

SUR LE CHEMIN DES CEVENNES
SCIC/SAS (Société Coopérative d'Intérêt Collectif)



Mas des Justes

Sur le Chemin des Cévennes

« Wine, pleasure and good sense...
Own your own vineyard! »

2020 presentation file

Project led by SCIC / SAS Sur le Chemin des Cévennes for the creation of its capital
Organic farming - IGP Cévennes

With the support of



SUMMARY

06

Mas des Justes

- 06 A «living» territory
- 07 An unspoilt vineyard landscape in Organic Farming
- 07 IGP Cévennes appellation
- 07 Organic Farming & beyond...
- 08 Support from the « Saint Maurice, Vignerons au Piémont des Cévennes »
- 08 Biodiversity « Sur le Chemin des Cévennes »

12

Implementation

- 12 Designation of the acquisition
- 12 The statutes of the SCIC / SAS
 - 12 The governance
 - 13 Sale of shares
 - 13 Succession
 - 13 Fiscal Policy

15

Investor Information

- 15 Capital Risk
- 15 Value of Shares

04

L'idée

- 04 Wine, pleasure and good sense!
- 04 Context
- 05 Our Manifesto

10

Legal framework

- 10 What is a SCIC or how to become an owner of vines?
- 10 Conditions linked to the creation of this SCIC
- 11 How it works ?
- 11 9 Good Reasons

14

Frequently asked questions

- 14 What will I own?
- 14 When, where and how do General Meetings take place?
- 14 How will you measure the impact of your investment on biodiversity?
- 14 How will I be informed about the everyday life of the domain?

16

How To Become A Shareholder?

- 16 How To Purchase Shares?
- 16 In Summary

. The idea

Wine, pleasure and good sense! ... The motivation of your investment!

Pleasure: who hasn't dreamed of owning vines one day? And of drinking your own wine!

Good Sense: a wine investment committed to an ethical approach, respectful of the environment.

The ambition of the project created by SCIC / SAS «Sur le Chemin des Cévennes» to acquire the Mas des Justes estate is twofold.

Together:

Let's create a great Cévennes wine certified in organic farming!

Let's adopt a model of ethical, responsible and sustainable agriculture.



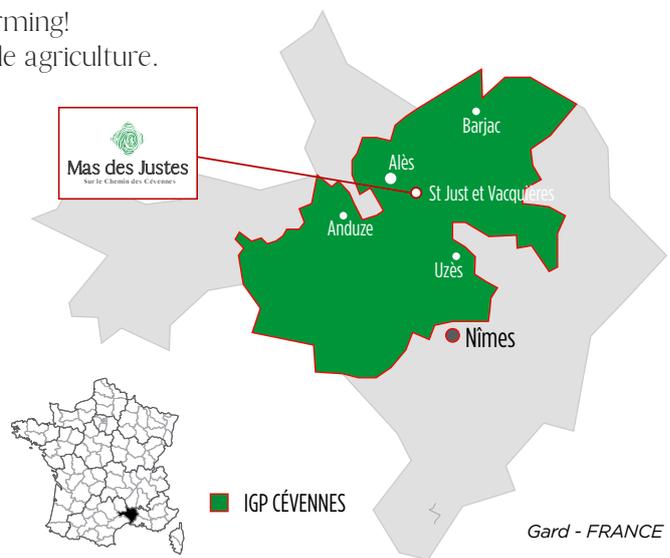
Context

In 2017 Cave Saint Maurice learned of the possible abandonment of what was among the last parcels of vines in a terroir at the foot of the Cévennes and decided to preserve this vineyard and strengthen its territorial footprint.

The cooperative «Saint Maurice, Vignerons au Piémont des Cévennes» is spearheading the initiative and implementation of the SCIC / SAS Sur le Chemin des Cévennes project.

The cooperative will represent the SCIC / SAS and manage the production of Mas des Justes.

Relying on participative funding, the SCIC / SA Sur le Chemin des Cévennes will raise the capital necessary to acquire Domaine Mas des Justes.



**Come live and write
this «wine» story with us,
by purchasing for shares
in SCIC / SAS
«Sur le Chemin des Cévennes».**



Our Manifesto

The «Mas des Justes» project must have meaning and consistency. It is based on the following foundations:



The management of the vineyard in organic farming with the objective of creating a great Cévennes wine.



The creation of a wine estate that will be a benchmark and contribute to the revitalization of a rural area steeped in history.



The expansion of viticultural practices that take into account the biodiversity of the territory (hedges, plantings, bees, etc.).



The initiation of synergies with all agricultural activities of the territory (lavender, honey, olive trees, silkworm farming ...).

We wish to share with as many people as possible this viticultural, human and responsible adventure that will benefit future generations.



. Le Mas des Justes

A «living» territory

Mas des Justes is located at the gates of the village of Saint-Just-et-Vacquières in the Gard, on the route towards the famous Cévennes mountain range, a rich natural and cultural heritage including the Cévennes National Park and Cévennes Biosphere Reserve classified by UNESCO.

The vineyards were planted at the end of the 19th century. Local lore has the vines appearing in 1895. As early as the French Revolution, vineyards have played a part alongside lavender workers, breeders, logging, and sericulture (silkworm farming) in the economic activities emblematic of this ancient countryside.

The ecosystem of this territory has been enriched over the years by the sustainable interaction of humans with the natural environment. Thus the terroir which gives its typicity to wines, lavender fields, forests, limestone ridges et al, along with the surrounding villages and hamlets form landscapes and communities that are important to preserve and nurture. Our project is ambitious, it is committed to the scale of the Cévennes area to preserve the authenticity and biodiversity of this territory.



An Unspoilt Vineyard Landscape In Organic Farming

Le Mas des Justes, a wine estate classified as IGP Cévennes, covers 15 ha, including 13.5 ha of organically farmed vines. 6 ha will be replanted over the next 4 years to optimize production and review grape varieties. The vineyard is planted on clay-limestone and clay-silty soils very suitable for the cultivation of vines. It is divided into 6 different grape varieties: Syrah, Cabernet Sauvignon, Merlot, Grenache Noir, Carignan (old vines 60 years old) and Cinsault.

L'appellation IGP Cévennes

The Cévennes wine region is located in the northernmost part of Languedoc in the south of France. It takes its name from the Cévennes massif, the last buttress of the Massif Central. The Cévennes region, stronghold of Protestantism, brings together the largest Protestant churches in France as well as a rich natural heritage that includes the Parc des Cévennes, classified by UNESCO as a World Biosphere Reserve.

Mainly cultivated on clay and limestone soils, the vineyard is part of a hilly landscape, shaped by rivers with dreaded floods where it runs alongside orchards, olive trees and cereals. Very sunny summer days, followed by cool nights, promote the freshness and finesse of the wines.

Organic farming & beyond...

Mas des Justes vines are now certified organic by AB Agriculture Biologique and produce grapes for the production of organic wines.

Our objective, beyond the commitment to organic farming, is to move towards an approach that will enhance the expression of this exceptional terroir by promoting positive interactions between the soil, the climate and the vines.

The practices put in place will preserve the living capital of the region and will endeavor to respect the biodiversity of the territory in line with our values.

We are also studying the possibility of converting to biodynamic farming.



Support from the Cave « Saint Maurice, Vignerons au Piémont des Cévennes »

The management of the Mas des Justes could not be accomplished without the efficient technical and human support of Cave «Saint Maurice, Vignerons au Piémont des Cévennes», vineyard technicians, oenologists.

The SCIC / SAS will operate the estate in close collaboration with the cellar's skills and technical resources. This mission will cover the cultivation of the vine, the harvesting and vinification of the wine until the bottling of Mas des Justes, in rosé and red.

«Saint Maurice, Vignerons au Piémont des Cévennes» is located in the northern Gard at the foot of the Cévennes. It brings together 220 winegrowers and produces mainly IGP Cévennes wines: a terroir, a climate and a high heritage value to produce wines of freshness and character. «Saint Maurice, Vignerons au Piémont des Cévennes» is also involved in everything that promises the future of our children with the conviction that the well-being of winegrowers, that involvement in the life of the territory and respect for its environment are visionary values. As such, the winegrowers of «Saint Maurice, Vignerons au Piémont des Cévennes» have adopted many responsible mechanisms: Organic certification, Vintners in Sustainable Development, High Environmental Value, Bee-Friendly. Supporting the Mas des Justes project therefore makes perfect sense.



Biodiversity «Sur le Chemin des Cévennes»

Through the Mas des Justes wine project, we want to implement practices that will take into account biodiversity at the service of the vineyard but also of the territory.

On the 2020 program:

- 🌿 Establishment of honey hedges at the edge of vineyards, refuge and biodiversity resources
- 🌿 In partnership with GIEE des Cévennes and AGROOF, research on varieties and their attractiveness for flora and fauna
- 🌿 Establishment of lavender areas (harvesting and extraction of essential oils)
- 🌿 Foraging space for bees. Establishment of hives and production of honey from the Mas des Justes. A device that will connect hives to follow the good progress of the cycles
- 🌿 Plant cover sowing
- 🌿 Grassing every other row in the vineyards. This is aimed at soil decompaction, the supply of fresh biomass and the reduction of erosion
- 🌿 Planting of trees on the edges of plots (mulberry trees, olive trees). The ancestral vines were all surrounded by mulberry trees. Remember that the mulberry is the food of silkworms ... emblematic and ancestral activity of this territory



What is a SCIC or how to become an owner of vines?

From the outset, SCIC / SAS « Sur le Chemin des Cévennes » chose the legal form most appropriate to the ethics desired by its founding members and beneficiaries. Private and of social utility. Company Status Collective Interest Cooperative is part of the current social and solidarity economy, an economic system that places people, not capital, at the heart of the project. Consumers and producers can thus, if they wish, become members of SCIC / SAS « Sur le Chemin des Cévennes », by acquiring at least one share at € 1,000.

A SCIC is:



An innovative legal status: the Cooperative Company of Collective Interest



A new cooperative status, created in 2001 that reinvents the company and the role of its actors, who build and manage together a common project.



The association of people from various backgrounds around a collective project, by best mobilizing the economic and social resources of the territory on which the SCIC will be created.



Based on cooperative rules, it has the status of a trading company and operates like any business.

SCICs are part of a logic of local and sustainable development. Rooted in their territory, they are of collective interest and of social utility.

Investing in an SCIC's capital is considered an original long-term diversification investment combining pleasure, tax advantages and asset stability.

The objective of SCIC / SAS « Sur le Chemin des Cévennes » is to become a stable and lasting structure, the ambition of which is to preserve the wine heritage of the Cévennes. However, subscribing to the share capital of SCIC / SAS « Sur le Chemin des Cévennes » is above all an undertaking of activism and includes a financial risk limited to your investment, like any shareholding in the capital of a company.

Conditions linked to the creation of this SCIC:

Have at least 3 categories of associates (beneficiaries, employees or producers, volunteers, economic partners).

Respect the cooperative principle: 1 partner = 1 vote.

Creation of dispatchable reserves (at least 57.5% of surpluses which allows to escape the SI and guarantee the sustainability of the SCIC).

Operate the vines with organic specialist winegrowers.

Do not remunerate the shares: members are not remunerated but receive symbolic gratuities of wine (12 bottles per year from the estate).

How it works ?

Simple and unconstrained management

The investor subscribes for shares in SCIC / SAS.

The functioning of SCIC / SAS is ensured by the founding member beneficiaries from Cave Saint Maurice who handle the daily activities related to the management of the winemaking heritage, thus freeing investors from all constraints. Work in the vineyards of the domain is done by winemakers chosen for their technical know-how.

SCIC / SAS members may request the transfer or withdrawal of their shares at any time after a period of 3 years. Except in the case where they benefit from a tax exemption under the Madelin law in which case they must keep the shares for 5 years.

A management report is sent each year, as well as details on the development of the investment.

Members are not remunerated but they receive symbolic gratuities in wine (12 bottles per year from the estate, depending on the harvest). Members benefit from a special rate for purchase of Mas des Justes wine.

9 Good reasons to participate in this adventure & purchase shares in SCIC / SAS «Sur Le Chemin des Cévennes».



Collectively become the owner of vines by a simple legal arrangement.



Become a local player in a responsible and solidarity-based economic project.



Invest and undertake for yourself as much as for future generations.



Participate in the life of wine-growers and discover their profession.

18%

Benefit from an income tax reduction of up to 18% of the amount invested*.



Receive an annual wine bonus.



Zero fees (no entry, exit or management fees, when you leave you get your capital back**)



Member wine purchase prices.



Long-term access to the fruits of the project's biodiversity activities: honey, olive oil.

* Not applicable to companies.

** Like any shareholding in the capital of a company. However, the risk remains limited to your capital contribution.

Designation of the acquisition:

SCIC / SAS «Sur le Chemin des Cévennes» will own vineyard plots in IGP Cévennes, composed of wooded areas and bare earth, listed in the land register of the town of Saint-Just-et-Vacquières, located in the Gard with the following reference:

Grape	Surfaces	Planting year	Planting location	Type of soil
Cabernet Sauvignon	1,2279	1988	PLAN DE ST JUST	Loam - Sand
Cabernet Sauvignon	1,3070	1987	LANDRAN	Loam - Sand
Carignan	0,4300	1969	SERRE DU MOULIN DE L	Clay - Loam
Cinsault	1,1920	1981	PLAN DE ST JUST	Clay - Loam
Cinsault	0,5038	1971	VIALOSI	Clay - Loam
Grenache-Noir	0,9200	1984	COSTE DES TERRES DE	Clay - Loam
Merlot	0,9160	1992	PLAN DE ST JUST	Clay - Loam
Merlot	0,6620	2013	TERRES DE SAUD	Clay
Merlot	0,7420	1989	FONT NEUVE	Clay - Loam
Merlot	1,0300	1990	SERRE DU MOULIN DE L	Clay - Loam
Syrah	1,6715	1990	BOIS DU CADE	Clay - Loam
Syrah	1,3540	1989	BOIS DU CADE	Clay - Loam
Syrah	1,5125	1986	BOIS DU CADE	Clay - Loam - Sand

Cadastral matrix:

Section et N°	LIEUDIT
H8, H9, H10, H12, H115, H116, K398, K402, K503	PLAN DE ST JUST
H95	SERRE DE MONT AU CIEL
I297, I298	LANDRON
K71, K72, K73, K74, K76, K77, K79, K82, K83, K85	BOIS DU CADE
K167, K168, K196, K175, K525	COSTE DES TERRES DE SAUD
K192	TERRES DE SAUD
K277, K278, K281	COSTE OLIVE
K287, K288, K293, K294, K295, K296, K297	FONT NEUVE
L147	VIALOSI
L184, L185	SERRE DU MOULIN DE L'OULE

The statutes of the SCIC / SAS (key points)

The governance

Cooperative Council

The Cooperative Council is made up of 10 to 17 members elected by the General Assembly for a period of three years.

These members must be associates of the SCIC / SAS. The Cooperative Council ensures the administration and direction of the SCIC / SAS.

President

The President is elected by the Cooperative Council. S/He is vested with the broadest powers to act in all circumstances in the interest of the company, within the limit of the corporate purpose and subject to the powers expressly granted by law and by the bylaws to the Cooperative Council and to the Assembly of Associates.

Managing Director

The Managing Director is appointed by the Cooperative Council upon recommendation of the President. In the exercise of his/her functions, the Managing Director has the same powers as the Chairman, subject to any limitations set by the nomination decision or by a subsequent decision.

Sale of shares

Partners are entitled to reimbursement of the nominal amount of their shares, after deduction of any losses appearing at the end of the financial year.

The shares are transferable free of charge or for consideration between partners. The request must be communicated to the Cooperative Council which authorizes the transfer.

The person to whom you transfer must be of age and already be a member.

The tax law (December 2015) relating to the income tax reduction of 18% of the capital contributions in cash, gives obligation to keep the shares until December 31 of the fifth year following that of the subscription.

The SCIC's articles of association do not set a minimum shareholder engagement period.

The shareholder can, if s/he wishes, sell their share/s, at the nominal purchase amount after deduction of any losses for the current financial year.

They may transfer their shares free of charge or against payment to a partner after approval of the transfer by the Cooperative Council. If no partner acquires them, the SCIC is obliged to redeem the shares within a maximum of 5 years.

Succession

The SCIC does not offer any tax benefits linked to inheritance, therefore the same rules apply to transfer of the shares to its heirs as for a normal transfer.

Fiscal Policy

Since symbolic gratuities are not considered as remuneration, you will not be taxed on SCIC income.

The proposed tax advantage relates to the Madelin law on tax exemption for cash subscriptions in an SME / SMI.

"Taxpayers domiciled for tax purposes in France can benefit from a reduction in their income tax equal to 18% of payments made in respect of cash subscriptions made under the same conditions as those provided for in 1 and 2 of article 885-0 V bis, in the version in force on December 31 of the subscription year". (article 199 terdecies-0 A of the General Tax Code).

. Frequently asked questions

What will I own?

All members are the collective owners of the vineyard purchased. Its capital is spread over the entire vineyard. You are a physical shareholder in the wine sector in proportion to your shares, without a precise designation of vineyard plot.

When, where and how do General Meetings take place?

General meetings are generally held between May and August. They will be organized by the General Manager in close collaboration with the Cooperative Council. They are mandatory on a regulatory basis, if you cannot attend you can vote by proxy.

How will you measure the impact of your investment on biodiversity?

Biodiversity surveys carried out every 5 years will make it possible to observe and measure the evolution of Biodiversity. The development of areas of ecological interest and the census results.

How will I be informed about the everyday life of the domain?

You will regularly receive newsletters by email which will give you news. You can also follow us via social networks. The news will relate to vineyard work, and seasonal activities. You will also be invited to take part in the work and in collective activities.



. Investor information

SCIC shares can be offered to natural and legal persons.

Investing in SCIC shares is reserved for people who, through their knowledge and their needs for asset diversification, are able to take into account all the particularities of this form of investment.

This SCIC does not have any AMF approval: SCICs are subject to a ban on advertising, canvassing and public offerings.

Therefore, an identification is essential in order to send the subscription elements to the SCIC.

Capital risk

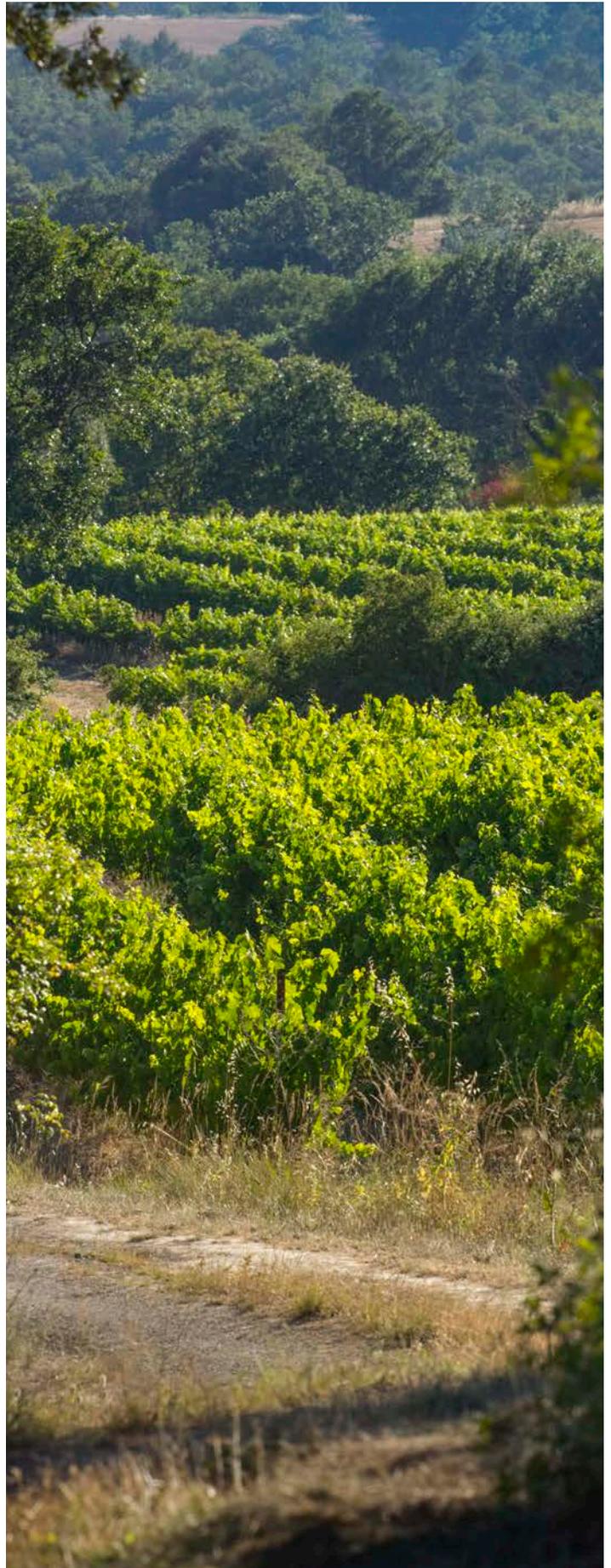
Investing in SCIC shares presents various risks, in particular: an SCIC does not offer a capital guarantee: subscribing to the share capital of SCIC /SAS «Sur le Chemin des Cévennes» is above all a gesture of activism and may include a financial risk, like any shareholding in the capital of a company. However, the risk remains limited to your capital contribution.

Value of shares

The value of shares is uniform and fixed by the articles of association at € 1,000.

The nominal value of shares is not indexed to the value of the land.

The SCIC status confers on SCIC / SAS «Sur le Chemin des Cévennes» a cooperative status and as such there can be no capital gain because the shares cannot be sold beyond their nominal starting value.



. How To Become A Shareholder?

To participate, you can buy one or more shares for € 1,000 (capital shares in SCIC / SAS «Sur le Chemin des Cévennes»).



1/ Purchase intent form

Please fill out the intent form and return it to us.



2/ Approval

The Cooperative Council validates your application, which results in the release of the shares, and sends a subscription form to you.



3/ Purchase order form

Fill in the application form and attach the necessary documents (proof of Identity and address).



4/ Ownership

Receive your shares. Join us in the story of your vineyard.

How to subscribe?

You can subscribe by returning a bulletin of intent that we will send to you upon request (email, mail or telephone) or downloadable from our website www.masdesjustes.com.

The Cooperative Council will meet to validate your application and notify you by sending you a subscription form. Finally, return the completed subscription form, along with your payment. A subscription certificate and accounting and tax receipts will be sent to you in return. You are on the adventure with us!

This presentation package as well as an information notice can also be downloaded from our website.

In summary



Project led by SCIC / SAS «Sur le Chemin des Cévennes»

Domain Name: Mas des Justes

Total Area: 15 ha including 13,5 ha of organic vines

Designation: Cévennes IGP

Location: Saint-Just-et-Vacquières (Gard)

Number of Shares: 320

Price Per Share: € 1,000

Annual Bonus: 12 bottles of Mas des Justes, beginning in 2021



SUR LE CHEMIN DES CEVENNES

SCIC/SAS (Société Coopérative d'Intérêt Collectif)



Mas des Justes

Sur le Chemin des Cévennes

Contact

Address:
SCIC/SAS Sur le Chemin des Cévennes
452 route de Vacquières
30580 St-Just-et-Vacquières

Email: info@masdesjustes.com

Phone: 07 48 72 05 58

Website: www.masdesjustes.com

Social networks:   