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L'OCCITANE

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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)*

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 24 SEPTEMBER 2014 AND PAYMENT OF FINAL DIVIDENDS

At the annual general meeting (the “AGM”) of L’Occitane International S.A. (the “Company”) held on 24 September 2014, voting on all the proposed resolutions as set out in the notice of the AGM dated 9 July 2014 was taken by poll.

As at the date of the AGM, the total number of issued shares of the Company was 1,476,964,891 shares of which 6,655,500 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 1,285,205,160. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM.

Mr. Ingo Dauer and Computershare Hong Kong Investors 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 poll results in respect of the respective resolutions proposed at the AGM were as follow:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and adopt the statutory accounts and audited consolidated financial statements of the Company for the year ended 31 March 2014 and to acknowledge the content of the reports of the board of directors and the auditor of the Company.	1,285,200,900 99.999766%	3,010 0.000234%
2.	To declare a final dividend of a total amount of €31.3 million for the year ended 31 March 2014.	1,285,199,400 99.999746%	3,260 0.000254%

Ordinary Resolutions		No. of Votes (%)	
		For	Against
3.	To re-elect the following retiring directors of the Company for a term of 3 years:		
	(i) Mr. Thomas Levilion as executive Director	1,283,785,831 99.889622%	1,418,579 0.110378%
	(ii) Mr. Domenico Luigi Trizio as executive Director	1,245,314,745 96.896183%	39,890,415 3.103817%
	(iii) Mr. Charles Mark Broadley as independent non-executive Director	1,285,197,900 99.999435%	7,260 0.000565%
	(iv) Mr. Jackson Chik Sum Ng as independent non-executive Director	1,268,563,762 98.705156%	16,641,398 1.294844%
4.	To elect Mr. Nicolas Veto as executive Director of the Company for a term of 3 years.	1,283,785,831 99.889564%	1,419,329 0.110436%
5.	(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 issued share capital of the Company (excluding the nominal capital of those shares that are held in Treasury).	1,050,094,720 81.706388%	235,110,440 18.293612%
	(B) To give a general mandate to the directors to repurchase shares not exceeding 10% of the issued share capital 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.	1,285,197,900 99.999377%	8,010 0.000623%
	(C) To extend the authority given to the directors pursuant to ordinary resolution no. 5(A) to issue shares by adding to the issued share capital of the Company the number of shares repurchased under ordinary resolution no. 5(B).	1,051,531,470 81.818180%	233,673,690 18.181820%
6.	To renew the mandate granted to PricewaterhouseCoopers to act as approved statutory auditor of the Company for the financial year ending 31 March 2015.	1,285,198,400 99.999474%	6,760 0.000526%
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.	1,285,199,150 99.999532%	6,010 0.000468%

Special Resolutions		No. of Votes (%)	
		For	Against
8.	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.	1,285,193,650 99.999182%	10,510 0.000818%
9.	To grant discharge to the directors for the exercise of their mandate during the financial year ended 31 March 2014.	1,283,368,650 99.876687%	1,584,510 0.123313%
10.	To grant discharge to the statutory auditors PricewaterhouseCoopers for the exercise of their mandate during the financial year ended 31 March 2014.	1,284,946,400 99.999318%	8,760 0.000682%
11.	To approve the remuneration to be granted to PricewaterhouseCoopers as the approved statutory auditor of the Company.	1,285,199,150 99.999532%	6,010 0.000468%
12.	To ratify the change of the registered office of the Company with effect as of 1 October 2013 from 1, rue du Fort Rheinsheim, L-2419 Luxembourg, Grand Duchy of Luxembourg to 49, Boulevard Prince Henri L-1724 Luxembourg, Grand Duchy of Luxembourg and further to the change of the registered office of the Company, to amend the definition of “Company” in section 1 “Interpretation” page 1 of the articles of association of the Company (the “Articles of Association”) to read as follows: “Company” shall mean L’Occitane International S.A., a société anonyme governed by the laws of the Grand Duchy of Luxembourg registered with the Luxembourg trade and companies register under registration number B80359.	1,285,200,150 99.999610%	5,010 0.000390%

As more than 50% of votes were cast in favour of the ordinary resolutions nos. 1 to 7 and not less than 75% of votes casted in favour of special resolutions nos. 8 to 12, 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 9 July 2014 for details of the above resolutions.

ELECTION OF EXECUTIVE DIRECTOR

Mr. Nicolas Veto was elected as an executive director of the Board with effect from the conclusion of AGM on 24 September 2014 for a term of three years, as approved on the above ordinary resolution no.4. His biographical details are set out on the Circular dated 9 July 2014. As of this announcement, there has been no change in such information.

PAYMENT OF FINAL DIVIDENDS

The final dividend of €0.0213 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. 24 September 2014) (Euro 1:HK\$9.8565). Accordingly, the amount of final dividend payable in Hong Kong dollars will be approximately HK\$0.209943 per share. Such dividend will be payable on or about Wednesday, 22 October 2014 to shareholders whose names appear on the register of members on Friday, 10 October 2014 (i.e. the Dividend Record Date). To determine eligibility for the final dividend, the register of members will be closed from Tuesday, 7 October 2014 to Friday, 10 October 2014, 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 our 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, 6 October 2014. The dividends 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 9 July 2014.

By order of the board of directors
L'Occitane International S.A.
Reinold Geiger
Chairman

Luxembourg, 24 September 2014

As at the date of this announcement, the executive Directors of the Company are Mr. Reinold Geiger (Chairman and Chief Executive Officer), Mr. Emmanuel Laurent Jacques Osti (Managing Director), Mr. André Joseph Hoffmann (Managing Director Asia-Pacific), Mr. Thomas Levilion (Group Deputy General Manager, Finance and Administration), Mr. Domenico Luigi Trizio (Chief Operating Officer), Mr. Karl Guénard and Mr. Nicolas Veto, the non-executive Director of the Company is Mr. Martial Thierry Lopez and the independent non-executive Directors of the Company are Mrs. Valérie Irène Amélie Monique Bernis, Mr. Charles Mark Broadley, Mr. Pierre Maurice Georges Milet and Mr. Jackson Chik Sum Ng.