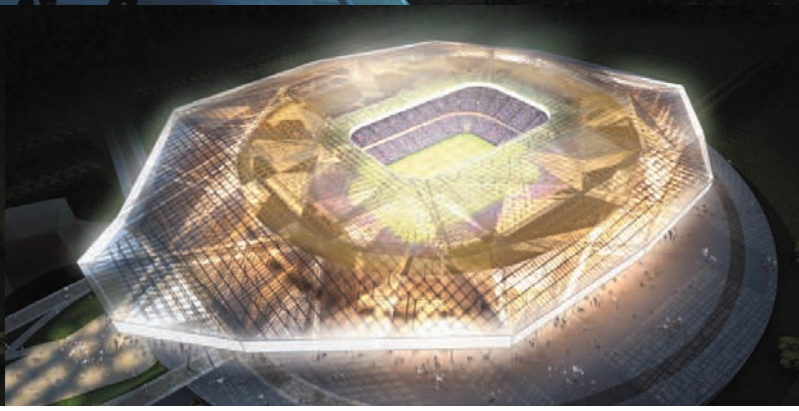
THE CHALLENGES THE FUTURE

OL Groupe leans on several growth levers in its pursuit of business development. This will ensure profitability over the long term and generate cash flow to accompany our expansion.

- **Products related to the OL brand** (derivative products, video production and sale, etc.) grew more than 30% in 2006/07 and continue on a robust uptrend. OL Images has numerous opportunities for multimedia production and distribution, including VoD on cell phones and over the internet.
- **Revenue from player trading** has confirmed its recurrent nature over the long term. The Group is committed to investing in the training and detection of young talent in its training academy, and this has been one of the keys to its success in player trading. The other, of course, is its team strategy, emphasising stability and gradual construction of a group of 27 professional players.
- **Strategic partnerships continue to be strengthened.** They aim to tie the OL brand to well known partners, thereby helping to raise the profile of the Group internationally. With this in mind, OL Groupe has created a position called Head of International Activities. This person is responsible for developing a wide-ranging programme of partnerships with clubs from different continents, in particular in Asia with the United Arab Emirates. The objective of these partnerships will be to transfer athletic skills and generate commercial trade.
- **The OL Land project is an engine of future possibility.** Seating capacity will increase, and services will take on a premium quality. A range of adjacent services will be developed. The venue will be available for other sporting events and entertainment, and sale of marketing rights will soon ramp up with the naming of the stadium. Each of these factors will give a fillip to the Group's growth.

Promising outlook for 2007/08

Backed by a business model that has proven itself over several years and an exceptionally strong financial condition, the Group is pursuing its deployment strategy in 2007/08. The Group forecasts it will achieve total revenue during the year in excess of €200 million.
This assumes revenue from player trading of €50 million and more than 10% growth in revenue from all other sources.



New stadium, OL Land project

A beacon for the Lyon region

- The project covers 50 hectares
- Seating capacity of 60,000
- Training grounds for the professional players
- Hotels, a leisure centre and more
- OL Groupe's investment estimated to total between €250 and 300 million.
- Planned completion: second half of 2010

OLYMPIQUE LYONNAIS

KEY FIGURES

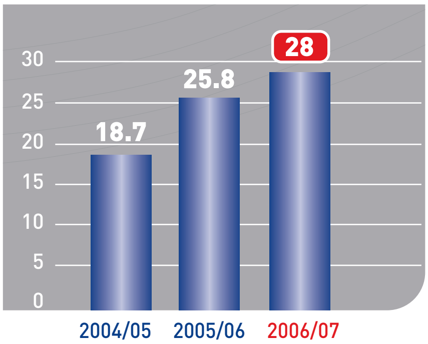
Five sources of revenue, all contributing to business development

Total revenue: **€214.1 million** +29%

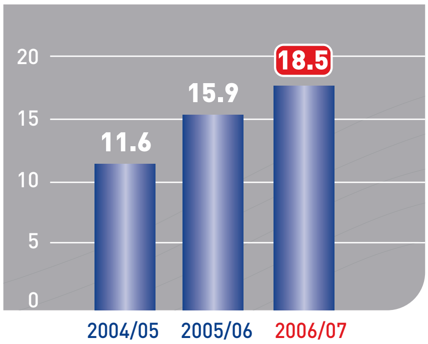
(€ m)	2006/07	2005/06
Ticketing	21.5	21.0
Partnerships	18.1	13.9
Media rights	69.9	68.9
Other businesses	31.0	23.8
Total, excl. player trading	**140.6**	**127.7**
Player trading	73.5	38.4
GRAND TOTAL	**214.1**	**166.1**

Record net profit (in € m)

EBITDA: **€56 million** +8%

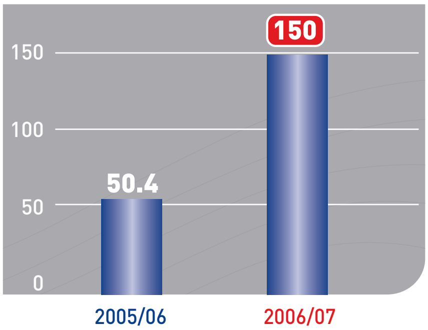


Profit from ordinary activities

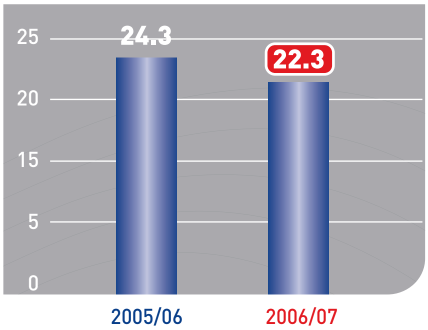


Attributable net profit

Exceptionally healthy financial condition (in € m)



Treasury



Financial debt

PART 2

Annual financial report 2006/07

CONTENTS

CHAPTER 1

Certification of the person responsible for the annual report

I hereby certify, that to the best of my knowledge the financial statements have been prepared in accordance with applicable accounting standards and present a true and fair view of the assets, financial position and results of the Company and of its consolidated group of companies and that the management report presents a true and fair picture of the business, its results and the financial condition of the Company and of its consolidated group of companies, as well as a description of the principal risks and uncertainties to which they are exposed.

Jean-Michel Aulas, Chairman and CEO

12

CHAPTER 2

Management report for the financial year ended 30 June 2007

MANAGEMENT REPORT FOR OL GROUPE AND ITS SUBSIDIARIES

Dear Shareholders,

We have invited you to attend the Annual Shareholders Meeting so as to report to you on the activities of Olympique Lyonnais Groupe ("OL Groupe" or "the Company") and the group of companies formed by OL Groupe and its operating subsidiaries ("the Group") during the financial year ended 30 June 2007, and submit for your approval the consolidated and separate financial statements for that year and the allocation of net profit.

Numerous events in 2006/07 point to future growth for OL Groupe

The 2006/07 financial year was a particularly active one. OL Groupe was floated on the stock exchange in February 2007, and the OL Land project moved forward, with the site being officially chosen.

It was also a year of strong growth, demonstrating that the Group's business model makes sense. OL Groupe has achieved record results, placing it among the most profitable clubs in Europe, according to a BBDO Consulting study published on 19 September 2007.

OL Groupe flotation raises €94.3 million (gross)

On 9 January 2007, OL Groupe filed its Prospectus with the AMF (Autorité des marchés financiers) as part of its planned flotation (no. I.07-002).

On 25 January 2007, the AMF assigned the approval number 07-028 to the *note d'opération* related to the flotation of OL Groupe.

On 8 February 2007, OL Groupe shares were admitted for trading on Euronext Paris' Eurolist (Compartment B), with ISIN code FR0010428771. The IPO was highly successful. The shares offered to institutional investors were oversubscribed 6.5 times.

After partial exercise of the overallotment option, OL Groupe achieved a capital increase of €90.6 million, net of issue costs.

This capital increase, together with the cash flow generated by the Group in previous years, give OL Groupe an extremely healthy financial condition, with cash (before subtracting financial debt) of €150 million at 30 June 2007.

As of 30 June 2007, the share capital of OL Groupe consisted of 13,241,287 shares with a nominal value of €1.52 each.

OL Land project is launched

During 2007, OL Groupe and the Greater Lyon community confirmed that the OL Land project, including the new stadium, will be located in the town of Décines on the "Montout" site. The Steering Committee has set the 2010/11 season as its target for the opening of the new stadium.

In addition to a new stadium with a capacity of 60,000, the OL Land project includes new training grounds for the professional players, a leisure centre, hotels, restaurants and a shopping centre. The project aims not only to increase ticketing revenue significantly, but also to develop ancillary revenues from the other installations on the site. It strengthens the Group's investment and diversification strategy, which aims to increase profitability and generate steady cash flow.

A Steering Committee has been set up to bring this project to fruition, under the auspices of the Greater Lyon community (*Grand Lyon*).

OL Groupe also retained the following advisory firms to accompany it in the project, after soliciting bids from a short list of companies: Buffy (urban planning), HOK (architecture), Menscom (communication), Rothschild & Cie (finance) and Algoe (project management).

During the financial year, OL Groupe prepared and submitted an infrastructure report to the commission responsible for ensuring public debate in France (*Commission nationale du débat public*). The commission has recommended local concertation.

As part of this project, OL Groupe has created "Foncière du Montout", 100%-owned by OL Groupe. This company will be responsible for acquiring and combining land parcels on the Montout site. This subsidiary will also be responsible for improving the site with the possible objective of selling parcels devoted to the hotel complex and leisure centre.

The Stadium Investment Committee met regularly and validated the investments of €0.52 million made during the 2006/07 financial year. These investments were capitalised as property, plant and equipment in the consolidated financial statements for the period.

Construction of a new, ultra-modern academy building

Work began on the new academy building, located near OL Groupe's corporate headquarters, in early 2007. This high-quality, ultra-modern building will have usable space of nearly 2,000 sq. m. It will be built according to French "HQE" standards (*Haute Qualité Environnementale*). It should enter service in June 2008 and will accommodate around 30 academy players.

The cost of this facility is estimated at around €4.6 million.

With this new academy training centre, OL Groupe is confirming its role as a developer of elite, European-level players.

Major partnership contracts signed and renewed

The partnership contract between SASP Olympique Lyonnais, a subsidiary of OL Groupe, and the Accor group, came into effect from the 2006/07 season. The contract has an initial term of three seasons and can be extended for an additional two years under certain conditions. In this event, it will total €46 million (gross) over the five seasons, including €8 million (gross) in 2006/07.

OL Groupe has also extended and increased the value of its contract with sporting equipment manufacturer Umbro. The new contract was signed for a duration of seven seasons. The contract is worth €45 million (gross) overall, including €7.6 million for the 2006/07 season, under a scenario of equivalent sporting results.

The player trading business confirms its recurring nature

In the financial year ended 30 June 2007, SASP Olympique Lyonnais received very high proceeds from the transfer of player registrations, totalling €73.5 million. The following players were transferred to other clubs: Clément, Frau, Nilmar, M. Diarra, Monsoreau, Pedretti, Abidal and Tiago.

Amounts paid to acquire player registrations totalled €26.7 million during the financial year. The players transferred to Olympique Lyonnais were Squillaci, A. Diarra, Belhadj and Santos. In addition, the Group exchanged its player Carew for Baros.

Changes in the scope of consolidation during the 2006/07 financial year

OL Groupe built up its strategic holding in OL Images by acquiring an additional 925 shares. As a result, OL Groupe's stake in OL Images stood at 99.97% at 30 June 2007 (74.97% at 30 June 2006).

OL Groupe also acquired 500 OL SASP shares, increasing its holding from 99.53% at 30 June 2006 to 99.91% at 30 June 2007.

Foncière du Montout was formed on 26 June 2007. It is wholly-owned by OL Groupe and was included in the scope of consolidation. This company's purpose will be to acquire, combine, develop, manage and resell property units.

OL Brasserie (SNC), 99.97%-owned by OL Groupe, was formed during the previous financial year and entered the scope of consolidation as of 1 July 2006.

Sporting results

During the 2006/07 season, Olympique Lyonnais won its sixth consecutive French Ligue 1 title, a first ever in Europe. In the UEFA Champions League, Olympique Lyonnais reached the first knockout round. The Club participated in the UEFA Champions League for the seventh consecutive season, and in UEFA competition for the 10th consecutive season, confirming the recurrent nature of its sporting performance.

In national tournament play, Olympique Lyonnais reached the final of the French League Cup and the last 16 in the Coupe de France.

Olympique Lyonnais confirmed its role as a top-ranking developer of young players, reaching the final of the French academy players championship.

The women's team won its first Division 1 title and participated in the Coupe de France final.

Deployment of the OL brand continues, as OL Brasserie opens in the heart of the city

As part of its strategy to boost its brand image, OL Groupe obtained premises ideally located on the Place des Terreaux in the Lyon city centre and opened OL Brasserie there on 21 March 2007. Olympique Lyonnais is the brasserie's theme, but the restaurant also intends to serve as a projection space for other sporting events and as a venue for seminars.

Corporate governance strengthened with the creation of the Audit and Investment Committees

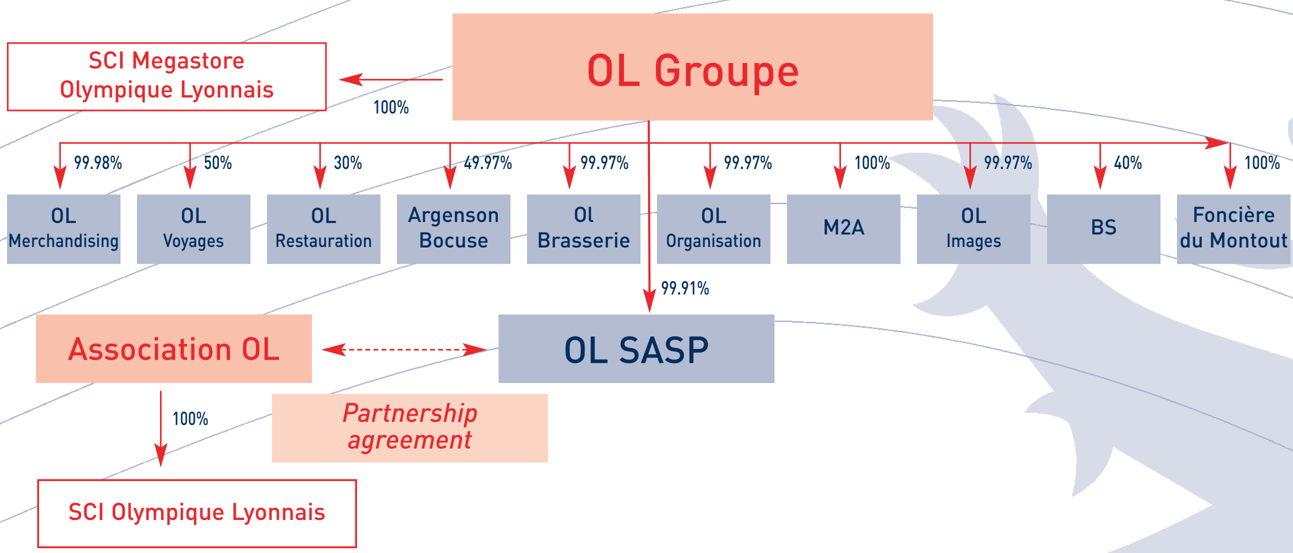
In accordance with Article 18 of the Articles of Association, the Board of Directors has created two committees.

- The Audit Committee, chaired by François-Régis Ory, met twice during the financial year. It carried out assignments within its purview and informed the Board of Directors thereof.
- The Investment Committee, chaired by Jean-Michel Aulas, met three times during the financial year, so as to monitor the new stadium project. The Committee's conclusions were reported to the Board of Directors.

Revenue and net profit for the 2006/07 financial year: more robust, profitable growth

The Group consists of a holding company (OL Groupe) and 11 operating subsidiaries encompassing sporting events, media and sports-related entertainment, as well as complementary businesses that generate additional revenue. OL Groupe controls SASP OL (*Société Anonyme Sportive Professionnelle*), which is the entity that manages the Olympique Lyonnais football club.

Group organisation chart as of 30 June 2007



The Group has five principal sources of revenue:

- media rights,
- ticketing,
- partnerships and advertising,
- other businesses (derivative products, video, etc.),
- player trading.

In accordance with EC Regulation 1606/2002, the Group's consolidated financial statements for the financial year ended 30 June 2007 were prepared in accordance with IFRS and the interpretations thereof published by the IASB and IFRIC and adopted by the European Union as of 30 June 2007.

Consolidated income statement

Revenue

Revenue rose sharply in the 2006/07 financial year. It totalled €214.1 million, an increase of 28.9% over the €166.1 million posted in the previous year. This increase resulted both from non-player trading activities, all of which posted growth, and from player trading.

Revenue excluding player trading

Media rights continued to rise

Revenue from media rights totalled €69.9 million in the 2006/07 financial year, up €1 million from €68.9 million in the previous year. Media rights paid by the LFP and the FFF advanced by 9.6% during the financial year. Rights paid to OL for its victory in the League's "Attacking Play Table" (*Challenge de l'offensive*) totalled €2.4 million and for its participation in the final of the French League Cup €1.3 million. Rights obtained from UEFA declined by 12.4% compared with the previous year for the following reasons: three French clubs participated in the Champions League in 2006/07, vs. two in 2005/06, OL did not participate in the Champions League quarter-final in 2006/07, and the French market share of European rights declined.

A record year in ticketing revenue

Ticketing revenue totalled €21.5 million for the 2006/07 financial year compared with €21 million in the previous year. Price optimisation and yield management contributed to this change. In addition, ticketing revenue from French League Cup matches played at Gerland compensated for the club's absence from the quarter-final of the *UEFA Champions League*.

Revenues from sponsoring and advertising up again

Revenue from partnerships and advertising achieved a substantial increase of €4.2 million to €18.1 million in the 2006/07 financial year, corresponding to gross billings of €30.3 million. In the previous year it totalled €13.9 million (gross billings of €23.6 million). The new major sponsoring contracts with Accor and Umbro contributed significantly to this increase, as did the development of hospitality seats at the Gerland stadium.

Revenue from other businesses, a new vein of growth

Revenue from other businesses (media, derivative products, licences, travel, organisation) totalled €31 million in the financial year ended 30 June 2007, vs. €23.8 million in the previous year, after reclassifying OL Images (media), whose revenue, €2.6 million, was previously recognised under media rights.

This sharp rise of €7.2 million came about because revenue from OL Images increased significantly. So did sales of derivative products, which saw increased demand and an expansion in distribution networks (centralised buying, Group points of sale, mail-order sales, internet sales). Revenue from derivative products surged 40.5%, with a record 200,000 jerseys sold, vs. 110,000 in the 2005/06 season.

The player trading business confirmed its recurring nature

Revenue from the sale of player registrations confirmed its recurrent nature and totalled €73.5 million (€38.4 million in the previous year).

Profit from ordinary activities, excl. player contracts

Profit from ordinary activities (excluding player trading) totalled €7.4 million in the 2006/07 financial year, compared with €18.4 million in the previous year. This decline resulted principally from the increase in the payroll in the course of the year, reflecting an increase in the number of players and staff and the renegotiation of certain player contracts.

Robust profit from ordinary activities

Profit from ordinary activities totalled €28 million in the 2006/07 financial year, compared with €25.8 million in the previous year.

The player trading activity resulted in very significant capital gains of €44.8 million in 2006/07, compared with €31.4 million in 2005/06.

Net financial income/expense

Net financial income/expense consists of interest payments on the Group's medium-term bank borrowings, interest on player registration payables and capital gains on the sale of money-market mutual funds.

In the 2006/07 financial year, the Group posted net financial income of €0.8 million, compared with net financial expense of €1.4 million in 2005/06. This increase of €2.2 million reflected principally the increase in financial income from investment of the funds raised during the February 2007 flotation.

Net profit exceeded targets

After tax expense of €10.3 million, attributable net profit for the financial year was €18.5 million, up more than 16% from the previous year's bottom line of €15.9 million.

These results constitute all-time highs and validate the Group's short- and long-term business development model.

Consolidated 30 June 2007 balance sheet

OL Groupe's very sound financial structure will enable it to step up expansion and complete its ambitious projects

At 30 June 2007, equity (before allocation) totalled €151.2 million (including minority interest of €3.0 million), compared with €43.7 million at 30 June 2006. The capital increase resulting from the flotation of OL Groupe in February 2007 bolstered the financial structure of the Group very significantly.

The intangible asset item "Player registrations" totalled €53.2 million at 30 June 2007, compared with €77.5 million at 30 June 2006. This decline reflected amortisation of player registrations and the favourable balance between acquisitions and sales of player registrations during the year. The "market" value of the Club's players, calculated on the basis of information published on the www.transfermarkt.de website, totalled €177.9 million as of 20 September 2007. This indicates the existence of significant unrealised capital gains on player registrations (€177.9 million - €53.2 million = €124.7 million in unrealised capital gains).

Financial debt (gross) totalled €22.3 million, vs. €24.3 million at 30 June 2006.

At 30 June 2007, net treasury after deducting the Group's financial debt totalled €127.8 million.

Share capital

The share capital of OL Groupe totalled €20,126,756.24, divided into 13,241,287 shares with a nominal value of €1.52 each.

As of 30 June 2007, there were no securities giving access to the capital of OL Groupe.

Consolidated cash flow in the 2006/07 financial year

At 30 June 2007, treasury totalled €150 million, up €100 million from a year earlier.

This increase resulted from the following factors: the February 2007 flotation increased capital by a net €90.6 million, business activities generated cash of €9.2 million, and investments and divestments (essentially player registrations) led to a net positive cash inflow of €3.4 million.

OL Groupe

Revenue and profit of OL Groupe

Founded on 1 February 1999, OL Groupe is a holding company active in sporting events, media and other entertainment activities. It is also active in complementary and derivative businesses, which generate additional revenue.

OL Groupe achieved revenues of €7.2 million in the 2006/07 financial year. This figure includes management fees received for the period from 1 July 2006 to 30 June 2007.

Operating profit totalled €0.3 million.

After accounting for dividends received of €11.7 million and financial income, net profit for the period totalled €12.4 million.

At 30 June 2007, equity totalled €136.9 million and treasury (gross) €102.3 million.

The company had no debt.

Expenses not deductible for tax purposes

In accordance with Article 233 of the French Tax Code, we hereby inform you that OL Groupe's financial statements for the year included expenses of €56,481 that were not deductible for tax purposes, as defined by Article 39.4 of the same Code.

Subsidiaries

OL Groupe's principal operating subsidiaries

SASP Olympique Lyonnais

During the year ended 30 June 2007, revenue totalled €88,412.7 thousand, compared with €79,777.1 thousand in the previous year. This figure was comprised essentially of media rights, which were up 1.4% over the previous year. Ticketing revenue increased 2.4% over the previous year.

Operating revenue totalled €121,525.1 thousand, compared with €114,676 thousand in the previous year.*

Operating expenses totalled €149,740.4 thousand, compared with €128,105 thousand in 2005/06.

SASP Olympique Lyonnais posted an operating loss of €28,215.3 thousand, compared with a loss of €13,429 thousand in 2005/06.

Net financial expense was €1,381.6 thousand, compared with €365.5 thousand in 2005/06.

SASP OL posted a pre-tax loss of €29,596.9 thousand, compared with a loss of €13,794.6 thousand in 2005/06.

The bottom line was a net profit of €14,316.5 thousand, vs. a profit of €10,016.3 thousand in the previous year.

* To present our business activities in a way that is more in line with their economic reality, revenue from the sale of player registrations is presented as operating revenue. Using this approach, operating revenue totalled €207 million compared with €151 million in 2005/06.

OL Merchandising

Since OL Merchandising was formed, OL Groupe has held 99.98% of its shares.

This company's principal activity is the distribution and sale of all items related to the Olympique Lyonnais football club, in particular sporting goods, clothing and accessories.

During the financial year ended 30 June 2007, OL Merchandising's revenue rose sharply (29.4%) and reached €13,569.8 thousand, compared with €10,485.6 thousand in 2005/06.

Operating revenue totalled €17,440.5 thousand and operating expenses €14,472.2 thousand.

Operating profit followed the trend in revenue, rising to €2,968.3 thousand, compared with €1,930.2 thousand in 2005/06.

Net financial income was €54 thousand (€18.5 thousand in 2005/06).

Pre-tax profit was €3,022.3 thousand (€1,948.7 thousand in 2005/06).

Net profit was €1,969.8 thousand (€1,253 thousand in the previous year).

OL Voyages

OL Voyages was formed in June 2000. Since a divestment in July 2003, it has been 50%-held by OL Groupe and 50%-held by AFM Participations.

The Board of Directors named Thierry Sauvage as Chairman and Chief Executive Officer at their 2 November 2006 meeting.

Revenue for the year totalled €6,775.4 thousand, compared with €6,012.3 thousand in the previous year.

Operating revenue totalled €6,824.3 thousand (€6,024.9 thousand in 2005/06).

Operating expenses totalled €6,432.8 thousand, compared with €5,563.5 thousand in 2005/06.

Operating profit was €391.5 thousand (€461.4 thousand in 2005/06).

Net financial expense was €17.8 thousand, compared with €5.9 thousand in 2005/06.

Pre-tax profit was €373.6 thousand, compared with €455.4 thousand in 2005/06.

Net profit was €240 thousand (€291.3 thousand in the previous year).

M2A

Acquired on 1 September 2004, this sourcing and trading company sells textiles and promotional items to companies that are sports partners in general, as well as to various sports clubs.

M2A generated revenue of €4,525.5 thousand in the 2006/07 financial year, compared with €3,718.7 thousand in the previous year.

Operating profit was €745.9 thousand (€531.9 thousand in 2005/06).

Net profit was €494.6 thousand (€342.1 thousand in the previous year).

OL Images

The business activities of OL Images are as follows:

- production of television programmes,
- production of corporate, publicity, event-related and documentary films.

In July 2005, OL Images created a TV channel called OL TV, which broadcasts programmes designed and developed by OL Images 24/7, with two hours of new programming every day. OL TV was made possible by a contract signed with CanalSat and TPS.

OL Images has signed a partnership agreement with Orange, covering two seasons (2006/07 and 2007/08). Through this agreement, which has an annual value of €1 million, the Club's channel can broadcast on Orange World.

OL Images generated revenue of €5,358.3 thousand in the 2006/07 financial year, compared with €3,619.9 thousand in the previous year.

Operating profit was €1,052.1 thousand (€56.4 thousand in the previous year).

Net financial expense was €76.2 thousand (€39.2 thousand in 2005/06).

Net profit was €649.1 thousand (€3.2 thousand in the previous year).

OL Organisation

OL Organisation has had the following business activities since it was formed:

- hospitality and security services during various events and in particular those related to the activities of Olympique Lyonnais,
- organisation of events related to the activities of Olympique Lyonnais.

OL Organisation generated revenue of €5,008.7 thousand in the 2006/07 financial year, compared with €3,786.3 thousand in the previous year.

Operating profit was €26.5 thousand (€17.4 thousand in 2005/06).

Net financial income was €3 thousand (€4.7 thousand in 2005/06).

Net profit was €19 thousand (€4.8 thousand in the previous year).

OL Brasserie

OL Brasserie was formed and registered on 24 May 2006. OL Groupe owns 99.97% of OL Organisation.

The financial year ended 30 June 2007 was OL Brasserie's first full year of operation and was not comparable with the previous period, which was only one month long.

This company's purpose it to acquire, manage and operate bars, brasseries, cafés, restaurants, ice cream parlours and pubs with a French category IV liquor licence. On 20 July 2006, it acquired a brasserie, restaurant, ice cream parlour, caterer and pub located at 6 place des Terreaux (1st arrondissement of Lyon), for €620 thousand.

Improvements costing €812.1 thousand were made, and the brasserie opened on 21 March 2007.

OL Brasserie generated revenue of €221.4 thousand in the 2006/07 financial year, compared with €1 thousand in the previous year.

It posted an operating loss of €248.1 thousand (loss of €7.2 thousand in 2005/06).

Net financial expense was €41.9 thousand (€3 thousand in 2005/06).

Net exceptional items totalled €297.3 thousand and included the cancellation of a €500 thousand debt, agreed by Olympique Lyonnais Groupe.

Net profit was €7.3 thousand, compared with a net loss of €10.2 thousand in the previous year.

Other subsidiaries accounted for by the equity method

Argenson

Argenson manages the eponymous restaurant in the Gerland district of Lyon.

OL Groupe holds 49.97% of the shares; the other 50.03% are held by three companies in the Bocuse group.

Agenson's 2006/07 revenue totalled €3,374.2 thousand compared with €3,137.2 thousand in the previous year.

Operating profit was €191.4 thousand (€197.8 thousand in the previous year).

Net financial expense was €26.7 thousand, compared with €20.9 thousand in 2005/06.

Argenson posted pre-tax profit of €164.7 thousand, compared with €177 thousand in 2005/06.

The bottom line was a net profit of €102.7 thousand, vs. a profit of €146 thousand in the previous year.

In light of the results of the 2005/06 financial year, this company decided, in July 2006, to repay shareholder loans, in proportion to their respective stakes in the share capital, within an overall limit of €400 thousand. A loan agreement was signed in this regard.

Similarly, given the company had returned to a healthier financial condition at 31 December 2006, the company decided to repay the entire balance of shareholder loans. A new, €200 thousand loan was used to finance repayment of the same amount of shareholder loans.

OL Restauration

OL Groupe holds a 30% stake in OL Restauration, whose statement date is 31 August.

Given the different statement date, compared with the other companies in the Group, the figures below have been restated for a 12-month period.

Revenue totalled €2,646.3 thousand.

Operating profit totalled €181 thousand.

Pre-tax profit totalled €181.3 thousand.

Net profit was €87 thousand.

BS Sarl (OL Coiffure)

This subsidiary was formed on 24 October 2005. OL Groupe owns 40% of BS Sarl. Its business consists of operating hair-dressing salons.

Operating profit totalled €3.2 thousand.

Net financial expense totalled €2.8 thousand. Pre-tax profit was €0.4 thousand.

Net profit was €0.4 thousand.

Other companies in the consolidation scope

OL Association

OL Association includes the Olympique Lyonnais academy, as well as the male and female amateur sections. Operating revenue totalled €6,246.5 thousand in the 2006/07 financial year and were composed essentially of the "equilibrium fee" paid by SASP under the agreement between the two entities. OL Association posted an operating loss of €19.7 thousand and a breakeven bottom line.

SCI OL and SCI Megastore

OL Groupe also consolidates two property companies.

Foncière du Montout

Foncière du Montout was formed on 26 June 2007. Its purpose is to acquire, combine, develop, manage and resell property units.

It did not generate revenue during the 2006/07 financial year and posted a net loss of €2.4 thousand.

Research and development

As it is a holding company, OL Groupe does not conduct any research and development activities.

Similarly, the subsidiaries of OL Groupe do not engage in research and development.

Sustainable development and human resources

Workforce

Over the last two years, the average number of employees in the various companies included in the consolidation scope were as follows:

	Average number of employees, 2006/07	Average number of employees, 2005/06
OL Groupe	38	22
OL SASP	42	77
OL Organisation	24	18
OL Merchandising	44	40
OL Brasserie	11	0
OL Association	68	33
OL Images	18	17
OL Voyages	9	8
M2A	8	7
TOTAL	262	222

At the closing date of the last two financial years, the number of employees in the various companies included in the consolidation scope were as follows:

	Number of employees at 30 June 2007	Number of employees at 30 June 2006
OL Groupe	42	33
OL SASP	42	42
OL Organisation	29	21
OL Merchandising	36	43
OL Brasserie	12	0
OL Association	69	54
OL Images	20	18
OL Voyages	10	8
M2A	8	7
TOTAL	268	226

On 1 December 2005, certain employees of Olympique Lyonnais SASP were transferred to OL Organisation, OL Images, OL Groupe and OL Association. This was part of an effort to identify each subsidiary with a specific skillset. The holding company OL Groupe directs all the Group's transverse functions.

Two new subsidiaries were formed during the 2006/07 financial year: OL Brasserie and Foncière du Montout (Foncière du Montout had no employees at 30 June 2007).

The Group made 81 new hires during the year, including 30 under unlimited-term contracts and 51 under fixed-term contracts. There is a special feature concerning SASP OL and OL Association, in contrast to most companies in France, in that the ordinary employment contract in these entities for players and technical staff is the fixed-term contract.

In the other subsidiaries, recourse to fixed-term contracts is justified by a significant variation in business activity. For example, at year-end OL Merchandising hires salespeople under fixed-term contracts. Similarly, OL Organisation hires employees under fixed-term contracts during the season ticket campaign or when seats for UEFA Champions League matches go on sale.

The Group did not terminate any employees during the season. Employees who left the company did so because their fixed-term contracts expired or because they resigned.

Lastly, temporary employment represented 4,100 work days. Two subsidiaries use temporary employees: OL Organisation and OL Merchandising. Recourse to temporary employment is justified by the nature of their activity during the organisation of sporting events.

Structure of the Group's workforce

The structure of the Group's workforce, by type of contract, is as follows:

	At 30/06/2007	At 30/06/2006
Unlimited-term employment contract	134	102
Fixed-term employment contract	134	124
TOTAL	268	226

Breakdown of employees by seniority and age

At 30 June 2007, the average seniority in the Group was 3.65 years.

The average age of employees was 30.

Human resources development

Common employee status

A common employee status was approved in December 2005 and gradually implemented in all Group companies over the course of 2006.

The features of this common status are as follows:

- A three-year incentive plan was signed in each subsidiary during the 2005/06 financial year,
- Income protection and healthcare plans extended to all subsidiaries.

Employee representatives

As an extension of the new common status, the election of employee representatives in early 2006 was an opportunity to create new, common representative bodies, including an Intercompany Works Council.

Training

Concerning professional training, the Group provides computer training for newly-hired employees.

The Group also provides:

- training enabling employees to keep abreast of regulatory changes,
- training to enable employees to improve job performance (e.g. training in sales techniques for boutique sales people).

In 2006/07, professional training expense totalled €712.2 thousand. Moreover, through OL Association and its training academy, the Group takes an active part in the training of future professional players. In the 2006/07 financial year, this represented an expense of €5,500 thousand, including the amateur sections.

Employees with disabilities

The Group has two employees with disabilities, recognised as such by the COTOREP, the government orientation commission for the disabled.

The Group's total contribution to AGEFIPH, the organisation that manages funds devoted to integrating disabled people, was €26.5 thousand.

Equal status for men and women

Professional equality between men and women is maintained in terms of hiring, employee status and internal promotion.

Differences in the proportions of men and women in certain functions (e.g. management assistants) are mostly due to the distribution of candidates.

In addition, concerning SASP, professional player status is currently recognised only for men. This inevitably reduces professional equality between men and women.

Employee services

Employee services include the following items:

- restaurant vouchers,
- the Group's income protection plan, and
- contributions to the employee representative bodies.

These amounts totalled €540 thousand during the 2006/07 season and were distributed as follows: restaurant vouchers (€145 thousand); income protection insurance (€210 thousand); Intercompany Works Council contribution (€185 thousand).

Health and safety

Two health, safety and working conditions committees (CHSCT) were set up at OL SASP and at OL Association.

Once a month, at the Intercompany Works Council meeting, questions related to health and safety are brought up and discussed.

Sub-contracting

OL Groupe uses sub-contractors for two reasons: firstly, during peak activity periods when internal resources are insufficient, notably on all tasks connected with special events and with stadium security during matches and other events; secondly, for specialised functions such as cleaning and maintenance.

Partnerships and patronage

Olympique Lyonnais has decided to give a formal structure to its patronage strategy and focus on four areas:

- social integration through sports,
- education,
- assistance to sick and hospitalised people,
- support for amateur sport.

To do so, the Club has decided to call upon the skills of existing charitable organisations and work together in the development of partnerships initiated with the following associations: Sport dans la Ville, Handicap International, Terr'Active, Asup Brésil, Docteur Clown and Huntington Avenir. These associations are sponsored by Olympique Lyonnais, which is committed to action extending into the medium term.

Specifically, we provide financial support, help in organising and promoting events, and we promote the association to our partners and/or to the general public. We also help to develop new financial resources, sharing the margins earned on certain products.

The Club also supports various organisations on an ad hoc basis, most often sponsored by players (or a member of the technical staff), who solicit extra support for a specific project. A perfect example is our support for "Le Petit Monde", aimed at financing one of the studio apartments used by family members accompanying a child hospitalised next door in Lyon's new paediatric hospital.

During the 2006/07 season, the Club made gifts to various charities, totalling €459.8 thousand.

In addition to these cash gifts, Olympique Lyonnais made in-kind gifts, such as tickets to matches, derivative products and the time devoted by its employees to these initiatives.

The Club regularly offers stadium seats to school children, youngsters in amateur football clubs in the Lyon region and to other associations that request them.

In addition, Olympique Lyonnais supports numerous initiatives (e.g. telethon, campaign to conquer cystic fibrosis, Les Décos de cœur) by offering derivative products, very often OL jerseys, as raffle prizes or to be auctioned off, so as to collect funds for these charitable events.

Olympique Lyonnais has also chosen to involve its employees in these community activities. In July 2005, the Group hired a full-time employee to formalise and implement the Club's patronage strategy. In addition to this position, employees of the various subsidiaries devote time to the sponsored associations for event organisation, security, ticketing, media production, communication or to sell product packages in the context of the partnership.

Environment

Given its business activity, the Group is not significantly exposed to environmental risks. Nevertheless, the Group's business development model takes respect for the environment into account, in particular concerning the construction of OL Land and the new academy building, which will carry the "HQE" (High Environmental Quality) label.

Working hours

For non-sport employees

Work-time reduction is effected on the basis of procedures specified in regulations and collective bargaining agreements already in place. The system applies to all employees except top executives and includes, in particular, reporting of hours worked, time off to make up for professional travel time, days off to bring the average work week to 35 hours, and standard company working hours.

Part-time work

The Group has seven employees who have chosen to work part-time. Although part-time work schedules are not an OL Groupe initiative, employees request them, in some cases for a finite period of time, such as parental leave, in others as a permanent arrangement.

Overtime

OL Groupe paid a total of 1,197 overtime hours during the 2006/07 season (1,086 in 2005/06). Overtime corresponded principally to the seasonality of the business of OL Merchandising, in particularly towards year-end.

Absences

Absences were not significant among administrative employees. Players were absent a total of 1,887 days as a result of injuries.

Remuneration

The Group's remuneration policy is characterised by the following distinction:

- For non-sport employees, it is based for the most part on individual performance and includes both a fixed and a variable portion. The variable portion includes bonuses for meeting both qualitative and quantitative targets. Salary structure is based on the realisation of objectives specific to each line of work.

  Variable pay, particularly as it relates to employees in sales positions, is a mechanism that fosters the Group's business development.
- For players and coaches, the remuneration policy is based on negotiation between the club and the player. In addition, a variable portion is based on collective performance. Since February 2005, 30% of the gross salary of professional players can be deducted from the calculation of social security charges, in application of collective image rights legislation.

Gross payroll was as follows (in €000):

2006/07	2005/06
57,485	44,825

The remuneration policy is complemented by collective measures intended to motivate employees and based in part on the performance of the companies in the Group. Using the various legal and collective bargaining provisions, the companies in the Group have implemented incentive plans (*intéressement*) and employee savings plans.

The companies in the Group contributed a total of €250 thousand in 2006/07 (€226 thousand in 2005/06).

Significant events subsequent to closing

Sporting activities

On the pitch, Olympique Lyonnais won the Peace Cup in July 2007 and its $2 million prize (before withholding), as well as the Trophée des Champions for the sixth consecutive year, defeating Sochaux.

At the start of the 2007/08 financial year, the team acquired the contracts of the following players for a total of €36.6 million: Keita, Grosso, Bodmer and Cleber Anderson.

Sales of player contracts at the start of 2007/08 totalled €31.6 million and involved the following players: Malouda, Berthod, Riou, Bettiol, A. Diarra and Wiltord.

Partnerships

OL Groupe has recently concluded a new partnership agreement with Sportfive, Groupe Lagardère Sport, in connection with the new stadium. Under the new contract, OL Groupe has granted exclusive worldwide use to Sportfive of all marketing, hospitality and media rights belonging to the Club (directly or via subsidiaries), except for merchandising, catering and media production activities related to certain Club matches. The new contract has a term of 10 years starting from delivery of the new stadium.

In connection with this new concession contract Sportfive agreed to a signing fee contract with SASP OL and OL Groupe on 24 September 2007. Sportfive is to pay the Club four firm, irrevocable instalments of €7 million each on 25 December 2007, 2008, 2009 and 2010.

OL Fondation, a new charitable foundation

OL Fondation, a charitable foundation, was created by Accor, Cegid Group, Pathé and Providis Logistique, as well as OL Groupe, SASP OL, OL Merchandising, M2A, OL Voyages, OL Images, OL Organisation and the Club's partners.

OL Fondation's mission is to promote, at local, national and international levels, social integration through sport, education, assistance to sick and hospitalised people, and support for amateur sport.

OL Fondation will support general interest organisations sponsored by Olympique Lyonnais players.

OL Fondation has implemented a five-year action plan worth €845,000. The founding members can make additional contributions to this multi-year programme, such as products, services or employee time.

New members may join the foundation later, in which case they will agree to make additional payments.

Reorganisation of the share capital of OL Voyages

On 3 September 2007, the shareholders of AFM Participations decided to reduce their company's stake in OL Voyages from 50% to zero. OL Voyages shares are now 25%-held by Afat Tourisme et Affaires and 25%-held by Grayff, the holding company of Faure coaches.

OL Groupe holds the other 50% of OL Voyages.

Leasing of Gerland stadium

The agreements under which the Group uses the Gerland stadium have been challenged by certain taxpayers. In a decision handed down on 12 July 2007, the Lyon Administrative Appeal Court rejected the appeals of the City of Lyon. A definitive agreement to replace the temporary agreement signed on 31 July 2007 will have to be signed and might lead to a liability.

Forecasts and outlook for the future

The Group's targets

Targets for the 2007/08 financial year

The Group is targeting revenue in excess of €200 million in 2007/08.

This objective assumes revenue from the sale of player registrations of €50 million. The €73.5 million generated in 2006/07 is considered particularly high. By way of comparison, the figure was €38.4 million in 2005/06. OL Groupe thereby confirms that the player trading activity is a recurrent one and that its business model is solid.

Revenue from "Other businesses" should increase by more than 10%. The number of jerseys to be sold during the current season is estimated at 230,000.

The outlook for OL Images is particularly promising, owing to expansion in the sale of video footage of Olympique Lyonnais and in all its activities. OL Images productions will be available on all platforms and in all regions, paving the way for numerous applications.

Lastly, the launch of the new stadium project in Décines will help speed up the sale of naming rights and generate other receipts.

Focus on the new stadium project

The new stadium will be located in the town of Décines, on the "Montout" site. It will have seating capacity of around 60,000, including more than 6,000 Business Club seats, and will be built on a 50-hectare plot of land. It is expected to host a minimum of 30 major events every year: OL's matches, other major sporting events (France national football and rugby teams, etc.) and numerous concerts. More regular events, such as corporate seminars or conventions might also be organised at the site.

The Club is likely to move its headquarters and a boutique there. OL Land is also expected to include a training grounds, a trophies room, a museum, a leisure centre, two hotels and a car park.

The current plans should allow work on the stadium to be finished in the second half of 2010, provided access infrastructure is provided. This must be built by the Greater Lyon community, the Rhône département and the French government.

Project financing

The financing and ownership of OL Land has not yet been finalised. In addition to the capital raised through the flotation, financing is expected to come from the naming of the stadium by a private partner, from other partners who will invest in the stadium's other activities, as well as a certain level of self-financing.

Olympique Lyonnais' balance sheet structure, apart from its net treasury in excess of €120 million, can support long-term debt equivalent to equity, i.e. nearly €150 million.

Rothschild & Cie have been retained to study the optimisation of such financing.

Estimated cost of the new stadium

Based on the initial work of HOK, the architectural firm, the new stadium is currently estimated to cost between €250 million and €300 million. This figure includes:

- €15-20 million to acquire the land,
- €15 million to cover the cost of preliminary studies.

The Group has not yet taken its decision, but its preferred scenario is as follows. Initially, the Group would acquire all the land necessary for construction of OL Land in Décines. Later, it would retain ownership of the stadium and the land under it, but could then examine various partnership possibilities with private investors for the construction of the shopping centre and the other parts of OL Land (i.e. OL Land ex-stadium).

Investment timetable

- Acquisition of the land is underway.
- Preliminary studies will be spread out over the period from now until 2009.
- Construction is estimated to take two years, implying the stadium could be inaugurated in the Autumn of 2010.

OL Group's targets

OL Groupe will continue to carry out its role of holding company and to foster the development of the various entities in the Group.

Risk factors

Regulations require OL Groupe to describe the risks to which it is potentially exposed in the course of its operations. If one of these risks should materialise, it could have a significant adverse impact on the Group's strategy, activity, outlook, financial position and results. These risks are counterbalanced by the opportunities its businesses offer. There are numerous successful examples in England, Spain and Germany.

Risks related to the company's business sector

Risks related to sporting activities

Risks related to the impact of sporting results on the Group

A large proportion of the Group's revenues (notably media rights and ticketing) depends directly or indirectly on Olympique Lyonnais' sporting results. Over the last few years, the Group has reduced its dependence on the Club's sporting results by developing new activities with regular income that is less affected by sporting results. The Group intends to maintain this strategy in future. Nevertheless, the Group's economic success remains linked to the success of the Club. While the Club has succeeded in maintaining excellent sporting results over the last few years, the Group is unable to guarantee the consistency of sporting performance in future years. This performance is uncertain by nature, and depends on many factors on which the Group has limited control, such as player unavailability due to injury, disqualification or suspension, repeated poor performance, failure to qualify for the UEFA Champions League or relegation to League 2, the second division of France's football league.

Management of risks related to the impact of sporting results on the Group

To limit the risks related to the impact of sporting results, uncertain by nature, management endeavours to generate steady revenue less directly dependent on sporting results. As a result of these efforts, the Group has implemented a policy of diversification through various subsidiaries.

In addition, management seeks to reduce sporting uncertainty through a policy of planned recruitment based both on the intrinsic sporting abilities of the players recruited and on their ability to fit in with the Club.

The club comprises 27 players, a number it considers sufficient to handle the risk of unavailability of one or more players. Furthermore, the Club believes its academy roster will enable it, if necessary, to deal with the risks of injury, insufficient physical condition or player absences due to participation in international matches.

In the near future, clubs are expected to receive compensation for players selected to compete in international matches. This would constitute an additional source of revenue that does not currently exist.

Risk of dependency on revenue from media rights and uncertainty surrounding the future amount of such rights

Media rights are one of the Group's main sources of revenue. In the financial year ended 30 June 2007, they generated revenue of €69.9 million, including €47.2 million from the *Ligue de Football Professionnel* (LFP) and the *Fédération Française de Football* (FFF) and €22.7 million from the Union of European Football Associations (UEFA). These €69.9 million represented 32.7% of total revenues in the financial year ended 30 June 2007 (€68.9 million, or 41.5% of its total revenue in the year ended 30 June 2006). A substantial portion of revenues derives from the centralised sale of media rights, which are redistributed to French Ligue 1 clubs as described below. LFP media rights include both fixed and variable components. The fixed component is 50% of total media rights and is distributed equitably among all Ligue 1 clubs. The variable portion is distributed to the clubs based on performance and media profile. UEFA Media rights include (i) a fixed component comprising a starting bonus, match and performance bonuses, and bonuses based on progress in the competition, and (ii) a variable component based on the country's market share of total European rights. Half of the variable component is paid over to the qualifying French clubs according to their previous season's French Ligue 1 rankings and the number of French clubs that took part. The other half is distributed pro rata, according to the number of matches the French clubs play in the competition. The redistribution of centralised media rights therefore depends upon many factors over which the Group has only limited control.

Over the last few years, the overall amount distributed to football clubs from the sale of Media rights has increased substantially, both in France and the rest of Europe, due to a favourable economic, strategic and competitive environment. This has resulted in a considerable increase in the price paid by media groups to acquire broadcasting rights. The Group cannot guarantee that this increase will continue or that current acquisition prices will remain steady in future years. The economic and competitive environment is changing, particularly due to the merger between Canal+ and TPS in France. The strategy adopted by media groups is also changing, and innovative technology may alter the environment in which media rights are traded. These factors, along with many others outside the Group's control, may lead to a fall in the price of media rights sold by UEFA or the LFP, in particular starting with the 2008/09 season for Ligue 1, following renegotiation of rights contracts.

Management of risk of dependency on revenue from media rights and uncertainty surrounding the future amount of such rights

The LFP is actively preparing a call for tenders for the negotiation of Media rights. It is modelling its approach on negotiations in England, which resulted in a very significant increase in media rights. The Premier League broke down the season into a number of discrete packages, whereas BSkyB had had exclusive rights over the whole country, similarly to Canal Plus. Canal Plus would suffer a decline in subscription revenue were it to lose exclusive rights.

To limit further the Group's dependence on the sale of TV rights, and given that delayed broadcasting rights are sold directly by the clubs, under the 15 July 2004 decree, management has created a specialised subsidiary, OL Images, responsible for direct sale of the club's TV rights. Through this initiative, OL Images launched its own television channel (OL TV), which creates programmes, DVDs, promotional films and video-on-demand.

Group management is also seeking to diversify its media outlets, creating partnerships with broadcasters other than TV operators, such as Orange France. This enables the Group to exploit its media rights on other media, in particular internet and 3G cell phones. Moreover, Olympique Lyonnais has joined "Foot Avenir Professionnel" ("The future of professional football"), which includes all the major French football clubs and whose objective is to double club revenues.

Risks related to the loss of a key player's licence

The value of Olympique Lyonnais' players makes up a significant portion of the Group's assets. As of 30 June 2007, the net book value of the club's players was €53.2 million. A player may lose his licence due to a serious injury or disciplinary punishment. Apart from the sporting difficulties this could cause for the Club, the loss of a player's licence could lead both to a substantial reduction in the Group's assets and to a significant increase in the cost of replacing him, given the context of rising transfer fees for well-known players.

Management of risks related to the loss of a key player's licence

Risks related to the loss of key player licences are covered by an insurance policy.

This insurance policy covers SASP OL in the event certain players die or lose their licence, regardless of the cause. Sixteen players were insured in this way for the 2006/07 season. Under this policy, compensation is limited to €10 million per player and €50 million for any one claim event. This policy was purchased for a one-year term starting on 1 July 2006.

Risks related to default by partners or business counterparties

Transfer fees make up a significant portion of the Club's revenues. Revenues from the sale of player registrations totalled €73.5 million, or 34.3% of total revenue in the financial year ended 30 June 2007 (€38.4 million, or 23.1% of total revenue in the year ended 30 June 2006). In the event of an unsecured staggered transfer fee, default by the debtor club and the non-payment of the transfer fee or, more generally, financial problems among the main European football clubs, could have a significant adverse impact on the Group's strategy, activities, outlook, financial position and results.

Management of risks related to default by partners or business counterparties

To counter the potential risk that a club may fail to pay the remainder of a transfer fee, the Group seeks bank guarantees to back up the payment.

Risks related to the sensitivity of results to the Club's player trading policy

The player trading policy forms an integral part of the Group's ordinary business activities. However, profit from ordinary activities could be affected by variations in revenues from player trading, as their regularity and recurrence cannot be guaranteed from one financial year to the next.

Management of risks related to the sensitivity of results to the Club's player trading policy

The sharp rise in European media rights, such as in England, Spain and Germany, is generating very significant additional resources for European clubs, enabling these clubs to acquire player registrations for very high fees.

Risks related to doping

Players may be tempted to use prohibited substances to improve their performance. Although tests are carried out frequently by national and international authorities, the Group is unable to ensure that every member of its playing and coaching squad complies with regulations in force. If a member of the playing or coaching squad were involved in a doping incident, this could damage Olympique Lyonnais' image and popularity. This could make the Club less attractive and risk the termination of important contracts, particularly the contract with Accor.

Management of risks related to doping

To combat the risk of doping, SASP OL has arranged personalised medical monitoring for each member of the professional squad and carries out biological tests at the start and in the middle of each season.

Risks related to accidents within the stadium and to hooliganism or a terrorist act during a sporting event

Olympique Lyonnais' home games are attended by large numbers of spectators throughout the season. As a result, the Club is exposed to the risk of an accident, an incident of racism, hooliganism or a terrorist act within the stadium. If one of these were to occur, it could severely affect the activities of SASP OL. For example, certain events could force the closure of part of the stadium for an indefinite period, cause fear among spectators leading to lower attendance and give rise to disciplinary measures, such as the requirement to play games behind closed doors, fines and exclusion from competitions. Hooliganism and racist acts in particular could also damage the Club's image, despite measures put in place by the Club to prevent them. The victims of any accident, hooliganism, racism or terrorist act could seek compensation from SASP OL. In addition, security measures could be increased following a terrorist act or incident of hooliganism, increasing spectator security costs and Group insurance costs. Similar events taking place in other stadiums in France or Europe could also cause a fall in attendance at the Club's stadium or lead to additional safety and insurance costs for the Group.

Management of risks related to accidents within the stadium and to hooliganism or a terrorist act during a sporting event

To prevent accidents inside the stadium and hooliganism or terrorist acts during a game, the Group's management uses an experienced organisational team and has set up a safety system that exceeds the internal safety requirements set by the public authorities. Specifically, SASP OL has implemented an access control system at the Gerland stadium and spectators are systematically searched.

In addition, there are safety areas between the stands to avoid any contact between the supporters of opposing teams. Olympique Lyonnais also employs a team of accredited stewards whole role is to anticipate and control any overflow of supporters. This accreditation system for stewards was developed by Olympique Lyonnais.

Lastly, SASP OL constantly liaises with fan clubs to promote safety within the stadium. A system of season ticket discounts has been introduced to reward supporter groups who show exemplary behaviour during games.

Risks related to the legal environment

Risks related to legal and regulatory constraints applicable to football

Risks related to the loss of the affiliation number

To be able to take part in competitions, the Club must be authorised by the Association to use the affiliation number granted to the Association by the FFF. This use of the affiliation number is covered by the agreement between SASP OL and the Association.

In France, the termination of the agreement between the Association and SASP OL would prevent the Club from using the affiliation number and therefore from taking part in competitions. This would have a significant adverse impact on the Group's strategy, activity, outlook, financial position and results, which is no longer the case outside France. This risk might diminish in future.

Risks related to regulatory changes

Professional football is governed by rigorous, specific and complex national and international legislation. This legislation includes rules for taking part in competitions and rules on the marketing of media rights. The applicable legislation has changed substantially in recent years. Changes in the nature, application or interpretation of applicable laws and regulations could change the rules applying to the Group's activities and could therefore affect the way the Group is managed or restrict its development.

Although the Group attempts to anticipate such changes to the greatest extent possible, this situation could cause an increase in costs and investments involved in managing the squad and/or reduce revenues. As a result, such changes could significantly affect the Group's strategy, activity, outlook, financial position or results.

Risks related to legal and regulatory constraints applicable to football

The Group is represented in the main football decision-making bodies. Jean-Michel Aulas has been vice-president of the LFP since 2000. He is also a member of the UCPF (*Union des Clubs Professionnels de Football*), president of the G-14 and a member of the Club Task Force set up by FIFA (*Fédération Internationale de Football Association*).

This presence in French and European official bodies enables the Group to anticipate regulatory changes.

Risks related to supervision by the Direction Nationale de Contrôle de Gestion (DNCG)

SASP OL is subject to annual controls by the DNCG. Although the Club has never been punished by the DNCG, if the DNCG decided to punish SASP OL because of its legal and financial position, this could affect the Group's strategy, activity, outlook, financial position and results.

Risks related to player transfer rules and changes to these rules

A significant proportion of the Group's income comes from player trading. Current regulations allow clubs to receive substantial transfer fees if a player changes clubs before the end of his contract. Any change in these regulations could threaten a club's ability to receive transfer fees.

Risks related to the social security costs applicable to player remuneration

Recent legislation regarding collective image rights for players who are members of a professional sports club has exempted French football clubs from social security contributions on a portion of the players' remuneration. Any change in this legislation could affect SASP OL's ability to maintain the Club's current salaries.

Risks related to an increase in disciplinary procedures

Legislation states that professional sports corporations may be liable for disciplinary procedures relating to acts committed by their members and by supporters in and around the stadium where a game is taking place. An increase or change in the disciplinary procedures that may be taken against SASP OL in the event it were to be held responsible could affect the Group's image, strategy, activity, outlook, financial position and results.

Risks related to certain tax regimes

Revenues from sporting events are subject to French entertainment tax ("*taxe sur les spectacles*"). A change in legislation, particularly the scrapping of entertainment tax and a decision to make sporting events subject to VAT or any other tax, could have an impact on ticket prices and, as a result, a significant adverse impact on the Group's financial position and results.

Other risks specific to the Group

Risks related to damage to the OL brand

The OL brand generates a large proportion of the Group's revenues. Despite existing protection, the OL brand may suffer from counterfeiting, and products featuring the OL brand may be distributed through parallel networks. Counterfeiting and parallel distribution could create a major shortfall in revenues and could eventually damage the OL brand image.

Management of risks related to damage to the OL brand

In October 2005, to protect the OL brand and combat counterfeiting, the Group officially requested the customs authorities to intervene. The Group has also retained the services of a specialised law firm to handle any legal proceedings necessary for the effective protection of the OL brand.

Risks related to conditions of use and the partial or total unavailability of the Gerland stadium

SASP OL has an agreement with the City of Lyon that constitutes a temporary authorisation to occupy public property. Under this agreement, the Club can use the Gerland stadium for all of its league, national cup and European cup matches. The non-renewal or early termination of this agreement could force the Club to look for an alternative venue for its games. The Gerland stadium could also become partially or totally unavailable, particularly as a result of sporting punishments, natural disasters, accidents or fires. The Group cannot guarantee that, in this situation, it could quickly find a venue with characteristics equivalent to those of the Gerland stadium on similar terms.

In addition, any significant change in the terms of the temporary authorisation to occupy public property granted by the City of Lyon to SASP OL that causes a substantial change in the stadium's terms of use or in the financial terms of the agreement could have a significant adverse impact on the Group's strategy, activity, outlook, financial position and results.

Risks related to the new stadium project and to the financing of the project

The Group is implementing its plan to build a new stadium in the town of Décines. The total cost of the new stadium (excluding construction of the leisure centre and the shopping centre) is estimated to be between €250 million and €300 million. The construction project will be a long and complex process involving many factors. It will require various administrative authorisations, in particular the building permit.

The time taken to obtain these authorisations and to carry out any appeals against administrative decisions could delay the development process. Similarly, the construction timetable may be delayed by unexpected events, such as the discovery of archaeological remains on the site of the new stadium, any of the architectural and technical constraints that may arise in a complex construction project, problems or litigation with building contractors or failure by service providers. The Group may also face difficulties in obtaining the financing needed to build the stadium. These factors may cause substantial delays and additional costs. In the extreme, for example if the Group is unable to raise the necessary financing, there is a risk that the project will not be completed. This could have a significant adverse impact on the Group's strategy, activity, financial position and results.

Major delays or the non-completion of the project may also significantly affect the Group's outlook.

Management of risks related to the new stadium project

The construction project will be a long and complex process involving many factors, some of which are independent of the Group. In the context of this project, the Board of Directors has formed a Stadium Investment Committee and created a subsidiary, Foncière du Montout, wholly-owned by OL Groupe, whose purpose includes acquiring, combining, developing or reselling property units, as well as operating sport installations.

The Group has implemented procedures to foster dialogue and work together with all participants and with the general public.

Risk of dependency on key executives

The Group's success depends to a large extent on the work and expertise of its chairman, executives and sporting and technical staff. If one or more of the Group's managers with extensive expertise in the Group's markets were to leave, or if one or more of them decided to reduce or end their involvement with the Group, the Group may have difficulties in replacing them. This could hamper its activities and affect its ability to meet its targets.

The Club's playing squad always travel together for away games.

The Group is insured against the death of certain players regardless of cause, but is not insured against the consequences of an accident causing the death of the entire playing squad.

Risks related to insufficient insurance cover

Although the Group's insurance strategy aims to ensure reasonable coverage of risks, the company cannot guarantee that its policies will cover all claims in the event of a loss.

As regards the loss of player licences, the Group's policy is to insure only key players. As a result, if one or more of the non-covered players were to lose their licence, no compensation would be payable under the Group's insurance policy.

In addition, changes in regulations or an increase in claim events, particularly in the event of an accident at the Club's stadium, could have a significant adverse impact on the Group's financial position and results.

Market risks

Liquidity risks

At 30 June 2007, the Group had €40.6 million of credit facilities with which to finance its ordinary activities. It had drawn €20.1 million on these facilities in the form of promissory notes and €20.5 million in the form of bank guarantees. The loans taken out by the Group include early redemption clauses (see note 7.3 to the consolidated financial statements).

Interest-rate risks

The Group's interest-rate risk relates mainly to debts and liabilities bearing interest at variable rate.

In the year ended 30 June 2007, the Group's total gross debt bearing interest at variable rates (usually Euribor plus a fixed margin) was €22.5 million. This sum related to various loans to SASP OL, for which the Company has provided a joint and several guarantee, and a loan to SCI OL. The main loans have been provided by BNP Paribas, Crédit Lyonnais, Banque de l'Économie du Commerce et de la Monétique and Natixis.

As of the date of this report, the Group has not implemented any interest-rate hedging instruments.

The table below sets out all of the Group's debts by principal category as they appear in the 30 June 2007 consolidated balance sheet:

Type of borrowing	Fixed or variable rate	Debt at 30 June 2007	Total facility	Maturity
Loans	Fixed	1,592	1,592	July 2018
Obligations under finance leases	Fixed	410	410	
Sub-total fixed-rate debt		**2,002**	**2,002**	
Drawing on bank credit facilities	Variable (Euribor-based)	9,608	12,000	Nov. 2008
Drawing on bank credit facilities	Variable (Euribor-based)	3,226	13,100	July 2009
Drawing on bank credit facilities	Variable (Euribor-based)	5,262	10,500	Dec. 2007
Drawing on bank credit facilities	Variable (Euribor-based)	2,011	5,000	Sept. 2008
Overdrafts and accrued interest	Variable (Euribor-based)	391		
Sub-total variable-rate debt		**20,498**	**40,600**	
TOTAL DEBT		22,500	42,602	

Maturity schedule of the Group's financial assets and liabilities, excluding trade receivables and payables, at 30 June 2007:

(in € 000)	Amount
Total due in one year or less	**145,777**
Liabilities due in one year or less	***27,049***
Fixed-rate bank debt	237
Fixed-rate liabilities on acquisition of player registrations [1]	21,159
Variable-rate bank debt	5,653
Assets due in one year or less	***172,826***
Variable-rate investments	143,080
Cash and equivalents bearing interest at variable rates	7,217
Fixed-rate receivables from sale of player registrations [1]	22,529
Total due in one to five years	**-9,913**
Liabilities due in one to five years	***23,714***
Fixed-rate bank debt	793
Fixed-rate liabilities on acquisition of player registrations [1]	8,076
Variable-rate bank debt	14,845
Assets due in one to five years	***13,801***
Fixed-rate receivables from sale of player registrations [1]	13,801
Liabilities due in more than five years	**-972**
Liabilities due in more than five years	***972***
Fixed-rate bank debt	972
TOTAL	134,892

[1] discounted where maturity exceeds six months.

(in € 000)	One year or less	One to five years	More than five years
Financial liabilities	27,049	23 714	972
Financial assets	172,826	13,801	
Net assets before management	**145,777**	**-9,913**	**-972**
Off balance sheet items			
Net assets after management	**145,777**	**-9,913**	**-972**
(net assets after management at variable rates: €129,799k)			

Based on the Group's positive net cash position at 30 June 2007, the Group estimates that a 1-point fall in interest rates (on net financial assets bearing interest at variable rates) would have a €1,300 thousand negative impact on its net financial income.

Exchange-rate risks

As of the date of this report, the Group is not exposed to exchange rate risks.

Risks related to equity securities

As of the date of this report, the Company's securities portfolio consisted solely of money-market mutual funds. As a result, the Company was not exposed to risks related to equity securities.

Insurance and risk coverage

The insurance policies taken out by the Company for itself and its subsidiaries have a one- year term and are renewed by tacit agreement.

The Group's main insurance policies are as follows:

- Insurance policies covering comprehensive industrial and loss-of-business risks, professional football club third-party liability, premises and operations liability and transported merchandise risks.
- An insurance policy covering SASP OL in the event of certain players dying or losing their licence, regardless of the cause. Under this policy, compensation is limited to €10 million per player and €50 million for any one claim event. This policy was purchased for a one-year term starting on 1 July 2006 and covered the principal players. It was renewed for the 2007/08 season. However, the Group does not have a policy covering all staff in the event of a collective accident. This is because insurance companies are generally reluctant to insure professional football teams against the risk of collective accidents causing the death of the entire squad.

The total amount of premiums paid by the Group for all of its insurance policies was €553.4 thousand in the year ended 30 June 2007.

Litigation and exceptional events

Legal proceedings initiated by taxpayers against the Gerland stadium occupancy agreements

Master agreement of 5 August 2003

Under a master agreement dated 5 August 2003, the City of Lyon provided SASP OL with use of the Gerland stadium and the Tola Vologe centre for the period 1 July 2003 to 30 June 2005, in consideration for a fee of €600,000 a year.

A taxpayer has requested annulment of: (i) the 26 May 2003 resolution of the Lyon municipal council, approving the terms of the master agreement signed with SASP OL, which set the amount of the fee to be paid for use of the stadium, and (ii) the mayor's decision to sign the agreement. On 10 March 2005, the Lyon administrative court annulled the resolution and the mayor's decision, but only to the extent of the provision setting the annual fee at €600,000. The grounds for this annulment were manifest error in assessing the amount of the fee, which the court deemed to be clearly insufficient in light of the benefits that SASP OL would draw from use of the stadium.

SASP OL has not appealed against the ruling.

The City of Lyon and SASP OL agreed a settlement on 15 July 2005 whereby the City would repay SASP OL the fees received since 1 July 2003, i.e. €900,000, while SASP OL would pay the City compensation for its use of the stadium for the period 1 July 2003 to 10 March 2005 in the sum of €1,326,318 and a fee for the period 11 March to 30 June 2005 in the sum of €221,053. The parties also signed a third amendment to the master agreement of 5 August 2003, setting the fee for use of the stadium at €31,579 per game.

Following legal proceedings initiated by a taxpayer, on 13 July 2006 the Lyon administrative court annulled (i) the resolution passed by the Lyon municipal council of 20 June 2005 approving the settlement reached by the parties and the third amendment to the master agreement and (ii) the mayor of Lyon's decision to sign the two contracts.

Agreement of 15 July 2005

A temporary authorisation to occupy public property was signed on 15 July 2005 covering the period from 1 July 2005 to 30 June 2008, setting the fee payable by SASP OL to the City of Lyon at €32,827 per game.

A taxpayer sought annulment by the Lyon administrative court of several decisions including the mayor's decision to sign the agreement of 15 July 2005.

On 13 July 2006, the Lyon administrative court annulled this decision and rejected the other claims for annulment.

The court considered that the City of Lyon was unable to justify the elements underlying its calculation of the amount of the fee and, accordingly, that the amount of the fee was vitiated by a manifest error of assessment.

The City of Lyon has lodged an appeal against the two 13 July 2006 rulings with the Lyon administrative appeal court.

These appeals were rejected by a decision after the end of the 2006/07 financial year (see "Significant events subsequent to closing").

Principal contracts that can be amended or terminated in the event of a change in control

The partnership contract signed with Accor on 21 April 2006 become effective with the 2006/07 season. Accor has the right to terminate the contract in the event of a change in the principal shareholder.

Market for OL Groupe shares

OL Groupe shares (ISIN code FR0010428771) are listed on Euronext Paris' Eurolist (Compartment B).

On 29 June 2007, the shares traded at €21.50. The number of shares traded since flotation, between 9 February and 29 June 2007, totalled 3,371,526. As of 30 June 2007, the share capital was composed of a total of 13,241,287 shares.

Changes in OL Groupe's share capital and equity investments

Share capital

The share capital of OL Groupe totals €20,126,756.24, divided into 13,241,287 shares with a nominal value of €1.52 each.

As of 30 June 2007, there were no securities giving access to the capital of OL Groupe.

Changes in OL Groupe's share capital

The flotation of OL Groupe in February 2007 led to an increase in share capital and share premium, net of issuance costs, of €90.6 million.

Changes in equity investments

The detail of equity investments in the various subsidiaries of the Group and their percentages are indicated in the notes to the consolidated statements and the list of subsidiaries and affiliates.

Changes in the scope of consolidation during the 2006/07 financial year were as follows:

- OL Groupe acquired 925 OL Images shares. OL Groupe's holding thus increased from 74.97% at 30 June 2006 to 99.97%.
- As of 1 July 2006, OL Brasserie, 99.97%-held by OL Groupe, entered the scope of consolidation.
- OL Groupe acquired 500 OL SASP shares. OL Groupe's holding thus increased from 99.53% at 30 June 2006 to 99.91%.
- SAS Foncière du Montout was formed on 26 July 2007. The company is 100%-owned by OL Groupe and has been consolidated.

Purchase and/or sale by the Company of its own shares

Purchase and/or sale of shares by the Company pursuant to the shareholder authorisation granted at the 6 November 2006 Annual Shareholders' Meeting

Pursuant to the shareholder authorisation granted at the 6 November 2006 Annual Meeting and the description of the share buy-back programme, Olympique Lyonnais Groupe did not directly buy or sell any shares during the period ended on 30 June 2007.

As of 31 August 2007, OL Groupe held 38,657 of its own shares in connection with the liquidity contract.

To ensure the share's liquidity, OL Groupe also signed a liquidity contract with Crédit Agricole Cheuvreux on 6 March 2007. Between the date the liquidity contract went into effect and 30 June 2007, 46,134 OL Groupe shares were purchased pursuant to the contract at an average price of €20.85. During the same period, 31,410 shares were sold at an average price of €20.56.

The number of shares thus purchased pursuant to the liquidity contract represented, as of 30 June 2007, 0.11% of the shares comprising the share capital of OL Groupe. Brokerage fees totalled €3,418.

As of 30 June 2007, OL Groupe held 14,724 of its own shares in treasury. The value of these 14,724 shares at their purchase price was €310,122.

As of 31 August 2007, OL Groupe held 38,657 of its own shares in connection with the liquidity contract.

A report on the liquidity contract will be published semi-annually on the websites of the AMF (*Autorité des Marchés Financiers*) and the Company.

Financial information related to this contract is mentioned in the notes to the separate financial statements.

Authorisation to be granted to the Board of Directors so as to acquire shares pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code

At the Annual Shareholders' Meeting, we will propose that you authorise the Board of Directors to acquire shares pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code and regulation 2273/2003 of the European Commission, dated 22 December 2003, and the provisions of Articles 241-1 to 241-8 of the General Regulation of the AMF, supplemented by AMF instructions 2005-06 and 07, dated 22 February 2005.

The maximum purchase price shall not exceed €48 per share. The maximum theoretical amount of the programme will therefore be €61,702,656, taking into account the 38,657 shares held in treasury on 31 August 2007.

OL Groupe shares held by employees

As of 30 June 2007, to the best of the Company's knowledge, employees held 0.17% of the share capital of OL Groupe in registered form.

Shareholders as of 30 June 2007

To the best of our knowledge, the principal shareholders of OL Groupe are as follows:

Shareholders	Number of shares	% of share capital	% of voting rights
ICMI [1]	4,519,800	34.13	40.49
Pathé	3,013,174	22.76	26.99
Treasury shares	14,724	0.11	n.a.
Board members [2]	934,030	7.06	8.17
Free float	4,759,559	35.94	24.35
TOTAL	13,241,287	100	100

[1] As of 30 June 2007, Jean-Michel Aulas held 99.97% of ICMI, representing 99.96% of the voting rights.
[2] These are Board members other than ICMI, mentioned above.

Allocation of net profit

At the Annual Meeting of 20 November 2007, we will propose that shareholders distribute a dividend of €1,853,780.18 on financial year 2006/07 earnings, representing €0.14 per share.

After deducting all expenses, depreciation and amortisation, the financial statements of OL Groupe, as presented to you, show a net profit of €12,382,417.41, which we propose to distribute as follows:

- Legal reserve €619,121.00
- Dividend of €0.14 per share, times 13,241,287 shares €1,853,780.18
- Retained earnings €9,909,516.23
- **Total: €12,382,417.41**

Shareholders will be asked to approve the following proposal at their Annual Meeting: in the event the Company holds some of its own shares when dividends are to be paid, the portion of net income corresponding to the unpaid dividends on these shares shall be allocated to the "Retained earnings" account.

The dividend will be paid on 22 November 2007. Shareholders will be informed that the amount distributed as dividends to individual shareholders will be fully eligible for the 40% tax deduction under Article 158 of the French Tax Code, as amended by the 2006 Budget law of 30 December 2005.

In accordance with Article R 225-102 of the French Commercial Code, we present below a table showing dividends distributed on earnings of the three previous financial years.

Dividends paid on earnings of the three previous financial years

Financial year	2005/06	2004/05	2003/04
Number of shares	931,270	931,270	928,544
Net dividend per share (€)	1.00	0.40	nil
50% avoir fiscal tax credit	-	0.20	-
Total per share (€)	1.00	0.60	-
Total net dividend (€)	931,270	372,508	-

When OL Groupe shares were admitted for trading on Euronext Paris' Eurolist (Compartment B), the par value of the shares was divided by 10 and is now €1.52 per share.

Director's fees

At the 20 November 2007 Annual Meeting, we will propose that shareholders authorise the payment of director's fees for the 2006/07 financial year, within a limit of €100,000.

Renewal of the terms of certain Board members

You will be asked at the next Annual Meeting to renew the terms of the following Board members, for a period of six years: Jean-Michel Aulas, Jacques Matagrin and Serge Manoukian.

Remuneration of executive officers

Apart from reimbursement of business expenses, supported by receipts, and director's fees allocated by shareholders at their Annual Meeting, the members of the Board of Directors receive no remuneration or benefits in kind from the Company or its subsidiaries. Similarly, apart from reimbursement of professional expenses, supported by receipts, Jean-Michel Aulas receives no direct remuneration or benefits in kind as Chairman and CEO of the Company.

Mr Aulas is paid by ICMI, the lead holding company of Cegid Group and OL Groupe, the two companies that comprise ICMI's principal equity investments. He also receives director's fees. This remuneration includes both a fixed portion and a variable portion. The latter is determined on the basis of the consolidated results of Cegid and OL Groupe. This variable portion is covered by receipts from the management agreement between ICMI and the Company. The amount of remuneration and all benefits attributed by ICMI and all of its subsidiaries to Jean-Michel Aulas for the financial year ended 31 December 2006 was comprised of a fixed portion of €508 thousand [1] and a variable portion of €684 thousand.

[1] The fixed portion includes annual gross salary, employee benefits, director's fees and post-employment benefits.

The remuneration paid to the other executive officers is limited to director's fees and broke down as follows:

Board member	Director's fees Financial year ended 30 June 2006	Paid in cash	Paid in kind
Jean-Michel Aulas	€13,000	€6,211	€6,789
Jérôme Seydoux (Pathé)	€13,000	€6,211	€6,789
Olivier Ginon (GL Events)	€8,000	€5,007	€2,993
Jean-Pierre Michaux	€8,000	€5,007	€2,993
Eric Peyre	€8,000	€5,007	€2,993
Jacques Matagrin	€8,000	€5,007	€2,993
Michel Crepon (Soparic Participations)	€8,000	€8,000	
Gilbert Giorgi	€7,000	€4,007	€2,993
Christophe Comparat	€7,000	€4,007	€2,993
Jean-Paul Revillon	€4,000	€1,007	€2,993
Serge Manoukian	€4,000	€1,007	€2,933
TOTAL	€88,000	€50,478	€37,522

Remuneration of the other members of OL Groupe's senior management who are not executive officers

In the financial year ended 30 June 2007, OL Groupe paid its senior managers a total of €599.8 thousand in total remuneration, including a variable portion of €118.3 thousand and benefits in kind (vehicle use) of €37 thousand. Senior managers do not receive any other benefits in kind.

List of functions exercised by executive officers in other companies during the 2006/07 financial year

Name of Board member (individual or legal entity)	Date of first appointment	Date term expires	Principal function in the Company	Principal appointments and functions outside the Company (2006/07)
Jean-Michel Aulas	Appointed under Articles of Association 21 December 1998	Annual Shareholders Meeting held to approve the financial statements for the financial year ended 2007	Chairman and CEO	Chairman of ICMI SAS Chairman of the Board of Directors of Cegid Group [2] Chairman of the Board of Directors of Holding Cegid Services Chairman and CEO of Cegid Chairman of Cegid Services Director of Quadratus Chairman and CEO of SASP Olympique Lyonnais Director of OL Voyages Chairman of the OL Groupe Stadium Investment Committee. Director of Association Olympique Lyonnais
Pathé Sas		Director until 2 October 2006		
Jérôme Seydoux	**As Director:** co-opted on 2 October 2006 **As permanent representative of Pathé on the Board of Directors of Olympique Lyonnais Groupe** until 2 October 2006	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2011	Director (Vice-Chairman)	Chairman of Pathé SAS, Chairman of Pathé Distribution SAS, Chairman of Pathé Renn Production SAS, Member of the OL Groupe Stadium Investment Committee, Director of Accor SA, Vice-Chairman, CEO and Director of Chargeurs SA, Member of the Remuneration Committee of Compagnie du Mont-Blanc, Permanent representative of Soparic Participations on the Board of Directors of SASP Olympique Lyonnais, President of OJEJ SC, President of SOJER SC, President of EDJER EURL.
GL Events SA (represented by Olivier Ginon)	13 December 2004	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2010	Independent director	Director of Polygone SA, Director of GL Events and certain of its subsidiaries, Director of Tocqueville Finances SA, Director of La Lyonnaise de Banque, Member of the OL Groupe Stadium Investment Committee.
Jean-Pierre Michaux	13 December 2004	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2010	Independent director	Chairman of the Supervisory Board of Scientific Brain Training, President of SCI Tolstoï, President of SCI Le Chardon Bleu, President of SCI La Gavannière, Chairman of the Institut d'Art Comptemporain de Villeurbanne

List of functions exercised by executive officers in other companies during the 2006/07 financial year (continued)

Name of Board member (individual or legal entity)	Date of first appointment	Date term expires	Principal function in the Company	Principal appointments and functions outside the Company (2006/07)
Eric Peyre	13 December 2004	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2010	Director	Chairman of OL Images Chairman of the Supervisory Board of Jet Multimedia Director of TJM Director of Médiafusion Espana Director of Médiafusion International Director of SMS Services Director of Délicom SLU Director of Médiafusion Télécom SLU Permanent representative of Jet Publishing on the Board of Directors of TJM, Director of Lagtoo, Director of Lyon Poche Presse, Director of PAM, Director of SASP Olympique Lyonnais, Member of the OL Groupe Stadium Investment Committee.
Jean-Paul Revillon	5 December 2005	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2011	Independent director	Director of SASP Olympique Lyonnais, Member of the OL Groupe Audit Committee, President of SARL du Tourveon, President of SARL Sotrabeau
Serge Manoukian	5 December 2005	Annual Shareholders Meeting held to approve the financial statements for the financial year ended 30 June 2007	Independent director	Chairman of the Supervisory Board of ASFI Chairman of the Supervisory Board of JAFI Director of SASP Olympique Lyonnais, Member of the OL Groupe Audit Committee, President of SCI La Fantasque II, President of SCI Molinel 75 President of SCI Corneille 53 President of SCI Steca President of SCI Kari President of SCI Du Champ President of SCI Manouk President of SCI SJT President of SCI SM Co-President of SCI Soman
Gilbert Giorgi	5 December 2005	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2011	Director	Chairman of the Board of Directors of Filying Chief Executive Officer of Filying Director of SASP Olympique Lyonnais, Chairman of Foncière du Montout, Member of the OL Groupe Stadium Investment Committee, Chairman of the Executive Board of Hôtel Lyon Métropole Liquidator of SNC 17 Bd des Belges Chairman of SA Argenson Co-President of Espace Para Co-President of Espace Vitton Co-President of Filying Gestion Co-President of Stalingrad Investissement Co-President of Solycogym Co-President of SCI FCG Co-President of SCI Topaze Co-President of SCI Franchevillage Co-President of SCI Créqui Tête d'Or President of Fragior, President of SARL Décolletage Raynaud et Cie., President of SCI Megastore Olympique Lyonnais Co-President of SCI Foncière des Emeraudes

Name of Board member (individual or legal entity)	Date of first appointment	Date term expires	Principal function in the Company	Principal appointments and functions outside the Company (2006/07)
Christophe Comparat	5 December 2005	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2011	Director	President of OL Brasserie, Director and member of the Management Committee of SASP OL Member of the OL Groupe Stadium Investment Committee, Chairman of OL Merchandising, Chairman and CEO IAC and Figesco, Member of Association Olympique Lyonnais Director of Lou SASP, Director of Financière CCSN, Director of Sagita.
Jacques Matagrin	Appointed under the Articles of Association 21 December 1998	Annual Shareholders Meeting held to approve the financial statements for the financial year ended 30 June 2007	Director	Chairman of Tout Lyon Director of Cegid Group, Director of Eurazis, Chairman of Association Olympique Lyonnais, [1] Chairman and CEO of OL Voyages, Member of the OL Groupe Stadium Investment Committee, President of ATF, President of Noirclerc Fenetrier Informatique – NFI, President of JM Investissement President of SCI Duvalent (1) Permanent representative of Association Olympique Lyonnais on the Board of Directors of OL Groupe, Chairman of Noirclerc Fenetrier Informatique SAS, President of Nouvelle Patriote Beaujolais, Director of Bemore (Switzerland)
Soparic Participations		Director until 2 October 2006		
Michel Crepon	**As Director :** co-opted 2 October 2006 **As permanent representative of Soparic Participations** until 2 October 2006	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2011	Director	Member of the Executive Board of Pathé SAS, Permanent representative of Pathé on the Board of Directors of SASP Olympique Lyonnais, Member of the OL Groupe Audit Committee, Permanent representative of Soparic Participations on the Board of Directors of OL Groupe, Director of Pathé Distribution Ltd. Director of Pathé Entertainment Ltd. Director of Pathé Fund Ltd. Director of Pathé Pictures Ltd.
SAS ICMI (represented by Patrick Bertrand)	6 November 2006	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2012	Director	ICMI: Director, Cegid Group Patrick Bertrand: Chief Executive Officer of Cegid Group, Permanent representative of ICMI on the Board of Directors of Cegid Group, Deputy CEO of Cegid [2] Director of Holding Cegid Services, Chairman of the Board of Directors of Quadratus Chairman of the Board of Directors of FCRS Director of Servant Soft Director of Expert & Finance Director and Vice-Chairman of Figesco, Director of Comptanoo, Member of the Supervisory Board of Alta Profits, Member of the OL Groupe Audit Committee
François-Régis Ory	6 November 2006	Annual Shareholders Meeting held to approve the financial statements for the financial year ending 30 June 2012	Independent director	Chairman of the OL Groupe Audit Committee, Director of Medicrea, Director, Chairman and CEO of Floréane Medical Implants, Chairman of La Florentiane, Chairman of L'Améliane, President of SCI L'Amaury, President of SCI L'Amelais, President of SCI Chanas President of SC Florine.

[1] Until 2 November 2006
[2] Until 22 June 2007

Powers granted by shareholders to the Board of Directors under Articles L.225-129-1 and L.225-129-2 of the French Commercial Code and use thereof during the 2006/07 financial year

Authorisation	Used	Unused
1. Authority granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital or to negotiable debt securities, with pre-emptive rights (Special Shareholders Meeting, 6 November 2006)		X
2. Authority granted to the Board of Directors to increase the share capital, without pre-emptive rights, through public share offerings (Special Shareholders Meeting, 6 November 2006)	X	
3. Authority granted to the Board of Directors to issue equity instruments and/or securities giving access to the share capital and to set the issue price, this authority being limited to 10% of the share capital (Special Shareholders Meeting, 6 November 2006)		X
4. Authority granted to the Board of Directors to issue equity instruments and/or securities giving access to the share capital for the purpose of using them as payment for shares tendered to a public offer initiated by the Company (Special Shareholders Meeting, 6 November 2006)		X
5. Authority granted to the Board of Directors to issue equity instruments and/or securities giving access to the share capital for the purpose of using them as payment for contributions in kind comprising equity instruments or securities giving access to the share capital (seventeenth resolution) (Special Shareholders Meeting, 6 November 2006)		X
6. Authority granted to the Board of Directors to increase the share capital by capitalising reserves, earnings, share premiums or any other sums that may be capitalised (Special Shareholders Meeting, 6 November 2006)		X
7. Authority granted to the Board of Directors to increase the number of new shares to be issued in the event of an increase in the share capital, with or without pre-emptive rights (Special Shareholders Meeting, 6 November 2006)	X	
8. Authority granted to the Board of Directors to increase the share capital of the Company, without pre-emptive rights, by issuing shares reserved for employees (Special Shareholders Meeting, 6 November 2006)		X
9. Authorisation to be given to the Board of Directors to grant purchase-type or subscription-type stock options (Special Shareholders Meeting, 6 November 2006)		X
10. Authority granted to the Board of Directors to distribute existing shares or issue new shares as bonus shares (Special Shareholders Meeting, 6 November 2006)		X

RESULTS OF THE LAST FIVE FINANCIAL YEARS

Statement date Period (no. of months)	30/06/2007 12	30/06/2006 12	30/06/2005 12	30/06/2004 12	30/06/2003 12
SHARE CAPITAL AT END OF PERIOD					
Share capital	20,126,756	14,155,304	14,155,304	14,113,869	12,639,256
Number of ordinary shares	13,241,287	931,270	931,270	928,544	831,530
Maximum number of shares to be issued					
OPERATIONS AND RESULTS					
Revenues excl. tax	7,150,206	4,010,447	941,000	230,000	150,000
Profit before tax, employee profit-sharing, depreciation, amortisation and provisions	13,419,856	1,567,516	592,355	124,714	86,144
Income tax	774,031	194,613	68,651	-14,439	-13,316
Employee profit-sharing	82,557	73,279			
Depreciation, amortisation and provisions	180,851	31,279	4,360	2 753	4,388
Net profit	12,382,417	1,268,345	519,344	136,400	95,072
Net profit distributed	1,853,780 *	931,270	372,508		
EARNINGS PER SHARE					
Profit after tax and employee profit-sharing, but before depreciation, amortisation and provisions	1	1	1	-	-
Profit after tax, employee profit-sharing, depreciation, amortisation and provisions	1	1	1	-	-
Dividends paid	0.14 *	1	0.40		
PERSONNEL					
Average number of employees	38	22	6	3	2
Payroll	2,049,949	1,318,289	367,865	123,487	82,068
Social welfare and other employee benefits paid	924,454	592,090	164,000	54,113	35,719

* subject to approval by shareholders at the 20 November 2007 Annual Meeting

The Board of Directors

CHAPTER 3
Corporate governance

REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS ON INTERNAL CONTROL PROCEDURES

Report of the Chairman of the Board of directors pertaining to the conditions for preparing and organising the Board's work, the possible limitations applied to the power of the Chief Executive Officer and the internal control procedures set up by the Olympique Lyonnais Groupe

In application of the measures provided in Article L.225-37 paragraph 6 of the French Commercial Code amended by Law 2006-1770 of 30 December 2006, hereafter are exposed the conditions for preparing and organising the work of the Board of Directors, Senior Management practices and internal control procedures.

1. Conditions for preparing and organising the work of the Board Corporate Governance

1-1. Board of Directors

The Board of Directors of your company is made up of thirteen directors, including eleven individual directors and two legal entities.

The Board of Directors is made up of the following members:

- Jean-Michel Aulas, Chairman and Chief Executive Officer,
- Jérôme Seydoux, Director, Vice-Chairman,
- Michel Crepon, Director,
- ICMI, represented by Patrick Bertrand, Director,
- GL Events, represented by Olivier Ginon, Director,
- Christophe Comparat, Director,
- Gilbert Giorgi, Director,
- Jacques Matagrin, Director,
- Jean-Pierre Michaux, Director,
- Serge Manoukian, Director,
- François-Régis Ory, Director,
- Eric Peyre, Director,
- Jean-Paul Revillon, Director.

The Board of Directors met nine times in the financial year to 30 June 2007. The Statutory Auditors are invited to all meetings of the Board. The meeting is called by the Chairman via post and by fax. The average time period for convening the Board is about 15 days, with a provisional schedule established annually at the beginning of the financial year. Meetings are held at the head office. During Board meetings confidential dossiers are given to the directors in order to acquaint them with the projects on which they will need to vote.

It is noted that the role of Chief Executive Officer is performed by the Chairman of the Board of Directors in accordance with the decision of the Board of Directors of 16 December 2002, which voted in favour of combining the functions.

The main work of the Board during the financial year ending 30 June 2007 pertained to:

- Admission of Olympique Lyonnais Groupe shares for listing on the Eurolist market of Euronext Paris
- The increase in capital related to the admission of Olympique Lyonnais Groupe shares for listing on the Eurolist market of Euronext Paris
- The OL Land dossier.

In accordance with the provisions of Article L.225-37 paragraph 7, we hereby inform you of the principles and rules decided by the Board of Directors to determine remuneration and any benefits in kind granted to executive officers.

As such, note that payment of director's fees is the only form of compensation received within the Olympique Lyonnais Groupe by executive officers. The criteria for the distribution of directors' fees are as follows:

- Attendance at meetings;
- A weighting coefficient for the Chairman;
- Specific assignments carried out by directors during the financial year.

Independence criteria for members of the Board of Directors

The Charter of the Board of Directors defines the independence requirements of members.

According to the recommendations of the report by the working group chaired by Daniel Bouton for the improvement of corporate governance, directors are considered to be independent if they have no relation of any nature whatsoever, directly or indirectly, with Olympique Lyonnais Groupe, the Group or its management that may compromise their freedom in the exercise of their judgement. In particular, a member of the Board of Directors who meets the following criteria shall be deemed independent:

- not an employee or executive officer of Olympique Lyonnais Groupe or a company of the Group, and have not been during the previous five years;
- not an executive officer of a company in which Olympique Lyonnais Groupe, directly or indirectly, is appointed director, or in which an employee designated as such or an executive officer of the Company (currently or in the last five years) is appointed director;
- not a customer, supplier, investment banker or banker providing significant finance to the Company, a company of the Group or for which Olympique Lyonnais Groupe represents a significant part of the business activity;
- no close family connection with an executive officer;
- not a Statutory Auditor of Olympique Lyonnais Groupe during the last five years, and
- not a member of the Board of Directors of the Olympique Lyonnais Groupe for more than 12 years on the date his current appointment began.

It is noted that the expression "executive officer" describes any person occupying an executive management position in the Olympique Lyonnais Groupe or one of the companies of the Group. Management is understood to include the functions of Chairman, CEO or deputy CEO of Olympique Lyonnais Groupe or a company of the Group, with the exception of members of the Board of Directors, provided the latter receive no other form of remuneration from a company or companies of the Group other than directors' fees paid by Olympique Lyonnais Groupe.

The Board of Directors has examined the situation of each of the directors and has noted that Jean-Paul Revillon, Serge Manoukian, Jean-Pierre Michaux, Olivier Ginon and François-Régis Ory may be considered as independent directors in the sense that they maintain no significant direct or indirect relationship with the Company or the Group, its shareholders or officers that may influence the exercise of their freedom of judgement.

Directors' code of conduct

The Charter covers in particular the powers of the Board of Directors, its directors, the organisation of the workings of the Board of Directors and establishes a directors' code of conduct that provides an ethical framework to directors in the exercise of their function.

The directors' code of conduct provides in particular that:

- directors, whatever the mode of their appointment, represent all shareholders;
- directors take care to maintain their independence in their analysis, judgement, decisions and actions in all circumstances;

- directors undertake not to seek or accept any benefit likely to compromise their independence;
- directors, before accepting their appointment, must familiarise themselves with the general or specific obligations related to their role, and notably applicable legal or regulatory texts, the Articles of Association, the Charter and this code of conduct as well as any other documents that the Board of Directors considers should be communicated to them;
- directors, whether in their own name or as the permanent representative of a legal entity, must own the equivalent of at least one share. If a director does not hold this share at the time of taking up his appointment, or if during the period of his appointment he ceases to be a shareholder, he has three months to comply with this obligation;
- directors refrain from undertaking share transactions in the companies in which (and insofar as) they have, as a result of their functions, information not yet made public, and
- directors must notify the Board of Directors of any conflicts of interest, including potential ones, in which they could be directly or indirectly implicated. They abstain from participating in the discussions and decisions made on the subjects concerned.

The directors' code of conduct also draws attention to the current stock market regulations applicable to insider trading, failure to disclose information and share price manipulation.

1-2. Powers of the Chief Executive Officer

The Board of Directors has provided for a certain number of mechanisms in its Charter aiming to control the powers of the Chief Executive Officer of Olympique Lyonnais Groupe.

In addition to the prior approvals expressly provided for by law, notably in Articles L.225-35 and L.225-38 of the French Commercial Code, on the restriction of powers the Chief Executive Officer should submit for prior approval by the Board of Directors certain operations undertaken by the Company due to their nature or where they exceed a certain amount and, notably:

- The signing of pledges and the granting of any mortgages or collateral on any property of the Company;
- The granting of any loan facilities outside the day-to-day management of the business of the Company or the granting of any loans, advances, warranties, endorsements, guarantees and compensation of any nature whatsoever;
- Any significant decision relating to the operation of media rights or any other broadcasting partnership envisaged by the Company or as subsidiary of the Group;
- The creation, acquisition or subscription to the capital of any subsidiary or the taking out of a significant equity investment in the capital of any company, as well as the significant increase or reduction in any existing equity investment.

1-3. Committees of the Board of Directors

Olympique Lyonnais Groupe is concerned about the transparency of its information and has sought to implement provisions in its Charter drawing upon the recommendations of the AFEP/MEDEF "Corporate Governance of listed companies" report in October 2003 that consolidates the recommendations of the Viénot reports (July 1995 and July 1999) and of the Bouton report (September 2002), insofar as they are compatible with the organisation and size of the company.

To this end the Board of Directors of Olympique Lyonnais Groupe has established an Audit Committee as well as a Stadium Investment Committee whose responsibilities are as follows:

Audit Committee

The Audit Committee is composed of five members appointed by the Board of Directors and includes a majority of independent members. The Chairman, Chief Executive Officer or members of Senior Management may not be members of this committee. Committee members, if required, receive training on the specific accounting, finance and operational issues of the Company and the Group at the time of their appointment. The chairman of the Audit Committee is appointed by the Board of Directors. The Audit Committee meets at least four times a year, on the initiative of its chairman and of the chairman of the Board of Directors to examine the annual financial statements, the half-yearly financial statements and the quarterly financial statements prior to their submission to the Board of Directors.

The Audit Committee's role is to:

- provide assistance to the Board of Directors in its role relating to the examination and approval of the half-yearly and annual financial statements;
- examine the half-year and annual financial statements of the Company/Group and the reports relating to them before they are submitted to the Board of Directors;
- listen to the Statutory Auditors and deal with the communication from their review work and their conclusions;
- examine and issue an opinion on candidates for the role of Statutory Auditor of the Company/Group on the occasion of any appointment;
- ensure Statutory Auditors comply with the incompatibility rules for those with whom they have regular contact, examine, in this regard, all relationships that they maintain with the Company/Group and express an opinion on the fees requested;
- examine periodically the internal control procedures and more generally the audit, accounting and management procedures in force in the Company and in the Group and present their findings to Senior Management, Internal Audit as well as the Statutory Auditors;
- enquire into any transaction, issue or event that may have a significant impact on the situation of the Company/Group in terms of commitments and/or risks; and
- to confirm that the Company/Group is given audit, accounting and legal resources suitable for the prevention of risks and accounting irregularities in the management of the businesses of the Company/Group.

The Audit Committee issues proposals, recommendations and opinions depending on the issue and reports on its work to the Board of Directors. To this end, it may seek any external advice or expert opinion that it considers useful. The Audit Committee may decide to invite, as required, any person of its choice to its meetings. The chairman of the Audit Committee reports to the Board of Directors on the work of the committee.

The composition of the Audit Committee, decided at the Board Meeting of 6 November 2006, is as follows:

- François-Régis Ory,
- Michel Crepon,
- Patrick Bertrand,
- Serge Manoukian,
- Jean-Paul Revillon.

These members were appointed for the term of their appointment as directors. François-Régis Ory was appointed as Chairman of the Audit Committee for the term of his appointment as director.

Stadium Investment Committee

The members of the Stadium Investment Committee are appointed by the Board of Directors from amongst the directors of the Company and their maximum number is seven. The Chairman of the Stadium Investment Committee is appointed by the Board of Directors.

The remit of the Stadium Investment Committee is to monitor progress of the new stadium project and possible related developments. The Stadium Investment Committee may consult with any person, including third parties external to the Company, whose consultation would appear to be of benefit in the discharge of its remit. It may also seek assistance from external experts as required. The Stadium Investment committee may not deal on its own with issues that fall outside the scope of its remit.

The composition of the Stadium Investment Committee, decided at the Board Meeting of 6 November 2006, is as follows:

- Jean-Michel Aulas,
- Jérôme Seydoux,
- Gilbert Giorgi,
- Olivier Ginon,
- Jacques Matagrin,
- Eric Peyre.

The Board of Directors also appointed Christophe Comparat to the Stadium Investment Committee at its meeting on 24 April 2007.

These members were appointed for the term of their appointment as directors. Jean-Michel Aulas was appointed as Chairman of the Stadium Investment Committee for the term of his appointment as director.

2. Internal control structure

Internal control of the company is assured by a team of managers composed notably of the General Manager Finance & Sales, the Deputy General Manager in charge of communication, the Deputy General Manager in charge of security and relations with sporting bodies and local authorities, and the deputy general manager in charge of merchandising, human resources, technology services and the stadium project.

Internal control exercised by the Company over all of its subsidiaries is ensured by two management auditors.

Internal control is ensured by a management committee composed of OL Groupe directors, who for the most part are also Chairmen of subsidiaries of the OL Groupe, and by a management committee assisted by various department managers. These two committees meet at least once a month under the impetus of the Company's CEO and the General Manager Finance & Sales, who take part in the organisation and discussions of these committees. These various committees identify the potential risks inherent in the activities undertaken by the Company and its subsidiaries and ensure compliance with internal control measures.

The operational managers of subsidiaries regularly organise meetings so as to enforce directives and prepare reports for management bodies and committees to enable them to monitor the application and performance of control measures.

This system ensures regular audits are performed in relation to (i) the organisation of the accounting and administration system, (ii) the organisation of the human resource management and control system, (iii) operational activity, and (iv) the preparation of finance and accounting information.

Organisation of the accounting and administration system

The organisation of the accounting and administration system is placed under the control of the General Manager Finance & Sales. The system includes regular reports related to the activity of each of the subsidiaries, addressed to Senior Management and managers of subsidiaries as well as rules for delegated signatures and expense commitments respecting the separation of functions.

Organisation of the human resources management and control system

The organisation of the human resources management and control system is ensured by two management auditors and a human resources manager for the whole Group. Employee recruitment is based on a triple-validation process involving the hiring manager, the head of human resources and the General Manager Finance & Sales. Senior Management manages the hiring of professional football players undertaken by SASP OL. Player hiring follows a special system and includes, notably, prior approval from an external law firm with the involvement of the deputy general manager in charge of football operations, who has a thorough understanding of the guidelines established by the football authorities and applicable to the Club for player contracts. Human resources management also focuses on remuneration and skills management.

Control of the operational business

The various operational activities give rise to control processes aiming to ensure the monitoring of risks identified and related to activities undertaken, the establishment and formalisation of activity monitoring indicators and, notably:

- for decision-taking and the monitoring of capital investment and development under the responsibility of the manager of the subsidiary concerned;
- for purchases and monitoring of inventory levels for subsidiaries whose activity requires an inventory;
- for the monitoring of general expense items.

The preparation of financial and accounting information

The preparation of financial and accounting information is undertaken with the aid of an accounting and management system, enabling easier monitoring of completeness, the accurate valuation of operations and the preparation of accounting and finance information in accordance with accounting standards and procedures in force and applied by the Company both for the separate financial statements and for the consolidated financial statements. The annual and half-yearly financial statements are prepared according to a procedure of upward flow of information from all the entities of the Group that aims to guarantee, firstly, the completeness of information about the consolidation scope and, secondly, the full application of the consolidation rules in force within the Group. Senior Management monitors the accounting and finance information produced by the finance department. This information is checked by the Statutory Auditors who are advised beforehand of the preparation process for financial statements. They perform checks in accordance with the standards in force and present a summary of their work to Senior Management and the Audit Committee during half-year and annual closings.

Since the listing of Olympique Lyonnais Groupe shares on Euronext (Compartment B), accounting and finance information has been regularly distributed through several media (press releases, Euronext website, financial publications, meetings with financial analysts).

Chairman of the Board of Directors

Jean-Michel Aulas

REPORT OF THE STATUTORY AUDITORS ON THE INTERNAL CONTROL PROCEDURES REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS

Statutory Auditors' report, prepared in accordance with Article L.225-235 of the French Commercial Code, on the report prepared by the Chairman of the Board of Olympique Lyonnais Groupe on the internal control procedures relating to the preparation and processing of financial and accounting information.

Dear Shareholders,

In our capacity as Statutory Auditors of Olympique Lyonnais Groupe, and in accordance with Article L.225-235 of the French Commercial Code, we report to you on the report prepared by the Chairman of your Company in accordance with Article L.225-37 of the French Commercial Code for the financial year ended 30 June 2007.

It is management's responsibility, under the authority of the Board of Directors, to draw up and put in place adequate and effective internal control procedures. It is the Chairman's responsibility to give an account, in his report, notably of the conditions in which the duties of the Board of Directors are prepared and organised and the internal control procedures in place within the Company.

It is our responsibility to report to you our observations on the information set out in the Chairman's report on the internal control procedures relating to the preparation and processing of financial and accounting information.

We performed our procedures in accordance with professional guidelines applicable in France. These require us to perform procedures to assess the fairness of the information set out in the Chairman's report on the internal control procedures relating to the preparation and processing of financial and accounting information. These procedures notably consisted of:

- obtaining an understanding of the objectives and general organisation of internal control, as well as the internal control procedures relating to the preparation and processing of financial and accounting information, as set out in the Chairman's report.
- obtaining an understanding of the work performed to support the information given in the report.

On the basis of these procedures, we have no matters to report in connection with the information given on the company's internal control procedures relating to the preparation and processing of financial and accounting information, contained in the Chairman of the Board's report, prepared in accordance with Article L.225-37 of the French Commercial Code.

Villeurbanne and Lyon, 22 October 2007

Orfis Baker Tilly SA
Michel Champetier

Cogeparc
Stéphane Michoud

CHAPTER 4
Consolidated financial statements

INCOME STATEMENT

(in € 000)	Notes	From 1/07/06 to 30/06/07	% of rev.	From 1/07/05 to 30/06/06	% of rev.
Revenue from businesses	**5.1**	**214,077**	***100%***	**166,110**	***100%***
Revenue (excluding player trading)	5.1	140,553	*66%*	127,667	*77%*
Purchases used during the period		-17,684	*8%*	-16,214	*10%*
External costs		-14,135	*7%*	-12,391	*7%*
Taxes other than income tax		-4,059	*2%*	-3,425	*2%*
Personnel costs	5.3	-93,469	*44%*	-75,216	*45%*
EBITDA (excluding player trading)		11,206	*5%*	20,420	*12%*
Net depreciation, amortisation and provisions	5.2	-936	*0%*	-1,652	*1%*
Other ordinary income and expense		-2,882	*1%*	-407	*0%*
Profit from ordinary activities (excluding player trading)		**7,388**	***3%***	**18,361**	***11%***
Revenue from sales of player registrations	5.1	73,524	*34%*	38,443	*23%*
Residual value of player registrations	5.4	-28,762	*13%*	-7,060	*4%*
Gross profit (EBITDA) on player trading		44,762	*21%*	31,383	*19%*
Net amortisation and provisions	5.2	-24,114	*11%*	-23,964	*14%*
Profit from ordinary activities (player trading)		**20,648**	***10%***	**7,419**	***4%***
Total EBITDA		**55,968**	***26%***	**51,803**	***31%***
Total profit from ordinary activities		28,036	*13%*	25,780	*16%*
Other non-recurring operating income and expenses		0		0	
Operating profit		**28,036**	***13%***	**25,780**	***16%***
Net financial income / (expense)	5.5	764	*0%*	-1,365	*-1%*
Pre-tax profit		**28,800**	***13%***	**24,415**	***15%***
Corporate income tax	5.6	-10,278	*5%*	-8,286	*5%*
Share in net profit of associates		76	*0%*	14	*0%*
Net profit		18,598	*9%*	16,143	*10%*
Net profit attributable to equity holders of the parent		**18,470**		**15,879**	
Net profit attributable to minority interests		128	*0%*	264	*0%*

BALANCE SHEET

Assets

Net (in € 000)	Notes	30/06/07	30/06/06
Intangible assets			
Goodwill	**4.1.1**	**2,526**	**1,633**
Player registrations	**4.1.2**	**53,198**	**77,514**
Other intangible assets	**4.1.2**	**724**	**550**
Property, plant and equipment	**4.1.3**	**11,328**	**8,347**
Other financial assets			
Investments and loans to subsidiaries	4.1.4		37
Other non-current financial assets	4.1.4	268	131
Receivables on sale of player registrations (portion >1 year)	**4.2**	**13,801**	**2,074**
Investments in associates	**4.1.5**	**513**	**437**
Deferred taxes	**4.3**	**22**	**123**
Non-current assets		**82,380**	**90,846**
Inventories	**4.2**	**558**	**759**
Trade account receivables	**4.2**	**19,585**	**11,365**
Receivables on sale of player registration (portion < 1 year)	**4.2**	**22,529**	**3,699**
Player registrations held for sale			**3,950**
Other current assets, prepayments and accrued income	**4.2**	**13,129**	**13,434**
Cash and cash equivalents			
Marketable securities	4.2	143,080	52,386
Cash	4.2	7,217	1,760
Current assets		**206,098**	**87,353**
TOTAL ASSETS		288,478	178,199

Equity and liabilities

Net (in € 000)	Notes	30/06/07	30/06/06
Share capital	4.4.1	20,127	14,155
Share premiums	4.4.2	102,865	18,276
Reserves	4.4.3	6,753	-7,855
Net profit for the period		18,470	15,879
Equity attributable to equity holders of the parent		**148,215**	**40,455**
Minority interests		**2,980**	**3,200**
Total equity		**151,195**	**43,655**
Financial liabilities (portion > 1 year)	**4.6**	**16,629**	**13,637**
Liabilities on acquisition of player registrations (portion > 1 year)	**4.6**	**8,076**	**13,482**
Deferred taxes	**4.3**	**953**	**9,005**
Provision for pension obligations	**4.5**	**433**	**320**
Non-current liabilities		**26,091**	**36,444**
Provisions for other liabilities (portion < 1 year)	**4.5**	**196**	**974**
Financial liabilities (portion < 1 year)			
Bank overdrafts	4.6	258	3,750
Other borrowings and financial liabilities	4.6	5,632	10,639
Trade accounts payable	**4.6**	**16,266**	**14,649**
Tax and social security liabilities	**4.6**	**55,612**	**34,865**
Liabilities on acquisition of player registrations (portion < 1 year)	**4.6**	**21,159**	**24,738**
Other current liabilities, deferred income and accruals	**4.6**	**12,069**	**8,485**
Current liabilities		**111,192**	**98,100**
TOTAL EQUITY AND LIABILITIES		288,478	178,199

CASH FLOW STATEMENT

(in € 000)	30/06/07	30/06/06
Net profit	18,598	16,143
Share in profit of associates	-76	-14
Depreciation, amortisation and provisions	25,091	25,210
Other non-cash income and expenses	-18	-50
Capital gains on sale of player registrations	-44,762	-31,383
Capital gains on sale of other non-current assets	217	-13
Tax expense	10,278	8,286
Pre-tax cash flow	**9,328**	**18,180**
Tax paid	**-3,750**	**-991**
Change in trade and other receivables	-525	-2,187
Change in trade and other payables	4,163	9,327
Change in working capital requirement	**3,638**	**7,140**
Net cash from operating activities	**9,216**	**24,329**
Acquisitions of player registrations net of change in liabilities	-33,844	-54,023
Acquisitions of other intangible assets	-590	-45
Acquisitions of property, plant and equipment	-4,530	-2,290
Acquisitions of non-current financial assets	-174	-95
Sales of player registrations net of change in receivables	42,967	42,003
Disposal or reduction in other non-current assets	51	13
Acquisition of subsidiaries net of acquired cash	-500	
Net cash from investing activities	**3,380**	**-14,437**
Capital increase	90,561	
Dividends paid to equity holders of the parent	-931	-373
Dividends paid to minority interests	-258	-62
New borrowings	2,476	11,856
Repayment of borrowings	-4,491	-4,221
Shares held in treasury	-310	
Net cash from financing activities	**87,047**	**7,200**
Opening cash balance	**50,396**	**33,305**
Change in cash	**99,643**	**17,091**
Closing cash balance	150,039	50,396

(in € 000)	30/06/07	30/06/06
Marketable securities	143,080	52,386
Cash	7,217	1,760
Bank overdrafts	-258	-3,750
Closing cash balance	150,039	50,396

The following table shows a summary of cash flows relating to the purchase of player registrations:

(in € 000)	30/06/07	30/06/06
Purchase of player registrations	-26,737	-62,928
Agent payables relating to sale of player registrations	1,877	
Player registration payables at 30/06/07	29,236	
Player registration payables at 30/06/06	-38,220	38,220
Player registration payables at 30/06/05		-29,541
Other		226
	-33,844	-54,023

The following table shows a summary of cash flows relating to the sale of player registrations:

(in € 000)	30/06/07	30/06/06
Proceeds on sale of player registrations	73,524	38,443
Player registration receivables at 30/06/07	-36,330	
Player registration receivables at 30/06/06	6,023	-6,023
Player registration receivables at 30/06/05		9,688
Other	-250	-105
	42,967	42,003

STATEMENT OF CHANGES IN EQUITY

(in € 000)	Attributable to equity holders of the parent						Minority interests	Total equity
	Share capital	Share premium	Treasury shares	Reserves and net profit	Profit accounted directly to equity	Total Group share		
Equity at 01/07/2005	**14,155**	**18,276**		**-7,438**	**-23**	**24,970**	**3,070**	**28,040**
Net profit for the period				15,879		15,879	264	**16,143**
Dividends				-373		-373	-62	**-435**
Changes in consolidation scope						0	-72	**-72**
IAS 19 amendment					-21	-21		**-21**
Equity at 30/06/2006	**14,155**	**18,276**	**0**	**8,068**	**-44**	**40,455**	**3,200**	**43,655**
Net profit for the period				18,470		18,470	128	**18,598**
Dividends				-931		-931	-258	**-1,189**
Increase in capital	5,972	84,589				90,561		**90,561**
Changes in consolidation scope						0	-79	**-79**
Treasury shares			-311		-9	-320		**-320**
IAS 19 amendment					-9	-9		**-9**
Other					-11	-11	-11	**-22**
Equity at 30/06/2007	20,127	102,865	-311	25,607	-73	148,215	2,980	151,195

EARNINGS PER SHARE

	30/06/07	30/06/06
Number of shares at the end of the period	13,241,287	931,270
Average number of shares at the end of the period	10,775,387	931,270
Number of treasury shares held at the end of the period	14,724	na
Consolidated net profit		
Group share of net profit (in € m)	18.47	15.88
Attributable net profit per share (in €) [1]	1.72	17.05
Attributable net profit per share (in €) taking account of the ten-for-one split in the par value	1.72	1.71
Net dividend		
Total dividend (in € m)	1.85 [2]	0.90
Net dividend per share (in €)	0.14 [2]	1.00

[1] Calculated on the average number of shares in issue after deduction of the number of treasury shares
[2] Dividend submitted for approval at the Annual Shareholders' Meeting on 20 November 2007.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements comprise the financial statements of the Company, Olympique Lyonnais Groupe SA (350 avenue Jean Jaurès, 69007 Lyon), and those of its subsidiaries. The Group's main business is centred around its professional football team. Subsidiaries have been created in media broadcasting, merchandising, catering and travel as an extension of the main business.

The consolidated financial statements were approved by the Board of Directors on 24 September 2007.

1. Highlights of the financial year

1.1 Stock exchange flotation

The OL Groupe filed its prospectus with the Autorité des Marchés Financiers (French financial market regulator) as part of its flotation on the stock exchange on 9 January 2007 (under number 01.07.002). On 25 January 2007, the AMF assigned file number 07-028 to the note d'opération related to the flotation of OL Groupe shares on the stock exchange. On 8 February 2007, Olympique Lyonnais Groupe's shares were admitted into the Eurolist by Euronext Paris market, with ISIN code FR0010428771. The total amount net of issue expenses after the over-allotment period was €90.6 million.

At 30 June 2007, the shareholders' equity of OL Groupe comprised 13,241,287 shares with a par value of €1.52.

1.2 Property projects

Launch of the construction of the new stadium

In early 2007, OL Groupe and the Greater Lyon community confirmed that the OL Land project, including the new stadium, will be located in Decines on the "Montout" site.

Launch of the construction of an academy training centre

Work on the new academy training centre, situated near the OL Groupe head office, began in early 2007.

1.3 Changes in the consolidation scope

Changes in the consolidation scope during the financial year to 30 June 2007 were as follows:

- OL Groupe acquired 925 shares in OL Images, with its holding in the company increasing from 74.97% as of 30 June 2006 to 99.97%,
- OL Groupe acquired 500 shares in OL SASP, with its holding in the company increasing from 99.53% as of 30 June 2006 to 99.91%,
- SAS Foncière du Montout was formed on 26 June 2007, is 100%-owned by the OL Groupe and has been included in the scope of consolidation. This company is entrusted with the project management and construction of the new stadium.

1.4 Acquisitions of player registrations during the financial year

The Group acquired the following players:

- In July 2006, Sebastien Squillaci, a defender from AS Monaco for €8.6 million,
- In August 2006, Alou Diarra, a midfield player from RC Club Lens for €7.2 million,
- In January 2007, Nadir Belhadj, a defender from Club Sportif Sedan Ardennes for €3.5 million,
- In January 2007, Fabio Santos, a midfield player from Cruizero FC for €4.6 million,
- In January 2007, Milan Baros, a striker from Aston Villa in a swap for the striker John Carew.

1. 5 Sales of player registrations during the financial year

- After the Group transferred Mahamadou Diarra to Real Madrid FC, it sold its receivable from the Spanish club to CALyon, without recourse, for €18 million, or a net amount of €16.6 million after bank fees and expenses.

- On 14 August 2006, Honorato da Silva Nilmar was permanently transferred to the club SC Corinthians. Part of the transfer fee has not yet been paid to Olympique Lyonnais. FIFA confirmed the permanent transfer of the player on 19 January 2007 and requested that SC Corinthians settle its debt to Olympique Lyonnais by 19 February 2007. SC Corinthians appealed against this decision. As of 30 June 2007, no provision has been recognised for the outstanding balance of €6.0 million given the decisions of FIFA, the Court of Arbitration for Sport (CAS) and Olympique Lyonnais management.
- Details of other transfers are shown in note 5.1.

2. Summary of significant accounting policies

2.1 Statement of IFRS compliance

Olympique Lyonnais applies the IFRS (standards and interpretations) rules for presentation and valuation as adopted by the European Union as of 30 June 2007. The Group has decided not to apply in advance new standards scheduled to come into effect after this date.

The new standards that came into force in 2007 have not had an impact on the financial statements.

Amounts in the financial statements are shown in thousands of euros.

2.2 Basis of consolidation

Companies in which the group directly or indirectly owns the majority of the voting rights are fully consolidated.

Companies controlled by the group by virtue of a contract, agreement or other instrument are fully consolidated, even where it does not own any of the share capital (special purpose entities).

Companies in which the group holds more than 20% but less than 50% of the voting rights and over which it exercises significant influence are accounted for using the equity method.

Companies over which the group does not exercise either control or significant influence are not consolidated.

A list of companies included in the consolidation scope and the basis of consolidation used is provided in note 3.

2.3 Business activities and segment information

IAS 14 "Segment Reporting" requires disclosure of key figures by primary and secondary reporting segment, i.e. business segment and geographical segment. A business segment is a distinguishable component of an entity that is engaged in providing products or services and that is subject to risks and returns that are different from those of other business segments.

The Group has not identified any material distinct business segments within the meaning of IAS 14.

Reporting by geographical segment is not relevant to the group in view of its business as a football club.

A breakdown of revenue is provided for information in note 5.1.

2.4 Presentation of the financial statements

The Group has decided to apply, in large part, the recommendation of the Conseil National de la Comptabilité (no. 2004-R.02 of 27 October 2004) relating to the format of the income statement, balance sheet, cash flow statement and the statement of changes in equity. This recommendation complies with the principles set out in IAS 1 "Presentation of Financial Statements".

Given the nature of the business, the group has elected to present its income statement by nature of income and expenses.

2.5 Use of estimates

In preparing the IFRS financial statements, management is required to make estimates and assumptions that affect the amounts shown in the financial statements. The key items concerned by estimates and assumptions are impairment tests of intangible assets of an indefinite life, deferred taxes and provisions, particularly the provision for the retirement benefit obligation. These estimates are based on the best information available to management on the date the financial statements are issued. Any change in the estimates and assumptions used could have an impact on the amounts recognised in the financial statements.

2.6 Closing date

All group companies close their accounts on 30 June each year except for SCI OL (31 December) and OL Restauration (31 August). For both these entities, financial statements have been prepared for the period from 1 July to 30 June.

2.7 Non-current assets

2.7.1 Intangible assets

An intangible asset is an identifiable non-monetary asset without physical substance, held with a view to its use, from which future economic benefits are expected to flow to the entity.

a) Goodwill

Business combinations are accounted for using the purchase method in accordance with IFRS 3 "Business Combinations".

On first-time consolidation of a company, its assets and liabilities are measured at their fair value.

Any difference between the purchase cost of the shares and the overall valuation at fair value of the identifiable assets and liabilities acquired are accounted for as goodwill.

The fair values and goodwill may be adjusted during a period of one year after acquisition. If the purchase cost is less than the fair value of the assets and liabilities acquired, the difference is recognised immediately in profit or loss.

As required by IFRS 3 "Business Combinations" and IAS 36, as amended, goodwill is not amortised.

As these are intangible assets with an indefinite life goodwill items are subject to an annual impairment test in accordance with the provisions of IAS 36, as amended (see note 2.7.4 for the description of the procedures put in place for impairment value tests).

b) Player registrations

Player registrations meet the definition of an intangible asset. They are capitalised at their acquisition cost, which is discounted if the payment is deferred over more than six months (the acquisition cost is equal to the purchase price plus transaction costs). The rate used is the 6-month Euribor rate for the month of the transaction.

The registration is recognised as an asset from the date on which the Group deems the transfer of ownership and risk to be effective. These conditions are deemed to be met on the date the contract is ratified by the LFP.

Player registrations are amortised on a straight-line basis over the term of the initial contract (typically 3 to 5 years). If an extension to the contract is signed, the related external costs are included in the value of the registration and the amortisation charge is recalculated on the basis of the extended residual term which takes into account the extension of the contract.

Additional fees provided for in transfer deals in most cases include the fulfilment of certain conditions. They are capitalised if there is a strong probability that the conditions will be met. Otherwise, they are disclosed as contingent liabilities and capitalised as soon as the conditions are met.

Specific features of certain contracts:

Certain contracts may provide for retrocession of part of the transfer fee. This retrocession may be paid to the transferred player, his agent or the player's original club. At the time of the transfer, if these retrocessions are paid to the player they are recorded as personnel expenses and if they are paid to the agent or to the club they are offset against the income from sale of player registrations.

Current contracts that provide for a fixed sum retrocession amount are disclosed as off-balance sheet commitments at the financial year end. If this amount is calculated as a percentage of the transfer fee or the capital gain realised then no calculation can be made.

Certain player transfers may be concluded in the form of an exchange. As player registrations acquired through exchange cannot be valued at market value, the cost is valued at the book value of the asset sold. For exchange deals that include an equalisation payment:

- if it is paid out, it is accounted for as an intangible asset and is written down, if necessary, in an annual impairment test (see note 2.7.4),
- if it is received, it offsets the cost of the intangible asset. Any excess is recognised as income.

Except in this last case the income statement is not affected by the exchange.

c) Delayed TV rights

Delayed TV rights are initially measured at fair value and are not amortised. They are tested for impairment at the close of each subsequent financial year.

d) Purchased software

Purchased software is amortised over three to five years.

2.7.2 Property, plant and equipment

Property, plant and equipment are measured at cost (purchase price, transaction costs and directly attributable expenses). They have not been revalued.

As required by IAS 16, buildings are accounted for by significant component.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset, as follows:

- Buildings on long leases ....30 to 45 years
- Building fixtures and improvements ....3 to 10 years
- Information Technology equipment:..3 years and 4 years
- Office equipment ....5 years
- Office furniture ....8 years
- Machinery and equipment ....5 years
- Vehicles ....3 to 5 years

Residual values are either not material or cannot be reliably estimated.

2.7.3 Leases

In accordance with IAS 17, a finance lease is a lease that transfers substantially all the risks and rewards incidental to ownership of an asset. Title may or may not eventually be transferred.

Criteria used to assess whether a contract should be classified as a finance lease include:

- the lease transfers ownership of the asset to the lessee by the end of the lease term,
- the lessee has the option to purchase the asset at the end of the lease at a price substantially below fair value,
- the lease term covers the economic life of the asset,
- the current value of future rental payments is higher than or equal to almost the total fair value,
- the leased assets are of such a specialised nature that only the lessee can use them without major modifications,
- in case of cancellation, the associated losses are borne by the lessee,
- gains or losses from the fluctuation in the fair value of the residual accrue to the lessee,
- the lessee has the ability to continue the lease for a secondary period at a rent that is substantially lower than market rent.

All finance leases with a material value at inception are restated.

Restatement involves:

- recognising the assets financed by the lease and the corresponding debt in the balance sheet;
- recognising the corresponding depreciation of the assets and the financial expense related to the debt, instead of the lease payments and expenses. The depreciation term is the same as that used for other assets of the same nature acquired by the Company.

2.7.4 Impairment of non-financial assets

As required by IAS 36 "Impairment of Assets", the value in use of intangible assets and property, plant and equipment must be tested whenever there is an indication that the asset may be impaired.

Intangible assets with an indefinite life (goodwill and delayed TV rights), which are not amortised, are tested for impairment at least once a year.

An impairment loss is recognised when the carrying amount of an asset is higher than its recoverable amount. Recoverable amount is the higher of fair value less costs to sell and value in use.

Player registrations are tested for impairment whenever there is an indication that their value may be impaired. An additional writedown may then be recognised to take account of the excess in the book value over the recoverable amount, which takes into account the market value estimated by the technical staff, the likely sale value and the development prospects of the player.

2.7.5 Financial assets

The Group classifies its non-current financial assets in accordance with the following categories: Investments and loans to subsidiaries, Other non-current financial assets and Player registration receivables of longer than a year.

2.7.6 Treasury shares

The Group has put in place a policy to buy back its own shares in accordance with a mandate given to the Board of Directors by shareholders at the Annual Shareholders Meeting. The main objective of the share buy-back programme is to drive the market in Olympique Lyonnais Groupe shares as part of a liquidity contract. This contract includes OL Groupe shares, mutual fund investments and cash assets.

Treasury shares held as part of this contract are accounted for by deducting their acquisition cost from shareholders' equity.

The amounts corresponding to cash and securities included in the liquidity contract are accounted for as other financial assets. Revenue and expenses related to the sale of treasury shares are not reflected in the income statement but are allocated directly to shareholders' equity for their amount net of tax.

2.7.7 Investments in associates

They are initially accounted for at their historical cost. Each year, this cost is readjusted to take account of the Group's share of the associate's restated net assets.

2.7.8 Deferred taxes

As required by IAS 12, deferred taxes are recognised on all timing differences between the tax base and carrying amount of consolidated assets and liabilities, except for goodwill, using the liability method.

Deferred tax assets are recognised only when it is probable that they will be recovered in the future.

Deferred tax assets and liabilities are not discounted to present value.

Deferred tax assets and liabilities are netted off within the same tax entity, be it a company or tax group.

Deferred taxes calculated on items allocated to shareholders' equity are recognised in shareholders' equity.

Deferred tax assets and liabilities are shown as non-current assets and liabilities.

2.8 Current assets

2.8.1 Inventories

Inventories comprise only goods held for resale.

Under IAS 2 "Inventories", the cost of inventories comprises the purchase price, transport costs, handling costs and other expenses directly attributable to the purchase of the goods, less commercial discounts, rebates and other deductions.

Inventories of goods held for resale are valued at their weighted average unit cost. This value is compared to the net realisable value (estimated sale price of the products). The inventory is valued at the lower of the two values. An impairment loss may be taken against obsolete, defective or slow-moving goods.

2.8.2 Trade receivables and player registration receivables

Receivables are initially measured at fair value, which is usually their face value.

These receivables are discounted if they have a due date in excess of six months. The discount rate used in these cases is the Euribor 6-month rate for the month in which the transaction is realised.

An impairment loss is recognised when the expected recoverable amount estimated at the closing date is lower than the carrying amount. The risk analysis takes into account criteria such as age of the receivable, whether it is in dispute and the debtor's financial position.

2.8.3 Assets held for sale

This category includes player registrations whose sale is highly likely and for which a plan to sell has been initiated, are classified in this category at the financial year end.

Assets classified in this category are no longer amortised but tested for impairment.

2.8.4 Cash and cash equivalents

Cash and cash equivalents comprise marketable securities and cash.

Marketable securities are measured and recognised at fair value based on the last quoted price of the financial year. Marketable securities comprise entirely investments in euro-denominated money-market or capital-guaranteed mutual funds. In the case of pledged mutual fund units, these securities are reclassified as other non-current financial assets. Changes in fair value are recognised as financial income or expense. The Group does not hold any derivative financial instruments.

2.9 Non-current liabilities

2.9.1 Non-current financial liabilities

Loans are classified as non-current liabilities except when their due date is less than 12 months hence, in which case they are classified as current liabilities. Taking into consideration their maturity these liabilities are discounted. The discount rate used in these cases is the Euribor 6-month rate for the month in which the transaction is realised.

The Group does not hold any hedging instruments.

Bank borrowings are measured at amortised cost using the effective interest rate method.

2.9.2 Non-current financial liabilities - Player registrations

This item comprises amounts payable to the selling clubs, where they are due in more than 12 months. The discount rate used in these cases is the Euribor 6-month rate for the month in which the transaction is realised.

2.9.3 Retirement benefit obligations

Post-employment benefits (end-of-career allowances) are recognised as non-current provisions.

The method used to measure the retirement benefit obligation complies with the provisions set out in IAS 19. The group uses the projected unit credit method to measure its defined benefit liability.

The amount of the provision is equal to the present value of the liability based on the following assumptions:

- Expected salary increases,
- Retirement age,
- Staff turnover, based on the mortality tables drawn up by INSEE and a turnover rate resulting from statistical observations,
- Discount rate.

The Group has elected for prospective adoption of the IAS 19 amendment, which permits the recognition of actuarial gains and losses in shareholders' equity (impact of changes in rate and assumptions from one financial year to another).

2.10 Current liabilities

2.10.1 Provisions

In accordance with IAS 37, provisions are made according to a case-by-case analysis of the probable risk and expense. A provision is made when management becomes aware of an obligation (legal or implied) arising from past events, the settlement of which is expected to result in an outflow of resources from the entity without equivalent compensation. Provisions are classified as current or non-current depending on the expected maturity of the term of the risk. Non-current provisions are discounted if the impact is material.

2.10.2 Current financial liabilities - Player registrations

This item comprises amounts payable to the selling clubs in less than one year. If these amounts payable have a due date in excess of six months they are discounted. The discount rate used in these cases is the Euribor 6-month rate for the month in which the transaction is realised.

2.10.3 Accrued assets - Deferred income

This item principally comprises season tickets paid in advance and the reclassification of investment grants as deferred income.

2.11 Income statement

2.11.1 Revenue recognition

The accounting principles in force within Olympique Lyonnais result in revenue from ordinary activities being recognised on the following bases:

Partnerships

The terms of partnership contracts indicate the amounts to be recognised for the season concerned.

Media rights

LFP (Ligue 1) and FFF:

This category of revenue arises from the club's participation in the national league championships.

At the beginning of the season, the Board of Directors of the League determines the amounts to be allocated to the clubs for the coming season and the method of apportionment. As the competition ends before the end of the financial year, all the criteria for recognition of LFP broadcasting rights are known and taken into account for revenue recognition purposes.

UEFA Cup/Champions League revenue:

The triggering event for UEFA Cup/Champions League revenue is the Club's participation in this European competition. The amount depends on the stage reached by the Club and the amounts for each stage are set out in UEFA's financial memorandum for the season concerned. As the competition ends before the financial year-end, all the criteria for recognition of UEFA Cup/Champions League revenue are known and taken into account for revenue recognition purposes.

- Other revenues are revenue related to the sale of merchandising products, commercialisation of licences and the infrastructure.
- Revenue from ticketing are tied into the football season and are recognised when the games are played. Season tickets sold for the coming season are recorded as deferred income.
- For other Group activities, revenue is recognised upon provision of the service or delivery of the goods concerned.
- Revenues from the sale of player registrations are recognised on the date the registration is approved. Contingent fees are recognised when the payment conditions are met. If the payment conditions are not met, the contingent fee is disclosed under commitments and contingent liabilities.

2.11.2 Presentation of the income statement

EBITDA excluding player trading

This aggregate is the difference between all operating revenue (excluding player trading) and all operating expenses (excluding player trading) except for depreciation, amortisation, provisions and other operating revenue and expenses.

Profit from ordinary activities (excluding player trading)

Profit from ordinary activities is the result attributable to the Group's ordinary activities excluding player trading.

Profit from ordinary activities (player trading)

Operating income from gains or losses on sales of player registrations, and amortisation and impairment of player registrations.

Profit from ordinary activities

Profit from ordinary activities is that resulting from the Group's operating activities and player trading.

Other non-recurring operating income and expenses

This item comprises significant non-recurring income and expenses which are not included in the Group's ordinary activities due to their nature.

Net financial income / (expense)

Net finance income / (expense) includes:

- The net cost of debt, that is interest income and interest expense on financing operations. It also includes additional costs generated by the adoption of IAS 39 (interest expense calculated at the effective interest rate), discounted financial income, other discounted interest and other miscellaneous financial expenses.
- Other financial income and expense, that is dividend income received from non-consolidated companies and proceeds from the sale of other financial assets.

The discount rate used in these cases is the Euribor 6-month rate for the month in which the transaction is realised.

2.11.3 Earnings per share

In accordance with IAS 33, earnings per share are calculated by dividing the net income by the weighted average number of shares taking into account changes during the period and treasury shares held at the closing date of the financial year.

There were no plans to issue shares or equity-related instruments at the financial year end.

2.12 Off-balance sheet commitments

As part of the Group's internal reporting procedures, off-balance sheet commitments, as well as their nature and purpose, are identified:

- Commitments guaranteed by endorsements and guarantees,
- Commitments guaranteed by collateral (mortgages and pledges)
- Operating leases,
- Purchase and investment undertakings.
- Commitments given and received in relation to contingent player transfer fees.
- Commitments made under player transfer agreements contingent on the player remaining with the Club.

2.13 Related party information

Note 8, in accordance with IAS 24 presents a statement of transactions between related parties of the Group having a potential impact on the financial statements.

2.14 Cash flow statement

The Group uses the indirect method to present its cash flow statements, using a presentation similar to the model proposed by the CNC in recommendation 2004-R-02. Cash flows for the financial year are broken down by operating activities, investing activities and financing activities.

The cash flow statement is prepared on the following basis:

- Capital gains or losses are shown at their amount net of tax when the company recognises a tax amount;
- Impairment provisions on current assets are recognised as operational cash flow changes in working capital requirements;
- Cash flows from purchases of player registrations take account of movements in player registration payables;
- Cash flows from sales of player registrations take account of movements in player registration receivables;
- Cash flows arising from capital increases are recognised when the sums are received,
- Cash flows arising from changes in the consolidation scope are presented on a net basis in cash flows from investing activities under the heading net cash generated by acquisitions and disposals of subsidiaries.

3 Consolidation scope

Companies	Head office Company No	Activity	Number of months consolidated	% control 30/06/2007	% interest 30/06/2007	% interest 30/06/2006	
Olympique Lyonnais Groupe	Lyon 421577495	Holding company	12	--	--	--	--
COMPANIES OWNED BY OLYMPIQUE LYONNAIS GROUPE							
SASP Olympique Lyonnais	Lyon 385071881	Sports club	12	99.91	99.91	99.53	IG
SAS OL Merchandising	Lyon 442493888	Merchandising	12	99.98	99.98	99.98	IG
SAS Argenson	Lyon 399272277	Catering	12	49.97	49.97	49.97	ME
SAS OL Voyages [1]	Lyon 431703057	Travel agency	12	50.00	50.00	50.00	IG
SCI Megastore	Lyon 444248314	Property	12	100.00	100.00	100.00	IG
SAS OL Organisation	Lyon 477659551	Security and reception	12	99.97	99.97	99.97	IG
SAS OL Images	Lyon 478996168	Media production	12	99.97	99.97	74.97	IG
SAS M2A	Lyon 419882840	Merchandising	12	100.00	100.00	100.00	IG
SARL BS	Lyon 484764949	Hairdressing	12	40.00	40.00	40.00	ME
SNC OL Brasserie	Lyon 490193141	Catering	12	99.97	99.97	--	IG
SAS OL Restauration	Lyon	Catering	12	30.00	30.00	30.00	ME
SAS Foncière du Montout	Lyon 498659762	Property	1	100.00	100.00	--	IG
SPECIAL PURPOSE ENTITIES							
Association OL [2]	Lyon 779845569	Association	12	--	--	--	IG
SCI OL [2]	Lyon 401930300	Property	12	--	--	--	IG

[1] OL Voyages, which is 50%-owned, is fully consolidated as its executive officers are appointed by OL Groupe.
[2] Companies controlled by the Group by virtue of a contract, agreement or clause in the Articles of Association are fully consolidated, even where the Group does not own any of the share capital (special-purpose entities).

Changes in the consolidation scope during the 2006/07 financial year were as follows:

OL Groupe acquired 925 shares in OL Images, with its holding in the company increasing from 74.97% as of 30 June 2006 to 99.97%,

As of 1 July 2006, OL Brasserie SNC, 99.97%-owned by the OL Groupe, has been included in the scope of consolidation.

OL Groupe acquired 500 shares in OL SASP, with its holding in the company increasing from 99.53% as of 30 June 2006 to 99.91%,

SAS Foncière du Montout, was formed on 26 June 2007, is 100%-owned by the OL Groupe and has been included in the consolidation scope.

4 Notes to the balance sheet

4.1 - Movements in non-current assets (excluding cash and cash equivalents)

4.1.1 Goodwill

Movements during the financial year were as follows:

(in € 000)	30/06/06	Change in consolidation scope	Increases	30/06/07
Olympique Lyonnais Merchandising	46			46
Olympique Lyonnais SASP	1,232	309		1,541
M2A	355			355
OL Images		220		220
OL Brasserie		364		364
TOTAL	1,633	893	0	2,526

The impairment tests as defined in note 2.7.1.a and 2.7.4 have not shown the need for a writedown.

4.1.2 Other intangible assets

Movements during the financial year were as follows:

(in € 000)	30/06/06	Increases	Decreases	30/06/07
Concessions, trademarks and media rights	607	236		843
Amort. concessions, trademarks and media rights	-57	-62		-119
Other intangible assets	550	174	-	724
Player registrations	128,433	26,737	-57,427	97,743
Amort. player registrations	-50,919	-24,364	30,738	-44,545
Player registrations [1]	77,514	2,373	-26,689	53,198

[1] Player registrations have been subjected to an impairment test in accordance with note 2.7.4. No writedown needed to be recorded at 30 June 2007.

(in € 000)	NBV at 30/06/07	NBV at 30/06/06
Contracts expiring in 2007		78
Contracts expiring in 2008	1,358	5,144
Contracts expiring in 2009	8,500	50,614
Contracts expiring in 2010	35,080	21,678
Contracts expiring in 2011	8,260	
TOTAL PLAYER REGISTRATIONS	53,198	77,514

4.1.3 Property, plant and equipment

Movements during the financial year were as follows:

(in € 000)	30/06/06	Change in consolidation scope	Increases	Decreases	30/06/07
Buildings and fixtures [1]	8,798	21	3,862	-146	12,535
Equipment and furniture [2]	2,513		668	-87	3,094
Gross amount	**11,311**	**21**	**4,530**	**-233**	**15,629**
Buildings and fixtures	-2,073		-889	6	-2,956
Equipment and furniture [2]	-891		-464	10	-1,345
Depreciation	**-2,964**	**0**	**-1,353**	**16**	**-4,301**
Net amount	8,347	21	3,177	-217	11 328

[1] including under construction as of 30 June 2007:
- for the stadium €515 thousand,
- for the training centre €685 thousand,

[2] including finance lease agreements signed during the financial year ended 30 June 2006 restated in accordance with IAS 17: cost of €561 thousand and amortisation of €165 thousand.

4.1.4 Other financial assets and investments

Movements during the financial year were as follows:

(in € 000)	30/06/06	Change in consolidation scope	Increases	Decreases	30/06/07
Investments and loans to subsidiaries [1]	37	-37			0
Other non-current investments	131	14	174	-51	268
Investments in associates	437		76		513
Gross amount	605	-23	250	-51	781
Writedowns	0				0
Net amount	605	-23	250	-51	781

[1] This relates to OL Brasserie, consolidated from 1 July 2006.

4.1.5 Investments in associates have changed as follows:

(in € 000)	30/06/07	30/06/06
Opening position	437	426
Dividends		
Deferred tax accounted for in reserves		-3
Share of profit in associates	76	14
Closing position	513	437

4.2 Movements in current assets

Movements during the financial year were as follows:

(in € 000)	30/06/06	Changes in the financial year	30/06/07
Inventories [1]	851	-183	668
Inventory provisions	-92	-18	-110
Net inventories	**759**	**-201**	**558**
Trade receivables	12,460	7,446	19,906
Customer provisions	-1,094	773	-321
Net trade receivables	**11,365**	**8,220**	**19,585**
Player registration receivables [2]	6,023	30,307	36,330
Provisions on player registrations	-250	250	
Net player registration receivables	**5,773**	**30,557**	**36,330**
Player registrations held for sale	3,950	-3,950	
Provisions on registrations held for sale			
Players held for sale net	**3,950**	**-3,950**	**0**
Tax receivable on total revenue	7,676	116	7,792
Other tax receivables	255	108	363
Social security receivables	323	-276	47
Other current assets	4,376	-2,371	2,005
Accruals	804	2,118	2,922
Total other current assets	**13,434**	**-305**	**13,129**
Provisions on other assets	0		0
Net amount other assets	**13,434**	**-305**	**13,129**

[1] Inventories relate mainly to the OL merchandising business and M2A
[2] Receivables on player registrations break down as follows:

(in € 000)	30/06/07		30/06/06	
	Current	Non-current	Current	Non-current
Receivables on sales in 2004	878	0	800	878
Receivables on sales in 2005	1,849	0	2,700	1,196
Receivables on sales in 2006	0	0	449	0
Receivables on sales in 2007	19,802	13,801	0	0
Gross player registration receivables	**22,529**	**13,801**	**3,949**	**2,074**
	36,330		**6,023**	

Cash and cash equivalents

Movements during the financial year were as follows:

(in € 000)	Historical cost at 30/06/07	Market value at 30/06/07	Market value at 30/06/06
Units in investment and mutual funds [1]	143,080	143,080	52,386
Cash and cash equivalents	7,217	7,217	1,760
TOTAL	150,297	150,297	54,146

[1] Investments only in money-market mutual funds or capital-guaranteed investments. Historical cost is equal to market value as a sale was followed by a repurchase on the closing date of the financial year.

4.3 Other movements

The following table shows a breakdown of deferred tax assets and liabilities by type:

(in € 000)	30/06/06	Impact on profit	30/06/07
Deferred tax assets	**123**	**-101**	**22**
Deferred taxes/player registrations	-11,657	10,022	-1,635
Capitalised loss carry-forwards	2,342	-2,342	0
Other deferred tax liabilities	310	372	682
Deferred tax liabilities	**-9,005**	**8,052**	**-953**
Net amount	-8,882	7,952	-930

Deferred taxes are mainly due to the tax impact of the new standards on French GAAP assets, which led to the reclassification of player registrations from deferred expenses to intangible assets. At 30 June 2007 they corresponded to IFRS restatements for player registrations.

Deferred tax assets on tax-loss carryforwards have been deducted from deferred tax liabilities under the principle of netting within a same group tax entity.

Unrecognised tax loss carryforwards amounted to €974 thousand.

4.4 Notes on shareholders' equity

4.4.1 Share capital comprises ordinary shares and has changed as follows:

In a decision approved by shareholders voting in the Combined Ordinary and Special Meeting of 6 November 2006, the Company has proceeded with a ten-for-one split of the par value of its shares with the effect of taking the number of shares issued from 931,270, with a par value of €15.20, to 9,312,700, with a par value of €1.52.

The OL Groupe on 13 February 2007 notified a capital increase as part of the listing of the Company's shares for trading on the Eurolist market of Euronext Paris (Compartment B).

On this occasion 3,686,993 new shares were issued with a par value equal to €1.52.

On 9 March 2007, following the partial exercise of the over-allotment option, OL Groupe notified the issue of an additional 241,594 shares.

At 30 June 2007 shareholders' equity of the OL Groupe comprised 13,241,287 shares with a par value of €1.52, totalling €20,126,756.24.

(in € 000)	30/06/06	Changes	30/06/07
Number of shares	931,270	12,310,017	13,241,287
Par value	15.2		1.52
Share capital	14,155		20,127

4.4.2 Changes to share capital and share premiums are broken down as follows:

(in € 000)	Share capital	Share premiums
Position at 01/07/2006	**14,155**	**18,276**
Capital increase on 13/02/07 of 3,686,993 shares	5,604	82,883
Allocation of stock exchange listing fees		-3,725
Capital increase on 9/03/07 of 241,594 shares	368	5,431
Position at 30/06/2007	20,127	102,865

4.4.3 Reserves are broken down as follows:

(in € 000)	30/06/07	30/06/06
Legal reserves	234	171
Regulated reserves	37	37
Other reserves	130	130
Retained earnings	1,108	834
Total reserves before IFRS restatements	1,509	1,172
Reserves related to IFRS restatements	5,244	-9,027
Total reserves	6,753	-7,855

The statement of changes in shareholders' equity is presented in the financial statements preceding the notes.

4.5 Provisions

4.5.1 Provisions for retirement benefit obligations

(in € 000)	30/06/07	30/06/06
Present value of opening commitments	**320**	**246**
Changes in consolidation scope	-	-
Finance costs	15	8
Costs of services provided in the financial year	90	33
Amortisation of unearned past service		
Projected present value of closing commitments	**425**	**287**
Actuarial variance for the financial year	8	33
Present value of commitments at closing	433	320

The amount of the provision made in respect of the group's retirement benefit obligation is equal to the value of the liability calculated on the basis of the following assumptions:

- Expected increase in salaries: 1% a year
- Retirement age: 60 for non-management staff and 63 for management staff
- Staff turnover, based on the mortality tables drawn up by INSEE and a turnover rate resulting from statistical observations,
- Discount rate: 5.20% at 30 June 2007 (4.80% at 30 June 2006)
- Social security contribution rate: 43% in most cases.

The group has elected for early adoption of the IAS 19 amendment which permits the recognition of actuarial gains and losses in shareholders' equity. The impact in the year was €8 thousand.

No contributions were paid to pension funds. No payment was made during the year.

4.5.2 Provisions for other liabilities (less than one year)

(in € 000)	30/06/06	Increases	Decreases Used	Decreases Unused	30/06/07
Provisions for employee disputes	774		-92	-629	53
Provisions for taxes and duties	184			-60	124
Other provisions for liabilities	16	19		-16	19
TOTAL	974	19	-92	-705	196

The Gerland stadium occupancy agreement has been the subject of disputes initiated by taxpayers. The Lyon Administrative court of appeal rejected the petitions of the City of Lyon in a ruling on 12 July 2007. A permanent agreement replacing the temporary agreement signed on 31 July 2007 should be concluded and may generate a potential liability.

4.6 Breakdown of liabilities by maturity

(in € 000)	30/06/06	Up to 1 year	From 1 to 5 years	Over 5 years
Financial liabilities [1]	28,026	14,389	12,509	1,128
Trade accounts payable	14,649	14,649		
Player registration liabilities [2]	38,220	24,738	13,482	
Tax liabilities	13,236	13,236		
Social security liabilities	21,629	21,629		
Other current liabilities	2,929	2,929		
Accruals	5,556	5,556		
TOTAL	124,245	97,126	25,991	1,128

(in € 000)	30/06/07	Up to 1 year	From 1 to 5 years	Over 5 years
Financial liabilities [1]	22,519	5,890	15,638	991
Trade accounts payable	16,266	16,266		
Player registration liabilities [2]	29,235	21,159	8,076	
Tax liabilities	29,659	29,659		
Social security liabilities	25,953	25,953		
Other current liabilities	2,992	2,992		
Accruals	9,077	9,077		
TOTAL	135,701	110,996	23,714	991

[1] Financial liabilities maturing in 1 to 5 years mainly comprise bank credit facilities granted to Olympique Lyonnais SASP at rates based on Euribor plus a margin negotiated individually with each bank. Financial liabilities maturing in over five years comprise fixed-rate borrowings contracted by a non-trading property company (SCI) of the Group for the acquisition of buildings (see note 7.3).

The maturity of liabilities related to the restatement of operating leases in accordance with IAS 17 is as follows:

(in € 000)	30/06/07	Up to 1 year	From 1 to 5 years	Over 5 years
Obligations under finance leases	410	125	285	
TOTAL	410	125	285	

[2] Player registration payables are discounted. The impact at 30 June 2007 was €999 thousand, which will be recognised in financial expenses on a pro-rata basis. These liabilities are listed below:

	30/06/07			30/06/06		
(in € 000)	Total	Current	Non-current	Total	Current	Non-current
Liabilities on acquisitions in 1997	88		88			
Liabilities on acquisitions in 2002	23	23	0	516	134	382
Liabilities on acquisitions in 2004	4,586	3,838	748	7,017	5,814	1,203
Liabilities on acquisitions in 2005	2,396	2,396	0	4,262	4,083	179
Liabilities on acquisitions in 2006	12,688	6,041	6,647	26,426	14,707	11,719
Liabilities on acquisitions in 2007	9,454	8,861	593	0	0	0
TOTAL	29,235	21,159	8,076	38,220	24,738	13,483

These liabilities on player registrations are secured by bank guarantees for €21.927 million (including €6.434 million for more than one year).

5 Notes to the Income Statement

5.1 Breakdown of operating revenue

5.1.1 Breakdown of operating revenue by category

(in € 000)	30/06/07	30/06/2006 [1]
LFP-FFF media rights	47,222	43,073
UEFA media rights	22,679	25,876
Ticketing	21,513	21,018
Partnerships - Advertising	18,105	13,945
Other revenue	31,034	23,755
Business revenue (excl. player registrations)	**140,553**	**127,667**
Revenue from player registration sales	**73,524**	**38,443**
TOTAL	214,077	166,110

[1] Image-related revenue was reclassified at 30 June 2006 from LFP/FFF media rights to other revenue

Other revenue:

(in € 000)	30/06/07	30/06/06
Merchandising revenue	19,112	13,603
Image-related revenue	4,323	2,571
Other	7,599	7,581
Other revenue	31,034	23,755

Revenue from sales of player registrations:

(in € 000)	30/06/07	30/06/06
Abidal Eric	12,282	
Clément Jérémy	1,630	
Diarra Mahamadou	23,283	
Essien Michaël		36,360
Frau Pierre-Alain	4,922	
Monsoreau Sylvain	4,900	
Nilmar Honorato	7,720	
Pedretti Benoît	5,250	
Tiago	12,580	
Other	957	2,083
Revenue from player registration sales	73,524	38,443

5.1.2 Breakdown of revenue by company

(in € 000)	30/06/07	30/06/06
Olympique Lyonnais Groupe and sundry	66	94
Olympique Lyonnais SASP	185,436	145,726
OL Merchandising	17,102	11,644
M2A	2,010	1,960
OL Voyages	3,884	3,597
OL Images	4,323	2,571
OL Organisation	862	205
Association Olympique Lyonnais	174	314
OL Brasserie	220	
TOTAL	214,077	166,110

5.2 Depreciation, amortisation and provisions, net

(in € 000)	30/06/07	30/06/06
Depreciation and amortisation on intangible assets and property, plant & equipment	-1,413	-1,017
Net provisions for retirement bonuses	-90	-40
Other risk provisions, net [1]	698	-437
Net provisions on current assets [2]	-131	-158
TOTAL EXCLUDING PLAYER REGISTRATIONS	-936	-1,652
Amortisation of non-current assets: player registrations	-24,364	-23,714
Net provisions on player registration receivables	250	-250
TOTAL PLAYER REGISTRATIONS	-24,114	-23,964

[1] Including €885 thousand of writebacks of customer provisions offset against bad debts
[2] Including €89 thousand of writebacks of risk provisions offset against personnel expenses

5.3 Personnel expenses

(in € 000)	30/06/07	30/06/06
Salaries	57,485	44,825
Social security charges	17,858	15,199
Profit sharing and incentive schemes	250	226
Collective image rights [1]	17,876	14,966
TOTAL	93,469	75,216

[1] The application in 2004 of special legislation on the remuneration of the collective image rights of the players of a professional sports club has enabled French football clubs to benefit from an exemption from social security charges on part of the remuneration paid to players.

5.4 Residual value of player registrations

(in € 000)	30/06/07
Decrease in player registration assets	-26,689
Liabilities relating to registrations sold	1,877
Contracts classified as current assets at 30/06/06	-3,950
Total residual value of player registrations	-28,762

5.5 Net financial income/expense

(in € 000)	30/06/07	30/06/06
Revenue from cash and cash equivalents	2,470	481
Interest on credit facilities	-1,135	-928
Discounting of player registration liabilities	-999	-1,088
Discounting of player registration receivables	302	
Net cost of financial debt	**638**	**-1,535**
Financial provisions net of writebacks	-9	
Other financial expenses and revenue	135	170
Other financial expenses and revenue	**126**	**170**
Net financial income/expense	764	-1,365

5.6 Taxes

Breakdown of income tax

(in € 000)	30/06/07	30/06/06
Income tax payable	18,230	1,123
Deferred taxes	-7,952	7,163
TOTAL	10,278	8,286

Reconciliation of tax charge

(in € 000)	30/06/07	%	30/06/06	%
Pre-tax income	**28,800**		**24,415**	
Tax at the standard rate	9,916	34.43%	8,138	28.26%
Effect of permanent differences	477	1.66%	48	0.17%
Tax credits	-275	-0.95%	-14	-0.05%
Sundry	160	0.56%	114	0.40%
Corporate income tax	10,278	35.69%	8,286	28.77%

6 Notes on employee numbers

The average number of employees in the Group breaks down as follows:

	30/06/2007	30/06/2006
Management	52	41
Non-management	181	155
Professional players	29	26
TOTAL	262	222

The breakdown of group employees by company (average during the year) is as follows:

	30/06/2007	30/06/2006
Olympique Lyonnais Groupe [1]	38	22
OL Merchandising	44	40
Olympique Lyonnais SASP [1]	42	77
OL Voyages	9	8
OL Association [1]	68	33
OL Organisation	24	18
OL Images	18	17
M2A	8	7
OL Brasserie	11	
TOTAL	262	222

[1] On 1 December 2005, certain employees of Olympique Lyonnais SASP were transferred within OL Groupe and OL Association.

7 Notes on off-balance sheet commitments

7.1 Commitments received

(in € 000)	Up to 1 year	From 1 to 5 years	Over 5 years	Total
Bank facilities [1]	12,600	28,000		40,600
Contingent commitments on player registrations	3,000			3,000
"Earn-out" commitments on the sale of player registrations	4,950	3,000		7,950

[1] Including €20.1 million used as a loan facility and €20.5 million used in the form of a guarantee at 30 June 2007.

Commitments received comprise:

- **Bank facilities (see note 7.3)**
- **Contingent commitments on player registrations** for a total of €3 million. These commitments are crystallised in the event of the departure of the players concerned.
- **"Earn-out" commitments on the sale of player registrations** total €7.9 million. Certain transfer contracts provide for contingent retrocession payments to the Club after the transfer in the event of performances realised.

7.2 Commitments given

(in € 000)	Up to 1 year	From 1 to 5 years	Over 5 years	Total
Rentals payable	1,807	3,411	1,091	6,309
Commitments related to the acquisition of player registrations	7,650	14,850		22,500
"Earn-out" commitments on the purchase of player registrations	1,950			1,950
Commitments under player contracts, conditional on the player remaining with the club	13,450	19,630		33,080
Guarantees given by the OL Groupe to secure bank credit facilities	14,700	28,000		42,700
Other guarantees	65	251		316
Liabilities secured by mortgages	112	508	972	1,592

Commitments given comprise:

- **Rentals payable** on premises and operating leases of €6.3 million.
- **Commitments related to the acquisition of player registrations** of €22.5 million. They correspond to transfer contracts for which agreement had been signed at 30 June 2007 with approvals for transfers in July.
- **"Earn-out" commitments on the purchase of player registrations** of €1.9 million. These commitments represent additional payments that may have to be made to selling clubs. They are typically contingent on the fulfilment of performance targets.
- **Commitments under player contracts** of €33.1 million. These sums comprise additional remuneration to be paid in the future. They are typically contingent on the player remaining with the club.
- **Guarantees given by OL Groupe to secure bank credit facilities** of €42.7 million. Certain banks require a guarantee greater than that of the bank facility.
- **Liabilities secured by mortgages** related to the construction of OL Store's premises of €1.6 million. These guarantees are mortgages that have been granted to Crédit Lyonnais and Banque Rhône-Alpes.
- **Other commitments:**
  In the acquisition of player registrations commitments calculated on the basis of a percentage of the amount of possible future transfers have been made with certain clubs or agents (see note 2.7.1(b) on player registrations).
- **Commitments in relation to property projects:**
  At 30 June 2007, the Group had not made any financial contractual arrangements in relation to the construction of the new stadium.
- **Individual training entitlement**
  The occupational training law 2004-391 of 4 May 2004 was created for permanent employees, with an individual training entitlement of 20 hours per year that can be accumulated over a six-year period. The individual training entitlement is limited to 120 hours.

In accordance with notice N° 2004 of 13 October 2004 of the Urgent Issues Committee of the National Accounting Council, we communicate the following information on unused training entitlements:

	Entitlement vested at 01/07/06	Unused entitlement at 30/06/07
Entitlement (in hours)	5,144	9,187

7.3 Bank facilities and covenants

Credit lines

SASP OL obtained a credit line from **BNP Paribas** on 25 July 2006 for a principal amount of €11 million, utilisable by drawdown, for an initial term of 36 months as from 31 July 2006. In an amendment dated 12 June 2007 the amount of this facility was increased to €13.1 million for the period from 12 June to 30 September 2007. After this date, the credit line amounts and conditions revert back to those originally agreed. This term may be extended by two years at SASP OL's request.

The interest rate is 1-month, 2-month or 3-month Euribor depending on the drawdown period plus 0.48% a year.

In addition to the customary covenants, this loan agreement also contains the following covenants, which if breached could lead to acceleration of the loan maturity:

- Merger and absorption (outside the company's group), spin-off, voluntary liquidation or winding up of SASP OL,
- Reincorporation of SASP OL in a different corporate form;
- Compliance with the following ratios:
  - Net consolidated debt to equity less than 0.50,
  - Net consolidated debt to EBITDA less than 2.00,
- Serious misconduct on the part of SASP OL or its guarantor, OL Group, or if their position should prove to be irreparably compromised;
- Change in the size or ownership of SASP OL's share capital and/or voting rights leading to a loss of control by OL Groupe.

SASP OL also has a credit facility dated 12 June 2001 with **Crédit Lyonnais** for an initial amount of €8 million designed to finance SASP OL's acquisitions of players. In an amendment to the contract, dated 20 December 2006, Crédit Lyonnais agreed to approve a loan facility of €12 million until 30 November 2008. This credit facility may be drawn down for 1, 2, 3 or 6-month periods at Euribor for the drawdown period plus a margin of 0.8% a year.

In addition to the customary covenants, this loan agreement also contains the following covenants, which if breached could lead to acceleration of the loan maturity:

- Non-disclosure to Crédit Lyonnais of any plan to alter the share capital, merge, demerge, change the corporate form or ownership structure of SASP OL or OL Groupe,
- Merger and absorption (outside the company's group), spin-off, voluntary liquidation or winding up of SASP OL,
- OL Groupe's loss of half the voting rights in shareholders' meetings of SASP Olympique Lyonnais,
- Reincorporation of SASP OL in a different corporate form,
- Modifications to the capital of the OL Groupe resulting in Jean-Michel Aulas and/or ICMI owning less than 51% of the voting rights in the OL Groupe. In the event of a stock exchange listing, this ratio is reduced to 34%.
- Compliance with the following ratios:
  - Adjusted debt to shareholders' equity less than or equal to 0.5
  - Adjusted debt to EBITDA less than or equal to 2
  - A significant level of EBITDA, in line with the EBITDA communicated by OL Groupe
- Relegation of the Club to Ligue 2 and,
- Any event that would have a serious adverse effect on SASP OL's business, assets or economic and financial position.

An agreement to open a credit line was concluded between SASP OL and **Banque de l'Économie du Commerce et de la Monétique** for a total amount of €10.5 million until 31 December 2007. This sum is intended to contribute to the funding requirements of the 2006 financial year The interest rate is variable and is based on 1-month, 2-month, 3- month, 6-month or 12-month Euribor depending on the drawdown period, plus a margin of 0.8%.

In addition to the customary covenants, this loan agreement also contains the following covenant, which if breached could lead to acceleration of the loan maturity:

- Compliance with the following ratios:
    - Net debt including lease obligations to equity less than 0.8.

Amounts owing in respect of this loan shall become immediately due and payable in certain cases, such as a late payment of more than 30 days, liquidation, payment incidents, non-respect of financial ratios, failure on the part of the borrower to provide financial statements at the end of each financial year or refusal on the part of the Statutory Auditors to approve the separate and/or consolidated financial statements of SASP OL and OL Groupe.

On 20 September 2005, SASP OL obtained a credit facility of €5 million from **Natixis**. This facility was extended for a period of three years, expiring on 20 September 2008. The interest rate is based on 1-month, 3-month or 6-month Euribor depending on the drawdown period plus a margin of 0.80% a year.

In addition to the customary covenants, this loan agreement also contains the following covenants, which if breached could lead to acceleration of the loan maturity:

- OL Groupe to maintain a holding of more than 51% in the share capital of SASP OL;
- Compliance with the following ratios:
    - Net debt to equity less than 0.8;
    - Net debt to cash generated by operations less than 2.5.
- Notify the bank of any change equal to or greater to 15% in the distribution of its share capital.

Bank loans for the construction of the OL Store

On 30 June and 3 July 2003, as part of the financing of the construction of the OL Store, SCI Megastore Olympique Lyonnais contracted two loans with Crédit Lyonnais and Banque Rhône-Alpes respectively, each for €1 million and a duration of 15 years. These loans are repayable in quarterly instalments and the interest rates are 4.90% and 4.70% a year respectively.

The customary accelerated maturity clauses are included in the loan agreement.

8 Related parties

The OL Groupe group is fully consolidated by the ICMI group (52, Quai Paul Sédallian, 69009 Lyon) and accounted for by use of the equity method in the Pathé Group (21 rue François Premier, 75008 Paris). Details of the relationships between OL Groupe, ICMI, Pathé and its subsidiaries are as follows:

(in € 000)	30/06/07	30/06/06
Receivables		
Accounts receivable (gross value)	131	75
TOTAL	131	75
Liabilities		
Accounts payable	1 167	677
TOTAL	1,167	677

(in € 000)	2006/2007	2005/2006
Operating expenses		
Recharges of executive management fees	966	660
Other external expenses	1,208	935
TOTAL	2,174	1,595
Operating revenue		
General and administrative expenses	153	190
TOTAL	153	190

9 Senior management remuneration

Remuneration paid to senior management totalled €600 thousand in the year to 30 June 2007. The Chairman and Chief Executive Officer is not remunerated directly by OL Groupe. The amounts billed by ICMI to OL Groupe include the services of the Chairman and Chief Executive Officer.

10 Events subsequent to the closing

Player registration transactions

Acquisitions of player registrations:

Acquisitions after 30 June 2007 amounted to €36.6 million. They concerned Mathieu Bodmer, Abdelkader Keita, Fabio Grosso and Cleber Anderson Beraldo.

Sales of player registrations:

Sales after 30 June 2007 amounted to €31.6 million. They concerned Florent Malouda, Alou Diarra, Jérémie Berthod, Rémy Riou, Grégory Bettiol and Sylvain Wiltord.

On 11 July 2007 the Court of Arbitration for Sport confirmed the FIFA decision concerning the resolution of the sale of Honorato da Silva Nilmar's player registration.

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2007

Ladies, Gentlemen,

In accordance with the terms of our appointment at the Annual Shareholders' Meeting, we have audited the accompanying consolidated financial statements of Olympique Lyonnais Groupe for the financial year ended 30 June 2007.

These consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

1 Opinion on the consolidated financial statements

We carried out our audit in accordance with the professional standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion set out hereafter.

In our opinion, the consolidated financial statements prepared in accordance with IFRS as endorsed by the European Union present fairly in all material respects the assets and liabilities, financial position and results of the consolidated group of companies.

2 Justification of our assessments

In accordance with the provisions of article L.823-9 of the French Commercial Code on the justification of our assessments, we draw your attention to the following matters:

- Intangible assets with an indefinite life are tested for impairment by the company at each reporting date. We reviewed the method of testing for impairment used by the group.
- Player registrations are tested for impairment whenever there is an indication that they might be impaired, using the method set out in note 2.7.4 to the consolidated financial statements. We reviewed the values estimated by the technical teams and the assumptions used and ensured that the disclosures made in note 2.7.4 provide an appropriate level of information.
- In accordance with note 1.5 paragraph 2 and paragraph 10 of the notes we have considered, in agreement with management of the Group, that given the favourable judgement of the sports courts, the essential involvement of the international football authorities and the position of the Corinthians football club, the receivable for the player Nilmar should be recovered.

These assessments were made in the context of our audit of the consolidated financial statements, taken as a whole, and therefore contributed to the formation of the opinion expressed in the first part of this report.

3 Verifications and specific information

We also verified the information provided in the group management report. We have no matters to report regarding its fairness and consistency with the consolidated financial statements.

Villeurbanne and Lyon, 22 October 2007

Orfis Baker Tilly SA	Cogeparc
Michel Champetier	Stéphane Michoud

CHAPTER 5

Separate financial statements

INCOME STATEMENT

(in € 000)	2006/2007	2005/2006
INCOME		
Revenues	7,150	4,010
Reversals of depreciation, amortisation and provisions	56	37
Other income	0	0
TOTAL INCOME	**7,206**	**4,047**
CONSUMPTION OF GOODS AND EQUIPMENT		
Other purchases and external costs	3,531	1,657
SUB-TOTAL	**3,531**	**1,657**
OPERATING EXPENSES		
Taxes other than income tax	127	32
Wages and salaries	2,050	1,318
Social security costs	924	592
Depreciation, amortisation and provisions	144	31
Other expenses	90	88
SUB-TOTAL	**3,335**	**2,061**
TOTAL EXPENSES	**6,866**	**3,719**
OPERATING PROFIT	**340**	**328**
Financial income	14,303	1,634
Financial expense	1,392	427
NET FINANCIAL INCOME / (EXPENSE)	**12,911**	**1,207**
PRE-TAX PROFIT	**13,251**	**1,535**
Exceptional income	15	2
Exceptional expenses	27	1
EXCEPTIONAL ITEMS	**-12**	**1**
Employee profit sharing	83	73
Income taxes	774	195
NET PROFIT	12,382	1,268

BALANCE SHEET

Assets

(in € 000)	Gross amount 30/06/07	Depreciation, amortisation and provisions	Net amount 30/06/07	Net amount 30/06/06
NON-CURRENT ASSETS				
INTANGIBLE ASSETS				
Concessions, patents	32	24	8	14
Other intangibles				
PROPERTY, PLANT & EQUIPMENT				
Buildings				
Industrial plant, equipment and tools				
Other PP&E	718	164	554	207
NON-CURRENT FINANCIAL ASSETS				
Investments and loans to subsidiaries	25,589	37	25,552	24,881
Other non-current financial assets	449		449	18
TOTAL NON-CURRENT ASSETS	**26,787**	**225**	**26,563**	**25,120**
CURRENT ASSETS				
RECEIVABLES				
Trade account receivables	8,227		8,227	3,311
Supplier debts				
Personnel	3		3	7
Income tax receivables				
Turnover tax receivable	852		852	209
Other receivables	19,415		19,415	2,830
MISCELLANEOUS				
Marketable securities	102,267		102,267	5,487
Cash and cash equivalents	82		82	1,101
TOTAL CURRENT ASSETS	**130,847**	**0**	**130,847**	**12,944**
ACCRUALS				
Prepayments	62		62	77
Deferred charges				
TOTAL ACCRUALS	**62**		**62**	**77**
TOTAL ASSETS	157,696	225	157,471	38,142

Equity and liabilities

(in € 000)	Net amount 30/06/07	Net amount 30/06/06
Equity capital	20,127	14,155
Share premiums	102,865	18,276
Legal reserve	234	171
Regulated reserves	37	37
Other reserves	130	130
Retained earnings	1,108	834
Net income for the year	12,382	1,268
TOTAL EQUITY CAPITAL	**136,884**	**34,872**
Provisions for liabilities		
Provisions for charges		
TOTAL PROVISIONS FOR LIABILITIES AND CHARGES	**0**	**0**
Loans and debts due to financial institutions		
Loans		
Bank overdrafts and advances	66	366
Trade accounts payable	**2,757**	**1,172**
Tax and social security liabilities		
Personnel liabilities	620	491
Social security organisations	428	298
Income tax payable	15,267	127
Turnover tax payable	1,337	556
Other tax and social security liabilities	29	9
Liabilities on non-current assets	**70**	**0**
Other liabilities	**12**	**244**
TOTAL LIABILITIES	**20,587**	**3,264**
Deferred revenue		**6**
TOTAL ACCRUALS	**0**	**6**
TOTAL EQUITY AND LIABILITIES	157,471	38,142

CASH FLOW STATEMENT

(in € 000)	2006/2007	2005/2006
NET PROFIT	**12,382**	**1,268**
Depreciation, amortisation and provisions	181	31
Capital gains or losses	10	-1
PRE-TAX CASH FLOW	**12,573**	**1,298**
Change in working capital requirement	-4,507	-23,968
NET CASH FROM OPERATING ACTIVITIES	**8,066**	**-22,670**
Acquisitions of intangible assets	-10	-16
Acquisitions of property, plant and equipment	-484	-230
Acquisitions of non-current financial assets	-1,139	-18
Disposals of non-current assets		2
Effect of purchase or sale of shares in subsidiaries		-225
NET CASH FROM INVESTING ACTIVITIES	**-1,633**	**-487**
Change in equity	90,561	
Dividends paid to shareholders	-931	-373
Other changes in indebtedness		
NET CASH FROM FINANCING ACTIVITIES	**89,630**	**-373**
CHANGE IN CASH	**96,062**	**-23,529**
OPENING CASH BALANCE	**6,222**	**29,751**
CLOSING CASH BALANCE	102,284	6,222

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

The financial statements for the year ending 30 June 2007 were approved by the Board of Directors on 24 September 2007.

1 Significant events

1.1 Stock exchange flotation

The objective of listing and obtaining admission for trading of the Company's shares on the Eurolist market of Euronext Paris was to allow the Company to continue its development. Flotation has given the Company access to new funding sources for its businesses so as to continue its development objectives, support its strategy and strengthen its financial structure with a view, notably, to financing the construction of a new stadium.

In a decision approved in a Combined Ordinary and Special Shareholders Meeting on 6 November 2006, the Company proceeded with a ten-for-one split of the par value of its shares with the effect of taking the number of shares issued from 931,270, with a par value of €15.20, to 9,312,700, with a par value of €1.52.

OL Groupe on 13 February 2007 notified a capital increase as part of the listing of the Company's shares for trading on the Eurolist market of Euronext Paris (Compartment B).

On this occasion 3,686,993 new shares were issued with a par value equal to €1.52.

On 9 March 2007 a second increase following the partial exercise of the over-allotment option resulted in the issue of an additional 241,594 shares.

At 30 June 2007, the shareholders' equity of OL Groupe comprised 13,241,287 shares of a par value of €1.52.

1.2 Changes in equity investments

In February 2007, the Company acquired 500 shares in Olympique Lyonnais SASP. At 30 June 2007 OL Groupe owned 99.91% of OL SASP.

In June 2007 the Company subscribed for 100% of the share capital of SAS Foncière du Montout at the time of its incorporation. The company's objective is to buy plots of land with a view to reselling them as a block or individually. The Company owns 10,000 SAS Foncière du Montout shares.

The Company acquired 925 shares in OL Images on 26 July 2006. OL Groupe owns 3,699 shares in OL Images.

The Company received €11,660 thousand in dividends from these investments in the year to 30 June 2007.

2 Accounting principles and rules

2.1 General principles

The financial statements for the financial year to 30 June 2007 have been prepared in accordance with standards outlined in the Plan Comptable Général 1982 (French Chart of Accounts), the Accounting Act of 1983 and the Decree of 29 November 1983, and in accordance with the provisions of CRC regulation 99-03. Generally accepted accounting principles have been used in accordance with accounting concepts:

- Going concern
- Consistency of accounting principles between financial periods
- Matching principle

The underlying method used for the valuation of items recorded in the Company's books is historical cost accounting.

2.2 Intangible assets

Purchased software is amortised over 12 months.

2.3 Property, plant and equipment

Property, plant and equipment are measured at cost (purchase price, transaction costs and directly attributable expenses). They have not been revalued.

Depreciation is calculated on a straight-line basis over the useful life of the asset, as estimated by the Company:

- Fixtures and fittings: 5 years
- Information technology equipment: 3 and 5 years
- Office furniture: 5 years

2.4 Non-current financial assets

The depreciable cost is constituted from the acquisition price excluding incidental expenses. When the current value is lower than the depreciable cost an impairment provision is constituted for the amount of the difference.

The current value is mainly related to the proportionate interest in the separate or consolidated shareholders' equity held.

Nevertheless when the acquisition cost is greater than the proportionate interest of shareholders' equity, the acquisition cost is written down by taking into account its value in use.

This is estimated, notably, by taking into account the unrealised gains on property assets and the revaluation of businesses according to criteria normally used in the industry and the growth and profit outlook of the company by reference to a company in the same sector.

If necessary, treasury shares are subject to a provision for loss in value on the basis of the average price in the last month of the financial year.

The constituent items of the liquidity contract are recorded in non-current financial assets:

- Treasury shares for €310 thousand.
- Crédit Agricole institutional cash management fund for €100 thousand.

2.5 Loans, deposits and guarantees

These items are valued at their par value and, if necessary, are subject to an impairment provision.

2.6 Receivables

Receivables are valued at their nominal value.

A writedown is made when current value is less than the book value.

2.7 Accruals

Deferred revenue and prepaid expense are recorded to take into account the principle of matching revenues and expenses to the financial year concerned.

2.8 Cash

Cash comprises cash, current bank accounts and marketable securities.

Marketable securities are accounted for at their acquisition cost. Mutual funds are valued at the closing date at their most recent net asset value.

In the case of listed securities the valuation is performed on the basis of the average market price observed over the last month of the financial year.

If the value resulting from the above methods is lower than the historical cost of acquisition a writedown is made. Nevertheless, this provision is not constituted where the unrealised capital loss relating to it may be offset by unrealised capital gains of the same nature.

In the case of the sale of a group of securities of the same nature conferring the same rights, the entry value of the securities sold is estimated according to the first in, first out (FIFO) method.

2.9 Provisions for liabilities and charges

Provisions are constituted according to valuations on a case-by-case analysis of the liabilities and corresponding charges.

A provision is made on each occasion that the management of the Company becomes aware of an obligation (legal or implied) arising from past events, the settlement of which is expected to result in an outflow of resources from the entity without equivalent compensation.

2.10 Operating revenue

Operating revenue comprises recharges of Group expenses and fees. These fees are calculated on the basis of expenses incurred and allocated according to the margins of the operating subsidiaries.

2.11 Exceptional items

The revenue and expenses of an exceptional nature include extraordinary items as well as items considered as exceptional in their nature under accounting law (sale of business assets and profits on sales of treasury shares).

3. Notes on the assets

3.1 Non-current assets

(in € 000)	Amount at 01/07/2006	Increases	Decreases	Amount at 30/06/2007
DEPRECIABLE COST				
Intangible assets	22	10		32
Property, plant and equipment	246	484	13	717
Non-current financial assets [1]	24,899	1,139		26,038
TOTAL	25,167	1,633	13	26,787
AMORTISATION AND PROVISIONS				
Intangible assets	8	16		24
Property, plant and equipment	39	128	3	164
Non-current financial assets		37		37
TOTAL	47	181	3	225
TOTAL net value	25,120			26,563

	Amount at 01/07/2006	Increases	Decreases	Amount at 30/06/2007
[1] of which treasury shares		310		310

3.2 Receivables maturity listing

Realisable assets takes into account short-term receivables. Group receivables are considered to be due in less than one year.

(in € 000)	Gross amount	Up to 1 year	Over 1 year
Other non-current financial assets	449	432	17
Current assets	130,908	130,908	
TOTAL	130,946	130,929	17

3.3. Accrued revenue included as balance sheet items

Customer receivables: €7,241 thousand.

3.4. Prepaid expenses

Prepaid expenses totalled €62 thousand at 30 June 2007. They concern ordinary expenses related to the normal operation of the business.

3.5. Impairments

(in € 000)	Amount at 1/7/2006	Increases	Decreases	Amount at 30/6/2007
Non-current assets		37		37
Of which charges and reversals: - financial		37		37
TOTAL		37		37

3.6. Asset items relating to associates

(in € 000)	Gross amount	Associates
Non-current financial assets (depreciable cost)	26,037	25,589
Investments and loans to subsidiaries	25,589	25,589
Deposits and loans	38	4
Other non-current investments	101	
Provisions on non-current financial assets	-37	-37
Non-current financial assets (net)	26,000	25,556
Customer receivables (net)	8,227	7,913
Other receivables	20,270	19,411
Operating receivables (net)	28,497	27,552

3.7. Treasury management

Centralised management of treasury for subsidiary companies was put in place in January 2005.

Cash available for investment is invested through the OL Groupe. Net cash available as presented in the cash flow statement is broken down as follows:

Balance sheet assets	Investments	€102,267 thousand
	Cash and cash equivalents	€82 thousand
Balance sheet liabilities	Bank advances	€66 thousand
Net cash position		**€102,283 thousand**

3.8. Marketable securities

(in € 000)	Depreciable cost	Market value at 30/06/07
Units in investment and mutual funds	102,267	102,267
GROSS TOTAL	102,267	102,267

4. Notes on equity and liabilities

4.1 Equity capital

At 30 June 2007, the shareholders' equity of OL Groupe comprised 13,241,287 shares with a par value of €1.52, totalling €20,126,756.24.

	Opening	Increase in capital	Closing
Number of shares	9,312,700	3,928,587	13,241,287
Par value	[1] 1.52	1.52	1.52

[1] The opening balance takes account of the ten-for-one split in the par value of shares.

4.2 Changes in shareholders' equity

(in € 000)	Equity capital	Share premium	Reserves and retained earnings	Net income for the year	Total
Position at 30/06/2006	14,155	18,276	1,173	1,268	34,872
Income allocation [1]			337	- 1,268	-931
Allocation of flotation expenses		-3,725			-3,725
Capital increase on 13/02/2007 of 3,686,993 shares	5,605	82,883			88,488
Capital increase on 9/03/2007 of 241,594 shares	367	5,431			5,798
Net income				12,382	12,382
Position at 30/06/2007	20,127	102,865	1,510	12,382	136,884

[1] In accordance with the allocation of income and dividend distribution approved by shareholders voting at the Combined Ordinary and Special Shareholders Meeting of 6 November 2006..

Allocation of income:

Legal reserve	€63 thousand
Reserves and retained earnings	€274 thousand
Dividend	€931 thousand

4.3 Accrued expenses included as balance sheet items

(in € 000)	Balance at 30/06/07	Balance at 30/06/06
Trade accounts payable	620	422
Tax and social security payables	665	474
Accrued interest	1	184
TOTAL	1,286	1,080

4.4 Liability items relating to associates

(in € 000)	Gross amount at 30/06/07	Associates	Gross amount at 30/06/06
Bank advances	66		366
Suppliers	2,757	624	1,172
Tax and social security payables	17,681		1,481
On non-current assets	70		244
Other liabilities	12	12	
Deferred revenue			6
TOTAL	20,586	636	3,269

4.5 Payables maturity listing

(in € 000)	Gross amount	Up to 1 year	Between 1 and 5 years
Bank advances	66	66	
Suppliers	2,757	2,757	
Tax and social security payables	17,681	17,681	
Non-current assets	70	70	
Other liabilities	12	12	
Deferred revenue			
TOTAL	20,586	20,586	

5. Notes to the income statement

5.1 Sales breakdown

The sales contribution by business category is as follows:

(in € 000)	30/06/07	30/06/06
Recharges to subsidiaries	1,189	510
Recharges other than to subsidiaries	61	
Subsidiary management fees	5,900	3,500
TOTAL	7,150	4,010

5.2 Financial revenue and expenses

(in € 000)	2006/2007	of which associates
Financial revenue		
Subsidiary dividends	11,660	11,660
Interest on current accounts	144	144
Capital gains on sales of marketable securities	2,460	
Guarantee fees	39	39
Total financial revenue	14,303	11,843
Financial expenses		
Interest on current accounts	854	854
Bank interest	1	
Expenses on sales of marketable securities		
Debt write-offs	500	500
Provisions [1]	37	37
Total financial expenses	1,392	1,391

[1] Including the following provisions:
- writedown of OL Brasserie shares, €37 thousand.

5.3 Breakdown of income tax

(in € 000)	Pre-tax profit	Taxes	Operating profit after tax
Results of operations	13,168	-778	12,390
Exceptional items	-12	4	-8
Accounting income	13,156	-774	12,382

Income tax rate and tax credits

Group profit at standard rate: €48,138 thousand at a rate of 33 1/3%

Social security contributions on profits: €15,283 thousand at 3.3%

Corporate sponsorship tax reduction: €276 thousand attributable to corporate income tax at the standard tax rate.

5.4 Increases and decreases in timing differences

(in € 000)	Amount	Tax
Decreases		
Provisions temporarily non-deductible		
Accruals temporarily non-deductible	90	30
Increases		
Deducted expenses or revenue not yet recognised		

5.5 Tax consolidation

The OL Groupe opted for the tax consolidation regime on 20 December 2005. The tax consolidation agreement is applicable to financial years closing on or after 30 June 2007.

The companies within this consolidation scope are:

- M2A, Siren 419 882 840
- Olympique Lyonnais SASP, Siren 385 071 881
- OL Merchandising, Siren 442 493 888
- OL Images, Siren 478 996 168
- OL Organisation, Siren 477 659 551
- OL Brasserie, Siren 490 193 141
- La Foncière du Montout, Siren 498 659 762

The consolidation scope was expanded from 1 July 2007 to the following companies:

- OL Brasserie, Siren 490 193 141
- La Foncière du Montout, Siren 498 659 762

OL Groupe is the lead company of the Group. The taxes covered by this agreement are income tax, additional social security contributions and the alternative minimum tax (IFA). The terms and conditions of the tax consolidation agreement signed by the Group are as follows:

- The parent company has a claim on the subsidiary company of an amount equal to the theoretical tax that the subsidiary company would have had to pay in the absence of tax consolidation. The tax savings realised by the Group are recognised by the parent company and recorded as non-taxable revenue.
- The consolidated companies recognise in their books of account, throughout the whole period of their consolidation, income tax expenses or revenue, additional social security expenses and alternative minimum tax (IFA) equivalent to the amount that would have recognised if they had not been consolidated.
- The consolidating company shall be solely liable for additional tax that may possibly become payable in the event that a consolidated company leaves the Group. The consolidating company shall compensate the consolidated company for all corporate income taxes due by the consolidated company after its departure from the tax consolidation scope group and resulting from the impossibility of using, according to the ordinary rule of law, tax losses or long-term capital losses arising during the consolidation period and transferred permanently to the consolidating company. The amounts of tax losses and capital losses liable to compensation are those appearing on the 2058-B bis form of the consolidated company at the date of its departure from the Group and resulting from the years of tax consolidation.

No compensation shall be due to the consolidated company in respect of its loss of the opportunity to offset losses by carrying them back and applying them against profits earned during the period of tax consolidation and transferred permanently to the consolidating company.

The additional tax related to the tax consolidation amounted to €9 thousand.

6. Miscellaneous notes

A liquidity contract has been entered into by the OL Groupe with Crédit Agricole Cheuvreux whose purpose is to provide a mandate to CA Cheuvreux to intervene on its behalf on the market with a view to favouring the transaction liquidity and the regularity of share price quotes and providing cash resources to CA Cheuvreux for this.

The liquidity contract balance as of 30 June 2007 was €75 thousand.

6.1 Average employee numbers

	30/06/2007	30/06/2006
Management	15	8
Non-management	23	14

6.2 Commitments

6.2.1 Commitments given

(in € 000)	Less than 1 year	From 1 to 5 years	Over 5 years	Total at 30/06/07
Rentals payable*	478	981	300	1,759

* Including lease commitments of €40 thousand of less than one year and €70 thousand of from one to five years.

Debt write-offs

The write off of a financial debt for a total amount of €500 thousand was agreed on 30 June 2007 by OL Groupe in favour of its subsidiary OL Brasserie.

The write off of a financial debt for a total amount of €15 thousand was agreed on 30 June 2004 by OL Groupe in favour of SAS Argenson. The Company returned to better financial health during the financial year, which led to the repayment of current accounts.

Bank guarantees and collateral security

OL Groupe has guaranteed loans taken out by its subsidiary Olympique Lyonnais SASP for a total of €42.7 million with four banks. These security pledges have been set up in the form of guarantees.

Retirement benefit obligations

Post-employment benefits are not accounted for in the separate financial statements. The indemnity as of 30 June 2007 was valued at €214 thousand.

This valuation was undertaken according to the actuarial method.

This consists in:

- valuing for each employee the total commitment on the basis of the projected salary at the end of their career and their total vested entitlements at this date.
- determining the fraction of the total commitment corresponding to the vested entitlements at the closing date of the financial year, compared pro-rata to the length of service that the employee will have at their retirement date.

The assumptions adopted are as follows:

- retirement age: 60 for non-management staff and 63 for management staff
- discount rate: 5.20% at 30 June 2007 (4.80% at 30 June 2006)
- annual increase in salaries: 1% for 2007.

Individual training entitlement

The occupational training law 2004-391 of 4 May 2004 was created for permanent employees, with an individual training entitlement of 20 hours per year that can be accumulated over a six-year period. The individual training entitlement is limited to 120 hours.

In accordance with notice N° 2004 of 13 October 2004 of the Urgent Issues Committee of the National Accounting Council, the following information on unused training entitlements is hereby disclosed:

(in hours)	Entitlements vested at 1/07/2006	Entitlements subject to an agreement in 2006/07	Unused entitlements at 30/06/2007
Entitlements	1,008	0	1,640

6.3 Disputes

As far as the Company is aware there are currently no incidents or disputes likely to affect the activities, business assets, financial situation or the results of the OL Groupe.

6.4 Other information: remuneration

In the financial year ended 30 June 2007 remuneration awarded to members of the Board of Directors who are also members of the Group Management Committee totalled €600 thousand, excluding directors' fees.

6.5 Entities consolidating the financial statements of the Company

ICMI SAS, 52 quai Paul Sédallian 69009 LYON.

Groupe Pathé, 21 rue François Premier 75008 PARIS.

6.6 Subsequent events

Launch of the new stadium construction project 'OL Land'.

The company Foncière du Montout was created on 26 June 2007 to develop the whole of this project. The Décines site has been chosen for the construction of the stadium.

6.7 Information concerning subsidiaries and associates (in euros)

Group companies	Equity capital	Shareholders' equity owned before the allocation of the last financial year's earnings	Share of capital owned (%)	NBV of shares owned	Loans & advances not repaid	Revenue net of taxes in last FY	Net income in last FY	Net dividends received during the FY
I. Subsidiaries (At least 50% of the share capital owned by the Company)								
Olympique Lyonnais SASP	2,052,128	30,136,880	99.912	23,532,949	0	88,412,673	14,316,454	9,956,310
OL Merchandising	40,000	2,244,672	99.975	39,990	0	13,569,802	1,969,816	1,199,700
SCI Megastore	155,000	234,740	100	154,990	0	284,549	58,282	
M2A	118,420	1,314,863	100	914,915	0	4,525,522	494,603	366,720
OL Images	37,000	689,199	99.973	257,740	0	5,358,277	649,094	
OL Organisation	37,000	70,303	99.973	41,430	0	5,008,694	19,026	
OL Brasserie	37,000	34,108	99.973	0	0	221,419	7,295	
Foncière du Montout	100,000	97,650	100	100,000	0	0	-2,350	
II. Associates (owned between 10% and 50% by the Company)								
OL Voyages	40,000	153,371	50	18,919	0	6,775,365	240,013	137,500
Argenson	89,376	191,485	49.97	477,694	0	3,374,170	102,738	
BS SARL	2,500	- 6,125	40	1,000	0	197,567	269	
OL Restauration	40,000	43,125	30	12,000	0	2,646,348	97,914	

STATUTORY AUDITORS' GENERAL REPORT ON THE ANNUAL FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2007

Ladies, Gentlemen,

In compliance with the assignment you entrusted to us at your Annual Shareholders' Meeting, we hereby report for the financial year ending 30 June 2007, on:

- the audit of the accompanying financial statements of Olympique Lyonnais Groupe,
- the justification for our assessments,
- the specific verifications and information required by law.

These financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

1 - Opinion on the annual financial statements

We carried out our audit in accordance with the professional standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the annual financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion set out hereafter.

In our opinion, the annual financial statements give a true and fair view of Company's financial position and its assets and liabilities at 30 June 2007, and of the results of its operations for the year then ended in accordance with the accounting rules and principles applicable in France.

2 - Justification of our assessments

In accordance with the requirements of Article L.823-9 of the French Commercial Code relating to the justification of our assessments, we bring your attention to the following matters:

- Note 2.4 Non-current financial assets in the notes to the financial statements describes the methods used to assess the value of securities and receivables related to equity investments. As part of our assessment of the accounting rules and methods, we verified that the accounting methods mentioned above were appropriate and correctly applied, and obtained assurance that the resulting estimates were reasonable.
- Note 4.2 on changes in equity capital provides detail of capital increases that were realised during the financial year. Our tests involved verifying the correct accounting of these operations.

These assessments were made in the context of our audit of the annual financial statements, taken as a whole, and therefore contributed to the formation of the opinion expressed in the first part of this report.

3 - Verifications and specific information

We have also performed the specific verifications required by law in accordance with professional standards applicable in France.

We have no matters to report regarding:

- the fair presentation and conformity with the annual financial statements of the information given in the management report of the annual Board of Directors and in the documents addressed to shareholders with respect to the financial position and the annual financial statements.
- the fair presentation of the information in the management report regarding remuneration and benefits granted to certain executive officers and the commitments given to them when they are appointed or retire, or change post.

In accordance with the law, we obtained assurance that the various disclosures related to the acquisition of equity investments and controlling interests and to the identity of shareholders and holders of voting rights have been included in the management report.

Villeurbanne and Lyon, 22 October 2007

Orfis Baker Tilly SA
Michel Champetier

Cogeparc
Stéphane Michoud

SPECIAL REPORT OF THE STATUTORY AUDITORS ON RELATED-PARTY AGREEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2007

Ladies, Gentlemen,

In our capacity as Statutory Auditors of your company, we are required to report on certain contractual agreements with certain related parties.

In accordance with Article L.225-40 of the French Commercial Code, we have been advised of certain contractual agreements which were authorised by your Board of Directors.

We are not required to ascertain whether any other contractual agreements exist but to inform you, on the basis of the information provided to us, of the terms and conditions of the agreements indicated to us. It is not our role to comment as to whether they are beneficial or appropriate. It is your responsibility, under the terms of Article R. 225-31 of the French Commercial Code to evaluate the benefits resulting from these agreements prior to their approval.

We conducted our work in accordance with French professional standards. These standards require that we perform the necessary procedures to verify that the information provided to us is consistent with the documentation from which it has been extracted.

The contractual agreements approved during the financial year are presented in Schedule I.

In addition, in accordance with the French Commercial Code, we have been informed of the following agreements approved during previous years and continued during the current year

These agreements are presented in Schedule II.

The persons concerned by these agreements are presented in Schedule III.

Villeurbanne and Lyon, 22 October 2007

Statutory Auditors

Orfis Baker Tilly	**Cogeparc**
Michel Champetier	**Stéphane Michoud**

SCHEDULE I

AGREEMENTS ENTERED INTO DURING THE FINANCIAL YEAR AND PREVIOUSLY APPROVED

Companies or persons concerned	Nature, purpose and terms and conditions of agreements	Date of approval	Amount (excl. taxes in € 000)
SAS ICMI	Amendments to the management services agreement. A first amendment provided for a variable fee to be added to the fixed fee in order to give ICMI an incentive in the profits of Olympique Lyonnais Groupe. A second amendment set an upper limit for the amount of this variable fee to twice the amount of the fixed fee from the financial year beginning 1 July 2006. Expense in the financial year	05/12/2005 25/01/2007	835
SAS ICMI	ICMI invoiced Olympique Lyonnais Groupe for fees of an exceptional nature so as to take account of the work performed at the time of the preparation of the Data Room, the stock exchange listing and, notably, the prospectus and note d'opération. The fees for the capital increase were allocated to share premium as provided for in the regulations. Amount allocated to share premium.	24/04/2007	150
Association Olympique Lyonnais	In accordance with Board approval of 24 April 2007, the management fees charged by Olympique Lyonnais Groupe for the financial year ended 30 June 2007 totalled €150 thousand Revenue in the financial year	24/04/2007	150
OL Brasserie SNC	Olympique Lyonnais Groupe has provided a guarantee on behalf of OL Brasserie to the lessor for performance under each of the terms of its commercial lease. This guarantee is not remunerated.	06/11/2006	
OL Brasserie SNC	The Board of Directors of Olympique Lyonnais Groupe approved a financial write off up to a maximum of €1 million during the current financial year. The amount allowed to OL Brasserie totalled €500 thousand. Expense in the financial year	26/06/2007	500
Foncière du Montout SAS	Investment by Olympique Lyonnais Groupe of €100,000 in the equity capital of Foncière du Montout. Amount of the investment	11/06/2007	100
Foncière du Montout SAS	Surveys and preliminary analyses within the scope of the OL Land project committed to by Olympique Lyonnais Groupe prior to the formation of Foncière du Montout. Revenue in the financial year	11/06/2007 and 26/06/2007	378
Foncière du Montout SAS	Recharge for time spent by Olympique Lyonnais Groupe staff on the OL Land project. Revenue in the financial year	11/06/2007 and 26/06/2007	136
Foncière du Montout SAS	Centralised cash management at 3-month Euribor +or – 0.5% according to the rating of the borrower or lender. Revenue in the financial year	26/06/2007	/

SCHEDULE II

AGREEMENTS ENTERED INTO IN PREVIOUS FINANCIAL YEARS THAT CONTINUED TO BE EFFECTIVE DURING THE CURRENT YEAR

Companies or persons concerned	Nature, purpose and terms and conditions of agreements	Amount (excl. taxes in € 000)
SAS ICMI	Recharges by ICMI to Olympique Lyonnais Groupe of the cost of legal and accounting services provided on its behalf. Expense in the financial year	130
	Agreement to provide assistance to management and to provide administrative support, calculated on the basis of the gross margin of each of the companies. Revenue in the financial year:	
SASP Olympique Lyonnais	....	5,276
SAS M2A	....	34
SAS OL Merchandising	....	286
OL Voyages SA	....	27
SAS OL Organisation	....	42
OL Images SAS	....	80
BS SARL	....	2
SASP Olympique Lyonnais	Guarantee by Olympique Lyonnais Groupe of the loan of €6.5m granted by BECM to SASP Olympique Lyonnais. This amount was increased to €12.6m from 1 September 2006. This guarantee is subject to a fee of 0.1% per annum. Financial income in the financial year	12
SASP Olympique Lyonnais	Guarantee by Olympique Lyonnais Groupe of the loan of €9.5m granted by BNP Paribas to SASP Olympique Lyonnais. This amount was increased to €11m from 1 August 2006 to 23 April 2007 and then to €13.1m from 24 April 2007. This guarantee is subject to a fee on the basis of 0.1% per annum. Financial revenue in the financial year	11
SASP Olympique Lyonnais	Guarantee by Olympique Lyonnais Groupe of the loan of €13m granted by Crédit Lyonnais to SASP Olympique Lyonnais. This amount was decreased to €12m from 1 December 2006. This guarantee is subject to a fee on the basis of 0.1% per annum. Financial revenue in the financial year	11
SASP Olympique Lyonnais	Guarantee by Olympique Lyonnais Groupe of the loan of €5m granted by Natexis Banque Populaire to SASP Olympique Lyonnais. This guarantee is subject to a fee on the basis of 0.1% per annum. Financial revenue in the financial year	5
SCI Megastore	According to the Board minutes of 5 December 2005, an annual fee for technical assistance of €3 thousand. Revenue in the financial year	3
SAS Argenson	Early repayment of the current account balance of €353 thousand. This current account was remunerated at 3-month Euribor – 0.5%. Argenson also repaid the additional contribution of €35 thousand to the current account remunerated at 3-month Euribor +0.5%. Financial revenue in the financial year	8
SAS Argenson	Payment related to return to better financial health in the financial year of €15 thousand. Revenue in the financial year	15

SCHEDULE II

Continued

Companies or persons concerned	Nature, purpose and terms and conditions of agreements	Amount (excl. taxes in € 000)
	Centralised cash management at 3-month Euribor +or – 0.5% according to the rating of the borrower or lender.	
	Expense in the financial year:	
SASP Olympique Lyonnais	....	775
SAS M2A	....	14
SAS OL Merchandising	....	58
SAS OL Organisation	....	7
	Revenue in the financial year:	
OL Voyages SA	....	14
OL Images SAS	....	75
OL Brasserie SNC	....	42
SAS OL Organisation	....	1
BS SARL	....	3

SCHEDULE III

COMPANIES, PERSONS CONCERNED BY THE AGREEMENTS AND SUBSIDIARIES THAT ARE MORE THAN 10% OWNED

	OL Groupe	ICMI SAS	SASP OL	OL Voyages SA	OL Merchandising SAS	OL Organisation SAS	OL Images SAS	Argenson SAS	M2A SAS	SCI Megastore	Association OL	BS SARL	SNC OL Brasserie	SAS Foncière du Montout
Jean-Michel Aulas	CEO	Chairman	CEO	Director							Director			
Jacques Matagrin	Director			Chairman and CEO [4]							Chairman			
Jérôme Seydoux	Director [1]													
Pathé	Director [1]		Director											
Michel Crepon	Director [1]													
Soparic Participation	Director [1]		Director											
Jean-Pierre Michaux	Director		Director								Director			
Eric Peyre	Director		Director				Chairman							
GL Events	Director													
François-Régis Ory	Director													
Christophe Comparat	Director		Director		Chairman						Director		President [2]	
Gilbert Giorgi	Director		Director					Chairman		President	Director			Chairman
Jean-Paul Revillon	Director		Director								Director			
Serge Manoukian	Director		Director								Director			
ICMI subsidiary [3]	34.13%													
OL Groupe subsidiary [3]			99.91%	50%	99.98%	99.97%	99.97%	49.97%	100%	99.99%	-	40%	99.97%	100%

[1] Pathé and Soparic Participations had Board representation until 2 October 2006, the date on which Jérôme Seydoux and Michel Crepon were appointed to replace them.
[2] Christophe Comparat was the president of OL Brasserie until 19 February 2007. He has been replaced since that date by Bertrand Echinard, who has no other appointments.
[3] mention of the percentage holding in the equity capital.
[4] until 2 November 2006, the date of appointment of Thierry Sauvage.

CHAPTER 6

Statutory Auditors' fees

Circular No 2006-10 of 19 December 2006

Application of Article 222-8 of the General Regulation of the AMF

Public disclosure of audit fees of Statutory Auditors and members of their networks

This covers the financial year from 1 July 2006 to 30 June 2007 (a)

	Orfis Baker Tilly [e]				Cogeparc [e]			
(in € 000)	Amount		Percentage		Amount		Percentage	
	2006/07	2005/06	2006/07	2005/06	2006/07	2005/06	2006/07	2005/06
Audit								
* Statutory audit, certification, examination of separate and consolidated accounts [b]								
- Share issuer [1]	58	63	43%	100%	58	63	68%	100%
- fully consolidated subsidiaries	12		9%					
* Other ancillary responsibilities and other audit assignments [c]								
- Share issuer (work in relation to stock exchange flotation)	64		48%		27		32%	
- fully consolidated subsidiaries								
Sub-total	**134**	**63**	**100%**	**100%**	**85**	**63**	**100%**	**100%**
Other services provided by the statutory auditors to fully consolidated subsidiaries [d]								
* Legal, tax, employment								
* Other (to be specified if >10% of audit fees)								
Sub-total								
TOTAL	134	63	100%	100%	85	63	100%	100%

[a] With regard to the period being considered, these are services performed in relation to an accounting period and recognised in the income statement.

[b] Including the services of independent experts or members of their network whom the Statutory Auditor may use in the course of their audit of the financial statements.

[c] This heading covers due diligence and directly-related services provided to the issuer and its subsidiaries:
- by the Statutory Auditors in compliance with the provisions of Article 10 of the French Code of Ethics,
- by a member of the network in compliance with the provisions of Articles 23 and 24 of the French Code of Ethics,

[d] These are non-audit services provided, in compliance with the provisions of Article 24 of the French Code of Ethics, by a member of the network to subsidiaries of the issuer whose accounts are certified.

[e] Add a column if there are more than two Statutory Auditors.

[1] The issuer is the parent company

CHAPTER 7

Annual information document

PERIODIC AND PERMANENT INFORMATION

Extract of the General Regulation of the AMF, Article 222-7:

"Within 20 days of distributing the annual financial report referred to in a of point 2° of Article 222-1, the issuers referred to in Article L. 451-1-1 of the Financial and Monetary Code shall file electronically with the AMF a document containing or mentioning all the information they have published or made public over the previous twelve months in one or more States party to the EEA agreement or in one or more third countries in order to fulfil their legal or regulatory obligations with respect to financial instruments, financial instrument issuers and financial instrument markets.

The document referred to in the first paragraph shall be made available free of charge to the public at the issuer's registered office. The document shall also be posted to the issuer's website. It may be included in the registration document referred to in Article 212-13 or the annual financial report referred to in a of point 2° of Article 221-1.

If the document refers to other information, it should specify where this information can be obtained."

Information published by OL Groupe and available on OL Groupe's website (www.olweb.fr):

9/01/07	OL Groupe announces it has filed its flotation prospectus
9/01/07	Prospectus
26/01/07	*Note d'opération*
26/01/07	OL Groupe is floated on the stock exchange
29/01/07	OL Groupe announces the arrival of Fabio Dos Santos
12/03/07	Description of share buy-back programme
12/03/07	Partial exercise of overallotment option
12/03/07	Implementation of a liquidity contract with Crédit Agricole Cheuvreux
24/04/07	Gratifying first-half results
2/05/07	New supply contract between OL Groupe and Umbro
4/05/04	First-half results
11/05/07	Quarterly report (31 March 2007)
15/06/07	Creation of a property company for the OL Land project
10/07/07	OL Groupe summarises recent transfers
12/07/07	Nilmar transfer: Decision of the Court of Arbitration for Sport in favour of OL
30/07/07	Quarterly report (30 June 2007)
1/08/07	2007 and 2008 calendar
3/08/07	Disclosure of total number of voting rights and number of shares in the capital at 31 March 2007
3/08/07	Disclosure of total number of voting rights and number of shares in the capital at 2 May 2007
3/08/07	Disclosure of total number of voting rights and number of shares in the capital at 31 May 2007
3/08/07	Disclosure of total number of voting rights and number of shares in the capital at 30 June 2007
25/09/07	Full year 2006/07 results
25/09/07	Slideshow of the SFAF meeting held on 24 September 2007
25/09/07	Consolidated financial statements - 2006/07 financial year
28/09/07	Disclosure of total number of voting rights and number of shares in the capital at 31 July 2007
28/09/07	Disclosure of total number of voting rights and number of shares in the capital at 31 August 2007
3/10/07	Olympique Lyonnais and the Champions League
5/10/07	Amendment to the liquidity contract with Crédit Agricole Cheuvreux
5/10/07	Semi-annual report on OL Groupe's liquidity contract
8/10/07	Declaration of transactions on treasury shares from 1 to 5 October 2007
15/10/07	Declaration of transactions on treasury shares from 8 to 12 October 2007
16/10/07	Disclosure of total number of voting rights and number of shares in the capital at 28 September 2007
22/10/07	Declaration of transactions on treasury shares from 15 to 19 October 2007
29/10/07	Declaration of transactions on treasury shares from 22 to 26 October 2007

Information published by OL Groupe and available on the website of the AMF (www.amf-france.org):

9/01/07	Flotation prospectus
9/01/07	OL Groupe announces it has filed its prospectus with the AMF (Autorité des Marchés Financiers) as part of its planned flotation.
25/01/07	Flotation
26/01/07	OL Groupe floats on the stock exchange
29/01/07	OL Groupe announces the arrival of Fabio Dos Santos Barbosa on the Olympique Lyonnais squad
8/02/07	The OL Groupe flotation is highly successful
12/03/07	Description of the share buy-back programme to be submitted for shareholder approval at the Combined Ordinary and Special Shareholders Meeting
12/03/07	Implementation of a liquidity contract with Crédit Agricole Cheuvreux
12/03/07	Partial exercise of overallotment option
24/04/07	Gratifying first-half results
2/05/07	Declaration of the Company's purchases and sales of its own shares
4/09/07	Declaration of the Company's purchases and sales of its own shares
8/10/07	Declaration by Senior Managers
8/10/07	Declaration by Senior Managers
8/10/07	Declaration of the Company's purchases and sales of its own shares
10/10/07	Declaration by Senior Managers
15/10/07	Declaration of the Company's purchases and sales of its own shares
16/10/07	Declaration by Senior Managers

Information published in the Bulletin of Obligatory Legal Announcements (BALO) and available on the website of the Official Journal (www.journal-officiel.gouv.fr/balo/)

29/01/07	New issues and listings – French securities – Shares and units
12/02/07	New issues and listings – French securities – Shares and units
14/05/07	Periodic publications – Commercial and industrial companies (First-half results)
16/05/07	Periodic publications – Commercial and industrial companies (Third-quarter revenue)
8/08/07	Periodic publications – Commercial and industrial companies (Fourth-quarter revenue)
15/10/07	Notice of Shareholders Meetings, 20 November 2007
15/10/07	Other transactions – Designation of registered shares account-keeper
26/10/07	Periodic publications - Commercial and industrial companies (Annual financial statements)

Information published by OL Groupe in a journal of legal announcements (Le Tout Lyon – www.le-tout-lyon.fr)

16/12/06	Notice of Board member appointment – Notice of Board member appointment to serve remaining term
7/07/07	Notice of capital increase
13/10/07	Notice of Ordinary and Special Shareholders Meetings, 20 November 2007

Information published by OL Groupe in a financial journal or newspaper

29/01/07	Flotation on the stock exchange
3/02/07	Flotation on the stock exchange
13/03/07	Description of the share buy-back programme to be submitted for shareholder approval – Partial exercise of overallotment option – Implementation of a liquidity contract
25/04/07	Gratifying first-half results (La Tribune)
1/08/07	Quarterly report (30 June 2007) (La Tribune)
25/09/07	Full year 2006/07 results (La Tribune)
26/09/07	Full year 2006/07 results (Les Echos)
27/09/07	Full year 2006/07 results (Les Figaro)

Commercial Court filings. During the last 12 months, the principal filings were as follows:

Annual financial statements for the financial year ended 30 June 2006
Appointment of Board members
Capital increase – Changes to Articles of Association

PART 3

Description of share buy-back programme to be submitted for shareholder approval at the Ordinary Shareholders Meeting of 20 November 2007 and supplementary information about the programme currently underway

CONTENTS

1 - DESCRIPTION OF SHARE BUY-BACK PROGRAMME TO BE SUBMITTED FOR SHAREHOLDER APPROVAL AT THE ORDINARY SHAREHOLDERS MEETING OF 20 NOVEMBER 2007

Pursuant to Articles 241-1 to 241-6 of the General Regulation of the AMF and European Regulation 2273/2003 of 22 December 2003, which came into force on 13 October 2004, we present below the objectives and procedures of the Company's share buy-back programme, to be submitted to shareholders for approval at their 20 November 2007 Ordinary Shareholders Meeting.

Shareholders can download this description from the Company's website (www.olweb.fr). A hard copy may also be obtained free of charge by writing to the following address: Olympique Lyonnais Groupe, 350 avenue Jean Jaurès 69007 Lyon.

Shares held in treasury at 31 August 2007: percentage of capital and breakdown by objective

At 31 August 2007, the Company held a total of 38,657 of its own shares, or 0.29% of its share capital, in connection with the liquidity contract managed by Crédit Agricole Cheuvreux. These shares were fully allocated to the following objective:

- Making a market in and ensuring regular price quotations of OL Groupe shares through a liquidity contract that conforms to the AFEI's Code of Conduct.

Objectives of the buy-back programme

The objectives of the programme are as follows, in decreasing order of importance:

- Making a market in and ensuring regular price quotations of OL Groupe shares through a liquidity contract that conforms to the AFEI's Code of Conduct,
- Purchasing shares with an intent to hold them and tender them at a later date in exchange or in payment for acquisitions, in accordance with market practices permitted by the AMF and within the limits set out by law,
- Granting shares, under the terms and conditions provided by law, in particular under employee profit-sharing plans, stock option plans, employee savings schemes, or for the allocation of bonus shares to employees or executive officers pursuant to Articles L. 225-197-1 seq of the French Commercial Code,
- Allotting shares of the Company on exercise of rights attached to securities giving access in any way to the shares of the Company, in accordance with applicable regulations,
- Reducing share capital by cancelling some or all of the shares, provided the first resolution of the 20 November 2007 Special Shareholders Meeting is approved,
- Implementing any market practices that are allowed in future by the AMF and more generally, carry out any transactions in accordance with applicable regulations.

Procedures

Maximum percentage of capital and maximum number of shares that the Company proposes to acquire

This programme will cover a maximum of 1,285,472 shares, such that the Company does not hold in treasury more than 10% of the share capital in existence on the day of the Ordinary Shareholders Meeting, called for 20 November 2007.

Maximum purchase price and maximum monetary amount that can be devoted to the programme

The maximum purchase price is set at forty-eight euros (€48) per share.

The maximum monetary amount that can be devoted to the share buy-back programme is set at €61,702,656.

These amounts exclude brokerage costs. The Board of Directors shall adjust the above-mentioned price in the event subscription rights or grants are exercised or other capital transactions having an impact on the value of the Company's shares take place.

These transactions to acquire, sell or exchange shares may be carried out and settled by any means, and in any manner, on the stock exchange or over the counter, including through the use of derivative instruments, in particular via optional transactions as long as such options do not significantly increase the volatility of the share price, and in accordance with applicable regulations. These transactions may be carried out at any time, including while a takeover bid is in effect on the shares or other securities issued by the Company, or during a takeover bid initiated by the Company, subject to the abstention periods provided for by law and the General Regulation of the AMF.

Characteristics of the securities involved in the buy-back programme

OL Groupe ordinary shares are admitted for trading in Compartment B of Euronext Paris' Eurolist.

ISIN code: FR0010428771

Duration of the buy-back programme

The programme has a duration of eighteen months from the date of the Shareholders Meeting, i.e. until 19 May 2009.

2 - REPORT ON THE 6 NOVEMBER 2006 SHARE BUY-BACK PROGRAMME

Summary declaration table

Declaration by the issuer of transactions carried out on its own shares between 12 March and 30 September 2007 [1]

- **Percentage of capital held in treasury, directly or indirectly: 0.28% [1]**
- **Number of shares cancelled during the last 24 months: 0 [2]**
- **Number of shares held in portfolio: 37,597 [2]**
- **Book value of portfolio : €752,315.97 [1]**
- **Market value of portfolio : €733,141.50 [1]**

[1] At 30 September 2007
[2] The 24 months preceding the publication of the programme description.

Cumulative gross transactions [1] *			Open positions on the day of publication of the programme description **			
	Purchases	Sales/transfers	Open long positions		Open short positions	
Number of shares	82,929	45,332	Call options purchased	Forward purchases	Call options sold	Forward sales
Average maximum expiry [2]						
Average transaction price [3]	20.36	19.45				
Average exercise price [4]						
Amounts	nil	nil				

[1] The period under review began on the effective date of the liquidity contract, 12 March 2007, and ends on 30 September 2007. Specify whether block transaction or transaction carried out under the liquidity contract (in this case add the issuer's share).
[2] Time to expiry at the date of publication of the programme description.
[3] Cash transactions
[4] For the cumulative gross transactions, the average exercise price of options exercised and matured forward transactions.
* Cumulative gross transactions include cash purchase and sale transactions as well as exercised or expired options and forward transactions.
** Open positions include unexpired forward purchases and sales as well as unexercised call options.

3 - SPECIAL REPORT TO SHAREHOLDERS AT THE ANNUAL SHAREHOLDERS MEETING OF 20 NOVEMBER 2007 (ARTICLES L.225-209, PARA. 2)

Dear Shareholders,

The Company has a programme to buy back its own shares and an authorisation granted to the Board of Directors at the 6 November 2006 Ordinary Shareholders Meeting to acquire shares pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code. This is the Company's first buy-back programme since its shares were admitted to trading on Euronext Paris' Eurolist Compartment B with ISIN code FR0010428771.

We note that during the 2006/07 financial year Olympique Lyonnais Groupe did not buy or sell directly any of its own shares. Olympique Lyonnais Groupe acquired directly 76,871 shares between 1 and 25 October 2007 for €1,505,630.07.

Purchases and sales of Olympique Lyonnais Groupe shares were carried out by Crédit Agricole Cheuvreux pursuant to a liquidity contract between OL Groupe and Crédit Agricole Cheuvreux that conforms with the AFEI Code of Conduct.

The tenth resolution of the 6 November 2006 Ordinary Shareholders Meeting stipulated that share repurchases could be carried out for the following purposes, in decreasing order:

- Make a market in and ensure regular price quotations and liquidity in OL Groupe shares via an investment services company, under a liquidity contract that complies with the AFEI's Code of Conduct,
- Purchase shares with an intent to hold them and tender them at a later date in exchange or in payment for acquisitions,
- Grant shares, under the terms and conditions provided by law, in particular under employee profit-sharing plans, stock option plans, employee savings schemes, or for the allocation of bonus shares to employees or executive officers pursuant to Articles L. 225-197-1 seq of the French Commercial Code,
- Reduce share capital by cancelling some or all of the shares, provided the first resolution of the 6 November 2006 Special Shareholders Meeting is approved.

The following table shows the number of Oympique Lyonnais Groupe shares acquired and the price paid for them for each of the purposes stipulated in the tenth resolution:

Purpose	Number of shares	Price
Make a market in and ensure regular price quotations of through a liquidity contract that complies with the AFEI's Code of Conduct	37,597	752,315.97
Purchase shares with an intent to hold them and tender them at a later date in exchange or in payment for acquisitions	None	None
Grant shares, under the terms and conditions provided by law, in particular under employee profit-sharing plans, stock option plans, employee savings schemes, or for the allocation of bonus shares to employees or executive officers pursuant to Articles L. 225-197-1 seq of the French Commercial Code	None	None
Reduce share capital by cancelling some or all of the shares, provided the first resolution of the 6 November 2006 Special Shareholders Meeting is approved	None	None

The shares acquired have not been set aside for purposes other than those listed above.

The Board of Directors

PART 4

Shareholders Meetings, 20 November 2007

CONTENTS

BOARD OF DIRECTORS' REPORT TO SHAREHOLDERS CONVENED IN THEIR ORDINARY AND SPECIAL SHAREHOLDERS MEETINGS OF 20 NOVEMBER 2007

Dear Shareholders,

We have called this Annual Shareholders Meeting to address the following items of business:

1 - Resolutions proposed at the Special Shareholders Meeting

Authorisation to be granted to the Board of Directors so as to acquire shares pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code (ninth resolution of the Ordinary Shareholders Meeting)

You are asked to authorise the Board of Directors, pursuant to Articles L.225-209 seq. of the French Commercial Code, as amended by law 2005-842 of 26 July 2005, and pursuant to European Commission regulation 2273/2003 of 22 December 2003 and market practices approved by the AMF (*Autorité des Marchés Financiers*), to purchase or sell shares of the Company within the framework of a programme to buy back up to 10% of the Company's share capital, as of the day of this Shareholders' Meeting. This authorisation shall be valid for a period of 18 months starting on the day of this Meeting, with the option of sub-delegation, as prescribed by law.

This authorisation would allow the Company to pursue the following objectives, subject to applicable laws and regulations:

- Make a market in and ensure regular price quotations of OL Groupe shares through a liquidity contract that conforms with the AFEI's Code of Conduct,
- Purchase shares with an intent to hold them and tender them at a later date in exchange or in payment for acquisitions, in accordance with market practices permitted by the AMF and within the limits set out by law,
- Grant shares, under the terms and conditions provided by law, in particular under employee profit-sharing plans, stock option plans, employee savings schemes, or for the allocation of bonus shares to employees or executive officers pursuant to Articles L. 225-197-1 seq of the French Commercial Code,
- Allot shares of the Company on exercise of rights attached to securities giving access in any way to the shares of the Company, in accordance with applicable regulations,
- Reduce share capital by cancelling some or all of the shares, provided the first resolution of the 20 November 2007 Special Shareholders Meeting is approved,
- Implement any market practices that are allowed in future by the AMF and more generally, carry out any transactions that conform with applicable regulations.

The purchase price shall not exceed €48 per share (excluding acquisition costs) and the sale price shall not be lower than €10 (excluding sale costs), subject to adjustments required by any corporate actions and/or changes in the nominal value of the shares. The minimum sale price of €10 shall not apply for the allocation of shares to employees and/or executives under stock option plans. Under these plans, the price shall be determined in accordance with the law, and cannot be less than (i) 80% of the average quoted price over the 20 trading days preceding the allocation of the shares or less than (ii) 80% of the average purchase price of shares held by Olympique Lyonnais Groupe for the employee profit-sharing scheme and for this share buy-back programme. The minimum price shall also not apply to grants of bonus shares to employees or executive officers. The maximum amount of funds that could be dedicated to this share buy-back programme is €61,702,656, taking into account the 38,657 shares held in treasury as of 31 August 2007.

As of the same date, the maximum number of shares that could be acquired, taking into account the 38,657 shares held in treasury, was 1,285,472.

These transactions to acquire, sell or exchange shares may be carried out and settled by any means, and in any manner, on the stock exchange or over the counter, including through the use of derivative instruments, in particular via optional transactions as long as such options do not significantly increase the volatility of the share price, and in accordance with applicable regulations.

These transactions may be carried out at any time including while a takeover bid is in effect on the shares or other securities issued by the Company or during a takeover bid initiated by the Company, subject to the abstention periods provided for by law and the General Regulation of the AMF.

You will be asked to grant full powers to the Board of Directors with the option of sub-delegation under the conditions provided for by law, to sign all deeds, conclude all agreements, make any declarations, complete all formalities and in general do all that is necessary, as well as to adjust the unit price and maximum number of shares to be acquired in proportion to the change in the numbers of shares or their nominal value resulting from any corporate actions undertaken by the Company.

Pursuant to applicable law, shareholders shall be informed at the next Annual Shareholders Meeting of the exact allocation of the shares repurchased to the various stated objectives, and where applicable, of any reallocations for purposes other than those initially provided for.

This authorisation shall cancel and replace the authorisation granted in the tenth resolution of the 6 November 2006 Ordinary Shareholders Meeting.

2 - Resolutions proposed at the Special Shareholders Meeting

2.1 Authorisation to be granted to the Board of Directors to reduce share capital through cancellation of shares held in treasury by the Company (first resolution of the Special Shareholders Meeting)

We request that you authorise the Board of Directors for a period of eighteen months, subject to approval of the ninth resolution of the Ordinary Shareholders Meeting, to cancel at its sole decision in one or more transactions, within the limit of 10% of the share capital as of the date of this Meeting and per twenty-four month period, the shares acquired under the tenth resolution of the 6 November 2006 Ordinary Shareholders Meeting and the ninth resolution of the Ordinary Shareholders Meeting to be convened on 20 November 2007 and to reduce a corresponding amount of the share capital by cancelling shares.

2.2 Authorisation to be granted to the Board of Directors to use the authorisation to issue or reduce capital while a takeover bid is in effect (second resolution of the Special Shareholders Meeting)

You will be asked to decide, in the second resolution of the Special Shareholders Meeting, that all the authorisations the Board of Directors currently has to increase the capital of the Company by issuing shares or other securities, or to reduce the capital, can be used even while a takeover bid is in effect, provided the legal and regulatory conditions for their use are satisfied.

2.3 Authorisation to be granted to the Board of Directors to use shares acquired through the share buy-back programme (third resolution of the Special Shareholders Meeting)

You will be asked to authorise the Board of Directors, subject to approval of the ninth resolution of the 20 November 2007 Ordinary Shareholders Meeting, to use the shares acquired through the share buy-back programme as follows:

- Pursuant to the authorisations granted under the thirteenth, fourteenth, fifteenth, sixteenth, seventeenth, eighteenth, nineteenth and twentieth resolutions of the 6 November 2006 Special Shareholders Meeting, to allocate them as a result of the issuance of negotiable debt securities to which securities giving access to the capital of the Company are attached,
- Pursuant to the authorisations granted under the twenty-first and twenty-second resolutions of the 6 November 2006 Special Shareholders Meeting, to allocate them as a result of stock option or bonus share grants.

2.4 Changes to the Articles of Association

You will be asked, in the fourth resolution, to adapt the Articles of Association to new legal provisions, specifically those of Decree 2006-1566 of 11 December 2006 related to notices of and access to annual shareholders meetings.

The Statutory Auditors will read their reports to you.

We propose to bring the resolutions to a vote.

The Board of Directors

TEXT OF THE RESOLUTIONS SUBMITTED TO SHAREHOLDERS AT THE ORDINARY AND SPECIAL SHAREHOLDERS MEETINGS OF 20 NOVEMBER 2007

Resolutions proposed at the Ordinary Shareholders Meeting

First resolution (Approval of annual financial statements, ratification of Board performance).

The shareholders, having reviewed the reports of the Board of Directors and the Statutory Auditors, approve the annual financial statements for the period ended 30 June 2007 including the income statement, balance sheet and notes as presented, which result in a net profit of €12,382,417, along with the operations reflected in these statements or summarised in these reports.

As a result, they ratify the Board's performance fully and without reservation for the period under review.

Second resolution (Approval of consolidated financial statements).

The shareholders, having reviewed the reports of the Board of Directors and the Statutory Auditors, approve the consolidated financial statements for the period ended 30 June 2007 including the income statement, balance sheet and notes as presented, which result in a net profit attributable to equity holders of the parent of €18.5 million, along with the operations reflected in these statements or summarised in these reports.

Third resolution (Approval of agreements regulated by Articles L.225-38 seq. of the French Commercial Code).

The shareholders, having reviewed the special report of the Statutory Auditors, approve the transactions that took place during the financial year, as described in the Statutory Auditors' special report on the agreements regulated by Articles L.225-38 seq. of the French Commercial Code, and the terms of this report.

Fourth resolution (Allocation of earnings for the financial year ended 30 June 2007 and dividend distribution).

The shareholders, having noted that the financial statements for the financial year ended 30 June 2007 as presented show a net profit of €12,382,417.41, decide to allocate this profit as follows:

Legal reserve	€619,121.00
Dividend of €0.14 per share, times 13,241,287 shares	€1,853,780.18
Retained earnings	€9,909,516.23
Total	**€12,382,417.41**

Shareholders decide that in the event the Company holds some of its own shares when dividends are to be paid, the portion of net income corresponding to the unpaid dividends on these shares shall be allocated to the "Retained earnings" account.

The dividend will be paid on 22 November 2007. The shareholders acknowledge that the amount distributed as dividends to individual shareholders will be fully eligible for the 40% tax deduction under Article 158 of the French Tax Code, as amended by the 2006 Budget law of 30 December 2005.

In accordance with Article 135-6e, as amended by Decree 67-236 of 23 March 1967, the shareholders note that the dividends distributed over the last three financial years were as follows:

2003/04 financial year	None
2004/05 financial year	€0.40/share, times 931,270 shares, for a total of €372,508
2005/06 financial year	€1/share, times 931,270 shares, for a total of €931,270

Fifth resolution (Setting the amount of director's fees to allocate to Board members for the financial year ended 30 June 2007).

The shareholders, having reviewed the report of the Board of Directors, decide to allocate the sum of €100,000 to the Board of Directors as director's fees for the financial year ended 30 June 2007.

Sixth resolution

The shareholders decide to renew the directorship of Jean-Michel Aulas for six years, i.e. until the Annual Shareholders Meeting called to approve the financial statements for the year ended 30 June 2013.

Seventh resolution

The shareholders decide to renew the directorship of Jacques Matagrin for six years, i.e. until the Annual Shareholders Meeting called to approve the financial statements for the year ended 30 June 2013.

Eighth resolution

The shareholders decide to renew the directorship of Serge Manoukian for six years, i.e. until the Annual Shareholders Meeting called to approve the financial statements for the year ended 30 June 2013.

Ninth resolution (Authorisation to be granted to the Board of Directors to acquire shares pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code).

The shareholders, having reviewed the report of the Board of Directors, authorise the Board of Directors, with the option of sub-delegation, as prescribed by law, pursuant to Articles L.225-209 to L.225-212 of the French Commercial Code, as amended by law 2005-842 of 26 July 2005, and pursuant to European Commission regulation 2273/2003 of 22 December 2003 and market practices approved by the AMF, to purchase shares of the Company, in one or more transactions, at its sole discretion and within the limits stipulated hereafter, up to a limit of 10% of the share capital as of the day of the Shareholders Meeting.

The shares held by the Company on the day of this Meeting shall count against this ceiling.

Shares may be acquired with the following objectives, in decreasing order of importance:

- Make a market in and ensure regular price quotations of OL Groupe shares through a liquidity contract that conforms to the AFEI's Code of Conduct.
- Purchase shares with an intent to hold them and tender them at a later date in exchange or in payment for acquisitions, in accordance with market practices permitted by the AMF and within the limits set out by law,
- Grant shares, under the terms and conditions provided by law, in particular under employee profit-sharing plans, stock option plans, employee savings schemes, or for the allocation of bonus shares to employees or executive officers pursuant to Articles L. 225-197-1 seq of the French Commercial Code,
- Allot shares of the Company on exercise of rights attached to securities giving access in any way to the shares of the Company, in accordance with applicable regulations,
- Reduce share capital by cancelling some or all of the shares, provided the first resolution of the 20 November 2007 Special Shareholders Meeting is approved,
- Implement any market practices that are allowed in future by the AMF and more generally, carry out any transactions in accordance with applicable regulations.

These transactions to acquire, sell or exchange shares may be carried out and settled by any means, and in any manner, on the stock exchange or over the counter, including through the use of derivative instruments, in particular via optional transactions as long as such options do not significantly increase the volatility of the share price, and in accordance with applicable regulations. These transactions may be carried out at any time including while a takeover bid is in effect on the shares or other securities issued by the Company, or during a takeover bid initiated by the Company, subject to the abstention periods provided for by law and the General Regulation of the AMF.

Block trades may account for the full amount of the programme.

The purchase price shall not exceed €48 per share (excluding acquisition costs) and the sale price shall not be lower than €10 (excluding sale costs), subject to adjustments required by any corporate actions and/or changes in the nominal value of the shares. The minimum sale price of €10 shall not apply for the allocation of shares to employees and/or executives under stock option plans. Under these plans, the price shall be determined in accordance with the law, and cannot be less than (i) 80% of the average quoted price over the 20 trading days preceding the allocation of the shares or less than (ii) 80% of the average purchase price of shares held by Olympique Lyonnais Groupe for the employee profit-sharing scheme and for the present share buy-back programme. The minimum price shall also not apply to grants of bonus shares to employees or executive officers.

The maximum amount of funds that could be dedicated to this buy-back programme is €61,702,656 (excl. brokerage costs), taking into account the 38,657 shares held in treasury as of 31 August 2007. The maximum number of shares that could be acquired is thus 1,285,472.

The shareholders grant full powers to the Board of Directors with the option of sub-delegation under the conditions provided for by law, to sign all deeds, conclude all agreements, make any declarations, complete all formalities and in general do all that is necessary in this regard.

The shareholders grant full powers to the Board of Directors with the option of sub-delegation under the conditions provided for by law, to adjust the unit price and maximum number of shares to be acquired in proportion to any change in the number of shares or their nominal value resulting from corporate actions undertaken by the Company.

This authorisation is granted for a period of eighteen months starting with the present Meeting.

It cancels and replaces the authorisation granted under the tenth resolution of the 6 November 2006 Ordinary Shareholders Meeting.

The shareholders acknowledge that in the event the Board of Directors uses the present authorisation, it will present a special report at the Annual Shareholders Meeting, pursuant to Article L.225-209 para. 2 of the French Commercial Code, detailing the share purchase transactions carried out under its authorisation, and indicating the number and price of the shares allocated to each purpose, the number of shares used for these purposes and the reallocations, if any, to purposes other than those initially planned.

Tenth resolution (Powers for legal formalities).

The shareholders grant full powers to the bearer of an original, an extract or a copy of the minutes of this Meeting to carry out all legal filing, publication and other formalities.

Resolutions proposed at the Special Shareholders Meeting

First resolution (Authorisation granted to the Board of Directors to reduce the share capital through cancellation of shares held in treasury).

The shareholders, voting according to the conditions of quorum and majority required for Special Shareholders Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors and subject to the adoption of the ninth resolution of the Ordinary Shareholders Meeting, authorise the Board of Directors with the option of sub-delegation under legal and regulatory conditions in accordance with Article L.225-209 of the French Commercial Code, to cancel, at its sole discretion, in one or more transactions, within the limit of 10% of the share capital and per twenty-four month period, at the date of this Meeting, shares repurchased under the authorisation granted by the tenth resolution of the 6 November 2006 Ordinary Shareholders Meeting and the ninth resolution of this Ordinary Shareholders Meeting and reduce the share capital of the Company in due proportion by the cancellation of shares.

The shareholders grant this authorisation for eighteen months from the date of this Meeting, vesting all powers in the Board of Directors, with the option of sub-delegation under legal and regulatory conditions in accordance with Article L.225-209 of the French Commercial Code, to determine the final amount of the capital reduction within the limits provided by law and this resolution, to determine the procedures, record its completion, allocate the difference between the purchase price of the shares and their nominal value to the reserve or share premium accounts of their choosing or to premium, carry out all actions, formalities or representations required to finalise the reductions of capital carried out by virtue of this authorisation and consequently to amend the Articles of Association.

This authorisation shall cancel and replace the authorisation granted in the twenty-fourth resolution of the 6 November 2006 Special Shareholders Meeting.

Second resolution (Authorisation granted to the Board of Directors to use the authorisation to increase or decrease the share capital while a takeover bid on the Company's securities is in effect).

The shareholders, voting according to the conditions of quorum and majority required for Special Shareholders Meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and pursuant to Articles L.233-32 and L.233-33 of the French Commercial Code, decide that all the authorisations to increase the capital of the Company by issuing shares and other securities as well as the authorisations for reducing the capital, that the Board of Directors has available by virtue of the resolutions adopted in the 6 November 2006 Shareholders Meeting and of the first resolution of this Special Shareholders Meeting can be used even while a takeover bid or exchange offer on the Company's securities is in effect, as long as legal and regulatory conditions are complied with.

Third resolution (Authorisation granted to the Board of Directors to use the shares acquired under the share buy-back programme).

The shareholders, voting according to the conditions of quorum and majority required for Special Shareholders Meetings, having reviewed the report of the Board of Directors and provided shareholders approve the sixth resolution of the Ordinary Shareholders' Meeting, decide to grant full powers to the Board of Directors, with the option of sub-delegation under legal and regulatory conditions, to use the shares acquired under the share buy-back programme:

- pursuant to the authorisations granted under the thirteenth, fourteenth, fifteenth, sixteenth, seventeenth, eighteenth, nineteenth and twentieth resolutions of the 6 November 2006 Special Shareholders Meeting, to allocate them as a result of the issuance of securities giving access to the capital of the Company,
- pursuant to the authorisations granted under the twenty-first and twenty-second resolutions of the 6 November 2006 Special Shareholders Meeting, to allocate them as a result of stock option or bonus share grants.

Fourth resolution (Amendments to Article 23 para. 3, 4 and 5 of the Company's Articles of Association, pertaining to Meeting procedures, specifically access to Shareholders Meetings).

The shareholders, having reviewed the report of the Board of Directors, decide to amend the third, fourth and fifth paragraphs of Article 23 of the Articles of Association pertaining to Meeting procedures, in order to take into account the new provisions of Decree 2006-1566 of 11 December 2006, amending Decree 67-236 of 23 March 1967 pertaining to commercial companies.

The text is amended as follows: Article 23, third, fourth and fifth paragraphs: Meeting procedures. Any shareholder has the right to participate in Shareholders' Meetings and to take part in deliberations personally or through a proxy, regardless of the number of shares he or she owns, on proof of his or her identity, by recording the shares in his or her name or in the name of the intermediary registered as acting on his or her behalf, in application of the seventh paragraph of Article L.228-1 of the French Commercial Code, on the third business day preceding the meeting at midnight, Paris time, either in a registered shares account held by the Company or in a bearer shares account held by the accredited intermediary.

Fifth resolution (Powers for legal formalities).

The shareholders grant full powers to the bearer of an original, an extract or a copy of the minutes of this Meeting to carry out all legal filing, publication and other formalities.

The Board of Directors

OLYMPIQUE LYONNAIS

OL GROUPE

350, avenue Jean Jaurès 69361 Lyon cedex 07 - France
Tel.: +33 (0)4 26 29 67 00 - Fax: +33 (0)4 26 29 67 13
www.olweb.fr
421 577 495 RCS Lyon

Investor and shareholder information:

Olivier Blanc
dirfin@olympiquelyonnais.com

Olympique Lyonnais - © FEP Panoramic - Jean-Luc Mège - Christèle Viviant
English text: David Hughes, Steven Sklar