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**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**  
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**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)

## JOINT ANNOUNCEMENT

### DESPATCH OF COMPOSITE DOCUMENT

**(1) CONDITIONAL VOLUNTARY GENERAL OFFERS BY  
J.P. MORGAN SECURITIES (ASIA PACIFIC) LIMITED ON BEHALF OF OFFEROR  
TO ACQUIRE ALL ISSUED AND OUTSTANDING SHARES IN THE COMPANY  
(OTHER THAN SHARES ALREADY OWNED BY LOG) AND TO CANCEL  
ALL VESTED OPTIONS; AND (2) LIQUIDITY ARRANGEMENT WITH RESPECT TO  
UNVESTED AWARDS**

**Exclusive Financial Adviser to Offeror**

**J.P.Morgan**

**J.P. Morgan Securities (Asia Pacific) Limited**

**Independent Financial Adviser to the  
Independent Board Committee**



**SOMERLEY CAPITAL LIMITED**

**Somerley Capital Limited**

### INTRODUCTION

Reference is made to the joint announcement issued by L'Occitane Holding S.A. (“**Offeror**”) and L'Occitane International S.A. (the “**Company**”) dated 17 June 2024 and the composite document to be dated 2 July 2024 (the “**Composite Document**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

### DESPATCH OF COMPOSITE DOCUMENT

The Composite Document, together with the Election Documents, containing, among others: (i) detailed terms and conditions of the Offers; (ii) the expected timetable in respect of the Offers; (iii) the letter from J.P. Morgan and Offeror about the Offers; (iv) the letter from the Board; (v) the letter from the Independent Board Committee; (vi) the letter from the Independent Financial Adviser; and (vii) the estimate of value of the Offeror Shares, will be despatched to the Shareholders on Tuesday, 2 July 2024 in accordance with the Takeovers Code. A copy of these documents is also available on the websites of the Company ([group.loccitane.com](http://group.loccitane.com)) and the Securities and Futures Commission ([www.sfc.hk](http://www.sfc.hk)).

## EXPECTED TIMETABLE

Set out below is the expected timetable of the Offers, as extracted from the Composite Document. This timetable is indicative only and may be subject to change. Any changes to the timetable will be announced by Offeror and the Company. All time and date references below refer to Hong Kong time and dates.

<b>Event</b>	<b>Expected date and time <sup>(1)</sup></b>
Offers open for acceptance <sup>(6)</sup> .....	Tuesday, 2 July 2024
First Closing Date .....	Tuesday, 23 July 2024
Latest date and time for acceptance of the Offers on First Closing Date .....	4:00 p.m. on Tuesday, 23 July 2024
Announcement of results of the Offers as of First Closing Date .....	7:00 p.m. on Tuesday, 23 July 2024
Latest date for announcing an extension of the period for acceptance of the Offers after First Closing Date .....	Tuesday, 23 July 2024
<b><i>If the Share Offer becomes or is declared unconditional in all respects on First Closing Date</i></b>	
Date that Vested Option Offer and Liquidity Arrangement becomes unconditional <sup>(2)</sup> .....	Tuesday, 23 July 2024
Latest date for Offeror settling payment of the Offer Price (under the Cash Alternative) or Award Cancellation Price (under the Vested Option Offer) for acceptances received by First Closing Date <sup>(2)(4)</sup> .....	Thursday, 1 August 2024
Offer Closing Date <sup>(2)</sup> .....	Tuesday, 6 August 2024
Latest date and time for overseas Minority Shareholders who wish to elect the Share Alternative to complete and deliver the Qualifying Shareholder Questionnaire <sup>(2)(5)</sup> .....	4:00 p.m. on Tuesday, 6 August 2024
Latest date and time for acceptance of the Offers on Offer Closing Date <sup>(2)(5)(6)</sup> .....	4:00 p.m. on Tuesday, 6 August 2024
Announcement of results of the Offers as of Offer Closing Date <sup>(2)(5)</sup> .....	7:00 p.m. on Tuesday, 6 August 2024
Earliest date for sending compulsory acquisition notices under Article 18 <sup>(2)(5)</sup> .....	Wednesday, 7 August 2024
Latest date for issuing Rollover Shares and settling payment, if any, for acceptances of the Share Alternative under the Share Offer received by Offer Closing Date <sup>(2)(4)</sup> .....	Monday, 26 August 2024

***If the Share Offer does not become unconditional in all respects on First Closing Date***

Latest date for the Share Offer to become or be declared unconditional, being the Long Stop Date <sup>(5)</sup> .....	Monday, 26 August 2024
Latest date on which the Vested Option Offer and the Liquidity Arrangement become unconditional <sup>(3)</sup> .....	Monday, 26 August 2024
Latest date for Offeror settling payment of the Offer Price (under the Cash Alternative) or Award Cancellation Price (under the Vested Option Offer) for acceptances received by Long Stop Date <sup>(3)(4)</sup> .....	Wednesday, 4 September 2024
Latest date and time for overseas Minority Shareholders who wish to elect the Share Alternative to complete and deliver the Qualifying Shareholder Questionnaire <sup>(3)(5)</sup> .....	4:00 p.m. on Monday, 9 September 2024
Offer Closing Date <sup>(3)</sup> .....	Monday, 9 September 2024
Latest date and time for acceptance of the Offers on Offer Closing Date <sup>(3)(5)(6)</sup> .....	4:00 p.m. on Monday, 9 September 2024
Announcement of results of the Offers as of Offer Closing Date <sup>(3)(5)</sup> .....	7:00 p.m. on Monday, 9 September 2024
Earliest date for sending compulsory acquisition notices under Article 18 <sup>(3)(5)</sup> .....	Tuesday, 10 September 2024
Latest date for issuing Rollover Shares and settling payment, if any, for acceptances of the Share Alternative under the Share Offer received by Offer Closing Date <sup>(3)(4)</sup> .....	Monday, 30 September 2024

*Notes:*

- (1) If there is a tropical cyclone warning signal number 8 or above, a “black” rainstorm warning or “extreme conditions” in force in Hong Kong and still in force at 12:00 noon on any of these dates, the relevant date and time will be moved to the same time, if applicable, on the next business day in Hong Kong which does not have either of those warnings in force after 12:00 noon.
- (2) Assuming that the Share Offer becomes or is declared unconditional in all respects on First Closing Date.
- (3) Assuming the Share Offer becomes or is declared unconditional in all respects on Long Stop Date.
- (4) ***For Cash Alternative.*** See the sections headed “Letter from J.P. Morgan and Offeror — Part A. Cash Alternative under Share Offer — Details of the Cash Alternative” in the Composite Document for more information on settlement.  
***For Share Alternative.*** See the section headed “Letter from J.P. Morgan and Offeror — Part B. Share Alternative under Share Offer — Details of the Share Alternative” in the Composite Document for more information on settlement.  
***For Vested Option Offer.*** See the section headed “Letter from J.P. Morgan and Offeror — Part C. Vested Option Offer — Details of the Vested Option Offer” in the Composite Document for more information on settlement.  
***For Liquidity Arrangement.*** See the section headed “Letter from J.P. Morgan and Offeror — Part D. Liquidity Arrangement — Details of the Liquidity Arrangement” in the Composite Document for more information on settlement.
- (5) Or unless otherwise extended with the consent of the Executive, the Company and Offeror, in which case this shall be the date set out in an announcement by Offeror and/or the Company.

(6) See “Appendix VIII” (*Further information on Offer Period procedures*) to the Composite Document for more information on acceptance procedures during the Offer Period.

**Shareholders and Award Holders should read the Composite Document, and in particular: (i) for overseas Shareholders, the section headed “Important notices”; and (ii) for all Disinterested Shareholders, Qualifying Shareholders and Award Holders, the “Letter from the Independent Board Committee” and the “Letter from the Independent Financial Adviser”, before deciding whether to accept the Offers, and in the case of the Share Offer, whether to elect between the Cash Alternative or the Share Alternative.**

**Shareholders and potential investors of the Company should note that the Share Offer is subject to the Conditions set out in the Composite Document. Additionally, Award Holders should note that the Vested Option Offer and the Liquidity Arrangement are each subject to the Share Offer becoming or being declared unconditional in all respects. The Conditions may or may not be fulfilled and/or waived (where waivable) and accordingly the Share Offer may or may not proceed (and the Vested Option Offer and the Liquidity Arrangement may or may not take effect).**

**Shareholders, Award Holders and potential investors of the Company are advised to exercise extreme caution when dealing in the Shares and other securities of the Company, and if they are in doubt about their positions, they should consult their professional advisers.**

By order of the board of directors of  
**L’Occitane Holding S.A.**  
**Mr. Reinold Geiger**  
*Sole Director*

By order of the Board of  
**L’Occitane International S.A.**  
**Mr. Laurent Marteau**  
*Director and Chief Executive Officer*

Luxembourg, 1 July 2024

*As at the date of this announcement, the sole director of Offeror is Mr. Reinold Geiger. The sole director of Offeror accepts full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the directors of LOG are Mr. Reinold Geiger (Chairman), Mr. André Hoffmann, Mr. Karl Guénard, Mr. Olivier Baussan, Mr. Christopher Braden, Mr. Sylvain Desjonqueres, Mr. Adrien Geiger, Mr. Maximilien Geiger and Mr. Nicolas Geiger. The directors of LOG jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the Directors in their capacity as Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the executive Directors are Mr. Reinold Geiger (Chairman), Mr. André Hoffmann, Mr. Laurent Marteau (Chief Executive Officer), Mr. Karl Guénard (Company Secretary) and Mr. Séan Harrington (Chief Executive Officer of ELEMIS), the non-executive Director is Mr. Thomas Levilion, and the independent non-executive Directors are Mrs. Christèle Hiss Holliger, Mr. Charles Mark Broadley, Ms. Betty Liu and Mr. Jackson Chik Sum Ng. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Offers and Offeror Concert Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the directors of LOG in their capacity as directors of LOG, and the sole director of Offeror in his capacity as director of Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*