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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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of L'Occitane International S.A. (the “**Company**”) will be held at the registered office of the Company at 49, Boulevard Prince Henri, L-1724 Luxembourg, Grand Duchy of Luxembourg on Wednesday, 25 September 2024 at 10:00 a.m. Central European Time for the purpose of considering and, if thought fit, passing (with or without amendments) the following resolutions. Unless indicated otherwise, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 3 September 2024.

ORDINARY RESOLUTIONS

To consider and, if thought fit, to pass, with or without modification, the following resolutions as ordinary resolutions:

1. To receive and adopt the statutory accounts and audited consolidated financial statements of the Company for the financial year ended 31 March 2024 and to acknowledge the content of the reports of the board of directors and the auditor of the Company.
2. To acknowledge a profit and to allocate such profit to the profit brought forward.
3. To re-elect the retiring Director, Mr. Reinold Geiger as an executive Director for a term of three years.
4. To re-elect the retiring Director, Mr. André Joseph Hoffmann as an executive Director for a term of three years.
5. To re-elect the retiring Director, Mr. Karl Guénard as an executive Director for a term of three years.
6. To renew the mandate granted to PricewaterhouseCoopers to act as approved statutory auditor (*réviseur d'entreprises agréé*) of the Company for the financial year ending 31 March 2025.
7. 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.

SPECIAL RESOLUTIONS

8. To approve the remuneration to be granted to certain Directors and to authorize the Board to implement any subsequent actions which may be required, including, for the avoidance of doubt, the payment modalities.
9. To grant discharge to the Directors for the exercise of their mandate during the financial year ended 31 March 2024.
10. To grant discharge to the approved statutory auditor (*réviseur d'entreprises agréé*) of the Company, PricewaterhouseCoopers for the exercise of its mandate during the financial year ended 31 March 2024.
11. To approve the remuneration to be granted to PricewaterhouseCoopers as the approved statutory auditor (*réviseur d'entreprises agréé*) of the Company.

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

Luxembourg, 3 September 2024

Registered office:
49, Boulevard Prince Henri
L-1724 Luxembourg
Grand Duchy of Luxembourg

Principal place of business in Hong Kong:
20/F, K11 ATELIER King's Road
728 King's Road
Quarry Bay, Hong Kong

Notes:

- (i) A Shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her; a proxy need not be a Shareholder.
- (ii) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the persons so present whose name stands first on the register of Shareholders in respect of such share shall alone be entitled to vote in respect thereof.
- (iii) In order to be valid, a form of proxy must be deposited at the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting (i.e. before 4:00 p.m. (Hong Kong time) on Monday, 23 September 2024) or any adjournment thereof. The completion and return of the form of proxy shall not preclude Shareholders from attending and voting in person at the meeting or any adjournment thereof if they so wish, provided that the proxy shall in that case be withdrawn and shall not be taken into account for the voting.
- (iv) As disclosed in the joint announcement of the Company and L'Occitane Holding S.A. dated 2 August 2024, the transfer books and register of Shareholders will be closed from Friday, 20 September 2024 onwards, following which no share transfers can be registered, including for determining the right to attend and vote at the Annual General Meeting. 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. (Hong Kong time) on Thursday, 19 September 2024.

As at the date of this notice, the executive directors of the Company 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 of the Company is Mr. Thomas Levilion; and the independent non-executive directors of the Company are Mrs. Christèle Hiss Holliger, Mr. Charles Mark Broadley, Ms. Betty Liu and Mr. Jackson Chik Sum Ng.