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# L'OCCITANE

EN PROVENCE

## L'OCCITANE INTERNATIONAL S.A.

*1, rue du Fort Rheinsheim L-2419 Luxembourg*

*R.C.S. Luxembourg: B80359*

*(Incorporated under the laws of Luxembourg with limited liability)*

*(Stock code: 973)*

### **INTERIM RESULTS ANNOUNCEMENT FOR THE 6-MONTH PERIOD ENDED 30 SEPTEMBER 2011**

#### **HIGHLIGHTS**

- Total number of retail locations 1,899 (1,642 as at 30 September 2010)
- Net Sales grew by 11.3% to €368.5 million. Local currency growth was 14.5%
- China grew by 56.4% in local currency with 17.3% Comparable Store Sales and 85 own stores as at 30 September 2011
- Profit down 1.3% due to investments to sustain our future growth
- Despite difficult market conditions, we managed to achieve substantial top-line growth while continuing to invest in our future development.

#### **INTERIM RESULTS**

The board of directors (the “Board”) of L’Occitane International S.A. (the “Company”) is pleased to announce the consolidated interim results of the Company and its subsidiaries (the “Group”) for the period ended 30 September 2011 together with comparative figures for the period ended 30 September 2010. The following financial information, including the comparative figures, has been prepared in accordance with International Financial Reporting Standards (“IFRS”).

## CONSOLIDATED STATEMENT OF INCOME

Period ended 30 September	<i>Notes</i>	2011 € '000	2010 € '000
Net Sales	2	368,494	331,218
Cost of sales		<u>(65,213)</u>	<u>(62,636)</u>
Gross profit		303,281	268,582
% of net sales		<u>82.3%</u>	<u>81.1%</u>
Distribution expenses		(180,328)	(154,938)
Marketing expenses		(43,400)	(38,661)
Research & development expenses		(3,061)	(2,612)
General and administrative expenses		(43,897)	(36,309)
Other (losses) / gains, net	3	<u>123</u>	<u>2,011</u>
Operating profit	4	<u>32,718</u>	<u>38,073</u>
Finance costs, net	5	(234)	(705)
Foreign currency gains / (losses)		<u>(2,492)</u>	<u>(2,771)</u>
Profit before income tax		<u>29,992</u>	<u>34,597</u>
Income tax expense	6	<u>(197)</u>	<u>(4,395)</u>
Profit for the period		<u>29,795</u>	<u>30,202</u>
Attributable to:			
Equity owners of the Company		28,952	29,846
Non-controlling interests		<u>843</u>	<u>356</u>
Total		<u><u>29,795</u></u>	<u><u>30,202</u></u>
Earnings per share for profit attributable to the equity owners of the Company during the period ( <i>expressed in Euros per share</i> )			
Basic	7	0.020	0.021
Diluted	7	0.020	0.021
Number of shares used in earnings per share calculation			
Basic		1,476,964,891	1,434,761,916
Diluted		1,476,964,891	1,434,761,916

## CONSOLIDATED BALANCE SHEET

ASSETS		<b>30 September 2011</b>	<b>31 March 2011</b>
	<i>Notes</i>	€ '000	€ '000
Property, plant and equipment, net		104,243	91,258
Goodwill		103,636	89,382
Intangible assets, net		51,922	48,390
Deferred income tax assets		51,543	40,701
Available-for-sale financial assets		35	39
Other non-current receivables		<u>24,999</u>	<u>20,415</u>
Non-current assets		<u>336,378</u>	<u>290,185</u>
Inventories, net	9	131,993	101,339
Trade receivables, net	10	65,824	59,629
Other current assets		47,869	34,381
Derivative financial instruments		353	201
Cash and cash equivalents		<u>255,393</u>	<u>300,125</u>
Current assets		<u>501,432</u>	<u>495,675</u>
<b>TOTAL ASSETS</b>		<u><u>837,810</u></u>	<u><u>785,860</u></u>

<b>EQUITY AND LIABILITIES</b>		<b>30 September 2011</b>	<b>31 March 2011</b>
	<i>Notes</i>	€ '000	€ '000
Share capital		44,309	44,309
Additional paid-in capital		342,851	342,851
Other reserves		4,200	5,831
Retained earnings		<u>176,898</u>	<u>167,275</u>
Capital and reserves attributable to the equity owners		568,258	560,266
Non-controlling interests		<u>243</u>	<u>4,998</u>
Total equity		<u>568,501</u>	<u>565,264</u>
Borrowings		70,832	54,003
Deferred income tax liabilities		1,217	1,253
Derivative financial instruments		516	554
Other financial liabilities		7,333	5,873
Other non-current liabilities		<u>13,158</u>	<u>11,026</u>
Non-current liabilities		<u>93,056</u>	<u>72,709</u>
Trade payables	11	75,971	72,483
Salaries, wages, related social items and other tax liabilities		40,323	36,431
Current income tax liabilities		18,031	22,782
Borrowings		9,135	6,015
Other current liabilities		27,333	6,333
Derivative financial instruments		3,067	879
Provisions for other liabilities and charges		<u>2,393</u>	<u>2,964</u>
Current liabilities		<u>176,253</u>	<u>147,887</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><u>837,810</u></u>	<u><u>785,860</u></u>
<b>NET CURRENT ASSETS / (LIABILITIES)</b>		<u><u>325,179</u></u>	<u><u>347,788</u></u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u><u>661,557</u></u>	<u><u>637,973</u></u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 1. Basis of preparation

The consolidated interim financial information of the Group for the six-month period ended 30 September 2011 has been prepared in accordance with IAS 34, 'Interim financial reporting'. The consolidated interim financial information should be read in conjunction with the consolidated annual financial statements for the year ended 31 March 2011, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The accounting policies and methods of computation used in the preparation of the interim financial information are consistent with those used in the annual consolidated financial statements for the year ended 31 March 2011, except for taxes on income in the interim period which are accrued using the tax rates that would be applicable to expected total annual earnings.

The amended standards and interpretations that are effective for the first time for the Group for the financial period beginning 1 April 2011 do not have any material impact on the condensed consolidated financial statements.

The Company has no investment in associates or joint-ventures.

### 2. Net sales and segment information

Management assesses the performance of three operating segments, which are Sell-out, Sell-in and Business to Business ("B-to-B"):

- Sell-out comprises the sales of our products directly to the final customers. These sales are mainly done in the Group's stores and/or through the Group's website;
- Sell-in comprises the sales of our products to an intermediate. These intermediates are mainly distributors, wholesalers, TV show channels and travel retailers. This segment also comprises sales of products to corporate customers;
- B-to-B comprises the sales of the Group's products to an intermediate who will provide them as free amenities to its final customers. These intermediates are mainly airline companies and hotels.

From a geographical perspective, management assesses the performance of the different countries.

## 2.1. Operating segments

**30 September**

**2011**

	<b>Sell-Out</b>	<b>Sell-In</b>	<b>B-to-B</b>	<b>Other reconciling items</b>	<b>Total</b>
	€ '000	€ '000	€ '000	€ '000	€ '000
Net sales	269,905	84,246	14,342	—	368,494
<i>In %</i>	73.2%	22.9%	3.9%	—	100.0%
Gross profit	238,649	58,597	6,035	—	303,281
<i>% of sales</i>	88.4%	69.6%	42.1%	—	82.3%
Distribution expenses	(141,584)	(14,868)	(1,003)	(22,873)	(180,328)
Marketing expenses	(21,807)	(2,713)	(40)	(18,840)	(43,400)
Research & development expenses	—	—	—	(3,061)	(3,061)
General and administrative expenses	(1,178)	—	—	(42,719)	(43,897)
Other (losses) / gains-net	478	—	—	(355)	123
Operating profit	74,558	41,016	4,992	(87,848)	32,718
<i>% of sales</i>	<u>27.6%</u>	<u>48.7%</u>	<u>34.8%</u>		<u>8.9%</u>

**30 September**

**2010**

	<b>Sell-Out</b>	<b>Sell-In</b>	<b>B-to-B</b>	<b>Other reconciling items</b>	<b>Total</b>
	€ '000	€ '000	€ '000	€ '000	€ '000
Net sales	236,383	82,291	12,544	—	331,218
<i>In %</i>	71.4%	24.8%	3.8%	—	100.0%
Gross profit	207,311	56,200	5,071	—	268,582
<i>% of sales</i>	87.7%	68.3%	40.4%	—	81.1%
Distribution expenses	(121,707)	(13,610)	(1,076)	(18,545)	(154,938)
Marketing expenses	(18,807)	(2,462)	(12)	(17,380)	(38,661)
Research & development expenses	—	—	—	(2,612)	(2,612)
General and administrative expenses	(998)	—	—	(35,312)	(36,310)
Other (losses) / gains-net	1,761	(2)	—	252	2,011
Operating profit	67,560	40,126	3,983	(73,597)	38,073
<i>% of sales</i>	<u>28.6%</u>	<u>48.8%</u>	<u>31.8%</u>		<u>11.5%</u>

## 2.2. Geographic areas

Net sales are allocated based on the country of the invoicing subsidiary.

30 September	2011		2010	
	Total € '000	In %	Total € '000	In %
Japan	91,020	24.7%	83,830	25.3%
United States	38,697	10.5%	40,476	12.2%
France	35,058	9.5%	36,097	10.9%
Hong Kong <sup>(1)</sup>	35,333	9.6%	30,085	9.1%
Luxembourg	21,472	5.8%	20,133	6.1%
Brazil	19,259	5.2%	14,474	4.4%
China	19,084	5.2%	12,844	3.9%
United Kingdom	17,741	4.8%	17,383	5.2%
Russia	14,459	3.9%	12,173	3.7%
Taiwan	12,389	3.4%	11,525	3.5%
Other countries	<u>63,982</u>	<u>17.4%</u>	<u>52,198</u>	<u>15.8%</u>
Net sales	<u>368,494</u>	<u>100%</u>	<u>331,218</u>	<u>100%</u>

(1) Includes sales in Macau.

## 3. Profit / (losses) on sale of assets, net

30 September	2011 € '000	2010 € '000
Net profit on sale of assets	<u>371</u>	<u>1,761</u>

## 4. Depreciation, amortization and impairment

30 September	2011 € '000	2010 € '000
Depreciation, amortization and impairment	<u>16,419</u>	<u>14,385</u>

5. **Finance costs, net**

<b>30 September</b>	<b>2011</b>	<b>2010</b>
	€ '000	€ '000
Interest on cash and cash equivalents	1,625	616
Fair value gains on derivatives	<u>—</u>	<u>83</u>
<b>Finance income</b>	<u><b>1,625</b></u>	<u><b>699</b></u>
Interest expense	(1,721)	(1,404)
Fair value losses on derivatives	<u>(138)</u>	<u>—</u>
<b>Finance costs</b>	<u><b>(1,859)</b></u>	<u><b>(1,404)</b></u>
<b>Finance costs, net</b>	<u><b>(234)</b></u>	<u><b>(705)</b></u>

6. **Taxation**

Reconciliation between the reported income tax expense and the theoretical amount that would arise using a standard tax rate is as follows:

<b>30 September</b>	<b>2011</b>	<b>2010</b>
	€ '000	€ '000
Profit before tax and share of gain /(loss) in joint ventures	29,992	34,597
Income tax calculated at corporate tax rate ( <i>Luxembourg tax rate of 28.80% at 30 September 2011 and of 28.59% as at 30 September 2010</i> )	(8,638)	(9,891)
Effect of different tax rates in foreign countries	11,339	7,605
Effect of unrecognized tax assets	(1,819)	(401)
Expenses not deductible for taxation purposes	(449)	(900)
Effect of unremitted tax earnings	<u>(630)</u>	<u>(808)</u>
Income tax expense	<u><b>(197)</b></u>	<u><b>(4,395)</b></u>

7. **Earnings per share**

The calculation of basic and diluted earnings per share is based on the profit attributable to equity owners of the Company of €28.952 million for the period ended 30 September 2011 (as compared to €29.846 million in the period ended 30 September 2010) and the weighted average number of shares in issue of 1,476,964,891 in the period ended 30 September 2011 and 1,434,761,916 in the period ended 30 September 2010. There is no dilutive effect from the potential ordinary shares related to stock options.

## 8. Dividends

In order to maintain a strong balance sheet for future growth, at the Board of Directors' meeting held on 28 November 2011, the Board has recommended that no distribution would be made from the profits of the period ended 30 September 2011.

## 9. Inventories, net

Inventories, net consist of the following items:

	<b>30 Sep 2011</b>	<b>31 Mar 2011</b>	<b>30 Sep 2010</b>
	€ '000	€ '000	€ '000
Raw materials and supplies	22,610	22,054	22,981
Finished goods and work in progress	<u>117,868</u>	<u>86,294</u>	<u>73,156</u>
Inventories, gross	140,478	108,348	96,137
Less, allowance	<u>(8,485)</u>	<u>(7,009)</u>	<u>(9,988)</u>
Inventories, net	<u>131,993</u>	<u>101,339</u>	<u>86,149</u>

## 10. Trade receivables, net

Ageing analysis of trade receivables from due date at the respective balance sheet date is as follows:

	<b>30 Sep 2011</b>	<b>31 Mar 2011</b>	<b>30 Sep 2010</b>
	€ '000	€ '000	€ '000
Current and past due within 3 months	63,662	58,269	54,738
Past due from 3 to 6 months	1,160	533	652
Past due from 6 to 12 months	647	185	292
Past due over 12 months	<u>355</u>	<u>642</u>	<u>250</u>
Trade receivables, net	<u>65,824</u>	<u>59,629</u>	<u>55,932</u>

The Group's sales to end customers are retail sales and no credit terms are granted to the end customers. For customers in the Sell-in and B-to-B segments, sales are made with credit terms generally from 60 to 90 days.

## 11. Trade payables

Ageing analysis of trade payables from due date at the respective balance sheet date is as follows:

	30 Sep 2011	31 Mar 2011	30 Sep 2010
	€ '000	€ '000	€ '000
Current and past due within 3 months	75,380	71,825	70,093
Past due from 3 to 6 months	345	380	587
Past due from 6 to 12 months	162	270	212
Past due over 12 months	<u>84</u>	<u>8</u>	<u>183</u>
Trade payables	<u>75,971</u>	<u>72,483</u>	<u>71,075</u>

## MANAGEMENT DISCUSSION & ANALYSIS

### Summary:

- Total number of retail locations 1,899 (1,642 as at 30 September 2010)
- Own stores number reached 967, increased by 17.1% from 30 September 2010
- Net Sales grew by 11.3% to €368.5 million. Local currency growth was 14.5%
- China grew by 56.4% in local currency with 17.3% Comparable Store Sales and 85 own stores as at 30 September 2011
- Profit down 1.3% due to investments to sustain our future growth

Despite difficult market conditions, we managed to achieve substantial top-line growth while continuing to invest in our future development.

We achieved a solid top line growth, with an increase of 14.5% at constant exchange rates, or 11.3% in real terms. We were particularly successful in Asia with strong growth notably in Hong Kong, Korea and China. China grew by more than 56%. We also had strong performances in many other countries, and we have seen a very encouraging turnaround in the USA.

We continue to focus on the long term development of our Company as indicated at the time of our IPO. We have further accelerated the openings of our own stores especially in the high potential BRIC countries China, Brazil and Russia as well as Korea where we were still relatively small. To cope with our future growth we have strengthened the management team in many areas including central headquarters. Our go-live with SAP is successful, which will result in productivity and efficiency gains in the coming years.

Our net profit was however almost stable due to a low effective tax rate.

<b>Period ended 30 September</b>	<b>2011</b>	<b>2010</b>
	<i>€ million</i>	<i>€ million</i>
	<i>or %</i>	<i>or %</i>
Net Sales	368.5	331.2
Operating profit	32.7	38.1
Profit for the period	29.8	30.2
Gross profit margin	82.3%	81.1%
Operating profit margin	8.9%	11.5%
Net profit margin	8.1%	9.1%

### **Definitions:**

**Comparable Stores** means existing retail stores which have been open for at least 24 months before the end of the financial period under discussion.

**Non-comparable Stores** means new retail stores opened within the 24 months before the end of the financial period under discussion and stores closed within this period.

**Comparable Store Sales** means net sales from Comparable Stores and internet sales during the financial period under discussion. Unless otherwise indicated, discussion of Comparable Store Sales excludes foreign currency translation effects.

**Non-comparable Store Sales** means net sales from Non-comparable Store Sales during the financial period under discussion. Non-comparable Store Sales also include sales from a limited number of promotional campaigns usually held at temporary common areas of shopping malls. Unless otherwise indicated, discussion of Non-comparable Store Sales excludes foreign currency translation effects.

**Same Store Sales Growth** represents a comparison between Comparable Store Sales for two financial periods. Unless otherwise indicated, discussion of Same Store Sales Growth excludes foreign currency translation effects.

**Overall growth** means the total worldwide net sales growth for the financial period(s) presented excluding foreign currency translation effects.

## **Seasonality of operations**

We are subject to seasonal variances in sales, which are significantly higher in our financial third quarter (between 1 October and 31 December) in anticipation of and during the Christmas holiday season. For the period ended 30 September 2010, the level of sales represented 42.9% of the annual level of sales in the year ended 31 March 2011 and the level of operating profit represented 28.9% of the annual operating profit in the year ended 31 March 2011. This ratio is not representative of 2012 annual result.

Seasonality also has an impact on the production schedule and the use of working capital. We generally use a significant part of our working capital between April to November in order to increase the production in anticipation of increased sales and new product launches during the Christmas holiday season.

## **REVENUE ANALYSIS**

Net sales were €368.5 million in the period ended 30 September 2011, an 11.3%, or €37.3 million increase compared to the period ended 30 September 2010, reflecting net sales growth in most of our business segments and geographic areas. In the period ended 30 September 2011, net sales in our Sell-out and Sell-in business segments (representing 73.2% and 22.9% of our total net sales, respectively) increased by 17.4% and 5.8%, respectively, excluding foreign currency translation effects. Net sales increased by 14.5% excluding foreign currency translation effects.

We increased the total number of retail locations where our products are sold from 1,642 as at 30 September 2010 to 1,899 as at 30 September 2011. We likewise increased the number of our own retail stores from 826 at 30 September 2010 to 967 at 30 September 2011, representing a net increase of 141 L'Occitane and Melvita stores, including 72 additional stores in Asia, 46 in Europe and 23 in the Americas. Excluding foreign currency translation effects, Comparable Store Sales represented 26.8% of our overall growth in the period ended 30 September 2011 while Non-comparable Store Sales during the period represented 57.7% of our overall growth, and our Sell-in segment contributed 9.8% to our overall growth.

Our sales in Japan, Hong Kong, China, Brazil, Russia, the USA and Other Countries were the driving factors of our net sales growth in the period ended 30 September 2011.

## Business Segments

The following table provides a breakdown of the net sales year-on-year growth (including and excluding foreign currency translation effects as indicated) by business segment for the period ended 30 September 2011:

	€'000	% Growth	% Growth <sup>(2)</sup>	% Contribution to Overall Growth <sup>(2)</sup>
<b>Sell-out</b>	<b>33,521</b>	<b>14.2</b>	<b>17.4</b>	<b>85.4</b>
Comparable Stores	6,682	3.2	6.1	26.8
Non-comparable Stores	26,490	129.6	135.7	57.7
Other <sup>(1)</sup>	349	7.1	9.2	0.9
<b>Sell-in</b>	<b>1,955</b>	<b>2.4</b>	<b>5.8</b>	<b>9.8</b>
<b>B-to-B</b>	<b><u>1,799</u></b>	<b><u>14.3</u></b>	<b><u>18.3</u></b>	<b><u>4.8</u></b>
<b>Overall Growth</b>	<b><u><u>37,275</u></u></b>	<b><u><u>11.3</u></u></b>	<b><u><u>14.5</u></u></b>	<b><u><u>100.0</u></u></b>

(1) Includes mail-order and other sales.

(2) Excludes the impact of foreign currency translation effects.

### *Sell-out*

Sell-out net sales increased by 17.4% excluding foreign currency translation effects, which was primarily related to our net addition of 141 own stores between 30 September 2010 and 30 September 2011, including net additions of 24 stores in China, 18 stores in Brazil, 13 stores each in Japan and Russia, 11 stores in the United Kingdom, 8 stores in Korea and 7 in Germany. Furthermore, we added 16 stores following the acquisition of our distributor in Malaysia in August 2011. Net sales of our own retail stores and internet represented 84.5% of our overall growth in the period ended 30 September 2011, as compared to the period ended 30 September 2010, with Non-comparable Stores providing 57.7% of the growth and Comparable Stores and internet providing 26.8% of the growth, respectively. We experienced a substantial improvement of the Same Store Sales Growth rising to 6.1%. For the period ended 30 September 2010, this ratio was 4.0%. This increase was driven by a combination of higher average value of sales transactions and an increase in the number of transactions.

### *Sell-in*

Excluding foreign currency translation effects, the Sell-in segment grew by 5.8% in the period ended 30 September 2011, as compared to the period ended 30 September

2010, primarily due to an increase of 24.6% in sales to travel retail customers, driven by higher sales at existing points of sales, and the development of our sales to wholesale customers and department stores. This was partly offset by timing effects on sales to TV channels and the planned decrease of private label sales.

### ***B-to-B***

B-to-B net sales increased by 18.3% excluding foreign currency translation effects due to strong performances in Asia, particularly in China, with strong hotel occupancy rates.

### **Geographic Areas**

The following table presents our net sales growth for the period ended 30 September 2011 and contribution to net sales growth (including and excluding foreign currency translation effects as indicated) by geographic area:

	<b>Net Sales Growth</b>			
	<b>period ended 30 September 2011</b>			
	<b>compared to period ended 30 September 2010</b>			
				%
	€'000	% Growth	% Growth <sup>(1)</sup>	Contribution to Overall Growth <sup>(1)</sup>
Japan	7,191	8.6	8.7	15.1
Hong Kong <sup>(2)</sup>	5,248	17.4	30.8	19.3
China	6,240	48.6	56.4	15.0
Taiwan	865	7.5	8.7	2.1
France	(1,039)	(2.9)	(2.9)	(2.2)
United Kingdom	358	2.1	6.8	2.5
United States	(1,780)	(4.4)	6.6	5.5
Brazil	4,784	33.0	34.8	10.5
Russia	2,286	18.8	23.8	6.0
Other Countries <sup>(3)</sup>	<u>13,122</u>	<u>18.1</u>	<u>17.5</u>	<u>26.2</u>
<b>All countries</b>	<b><u>37,275</u></b>	<b><u>11.3</u></b>	<b><u>14.5</u></b>	<b><u>100.0</u></b>

(1) Excludes the impact of foreign currency translation effects and reflects growth from all business segments, including growth from our own retail store sales.

(2) Includes sales in Macau.

(3) Includes sales from Luxembourg.

The following table provides a breakdown, by geographic area, of the number of our own retail stores, their contribution percentage to overall growth and our Same Store Sales Growth for periods indicated:

	period ended 30 September 2011 compared to period ended 30 September 2010						
	Retail stores			% of Overall Growth <sup>(1)(2)</sup>			
	30 Sep 2011	30 Sep 2010	change	Non- comparable Stores	Comparable stores and e-commerce	Total Stores and e-commerce	Same Store Sales Growth <sup>(2)</sup>
Japan <sup>(3)</sup>	87	74	13	15.4	(1.6)	13.8	(1.1)
Hong Kong <sup>(4)</sup>	23	21	2	3.9	5.9	9.8	35.6
China	85	61	24	8.8	3.0	11.8	17.3
Taiwan <sup>(5)</sup>	56	51	5	0.3	1.2	1.4	7.1
France <sup>(6)</sup>	63	66	(3)	(0.5)	1.3	0.8	4.1
United Kingdom <sup>(7)</sup>	55	44	11	3.4	2.7	6.1	12.2
United States <sup>(8)</sup>	168	170	(2)	(0.8)	6.5	5.6	9.5
Brazil	53	35	18	6.0	3.2	9.2	13.4
Russia <sup>(9)</sup>	61	48	13	3.3	1.3	4.7	7.2
Other Countries <sup>(10)</sup>	<u>316</u>	<u>256</u>	<u>60</u>	<u>17.8</u>	<u>3.4</u>	<u>21.2</u>	<u>4.3</u>
<b>All countries</b>	<b><u>967</u></b>	<b><u>826</u></b>	<b><u>141</u></b>	<b><u>57.7</u></b>	<b><u>26.8</u></b>	<b><u>84.5</u></b>	<b><u>6.1</u></b>

(1) Represents percentage of overall net sales growth attributable to Non-comparable Stores, Comparable Stores and retail stores for the geographic area and period indicated.

(2) Excludes foreign currency translation effects.

(3) Includes 4 Melvita stores as at 30 September 2011.

(4) Includes 1 L'Occitane store in Macau and 3 and 4 Melvita stores in Hong Kong as at 30 September 2010 and 30 September 2011, respectively.

(5) Includes 5 Melvita stores as at 30 September 2011.

(6) Includes 5 and 4 Melvita stores as at 30 September 2010 and 30 September 2011, respectively.

(7) Includes 2 Melvita stores as at 30 September 2011.

(8) Includes 3 Melvita stores as at 30 September 2010 and 30 September 2011.

(9) Includes 1 and 3 Melvita stores as at 30 September 2010 and 30 September 2011, respectively.

(10) Includes 3 and 4 Melvita stores as at 30 September 2010 and 30 September 2011, respectively.

As the same customers increasingly tend to buy both on internet and in the stores, we now include the e-commerce sales in our Comparable Store Sales. The following table provides a comparison of our Same Store Sales Growth including and excluding e-commerce sales for the periods indicated:

	<b>Same Store Sales Growth<sup>(1)</sup></b>			
	<b>30 September 2011</b>		<b>30 September 2010</b>	
	<b>including</b>	<b>excluding</b>	<b>including</b>	<b>excluding</b>
	<b>e-commerce</b>	<b>e-commerce</b>	<b>e-commerce</b>	<b>e-commerce</b>
	%	%	%	%
Japan	(1.1)	(1.9)	1.7	1.2
Hong Kong <sup>(2)</sup>	35.6	35.6	12.4	12.4
China	17.3	15.8	4.0	3.7
Taiwan	7.1	6.9	0.1	(0.6)
France	4.1	3.6	5.2	5.3
United Kingdom	12.2	10.3	12.1	12.0
United States	9.5	8.9	1.1	1.4
Brazil	13.4	10.8	5.9	5.9
Russia	7.2	4.7	16.5	12.4
Other Countries	<u>4.3</u>	<u>3.0</u>	<u>4.2</u>	<u>3.1</u>
<b>All countries</b>	<b><u>6.1</u></b>	<b><u>5.2</u></b>	<b><u>4.0</u></b>	<b><u>3.6</u></b>

(1) Excludes foreign currency translation effects.

(2) Includes sales in Macau.

### ***Japan***

Net sales in Japan increased by 8.7% in local currency in the period ended 30 September 2011, as compared to the period ended 30 September 2010, contributing 15.1% to our overall growth. This was primarily due to the development of our Sell-out segment. With a net addition of 13 stores during the period under review including 4 Melvita stores, Non-comparable Store Sales contributed 15.4% to our overall growth. Comparable Store Sales decreased slightly by 1.1% partly explained by the consequences of the earthquake and tsunami on the economy in Japan, but also to cannibalization effects following the opening of new stores in the Kyushu area and Osaka, which impacted the existing stores but resulted in significant sales increases overall in the same areas. Excluding the stores where the latter effects occurred, the Same Store Sales Growth was 2.8%.

## ***Hong Kong***

Hong Kong increased its sales by 30.8% in local currency, contributing 19.3% to our overall growth. Our Sell-out segment contributed 9.9% to our overall growth, notably due to 3.9% from Non-comparable Stores and 5.9% from Comparable Stores primarily explained by a higher number of tickets driven by the strong local consumer activity and the high number of mainland Chinese shoppers. Our Comparable Store Sales grew by 35.6% driven by a combination of a higher number of transactions and an increased average sales value per transaction. The increase of our Sell-in sales was mainly related to a strong growth in sales to travel retail customers, primarily driven by the development of the Korean duty free sales and increased in-flight business.

## ***China***

With a growth of 56.4% in local currency, China achieved the fastest growth among our key countries. Comparable Store Sales and Non-comparable Store Sales contributed 3.0% and 8.8%, respectively, to our overall growth. Non-comparable Store Sales were driven by the net opening of 24 stores during the period under review. Same Store Sales Growth, at 17.3%, was much stronger than in FY2011 and confirmed the improvement noted in the second part of FY2011, and was the result of the significantly improved inventory situation because we were able to resume importation of new products. The total net sales in China also benefited from large increases of the Sell-in and B-to-B segments, which grew by 76.7% and 43.6%, respectively, contributing 1.5% and 1.8%, respectively, to our overall growth.

## ***Taiwan***

Net sales in Taiwan increased by 8.7% in local currency, primarily driven by stronger Comparable Store sales, which reached 7.1% in the period ended 30 September 2011, as compared to 0.1% in the period ended 30 September 2010, as a result of a more positive consumption environment and successful operations, for instance Mother's Day, Anniversary sales and pre-sales with VIP customers. The development of a distributor activity in this territory contributed 0.7% to our overall growth, partly offset within the Sell-in segment by a decrease in sales of corporate gifts.

## ***France***

Net sales in France decreased by 2.9% due to lower sales in our Sell-in and B-to-B segments. This decrease was attributable to:

- the transfer of the invoicing of international B-to-B customers to other entities of the Group, with no impact on our overall sales;

- the planned decrease of sales of products under third parties' brands from our Lagorce factory, in order to focus on the production of our own brands; and
- lower sales to distributors and wholesalers due to some cautious ordering by our clients impacting both the L'Occitane and Melvita brands and a relatively weak traditional organic retail network affecting Melvita.

The Comparable Store sales in France grew by a healthy 4.1%, contributing 1.3% to our overall growth, with good performances of both the L'Occitane and Melvita Comparable Stores. It should be noted that this number compares to a strong performance in the period ended 30 September 2010, which confirms the strength of our brands in France. Excluding 8 stores renovated during the period ended 30 September 2011, the Comparable Stores Sales for the L'Occitane brand in France was 7.9%. The Non-Comparable stores contributed a negative 0.5% to our overall growth due to the closing of 3 under-performing stores.

### ***United Kingdom***

With strong developments in our Sell-out segment, net sales in the United Kingdom increased by 6.8% in local currency. The Sell-out segment contributed 6.0% to our overall growth, driven both by Comparable Stores, where sales grew by 12.2% in local currency, contributing 2.7% to the overall growth, and Non-comparable Stores which contributed 3.4% to the overall growth with the addition of 11 stores during the period under review. Our Sell-out sales benefited notably from innovative marketing approaches and the success of products like Divine Cream, which was granted an important consumer award. The Sell-in segment contributed a negative 3.4% to our overall growth due to a timing difference in our sales to the TV sales operator QVC, as a significant part of these sales, which took place in the first half of FY2011, will occur in the second half of FY2012.

### ***United States***

Net sales in the United States increased by 6.6% in local currency and benefited mainly from increases in the Sell-out segment, with Comparable Store Sales growing by an impressive 9.5% and contributing 6.5% to our overall growth. This is attributed to the investments in our store portfolio and stronger management team, which resulted in encouraging ticket growth. Excluding the stores renovated during the period ended 30 September 2011, the Comparable Stores Sales was 10.0%.

Non-comparable Store Sales contributed a negative 0.8% to our overall growth due to the net closing of 2 stores during the period under review. However, we plan to open more than 6 stores in the second part of the financial year, as we are now better placed to find and open stores. As in the UK, sales of our Sell-in segment were impacted by a timing effect in our sales to the TV sales operator QVC, which offset a 76.7% increase in our sales to department stores in the United States.

### ***Brazil***

Net sales in Brazil increased by 34.8% in local currency. Our Sell-out segment contributed 9.0% to the overall growth with Comparable Store Sales growing by a strong 13.4% in the period ended 30 September 2011, as compared to 5.9% in the period ended 30 September 2010, and Non-comparable Store Sales contributing 6.0% to our overall growth with a faster pace of store openings: a net 18 stores was added during the 12-month period ended 30 September 2011, to be compared to a net addition of 3 stores during the 12-month period ended 30 September 2010. Our Sell-in segment sales increased by 34.5%, contributing 1.4% to the overall sales growth, due to the development of the wholesale distribution as we initiated a cooperation with two key drugstore chains.

### ***Russia***

Russia achieved a net sales growth of 23.8% in local currency. This was driven by the growth in our Sell-out segment, which contributed 4.8% to the overall growth. The Comparable Store Sales grew by 7.2% during the period ended 30 September 2011, as compared to 16.5% in the period ended 30 September 2010, which was due to a recovery after poor Comparable Store Sales in the first half of FY2010 in the context of the weak economy in Russia at the time. Non-comparable Store Sales contributed 3.3% to our overall growth with the net addition of 13 stores during the period under review. Our Sell-in sales increased by 22.5% and contributed 0.9% to our overall growth, driven by the development of our wholesale activities and our sales to distributors in other cities than Moscow and St. Petersburg.

### ***Other Countries***

Net sales in Other Countries increased by 17.5% in local currency. Our Sell-out segment contributed 21.1% to our overall growth. Comparable Store Sales accounted for 3.4% of our overall growth with a Same Store Sales Growth of 4.3%. Non-comparable Store Sales contributed 17.8% to the overall growth as a result of our stores network expansion. During the period under review, we increased our retail

stores in this group by 60 with, among others, 8 stores in Korea, 7 stores in Germany, 6 stores in Canada and 5 stores each in India, Spain and Italy, and we added 16 stores in Malaysia as a consequence of our acquisition of our distributor in this country. Sales in Korea, Germany, Spain, Canada and Italy grew by 42.8%, 22.2%, 16.8%, 36.7% and 36.0%, respectively, excluding foreign currency translation effects. Our Sell-in sales increased by 6.6% and contributed 3.8% to our overall growth due to the increase in sales to travel retail customers and to department stores.

## **PROFITABILITY ANALYSIS**

### **Cost of sales and gross profit**

Cost of sales increased by 4.1%, or €2.6 million, to €65.2 million in the period ended 30 September 2011 compared to the period ended 30 September 2010. Our gross profit margin increased by 1.2 points to 82.3% in the period ended 30 September 2011. The increase in gross profit margin reflected:

- an improved channel mix effect for 0.5 points as our sales in our Sell-out segment increased in the period ended 30 September 2011 relative to sales of our other segments whose gross profit margins are lower than those of the Sell-out segment;
- higher sales prices for 0.5 points and improved product mix for 0.1 points;
- lower relative level of production costs and other effects for 0.8 points notably due to a better absorption of our fixed costs resulting from the high production level in the period ended 30 September 2011, more than offsetting some negative effects also related to the higher production, for instance costs related to subcontracting and the effects of a higher proportion of interim workers;

partly offset by:

- an unfavourable effect of foreign currencies of 0.5 points of net sales due to the stronger Euro in the period ended 30 September 2011 particularly against the US dollar and currencies pegged to the US dollar; and
- higher freight and duties for 0.2 points linked to an increase of the inventories in the subsidiaries.

## **Distribution expenses**

Distribution expenses increased by 16.4%, or €25.4 million, to €180.3 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010. As a percentage of net sales, our distribution expenses increased by 2.2 points to 48.9% of net sales in the period ended 30 September 2011, as compared to the period ended 30 September 2010. This increase is attributable to a combination of:

- an unfavourable channel mix effect for 1.0 points as our sales in our Sell-out segment increased in the period ended 30 September 2011 relative to sales of our other segments whose distribution expenses are lower than those of the Sell-out segment;
- additional logistics costs due to our high level of inventory in view of our expected sales growth in the second period of the financial year and thereafter, for 0.5 points;
- additional costs incurred in view of our future growth for 0.4 points, related to new store openings, investments in our internet sales platform, the Melvita sales force and the development of the Le Couvent des Minimes sales; and
- higher costs of promotional goods, essentially bags, wrapping material and gift boxes in view of our expected sales growth, for 0.3 points.

## **Marketing expenses**

Marketing expenses increased by 12.3%, or €4.7 million, to €43.4 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010. Our marketing expenses, as a percentage of net sales, increased by 0.1 points to 11.8% of net sales in the period ended 30 September 2011, as compared to the period ended 30 September 2010, attributable to:

- investments in new projects and in the reinforcement of our resources in product development, communication and operational marketing, for 0.5 points;
- increased advertising, direct marketing spending and related fees for 0.4 points essentially in Japan and Europe;
- the full impact of our three years commitments to the L'Occitane Foundation for 0.3 points;

- an unfavourable channel mix effect for 0.1 points as our sales in our Sell-out segment increased in the period ended 30 September 2011 relative to sales of our other segments whose marketing expenses are lower than those of the Sell-out segment;
- unfavourable exchange rates effects for 0.2 points;

partly offset by:

- a lower cost of communication tools (samples, catalogues, windows) and mini products and pouches (“MPPs”) for a net 1.2 points. As our MPPs are now essentially bundled with regular products, they are part of the sales and cannot be booked as marketing expenses as they were under IAS38. As a result of this analysis, the MPPs contributed favourably to our marketing expenses for 1.5 points of sales. Since 1 April 2011, the costs of the MPPs are booked in the cost of sales and the MPPs on-hand are part of our inventories; and
- other effects for 0.2 points.

### **Research & development expenses**

Research and development (“R&D”) expenses increased by 17.2%, or €0.4 million, to €3.1 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010, with the increase being mainly explained by the creation of a team focused on strategic developments (phyto-extraction, genomics, patents). Our R&D expenses, as a percentage of net sales, remained stable at 0.8% of net sales in the period ended 30 September 2011, as compared to the period ended 30 September 2010.

### **General and administrative expenses**

General and administrative expenses increased by 20.9%, or €7.6 million, to €43.9 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010 and increased by 0.9 points of net sales. This increase as a percentage of net sales was attributable to:

- unfavourable exchange rates effects for 0.1 points;
- non-recurring costs incurred this year for 0.1 points, mainly related to severances;
- investments in our processes for 0.7 points, essentially explained our implementation and go-live with SAP;

- stronger management structures notably in finance and general management, added to increased rents for new offices in relation to our expansion, together accounting for 0.6 points; and
- other effects for 0.1 points primarily due to the stock options granted in April 2011;

partly offset by:

- non-recurring costs incurred last financial year, favourably impacting the comparison between the period ended 30 September 2011 and the period ended 30 September 2010 for 0.4 points; and
- a favourable leverage effect on the cost of the existing structure related to increased sales for 0.3 points.

### **Other gains**

Other gains were €0.1 million in the period ended 30 September 2011, as compared to €2.0 million in the period ended 30 September 2010. This decrease is due to high gains in the period ended 30 September 2010 related to disposal of stores, principally the Sèvres store in Paris, and an additional consideration received for the disposal of the Oliviers & Co. activity in the United States. The period ended 30 September 2011 was also impacted by an adjustment on prior years results in Thailand for €0.7 million.

### **Operating profit**

Operating profit decreased by 14.1%, or €5.4 million, to €32.7 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010, and our operating profit margin decreased by 2.6 points of net sales to 8.9%. The decrease in our operating profit margin can be analysed as follows:

- unfavourable exchange rates effects for 0.8 points;
- unfavourable channel mix effects for 0.6 points;
- investments in our future sales growth and our structures for 2.6 points; and
- unfavourable non-recurring effects for 0.3 points;

partly offset by:

- the effect of prices and product mix increases for 0.5 points; and
- lower production costs and leverage on our existing structures for 1.0 points.

### **Finance costs, net**

Net finance costs decreased by €0.5 million, to €0.2 million in the period ended 30 September 2011 compared to the period ended 30 September 2010. This decrease was mainly related to higher finance income obtained on our positive cash balances throughout the period ended 30 September 2011, whilst, as a consequence of our IPO on 7 May 2010, we were not in a position to obtain similar finance income in the first part of the period ended 30 September 2010.

### **Foreign currency gains/losses**

Our net foreign currency losses amounted to €2.5 million in the period ended 30 September 2011, principally related to inter-company financing and inter-company and external trading. This loss is attributable to:

- gains on our trading activities for €1.2 million, principally explained by the stronger US dollar as at 30 September 2010, as compared to 31 March 2011; and
- losses on our inter-company financing for €3.7 million, mostly unrealized, and essentially due to our financing of our affiliates in Brazil, Russia, Mexico and Korea.

### **Income tax expense**

The effective rate for income taxes was 0.7% in the period ended 30 September 2011, as compared to 12.7% for the period ended 30 September 2010. The low tax rate as at 30 September 2011 is explained primarily by the seasonality of our activity with pre-tax negative contributions in some countries including France, the US and Brazil with a high tax rate, whilst the majority of our pre-tax contribution for the period was achieved in countries with a lower tax rate. The decrease of the effective tax rate from the period ended 30 September 2010 is explained generally by lower pre-tax profits in the countries where the tax rate is the highest and increased pre-tax profits in the countries with lower tax rates.

## **Profit for the period**

For the aforementioned reasons, profit for the period decreased by 1.3% or €0.4 million to €29.8 million in the period ended 30 September 2011, as compared to the period ended 30 September 2010. Basic and diluted earnings per share decreased for the period ended 30 September 2011, compared with period ended 30 September 2010, by 5.8% from €0.021 to €0.020 with the number of shares used in the calculations increased by 2.9% at 1,476,964,891.

## **BALANCE SHEET REVIEW**

### **Liquidity and capital resources**

As at 30 September 2011, we had cash and cash equivalents of €255.4 million, as compared to €300.1 million as at 31 March 2011.

As at 30 September 2011, the aggregate amount of undrawn borrowing facilities was €303.0 million. During the period ended 30 September 2011, we signed a new bank borrowing agreement for €10.0 million with a 14-year maturity to finance our new international warehouse in Manosque. As at 30 September 2011, this facility was drawn for an amount of €2.9 million.

As at 30 September 2011, our total borrowings, including finance lease liabilities, current accounts with minority shareholders and related parties and bank overdrafts, amounted to €80.0 million, as compared to €60.0 million as at 31 March 2011, with the increase being explained by increased borrowings in foreign currencies to offset increased foreign currencies exposures in our balance sheet, the financing of the new warehouse and the final increase of the finance lease put in place in 2010 for the extension of the Lagorce facility.

### **Investing activities**

Net cash used in investing activities was €52.7 million in the period ended 30 September 2011, as compared to €23.9 million in the period ended 30 September 2010, representing an increase of €28.7 million. This reflected capital expenditures primarily related to:

- the acquisition of our distributor in Malaysia and the non-controlling interests in our affiliates in Switzerland and Korea for a total of €22.2 million;
- the additions of leasehold improvements, other tangible assets, key moneys and changes in deposits related to stores for €16.0 million;

- the additions in IT software and equipment for €5.5 million, including €2.4 million for the implementation of SAP as our enterprise resources planning system;
- the additions of machinery, equipment, construction, fittings and others to our factories, R&D and warehousing facilities for €6.2 million, net of the disposal of our former European warehouse in Manosque.

### **Financing activities**

Net cash generated in financing activities was €9.6 million in the period ended 30 September 2011, as compared to €239.4 million in the period ended 30 September 2010, which was marked by our IPO in May 2010. Net cash generated during the period under review mainly reflected the following:

- a net increase in bank borrowings as discussed above;
- the payment of a total €5.0 million dividends to non-controlling interests in our subsidiaries.

### **Inventories**

The following table sets out a summary of our average inventory days for the periods indicated:

<b>For the period ended 30 September</b>	<b>2011</b>	<b>2010</b>
Average Inventory turnover days <sup>(1)</sup>	326	224

(1) Average inventory turnover days equals average inventory divided by cost of sales and multiplied by 182.5. Average inventory equals the average of net inventory at the beginning and end of a given period.

Our inventory, which usually reaches its peak around September due to seasonality, increased by €45.8 million to €132.0 million as at 30 September 2011, from a low level of €86.1 million as at 30 September 2010. The inventory was also impacted by the change in the utilization of our mini products and pouches (“MPPs”) which are now essentially sold and are therefore recorded in inventories. This change impacted our inventory for €8.5 million as at 30 September 2011, or 19 inventory turnover days.

The primary component of the increase in our average inventory turnover days was related to our anticipated sales increase and earlier deliveries of the holiday season products, which contributed 45 days. The management analyzes the other increases as follows:

- re-sizing of our safety stocks to secure service to the markets, for 18 days;
- increased inventory coverage in our subsidiaries and factories as compared to a very low level last year, for 12 days; and
- temporary increase of the deliveries preparation lead-time in SAP and other changes, for a total 8 days.

As the average inventory turnover days ratio relates the inventory to past sales, we use internally a ratio of inventory to anticipated sales for management purposes. This inventory coverage ratio excluding the impact of MPPs was estimated to be approximately 9.0 months, which compares to 8.8 months, 7.6 months and 6.9 months as at 30 September 2008, 2009 and 2010, respectively.

## **TRADE RECEIVABLES**

The following table sets out a summary of our turnover of trade receivables for the periods indicated:

<b>For the period ended 30 September</b>	<b>2011</b>	<b>2010</b>
Turnover days of trade receivables <sup>(1)</sup>	31	29

(1) Turnover days of trade receivable equals average trade receivables divided by net sales and multiplied by 182.5. Average trade receivables equals the average of net trade receivables at the beginning and end of a given period.

Turnover days of trade receivables increased by 2 days from the period ended 30 September 2010 to the period ended 30 September 2011 primarily due to the development of our Sell-out sales in department stores in China and Korea.

## Trade payables

The following table sets out a summary of our average trade payables, total purchases and turnover of trade payables for the periods indicated:

<b>For the period ended 30 September</b>	<b>2011</b>	<b>2010</b>
Turnover days of trade payables <sup>(1)</sup>	61	62

- (1) Calculated using the average of the beginning and ending trade payables balance for the period, divided by total purchases for the period, multiplied by 182.5. In calculating turnover days of trade payables, we use total purchases rather than cost of sales as our cost of sales do not take into account certain distribution, general and administrative expenses that are included in our trade payables, whereas our total purchases include all payments to suppliers. Total purchases are estimated by deducting employee benefits, depreciation and changes in provisions from the total operating costs and expenses.

From the period ended 30 September 2010 to the period ended 30 September 2011, our average trade payables increased by €8.7 million, whilst the turnover days of trade payables decreased by 1 day. This decrease is primarily attributable to lower accrued expenses at L'Occitane International and slightly lower trade payables in relation to the total purchases at our French entities partly offset by increases in turnover days of trade payables in Japan and China.

## BALANCE SHEET RATIOS

Our return on capital employed and return on equity ratios are typically impacted by our seasonality. They decreased slightly as at 30 September 2011, as compared to 30 September 2010, due to the almost stable net operating profit after tax and profit for the period, whilst our capital employed and equity increased from one period to the other. The increase in our capital employed resulted from our capital expenditures and increased working capital. Our equity increased by €71.0 million from 30 September 2010 to 30 September 2011 primarily as a combination of our profit during this period partly offset by our acquisition of non-controlling interests in Switzerland and Korea and the 2011 dividend. As a consequence of our high net cash position, our liquidity and capital adequacy ratio remained very favourable.

<b>For the period ended</b>	<b>30 September 2011 € '000</b>	<b>31 March 2011 € '000</b>	<b>30 September 2010 € '000</b>
<b>Profitability</b>			
Net operating profit after tax (NOPAT) <sup>(1)</sup>	30,027	103,876	30,817
Capital employed <sup>(2)</sup>	433,364	341,559	327,746
Return on capital employed (ROCE) <sup>(3)</sup>	6.9%	30.4%	9.4%
Return on equity (ROE) <sup>(4)</sup>	5.1%	17.8%	6.0%
<b>Liquidity</b>			
Current ratio (times) <sup>(5)</sup>	2.84	3.35	3.00
Quick ratio (times) <sup>(6)</sup>	2.10	2.67	2.43
<b>Capital adequacy</b>			
Gearing ratio <sup>(7)</sup>	9.5%	7.6%	11.6%
Debt to equity ratio <sup>(8)</sup>	net cash position	net cash position	net cash position

(1) (Operating profit + foreign currency net gains or losses) x (1 - effective tax rate)

(2) Non-current assets - (deferred tax liabilities + other non-current liabilities) + working capital

(3) NOPAT / Capital employed

(4) Net profit attributable to equity owners of the Company / shareholders' equity at period end excluding minority interest

(5) Current assets / current liabilities

(6) (Current assets — inventories) / current liabilities

(7) Total debt / total assets

(8) Net debt / (total assets - total liabilities)

## **Foreign exchange risk management**

We enter into forward exchange contracts to hedge anticipated transactions, as well as receivables and payables not denominated in our presentation currency, the Euro, for periods consistent with our identified exposures. As at 30 September 2011, we had foreign exchange derivatives net liabilities of €2.5 million in the form of forward exchange contracts (in accordance with fair market valuation requirements under IFRS). The notional principal amounts of outstanding forward exchange derivatives as at 30 September 2011 were primarily Japanese yen for an equivalent of €20.8 million, Brazilian reais for €6.0 million, US dollars for €5.6 and British pounds for €2.7 million.

## **Interest rate risk management**

We enter into interest rate derivative contracts to manage the exposure to fluctuations of interest rates on our long-term borrowings. As at 30 September 2011, we had interest rate derivative liabilities of €0.7 million. The notional principal amount of outstanding interest rate derivatives as at 30 September 2011 was €25.8 million.

## **Dividends**

On 27 June 2011, our Board recommended the payment of a dividend of €0.0135 per share on our common stock, representing a total dividend of €19.9 million, or 20% of the profit attributable to the equity owners of the Company, out of our distributable reserves of €180.0 million as of 31 March 2011. The Shareholders approved this dividend at a meeting held on 30 September 2011. The dividend was paid on 21 October 2011.

## **Post balance sheet events**

There are no post balance sheet events that require to be reported.

## **STRATEGIC REVIEW AND PROSPECTS**

### ***Summary of activities during the period:***

In Japan and some European countries, the economy is not doing well but we are still performing and we increased our sales in all of those countries. We focused on the countries with the highest growth potential: China, Brazil, Russia and Korea, and we increased our investments in new stores and refurbishing, with net openings of 141 stores in 12 months and 29 renovations.

We also increased our marketing efforts in direct marketing, web, and advertising, and increased our infrastructure in R&D, marketing and international management. The implementation of SAP is going well, and will result in productivity and efficiency gains in the coming years.

We continued our long term investment in Melvita despite a slowdown in the organic market.

As we said at the time of our IPO, we are developing our company long term and we believe in this strategy.

***Prospects for the second half of the year:***

We will continue to invest in new stores in emerging and fast growing countries and to renovate stores in other countries and will focus on the holiday season to achieve successful sales during this key period. We will also continue to explore strategic acquisition opportunities.

From an operational efficiency standpoint, we will implement our SAP core model in other European countries and prepare for roll-out in Hong Kong, and will prepare SAP for manufacturing, with the associated new Manufacturing Execution System. We will also make further efforts to improve our supply chain management in order to lower our inventories whilst continuing to be able to fulfil demand and we will go live with the merged back-office functions at our factories. The building of our central warehouse will be achieved next Spring and we will start the Manosque factory re-design and expansion.

During the second half of the year, investments in our structures and operations and our stores network will continue to be visible. Nevertheless, we will take advantage of the seasonally higher sales and of the positive effects of our investments.

**AUDIT COMMITTEE**

As required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, (the “Listing Rules”), the Company has an Audit Committee comprising of three Non-executive Directors of the Company, two of whom are Independent Non-executive Directors. The Audit Committee has reviewed the accounting principles and practices adopted by the Group and has also discussed auditing, internal controls and financial reporting matters including the review of the consolidated results of the Group for the period ended 30 September 2011.

**CORPORATE GOVERNANCE**

The Board of Directors reviews its corporate governance practices from time to time in order to meet the rising expectations of shareholders, to comply with increasingly

stringent regulatory requirements and to fulfil its commitment to excellence in corporate governance. The Board is committed to maintaining a good standard of corporate governance practices and business ethics in the firm belief that they are essential for maintaining shareholders' returns.

As set out in Appendix 14 of the Listing Rules, "The Code on Corporate Governance Practices" (the "Code"), there are two levels of corporate governance practices, namely: mandatory code provisions that a listed company must comply with or explain its non-compliance, and recommended best practices that a listed company is encouraged to comply with but need not disclose in the case of non-compliance. Since listing of the Company on 7 May 2010, the Company is in compliance with the mandatory code provisions of the Code, save as disclosed below:

The role of the Chief Executive Officer (CEO) of the Group has been assumed by Mr. Reinold Geiger ("Mr. Geiger"), the Chairman of the Board. This deviation is deemed appropriate as it is considered to be more efficient to have one single person to be the Chairman of the Company as well as to discharge the executive functions of a CEO and it provides the Group with strong and consistent leadership. The Board of Directors believes that the balance of power and authority is adequately ensured by the operations of the Board which comprises highly experienced individuals. There are three independent non-executive Directors in the Board. All of them possess adequate independence and therefore the Board considers the Company has achieved balance and provided sufficient protection of its interests. Moreover, Mr. Geiger is not a member of any of the committees (Audit Committee, Nomination Committee, and Remuneration Committee) and each committee is composed of a majority of independent non-executive Directors. Nevertheless, the Board will regularly review the management structure to ensure that it meets the business development requirements of the Group.

Furthermore, Mr. Geiger is supported by Mr. Emmanuel Osti, Managing Director, and Mr. André Hoffmann, Managing Director Asia-Pacific. He is responsible to the Board and focuses on Group strategies and Board issues, and ensures a cohesive working relationship between members of the board and management. The two Managing Directors have full executive responsibilities in the business directions and operational efficiency of the business units under their respective responsibilities and are accountable to Mr. Geiger.

## **DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted the Model Code for Securities Transactions by the Directors of Listed Issuers set out in Appendix 10 of the Listing Rules. Having made specific enquiry of all Directors, they have confirmed that they have complied with the Model Code during the period ended 30 September 2011.

## **PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES**

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period under review.

## **GENERAL INFORMATION**

The consolidated financial statements of the Group for the period ended 30 September 2011 have been reviewed by the Audit Committee of the Company.

## **PUBLICATION OF INTERIM REPORT**

The interim results announcement of the Company is published on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.loccitane.com](http://www.loccitane.com)). The interim report will be dispatched to the shareholders of the Company and will be available on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.loccitane.com](http://www.loccitane.com)) in due course.

## **BOARD OF DIRECTORS**

As at the date of this announcement, the Directors of the Company are:

### **Executive Directors**

Reinold Geiger (*Chairman and Chief Executive Officer*)

Emmanuel Laurent Jacques Osti (*Managing Director*)

André Joseph Hoffmann (*Managing Director Asia-Pacific*)

Thomas Levilion (*Group Deputy General Manager, Finance and Administration*)

Domenico Trizio (*Chief Operating Officer*)

### **Non-executive Directors**

Karl Guenard

Martial Thierry Lopez

Pierre Maurice Georges Milet

### **Independent Non-executive Directors**

Charles Mark Broadley

Susan Saltzbart Kilsby

Jackson Chik Sum Ng

By Order of the Board  
**L'Occitane International S.A.**  
**Reinold Geiger**  
*Chairman*

Hong Kong, 28 November 2011