



RESOLUTIONS SUBMITTED TO  
THE APPROVAL OF THE  
ANNUAL GENERAL MEETING

ÉMILIE **THIÉRY**

SECRÉTAIRE DU CONSEIL D'ADMINISTRATION



# ORDINARY PART

1

Approval of the 2025 **parent company financial statements**

L'Oréal net income = €8,724,755,982.30

2

Approval of the 2025 **consolidated financial statements**

3

Allocation of the Company's net income for the financial year 2024 and setting of the **dividend**

- Amount of **ordinary dividend** = €7.20 per share
- Amount of **preferential dividend (10%)** = €7.92 per share

# ORDINARY PART

**Appointment** for a period of four years:

4

Mr Pablo **ISLA**



5

Mrs Anna **LENZ**



6

Mrs Christel **BORIES**



# ORDINARY PART

Re-appointment for a period of four years:

7

Mr Jean-Paul **Agon**



8

Mr Patrice **Caine**





## ORDINARY PART

9

Establishment of the **total maximum amount** allotted to Directors

Increased from €2,000,000 to €2,100,000



## ORDINARY PART

### Components of remuneration for 2025

- 10** Directors  
& Corporate officers  
(Chairman, Chief Executive Officer)
- 11** Chairman of the Board  
of Directors
- 12** Chief Executive Officer

### Remuneration policies for 2026

- 13** Directors
- 14** Chairman of the Board  
of Directors
- 15** Chief Executive Officer



## ORDINARY PART

16

Authorisation for the Company to **buy back** its own shares

- **PROPOSED MAXIMUM PURCHASE PRICE PER SHARE: €700**  
(excluding expenses)
- **LIMIT:** 10% of share capital
- **DURATION OF AUTHORISATION:** 18 months
- Can be used outside public offering periods



# EXTRAORDINARY PART

AUTHORISATIONS GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE TO

LIMIT

DURATION

17

**Reduce the share capital by cancelling the shares acquired by the Company** under Article L. 22-10-62 of the French Commercial Code

10% of the share capital at the date of cancellation per 24 months period

26 months

18

**Carry out free grants** of existing shares and/or shares to be issued, with cancellation of shareholders' preferential subscription rights, to **employees and directors and corporate officers**

0.6% of the share capital on the date of the Board of Directors' decision

26 months



# EXTRAORDINARY PART

DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF

19

Carrying out a capital increase reserved for **employees who are subscribers of Employee Savings Scheme**

20

Carrying out a capital increase reserved for **employees of non-French subsidiaries**

LIMIT

1% of the share capital

DURATION

26 months

18 months



## EXTRAORDINARY PART

21

### Amendments to Article 12 of the Articles of Association:

Allow for the generalised use of **electronic notices** to shareholders, including for registered shares

**Simplify its wording** by replacing certain regulatory provisions with a reference to the applicable regulations.



# EXTRAORDINARY PART

22

Powers for **formalities**