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L'OCCITANE

EN PROVENCE

L'OCCITANE INTERNATIONAL S.A.

49, Boulevard Prince Henri L-1724 Luxembourg

R.C.S. Luxembourg: B80359

(Incorporated under the laws of Luxembourg with limited liability)

(Stock code: 973)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 SEPTEMBER 2019 AND PAYMENT OF FINAL DIVIDEND

At the annual general meeting (the “AGM”) of L’Occitane International S.A. (the “Company”) held on 25 September 2019, voting on all the proposed resolutions as set out in the notice of the AGM dated 17 July 2019 was taken by poll.

As at the date of the AGM, the total number of issued shares of Company was 1,476,964,891 shares of which 15,912,720 shares were held in treasury. The total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM was 1,461,052,171. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM.

Mr. Ingo Dauer, the General Counsel of the Company and Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar, were appointed as joint scrutineers at the AGM for the purpose of vote-taking. All the resolutions were approved by the shareholders of the Company (the “Shareholders”). The poll results in respect of the respective resolutions proposed at the AGM were as follow:

Ordinary Resolutions		No. of Votes (%)		
		For	Against	Abstain
1.	To receive and adopt the statutory accounts and audited consolidated financial statements of the Company for the year ended 31 March 2019 and to acknowledge the content of the reports of the board of directors and the auditor of the Company.	1,227,170,349 (100.000000%)	0 (0.000000%)	216,250
2.	To declare a final dividend of a total amount of €43,400,000 for the year ended 31 March 2019.	1,227,386,599 (100.000000%)	0 (0.000000%)	0
3.	To re-elect the following retiring directors of the Company for a term of 3 years:			
	(i) Mrs. Valérie Irène Amélie Monique Bernis as an independent non-executive director of the Company	1,225,545,449 (99.849994%)	1,841,150 (0.150006%)	0
	(ii) Mr. Pierre Maurice Georges Milet as an independent non-executive director of the Company	1,225,298,803 (99.829899%)	2,087,796 (0.170101%)	0
4.	(A) To give a general mandate to the directors to allot, issue and deal with or, subject to the Treasury Shares Waiver being obtained, transfer or sell out of treasury and deal with, additional shares not exceeding 20% of the aggregate nominal amount of the issued shares of the Company (excluding the nominal capital of those shares that are held in Treasury).	1,142,446,271 (93.079578%)	84,940,328 (6.920422%)	0
	(B) To give a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued shares of the Company (excluding the nominal capital of those shares that are held in Treasury) within a price range between HK\$10 and HK\$30.	1,226,229,249 (99.905706%)	1,157,350 (0.094294%)	0
	(C) To extend the authority given to the directors pursuant to ordinary resolution no. 4(A) to issue shares by adding to the aggregate nominal amount of the issued shares of the Company the number of shares repurchased under ordinary resolution no. 4(B).	1,142,457,522 (93.080495%)	84,929,077 (6.919505%)	0
5.	To renew the mandate granted to PricewaterhouseCoopers to act as approved statutory auditor of the Company for the financial year ending 31 March 2020.	1,227,345,849 (99.996680%)	40,750 (0.003320%)	0
6.	To re-appoint PricewaterhouseCoopers as the external auditor of the Company to hold the office from the conclusion of the Annual General Meeting until the next annual general meeting of the Company.	1,227,370,849 (99.998717%)	15,750 (0.001283%)	0

Special Resolutions		No. of Votes (%)		
		For	Against	Abstain
7.	To approve the remuneration to be granted to certain directors of the Company and to authorize the board of directors to implement any subsequent actions which may be required, including, for the avoidance of doubt, the payment modalities.	1,227,386,599 (100.000000%)	0 (0.000000%)	0
8.	To grant discharge to the directors for the exercise of their mandate during the financial year ended 31 March 2019.	1,222,783,699 (99.846599%)	1,878,650 (0.153401%)	2,708,500
9.	To grant discharge to the approved statutory auditor of the Company, PricewaterhouseCoopers for the exercise of its mandate during the financial year ended 31 March 2019.	1,222,821,199 (99.848376%)	1,856,900 (0.151624%)	2,708,500
10.	To approve the remuneration to be granted to PricewaterhouseCoopers as the approved statutory auditor of the Company.	1,227,386,599 (100.000000%)	0 (0.000000%)	0

As more than 50% of votes were cast in favour of the ordinary resolutions nos. 1 to 6 and not less than 75% of votes were cast in favour of special resolutions nos. 7 to 10, all of the above resolutions were approved by the Shareholders. Shareholders may refer to the notice of the AGM and the circular of the Company dated 17 July 2019 for details of the above resolutions.

PAYMENT OF FINAL DIVIDEND

The final dividend of €0.0297 per share (inclusive of applicable tax) was approved in the above ordinary resolution no. 2 at the AGM. The payment shall be paid in Euros, except that payment to Shareholders whose names appear on the register of members in Hong Kong shall be paid in Hong Kong dollars. The relevant exchange rate for the payment of the final dividend will be the opening buying T/T rate of Hong Kong dollars to Euros as announced by the Hong Kong Association of Banks (www.hkab.org.hk) on the day of the approval of the dividend payment (i.e. 25 September 2019) (Euro 1: HK\$8.525). Accordingly, the amount of final dividend payable in Hong Kong dollars will be approximately HK\$0.2532 per share. Such dividend will be payable on Friday, 18 October 2019 to Shareholders whose names appear on the register of members on Tuesday, 8 October 2019 (i.e. the Dividend Record Date). To determine eligibility for the final dividend, the register of members of the Company will be closed from Wednesday, 2 October 2019 to Tuesday, 8 October 2019, both days inclusive, during which period no shares can be registered. In order to be entitled to receive the final dividend, all transfers accompanied by the relevant share certificate(s) must

be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 30 September 2019. The final dividend will be paid after retention of the appropriate withholding tax under Luxembourg laws. Detailed information about procedures for reclaiming all or part of the withholding tax in accordance with the provisions of the double tax treaty between Luxembourg and Hong Kong was set out in the Company's circular dated 17 July 2019.

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

Luxembourg, 25 September 2019

As at the date of this announcement, the executive directors of the Company are Mr. Reinold Geiger (Chairman and Chief Executive Officer), Mr. André Hoffmann (Vice-Chairman), Mr. Silvain Desjonquères (Group Managing Director), Mr. Thomas Levilion (Group Deputy General Manager, Finance and Administration) and Mr. Karl Guénard (Company Secretary), the non-executive director of the Company is Mr. Martial Lopez and the independent non-executive directors of the Company are Mrs. Valérie Bernis, Mr. Charles Mark Broadley, Mr. Pierre Milet and Mr. Jackson Chik Sum Ng.