

THIS FORM IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN DOUBT ABOUT THIS FORM, YOU SHOULD CONSULT A LICENCED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT AND/OR OTHER PROFESSIONAL ADVISER.

If you have sold or transferred all your Shares, you should at once hand this Form to the purchaser(s) or transferee(s) or to the licenced securities dealer, registered institution in securities, bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Groupe
L'OCCITANE
L'OCCITANE HOLDING S.A.
49, Boulevard Prince Henri L-1724 Luxembourg
R.C.S. Luxembourg: B286921
(Incorporated under the laws of Luxembourg
with limited liability)

Groupe
L'OCCITANE
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)

SHARE OFFER ACCEPTANCE FORM CASH ALTERNATIVE

Reference is made to the Composite Document dated 2 July 2024 (“**Composite Document**”) issued by L’Occitane International S.A. (the “**Company**”) and L’Occitane Holding S.A. (“**Offeror**”). Unless otherwise defined, capitalised terms used in this Form shall have the same meanings as those defined in the Composite Document. **This Form should be read together with the Composite Document.**

THIS FORM IS FOR ACCEPTANCE OF THE SHARE OFFER BY ELECTING THE CASH ALTERNATIVE. Do not use this Form if you are a Qualifying Shareholder and wish to accept the Share Offer by electing the Share Alternative. You may only accept the Share Offer and elect one of the Cash Alternative or the Share Alternative (and not a combination of both).

HOW TO ACCEPT THE SHARE OFFER AND ELECT THE CASH ALTERNATIVE

For Registered Holders

1. Please complete and lodge this Form in the manner below:

Deliver to:	Computershare Hong Kong Investor Services Limited
Address:	Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong
Cut-off date and time:	4:00 p.m. (Hong Kong time) on Tuesday, 23 July 2024 (or such later date as may be notified in a joint announcement issued by the Company and Offeror on the website of the Hong Kong Exchanges and Clearing Limited (the “ Acceptance Time ”))

2. At the same time as lodging this Form, please also deliver to the Hong Kong Share Registrar the following duly completed and signed (if applicable) documents:

- (a) originals of all Evidence of Title for your Offer Shares; and/or
- (b) original signed letter stating that one or more of your Evidence of Title has been lost or is not readily available.

“**Evidence of Title**” means satisfactory evidence of title showing that the Minority Shareholder has title over their Offer Shares, being original share certificate(s), original transfer receipt(s), or satisfactory indemnity/indemnities, or a combination thereof. See the section headed “Letter from J.P. Morgan and Offeror — Part A. Cash Alternative under Share Offer” for more information.

For CCASS Holders

3. Please contact the CCASS Participant(s) through which you hold your Offer Shares (“**your CCASS Participant(s)**”) and follow the instructions given to you by them.

For directors and employees of the Company who hold Offer Shares

4. If you are a director or employee of the Group who hold Offer Shares, please return this form via email to longtermincentives@loccitane.com (and not with the Hong Kong Share Registrar) by the **Acceptance Time**.

By signing and delivering this Form, you hereby accept the Share Offer and elect the Cash Alternative on the terms and conditions set out in the Composite Document.

REPRESENTATIONS BY REGISTERED HOLDER

5. By signing and delivering this Form, your acceptance shall constitute:

- (a) your irrevocable instruction and authority to Offeror, J.P. Morgan and/or their respective agent(s) to collect from the Company or the Hong Kong Share Registrar on your behalf the share certificate(s) in respect of the Offer Shares due to be issued to you in accordance with, and against delivery of, the enclosed Evidence of Title, which has/have been duly signed by you and to deliver the same to the Hong Kong Share Registrar and to authorise and instruct the Hong Kong Share Registrar to hold such share certificate(s), subject to the terms of the Share Offer contained in the Composite Document and this Form;
- (b) your irrevocable instruction and authority to Offeror, J.P. Morgan and/or their respective agent(s) to send a cheque crossed “*Not negotiable — account payee only*” drawn in your favour for the cash consideration to which you shall have become entitled under the terms of the Share Offer, by ordinary post at your own risk to the person named at the address stated below or, if no name and address is stated below, to you or the first-named of you (in the case of joint Registered Holders) at the registered address shown in the register of members of the Company as soon as possible in accordance with the terms and conditions set out in the section headed “Letter from J.P. Morgan and Offeror — Part A. Cash Alternative under Share Offer — Details of the Cash Alternative” in the Composite Document;

(Note: Insert name and address of the person to whom the cheque is to be sent if different from the Registered Holder or the first-named of joint Registered Holders.)

Please use BLOCK CAPITAL LETTERS in English

Name:	
Address:	

- (c) your irrevocable instruction and authority to Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or such person or persons as any of them may direct for the purpose, on your behalf, to make and execute the contract note as required by the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong) to be made and executed by you as the seller(s) of the Offer Shares to be sold by you under the Share Offer and to cause the same to be stamped and to cause an endorsement to be made on this Form in accordance with the provisions of the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong);
- (d) your irrevocable instruction and authority to Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or such person or persons as any of them may direct to complete and execute this Form or any document on your behalf in connection with your acceptance of the Share Offer and to do any other act that may be necessary or expedient for the purpose of vesting in Offeror and/or such person or persons as it may direct your Offer Share(s) tendered for acceptance of the Share Offer;
- (e) your undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to transfer your Offer Shares tendered for acceptance under the Share Offer to Offeror or such person or persons in accordance with the terms and conditions set out in the Composite Document; and
- (f) your agreement to ratify each and every act or thing which may be done or effected by Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or their respective agent(s) or such person or persons as any of them may direct on the exercise for any rights contained herein.

6. You further represent, warrant and agree (as the case may be) to Offeror and the Company that:
- your acceptance in this Form shall be binding on your successors and assignees;
 - you agree to provide such additional information or documentary evidence as required by Offeror for the purpose of confirming you have elected Cash Alternative in respect of the Offer Shares in which you are interested as Registered Holder;
 - all regulatory approvals (if any) required by you to receive the Share Offer have been obtained;
 - you may lawfully be offered, take up, obtain and receive the Cash Alternative in the jurisdiction in which you reside or are currently located;
 - you are not resident or located in, or a citizen of any territory where it would be unlawful to elect for the Cash Alternative; and
 - you agree that any information provided in this Form is voluntary and you acknowledge and agree that this Form and/or the information contained therein may be disclosed and transferred to such parties as further set out in the Personal Information Collection Statement below.

OTHER INFORMATION

- As noted in the Composite Document, the Company will conduct a shareholder identification exercise pursuant to its power under section 329 of the SFO. The result of this exercise will be shared with Offeror, J.P. Morgan and Hong Kong Share Registrar in the form of a report (“**Section 329 Report**”).
- Offeror, the Company, J.P. Morgan and the Hong Kong Share Registrar may use reasonable endeavours to contact the relevant Registered Holder if they are aware of any clerical error in this Form which has been delivered to the Hong Kong Share Registrar, with a view to the Registered Holder correcting the same before the Acceptance Time. Registered Holders should note that it is their responsibility to ensure that the requirement of the Single Consideration Election Measure has been complied with, and none of Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar or any of their advisers or agents will be responsible for a Registered Holder’s failure in making a valid election for the Cash Alternative or Share Alternative.
- None of Offeror, the Company, J.P. Morgan or the Hong Kong Share Registrar is obliged to return this Form to the Registered Holder or give notice to any Registered Holder of any such irregularities found in this Form or rejection thereof and each of them hereby disclaims any and all liabilities arising from exercising or not exercising its discretion as aforementioned or giving or not giving such notification.
- No acknowledgement of receipt of this Form (or any other form required to be delivered to Offeror, the Company, J.P. Morgan or the Hong Kong Share Registrar) will be given to you.
- This Form should be completed in **BLOCK CAPITAL LETTERS IN ENGLISH** (unless otherwise directed).
- Any alteration to this Form must be signed by the Registered Holder.**
- If you have any questions, please contact Morrow Sodali Hong Kong Limited at the Offers hotline: **± 852 2592 5946** between 9:00 a.m. and 5:00 p.m. (Hong Kong time) on Hong Kong business days or at loccitane@investor.morrow sodali.com.

PART 1: REGISTERED HOLDER DETAILS (PLEASE COMPLETE IN BLOCK LETTERS IN ENGLISH UNLESS OTHERWISE DIRECTED)

1. Total number of Offer Shares subject to acceptance:	<i>In numbers</i>	<i>In words</i>
2. Share certificate number(s) in respect of Offer Share(s) subject to acceptance registered in your name:		
Details of Transferor(s)		
3. Name of transferor(s) (English):*	<i>* In case of a joint holders, please state the name of each holder.</i>	
4. Name of transferor(s) (Chinese) (if applicable):*	<i>* In case of a joint holders, please state the name of each holder.</i>	
5. Registered address (English):		
6. Contact telephone number (including country and area codes):		
7. Email address:		
8. Consideration:	HK\$34.00 in cash for each Offer Share.	
Details of Transferee		
9. Name of transferee(s):	L'OCCITANE HOLDING S.A.	
10. Registered address:	49, BOULEVARD PRINCE HENRI L-1724, LUXEMBOURG	
11. Occupation:	Corporation.	

PART 2: SIGNATURE

In order to be effective, this Form must be signed personally (or under a power of attorney, and the original thereof or a certified copy thereof must be lodged with this Form) by the Registered Holder. In the case of joint holders, all such holders must sign on this Form. In the case of a body corporate, this Form must be executed under its common seal or under the hand of an officer, attorney or other person duly authorised.

Signed by or for and on behalf of the Transferor(s) in the presence of:

Signature of witness:	Signature of Transferor(s) or its duly authorised agent(s) (company chop, if applicable):
Name of witness:	
Address of witness:	
Occupation of witness:	Date of submission of this Form:

DO NOT COMPLETE

Signed by or for and on behalf of the Transferee in the presence of:

Signature of witness:	For an on behalf of L'OCCITANE HOLDING S.A. Authorised signatory(ies) Signature(s) of Transferee or its duly authorised agent(s):
Name of witness:	
Address of witness:	
Occupation of witness:	Date of transfer:

IMPORTANT POINTS ABOUT THE ELECTION

If you are a Shareholder who is not a resident in Hong Kong, you may be subject to the laws of relevant jurisdictions. You are reminded that you should inform yourself about and observe any applicable legal, tax or regulatory requirements. It is the responsibility of any overseas Shareholders wishing to accept the Share Offer and make the election of the Cash Alternative or the Share Alternative to satisfy themselves as to the full observance of the laws of the relevant jurisdiction in connection therewith, including the obtaining of any governmental, exchange control or other consents which may be required, or the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such jurisdiction. Any acceptance by such overseas Shareholders will be deemed to constitute a representation and warranty from such persons to Offeror, the Company, J.P. Morgan and their respective advisers, that those local laws and requirements have been complied with. If you are in doubt as to your position, you should consult your own professional advisers.

PERSONAL DATA

Personal Information Collection Statement

This personal information collection statement informs you of the policies and practices of Offeror, the Company, J.P. Morgan and the Hong Kong Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”).

1. Reasons for the collection of the personal data

If all or some of the Offer Shares of the Company which you are interested in are held as Registered Holder, to elect for the Share Offer for any Offer Share(s) which you are interested in, you must provide the personal data requested. Any failure to supply the requested data may result in the processing of your acceptance and election being rejected or delayed.

2. Purposes

The personal data which you provide in this Form may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your election and verification of compliance with the terms and procedures set out in this Form and the Composite Document;
- establishing your entitlements under the Share Offer;
- conducting signature verifications and any other verification of the information you provide;
- effecting the Share Offer;
- distributing notices and communications to you from Offeror, the Company, the Hong Kong Share Registrar and/or appointed trustees or their respective agents, officers and advisers;
- compiling statistical information relating to the Shareholders;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise), including to the Stock Exchange, the SFC and applicable regulatory or governmental bodies, and otherwise to comply with any legal obligation to which any of Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or appointed trustees (as applicable) is subject;
- disclosing and otherwise using relevant information to facilitate claims or bring or defend legal proceedings, or establishing, exercising or defending of legal entitlements by Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or appointed trustees including for the purpose of obtaining related legal advice; and
- any other incidental or associated purposes relating to the above, and the Offers, to enable Offeror and/or the Company to discharge their obligations to the Shareholders and/or any applicable regulatory or governmental bodies and any other purposes to which the Shareholders may from time by time agree to or be informed of.

3. Transfer of personal data

The personal data provided in this Form will be kept confidential but Offeror, the Company and/or the Hong Kong Share Registrar may, to the extent necessary for achieving the purposes above or any of them, disclose and transfer (whether within or outside Hong Kong) such personal data to, from or with any and all of the following persons and entities:

- Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar, appointed trustees and/or their agents, officers and advisers;
- any agents, contractors or third party service providers who offer administrative, payment, logistical, brokerage, securities or other services to Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or appointed trustees;
- the Stock Exchange, the SFC and any applicable regulatory or governmental bodies;
- HKSCC Nominees Limited, any CCASS Participant, any Beneficial Owner and/or their agents, officers and advisers;
- any other persons or institutions with which you have or propose to have dealings, such as bank managers, solicitors, accountants, licensed securities dealers or registered institutions in securities, or otherwise ask us to communicate with; and
- any other persons or institutions whom Offeror, the Company, J.P. Morgan, the Hong Kong Share Registrar and/or appointed trustees considers to be necessary or desirable in connection with any of the above purposes.

4. Access and correction of personal data

The Ordinance provides you with rights to ascertain whether Offeror, the Company, J.P. Morgan and/or the Hong Kong Share Registrar hold your personal data, to obtain a copy of that data and to correct any data that is incorrect. In accordance with the Ordinance, Offeror, the Company, J.P. Morgan and/or the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of any data access requests.

All requests for access to data, correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Data Protection Officer of Offeror, the Company, J.P. Morgan and/or the Hong Kong Share Registrar (as the case may be) at the respective addresses provided in the Composite Document.

BY SIGNING THIS FORM, YOU AGREE TO ALL OF THE ABOVE