

This amount is calculated on the basis of the number of shares forming the capital at 31 December 2025 and will be adjusted to reflect:

- the number of shares issued between 1 January 2026 and the payment date of this dividend following the full vesting of new free shares granted and giving rights to said dividend; and
- the final number of shares eligible for the preferential dividend, taking into account sales or transfers to a bearer account between 1 January 2026 and the dividend payment date.

The General Meeting therefore sets the ordinary dividend at €7.20 per share and the preferential dividend at €7.92 per share. The preferential dividend will be granted to the shares held in registered form since 31 December 2023 at the latest, and which continuously remain in registered form until the dividend payment date, it being specified that the number of shares giving entitlement to such a preferential dividend cannot exceed 0.5% of the share capital for any one shareholder. The ex-dividend date for the dividends (both ordinary and preferential) will be 29 April 2026 at 00:00 hours (Paris time) and they will be paid on 4 May 2026.

In the event that, at the time of payment of the dividend, the Company holds treasury shares, the distributable profit corresponding to the unpaid dividend due to the holding of such shares would be allocated to the "Other reserves" item.

For individuals domiciled in France, the dividend is subject to income tax at a flat rate but may be taxed, at the shareholder's option, at a progressive rate. In such cases, the dividend is eligible for the tax deduction provided for in Article 158 3.2° of the French Tax Code.

The table below shows the amount of the dividends distributed that were fully eligible for the tax deduction provided for in Article 158 3.2° of the French Tax Code, for the last three financial years:

	2022	2023	2024
Ordinary dividend per share	€6.00	€6.60	€7.00
Preferential dividend per share	€0.60	€0.66	€0.70

## Resolutions 4, 5, 6, 7 and 8: Offices of Directors

### EXPLANATORY STATEMENT

#### 1 Composition of the Company's Board of Directors at 31 December 2025

The Directors of L'Oréal come from different backgrounds. They complement one another due to their different professional experience, skills and nationalities. They have good knowledge of the Company. The Directors are present, active and closely involved. These are all useful assets that contribute to the preparation and conduct of the Board of Directors' discussions and deliberations in the context of the decisions it is called on to make.

The Directors are attentive and vigilant and carry out their duties with complete freedom of judgement. This freedom of judgement enables them in particular to participate, in complete independence, in the decisions or work of the Board of Directors and its Committees.

**Jean-Paul Agon**, 69, joined the Group in 1978. Following an international career as General Manager of the Consumer Products Division in Greece and of L'Oréal Paris in France, International Managing Director of Biotherm, General Manager of L'Oréal Germany, General Manager of the Asia Zone, Chairman and Chief Executive Officer of L'Oréal USA, Jean-Paul Agon was appointed as Deputy Chief Executive Officer of L'Oréal in 2005, and then Chief Executive Officer in April 2006, and finally Chairman and Chief Executive Officer from 2011 to 2021. Since 1 May 2021, Jean-Paul Agon has been the Chairman of the Board of Directors. Jean-Paul Agon has been a Director of L'Oréal since 2006 and is the Chairman of the Strategy and Sustainability Committee. Jean-Paul Agon is also the Chairman of the L'Oréal Corporate Foundation.

**Nicolas Hieronimus**, 61, joined the Group in 1987 and was appointed Marketing Director of Laboratoires Garnier in 1993. After an international career as a General Manager of the Garnier Maybelline Division in the United Kingdom, General Manager in France, then International General

Manager of L'Oréal Paris and General Manager of L'Oréal Mexico, Nicolas Hieronimus was appointed as the General Manager of the L'Oréal Professional Products Division and joined the Executive Committee in 2008. In 2011, he was appointed President of L'Oréal Luxe, a role that he held until the end of 2018. In 2013, Nicolas Hieronimus became President of Selective Divisions (Luxe, Active Cosmetics, Professional Products). He was appointed Deputy Chief Executive Officer in charge of Divisions in May 2017. Nicolas Hieronimus was appointed Chief Executive Officer of L'Oréal on 1 May 2021. He has been a Director of L'Oréal since April 2021 and is also Chairman of the L'Oréal Fund for Women and Director of the L'Oréal Corporate Foundation.

**Jean-Victor Meyers**, 39, son of Françoise Bettencourt Meyers and Jean-Pierre Meyers, has been a member of the Supervisory Board of the family-owned holding company Téthys since January 2011 and member of the Supervisory Board of the investment subsidiary Téthys Invest. Jean-Victor Meyers has been a Director of L'Oréal since 2012 and Vice-Chairman of the Board of Directors since 2025. Jean-Victor Meyers is also a member of the Strategy and Sustainability Committee, the Nominations and Governance Committee and the Human Resources and Remuneration Committee.

**Paul Bulcke**, 71, a Belgian and Swiss national, pursued an international career at the highest level within the Nestlé group, holding various positions in Europe and Latin America. Then, in 2004, he was appointed Executive Vice President and Region Director for the Americas of Nestlé SA before becoming Chief Executive Officer of Nestlé SA from 2008 to 2016. Paul Bulcke served as Chairman of the Board of Directors of Nestlé from 2017 until 1 October 2025. He was a Director of L'Oréal from 2012 to June 2014 and then again since 2017. Paul Bulcke has been Vice-Chairman of the Board of Directors since 2017, and is a member of the Strategy and Sustainability Committee, the Nominations and Governance Committee, and the Human Resources and Remuneration Committee.

**Sophie Bellon**, 64, is Chairwoman of the Sodexo Board of Directors. After a career in finance in the United States, she joined Sodexo in 1994, where she held various positions, including as the Chief Executive Officer of the Corporate Services business unit of Sodexo France and as Research, Development and Innovation Strategy Manager of Sodexo. She was appointed Chairwoman of the Board of Directors in 2016 and then interim Chief Executive Officer of Sodexo from October 2021, before being appointed Chairwoman and Chief Executive Officer from February 2022 to November 2025. Sophie Bellon has been a Director of L'Oréal since 2015 and is the Chairwoman of the Human Resources and Remuneration Committee and a member of the Nominations and Governance Committee.

**Patrice Caine**, 55, has been Chairman and Chief Executive Officer of the Thales group since December 2014, after holding management positions in various operating units (Air and Naval, Communication, Navigation and Identification, Air Systems, Radio-Communication Products, Network and Infrastructure Systems, and Protection Systems) from 2002 to 2013. Patrice Caine has been a Director of L'Oréal since 2018 and is the Chairman of the Nominations and Governance Committee and a member of the Strategy and Sustainability Committee.

**Fabienne Dulac**, 58, was Deputy Chief Executive Officer and a member of the Executive Committee at emeis from 2023 to 2025, after a 26-year career at Orange where she served as Chief Executive Officer of Orange France from 2015 to 2023, then Chief Transformation Officer of Orange group and Chairwoman of Orange Business. Fabienne Dulac has been a Director of L'Oréal since 2019 and is a member of the Audit Committee and the Human Resources and Remuneration Committee. She is also a member of the Board of Directors of La Française des Jeux.

**Béatrice Guillaume-Grabisch**, 61, was HR/IT & Integrated Business Services Director in charge of special projects for the Nestlé group until end-October 2025. She joined the Nestlé group in 2013 after a career in various consumer goods groups (Colgate-Palmolive, Beiersdorf, Johnson & Johnson, L'Oréal and The Coca-Cola Company). Within the Nestlé group, she previously held the positions of Chief Executive Officer of Nestlé Germany until December 2018, then Group Executive Vice President and Global Head of Human Resources and Business Services until December 2024. Béatrice Guillaume-Grabisch has been a Director of L'Oréal since 2016 and is a member of the Audit Committee.

**Thierry Hamel**, 71, joined the Group in 1979. He has spent a large part of his career in the Professional Products Division, where he serves as Project Manager – Sales Excellence, Onboarding and Training for the sales functions of the Professional Products Division in France. In April 2022, Thierry Hamel was appointed as a Director representing employees by the CFE-CGC union for a four-year term. He is also a member of the Human Resources and Remuneration Committee.

**Aurélié Jean**, 43, has a PhD in science, is a graduate of Sorbonne University, ENS Paris Saclay and Mines ParisTech, and trained at the Massachusetts Institute of Technology (MIT). She has spent a large part of her career in applied digital sciences (Michelin, MIT, ParaSim – a virtual reality-based simulator – and Bloomberg). In 2016, she founded In Silico Veritas, an algorithmic and data development and consulting company, where she is Chief Executive Officer and Chairwoman. Aurélié Jean is also a co-founder of INFRA, a start-up that uses artificial

intelligence to promote preventive health for women, where she serves as Chairwoman and Chief Artificial Intelligence Officer. Aurélié Jean has been a Director of L'Oréal since 2025.

**Ilham Kadri**, 56, a French and Moroccan national, is Chairwoman of the Executive Committee of the World Business Council for Sustainable Development (a non-profit member-led organisation). A science-driven industrial leader, she was Chief Executive Officer at the Solvay group and chaired its Executive Committee from 2019 to 2023. She led the transformative turnaround of Solvay, which resulted in a spin-off and the creation of Syensqo, an international speciality chemicals group focused on innovation and sustainability. She then served as Chief Executive Officer of Syensqo from December 2023 until end-December 2025. Prior to joining Solvay, she was CEO and President of Diversey in the USA, having previously held executive positions in research and development, sales, marketing, strategy, management and digital transformation at Shell, UCB, Dow and Sealed Air. Ilham Kadri has been a Director of L'Oréal since 2020 and is a member of the Strategy and Sustainability Committee. She is also a Director of A.O. Smith Corporation.

**Nicolas Meyers**, 37, son of Françoise Bettencourt Meyers and Jean-Pierre Meyers, has been a member of the Supervisory Board of the family-owned holding company, Téthys, since 2011, a member of the Supervisory Board of the investment subsidiary, Téthys Invest, since 2016 and Director of the Bettencourt Schueller Foundation since 2012. Nicolas Meyers has been a Director of L'Oréal since 2020 and is a member of the Nominations and Governance Committee and the Human Resources and Remuneration Committee.

**Alexandre Ricard**, 53, has been Chairman and Chief Executive Officer of Pernod Ricard since February 2015. He joined Pernod Ricard in 2003 after seven years as a strategy consultant at Accenture and as an M&A consultant at Morgan Stanley. In 2004, he was appointed Director of Finance and Administration of Irish Distillers, and then in 2006, Chief Executive Officer of Pernod Ricard Asia Duty Free. In 2008, he was appointed Chairman and Chief Executive Officer of Irish Distillers and joined the Executive Committee of Pernod Ricard. In 2011, he joined Pernod Ricard's General Management as Managing Director in charge of the Distribution Network, before being appointed Deputy Chief Executive Officer in 2012. Alexandre Ricard has been a Director of L'Oréal since 2021 and is a member of the Audit Committee and the Human Resources and Remuneration Committee.

**Jacques Ripoll**, 59, has been Chief Executive Officer of Kommunalkredit Austria AG since September 2025. He has spent a large part of his career in banking and finance. He worked at Société Générale from 1991 to 2013, then joined Banco Santander as Chief Executive Officer responsible for investment banking. In 2018, he was appointed Deputy Chief Executive Officer of Crédit Agricole in charge of the "Key accounts" division. From 2022 to 2025, he was a member of the Supervisory Board of Eren Groupe, which puts technological innovation to the service of the natural resources economy by supporting entrepreneurs developing innovative technological solutions to help advance the transition to clean energy. Jacques Ripoll has been a Director of L'Oréal since 2024 and is Chairman of the Audit Committee and a member of the Human Resources and Remuneration Committee.

**Isabelle Seillier**, 65, Chairwoman of the Supervisory Board of the Fondation pour la Recherche Médicale (FRM, French Foundation for Medical Research) since October 2025, after having served as Vice-Chairwoman since May 2024, Isabelle Seillier has worked in investment banking for most of her career. After spending the first six years of her career with Société Générale, she joined JP Morgan from 1993 to 2024. In 2008, she became Chairwoman for France and North Africa at JP Morgan, and in 2016 she was appointed Vice-Chairwoman of Investment Banking for Europe, the Middle East and Africa. In 2019, she took up the position of Chairwoman of Investment Banking, serving in this role until January 2024. Isabelle Seillier has been a Director of L'Oréal since 2025 and is a member of the Audit Committee and the Nominations and Governance Committee.

**Téthys**, the Bettencourt Meyers family's holding company, is L'Oréal's main shareholder. Téthys is chaired by Françoise Bettencourt Meyers, while Jean-Pierre Meyers serves as its Chief Executive Officer. Téthys has been a Director of L'Oréal since 2025 and is represented on the Board of Directors by its Deputy Chief Executive Officer, Alexandre Benais. Téthys is a member of L'Oréal's Strategy and Sustainable Development Committee as well as the Audit Committee.

**Benny de Vlieger**, 61, having previously worked at Delhaize group, joined L'Oréal Belgium in 1989. He is a Sales Representative for the Consumer Products Division in Belgium. In April 2022, Benny de Vlieger was appointed Director representing employees by L'Oréal's European Works Council for a four-year term and is a member of the Audit Committee.

### Departures at the close of the General Meeting of 24 April 2026

The Board of Directors took note of the decision of **Paul Bulcke** to end his term of office as a Director at the end of the General Meeting on 24 April 2026. Paul Bulcke, Director from 2012 to 2014 and since 2017, is Vice-Chairman of the Board of Directors and a member of the Strategy and Sustainability Committee, the Nominations and Governance Committee, and the Human Resources and Remuneration Committee.

The Board of Directors paid tribute to Paul Bulcke for his unwavering commitment and outstanding contribution to the work of L'Oréal's Board and Committees over more than a decade.

Paul Bulcke has enhanced the Board's expertise with his strategic vision, enlightened multicultural outlook, deep understanding of global consumer dynamics and his constant commitment to innovation. His extensive range of input has been particularly valuable in addressing the major challenges of recent years.

The Board of Directors took note of the decision of **Béatrice Guillaume-Grabisch** to end her term of office as a Director at the end of the General Meeting on 24 April 2026. She has been a member of the Audit Committee since 2016.

The Board thanked Béatrice Guillaume-Grabisch for her dedicated work on the Board and the Audit Committee during her ten years in office. In particular, she has brought to the Board the benefits of her leadership experience in the consumer goods sector, her marketing expertise and her extensive knowledge of international markets. Her recognised skills in steering IT transformation management and human resources were also major assets for the Board during her directorship.

## 2 Resolutions submitted for approval to the General Meeting of 24 April 2026

### 2.1 Appointment of new Directors in 2026

#### Appointment of Pablo Isla as a Director

On the proposal of Nestlé and on the recommendation of the Nominations and Governance Committee, the Board of Directors will propose to the General Meeting the appointment of Pablo Isla as a Director for a four-year term.

Pablo Isla, 62, a Spanish national, has been Chairman of the Board of Directors of Nestlé SA since October 2025. He has been a member of Nestlé's Board since 2018 and served as Deputy Chairman and Lead Director since 2024. He is also a member of the Supervisory Board of Bertelsmann SE & Co. KGaA and Chairman of Fonte Film SL.

After starting out as a lawyer in the Spanish Ministry of Transport, Tourism and Communications, Pablo Isla became General Counsel of the Banco Popular Español group in 1992. In 1996, he was appointed General Manager, National Heritage Department of the Spanish Treasury Ministry, before returning to Banco Popular Español in 1998 in the role of General Secretary. He joined the Altadis group in 2000 as Co-Executive Chairman. In 2005, he was appointed Chief Executive Officer and Vice-Chairman of Inditex SA (an international fashion group that owns several brands, including Zara) where he subsequently served as Chairman and Chief Executive Officer of the company from 2011 to 2022.

Pablo Isla will bring to the Board his proven ability to develop and execute a strategic vision that combines transformative change and international growth. He will also contribute his expertise in e-commerce, as well as in-depth understanding of regulatory and risk management issues, together with extensive knowledge of corporate governance.

Subject to his appointment as a Director, the Board of Directors has decided to appoint Pablo Isla as Vice-Chairman of the Board of Directors, alongside Jean-Victor Meyers, who is also Vice-Chairman, effective from the close of the General Meeting of 24 April 2026.

### Appointment of Anna Lenz as a Director

On the proposal of Nestlé and on the recommendation of the Nominations and Governance Committee, the Board of Directors will propose to the General Meeting the appointment of Anna Lenz as a Director for a four-year term.

Anna Lenz, 46, a Swiss and German national, has been Executive Vice President, Global Head of Human Resources of Nestlé SA and a member of Nestlé's Executive Board since January 2025.

Anna Lenz joined Nestlé in 2004, within the Audit Division in Switzerland. After holding various positions in finance in the UK, Italy and Switzerland, Anna Lenz became Business Executive Director of Nestlé Nespresso in Portugal in 2017 and then Chief Executive Officer of Nestlé Nespresso for Europe in 2020. In 2022, she was appointed Chief Executive Officer of Nestlé Portugal.

She will bring to the Board a holistic understanding of an international group. Her expertise in human resources management, together with her proven track record of steering financial performance and managing operations in complex environments, will be major assets.

### Appointment of Christel Bories as a Director

On the recommendation of the Nominations and Governance Committee, the Board of Directors will propose to the General Meeting the appointment of Christel Bories as a Director, for a four-year term.

Aged 61, Christel Bories – a French national – is Chairwoman of the Board of Directors of Eramet, where she has been acting as Interim Chief Executive Officer since February 2026. She is also a Director of Forvia.

After beginning her career as a strategy consultant (with Booz-Allen & Hamilton and Corporate Value Associates), Christel Bories joined Umicore, where she held the post of Strategy and Control Director from 1993 to 1995. She then held a number of leadership roles within the Pechiney group. After Pechiney was taken over by the Alcan group in 2003, Christel Bories was appointed Chair and Chief Executive Officer of Alcan Packaging, and then Chair and Chief Executive Officer of Alcan Engineered Products and finally Chief Executive Officer of Constellium (formerly Alcan), until her departure in 2012. Christel Bories was Deputy Chief Executive Officer at Ipsen between 2013 and 2016. She joined Eramet in 2017, serving as Chair and Chief Executive Officer from May of that year until May 2025, and then as Chair from then onwards.

Christel Bories will bring to the Board her leadership experience in international companies across a wide range of sectors such as manufacturing, packaging and healthcare. She will contribute her recognised ability to drive far-reaching transformations while anchoring her work in a sustainable and responsible vision. Her in-depth knowledge of raw materials and industrial value chains, together with her extensive experience of issues across the world, particularly in Africa, will be a valuable addition to the Board's work.

## 2.2 Re-appointment of two Directors: Jean-Paul Agon and Patrice Caine

### Re-appointment of Jean-Paul Agon as a Director

As Jean-Paul Agon's term of office as a Director is set to expire in 2026, his re-appointment for a further four-year term will be submitted to the General Meeting.

Jean-Paul Agon has been a Director of L'Oréal since 2006. He was appointed Chief Executive Officer of L'Oréal in 2006, then served as Chairman and Chief Executive Officer from 2011 to May 2021. Since then he has been Chairman of L'Oréal's Board of Directors and Chairman of the Strategy and Sustainability Committee. He is also the Chairman of the L'Oréal Corporate Foundation.

Jean-Paul Agon has been involved in L'Oréal's growth and success for 48 years. His in-depth knowledge of the Group, thorough understanding of the beauty market in all its diversity, and his ability to anticipate changes in the operating environment are major assets for the Board's discussions and decisions. The Board of Directors can rely on his experience, his total engagement, and his expertise in governance to respond to the growing expectations of the Group's stakeholders. Jean-Paul Agon is also deeply attached to L'Oréal's values and the transmission of its culture.

Over the last four years as a Director, Jean-Paul Agon's attendance rate has been 100%, both for meetings of the Board of Directors and meetings of the Strategy and Sustainability Committee, which he chairs. In addition, the Board decided to maintain the separation of the roles of Chairman of the Board of Directors and Chief Executive Officer. Subject to the approval of his re-appointment as Director at the General Meeting, Jean-Paul Agon will be re-appointed Chairman of the Board of Directors at the close of the General Meeting of 24 April 2026.

### Re-appointment of Patrice Caine as a Director

As Patrice Caine's term of office as a Director is set to expire in 2026, his re-appointment for a further four-year term will be submitted to the General Meeting.

Patrice Caine has been a Director of L'Oréal since 2018. He is the Chairman of the Nominations and Governance Committee and a member of the Strategy and Sustainability Committee.

Patrice Caine has been Chairman and Chief Executive Officer of the Thales group since 2014, after holding management positions between 2002 and 2013 in various operating units (Air and Naval, Communication, Navigation and Identification, Air Systems, Radio-Communication Products, Network and Infrastructure Systems and Protection Systems).

Patrice Caine is an independent Director. He is highly involved in the work of the Committees of which he is a member, and in the discussions of the Board of Directors. He brings to the Board his strategic vision, his understanding of major geopolitical issues, his industrial expertise and his in-depth knowledge of new technologies and cybersecurity. Over the four years of his term of office as Director, his attendance rate has been 97%<sup>(1)</sup> for meetings of the Board of Directors, 100% for meetings of the Nominations and Governance Committee, and 100% for meetings of the Strategy and Sustainability Committee.

## 3 Composition of the Board of Directors after the General Meeting of 24 April 2026

### 3.1 Independence of Directors

Every year, the Nominations and Governance Committee proposes to the Board of Directors that the situation of each of the Directors with regard to their independence be reviewed on a case-by-case basis according to the criteria set out in the AFEP-MEDEF Code.

The review of the independence of these Directors was carried out by the Board of Directors on the basis, in particular, of a study of the relationships existing between the Company and the companies in which the Directors hold offices.

If the General Meeting approves the appointments and re-appointments that are proposed by the Board of Directors, the number of Independent Directors will be nine out of sixteen, i.e., an independence rate of 56% (excluding Directors representing employees in accordance with the AFEP-MEDEF Code).

### 3.2 Balanced gender representation on the Board of Directors

If the General Meeting approves the appointments and re-appointments submitted to it, the number of women on the Board of Directors will be seven out of the sixteen Directors appointed by the General Meeting, i.e., 44% women (excluding Directors representing employees in accordance with the French Commercial Code).

### 3.3 Length of office and minimum number of shares held

The term of office of the Directors appointed by the Company's General Meeting is four years or less to allow a staggered renewal of the terms of office of Directors. The term of office of a Director who is not appointed by the General Meeting is four years.

Directors appointed by the General Meeting must each hold a minimum of 250 L'Oréal shares: at least 125 shares on the date of their appointment by the General Meeting and the remaining 125 shares no later than 24 months after this date (see section 3.7 of the Internal Rules of the Board of Directors, which appears in section 2.3.6. of the 2025 Universal Registration Document). The complete list of the duties of the Directors is set out in section 2.2.2. of the 2025 Universal Registration Document.

### 3.4 Available time

The Board of Directors has also verified that the Directors whose appointment or re-appointment has been submitted to the General Meeting would have the necessary available time to carry out their duties, and that the number of directorships they hold outside the Company complies with the rules of the French Commercial Code and the AFEP-MEDEF Code.

<sup>(1)</sup> This attendance rate would have been 100% had it not been for an additional Board meeting scheduled in 2025, which Patrice Caine was unable to attend.

### 3.5 Summary of the composition of the Board of Directors after the General Meeting of 24 April 2026

If the General Meeting approves the appointments and re-appointments, the expiry dates of the terms of office of the Company's 18 Directors would be as follows:

Composition of the Board of Directors (at the close of the 2026 General Meeting <sup>(1)</sup> )	Age	W/M	Nationality	Expiry of term of office	Board Committees						
					S&S	Audit	Gov.	HR & Rem.			
Corporate officers	<b>Jean-Paul Agon</b> – Chairman of the Board			69	M	French	2030	C			
	<b>Nicolas Hieronimus</b> – Chief Executive Officer			62	M	French	2029				
Bettencourt Meyers family	<b>Jean-Victor Meyers</b> – Vice-Chairman			39	M	French	2028	●		●	●
	<b>Nicolas Meyers</b>			37	M	French	2028			●	●
	<b>Téthys</b> – represented by Alexandre Benais			50	M	French	2029	●	●		
Directors linked to Nestlé	<b>Pablo Isla</b> – Vice-Chairman			62	M	Spanish	2030	●		●	●
	<b>Anna Lenz</b>			46	W	Swiss-German	2030		●		
Independent Directors ■	<b>Sophie Bellon</b>			64	W	French	2027			●	C
	<b>Christel Bories</b>			61	W	French	2030				
	<b>Patrice Caine</b>			56	M	French	2030	●			C
	<b>Fabienne Dulac</b>			58	W	French	2027		●		●
	<b>Aurélie Jean</b>			43	W	French	2029				
	<b>Ilham Kadri</b>			57	W	French-Moroccan	2028	●			
	<b>Alexandre Ricard</b>			53	M	French	2029		●		●
	<b>Jacques Ripoll</b>			60	M	French	2028		C		●
	<b>Isabelle Seillier</b>			66	W	French	2029		●	●	
Directors representing employees	<b>Benny de Vlieger</b>			61	M	Belgian	2030		●		
	<b>Catherine Olivry</b>			60	W	French	2030				●
Independence							N/A	67%*	50%	57%*	

(1) If the proposed appointments and re-appointments are approved at the 24 April 2026 General Meeting.

■ Independence within the meaning of the criteria of the AFEP-MEDEF Code as assessed by the Board of Directors.

C Chairman/Chairwoman of the Committee.

● Committee Member.

\* Excluding Directors representing employees, in accordance with the AFEP-MEDEF Code.

The terms of office of the director representing employees Benny de Vlieger and Thierry Hamel are set to expire at the close of the General Meeting of 24 April 2026<sup>(1)</sup>.

The European Works Council has decided that, at the close of the 2026 General Meeting, it will re-appoint Benny de Vlieger as a Director representing employees for a further four-year term.

The CFE-CGC union has decided that, at the close of the 2026 General Meeting, it will appoint Catherine Olivry as a Director representing employees for a four-year term<sup>(2)</sup>. On her appointment to the Board, Catherine Olivry will become a member of the Human Resources and Remuneration Committee.

Their four-year terms of office begin at the end of the General Meeting of 24 April 2026.

(1) Thierry Hamel was appointed as a Director representing employees by the CFE-CGC union. He is a Project Manager for Sales Excellence, Onboarding and Training for the sales teams in the Professional Products Division in France. Benny de Vlieger was appointed as a Director representing employees by the European Works Council (Instance Européenne de Dialogue Social). He is a Sales Representative for the Consumer Products Division in Belgium. Benny de Vlieger is a member of the Audit Committee.

(2) Catherine Olivry has previously been the representative of the Central Social and Economic Committee on the Board of Directors.

**Fourth resolution: appointment of Pablo Isla as a Director**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, after having reviewed the Report of the Board of Directors, appoints Pablo Isla as a Director for a term of four years.

His term of office will expire at the end of the General Meeting to be held in 2030 and called to approve the financial statements for the previous financial year.

**Fifth resolution: appointment of Anna Lenz as a Director**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, after having reviewed the Report of the Board of Directors, appoints Anna Lenz as a Director for a term of four years.

Her term of office will expire at the end of the General Meeting to be held in 2030 and called to approve the financial statements for the previous financial year.

**Sixth resolution: appointment of Christel Bories as a Director**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, after having reviewed the Report of the Board of Directors, appoints Christel Bories as a Director for a term of four years.

Her term of office will expire at the end of the General Meeting to be held in 2030 and called to approve the financial statements for the previous financial year.

**Resolution 9: Establishment of the total maximum amount allotted to Directors as remuneration for their office****EXPLANATORY STATEMENT**

In order to take into account the increase in the number of Directors on the Board as a result of the appointments being submitted for the approval of the General Meeting and the wish of the Board of Directors, on the recommendation of the Human Resources and Remuneration Committee, to raise the variable portion of remuneration for the members of the Audit Committee, as the number of meetings held by this Committee has increased, the Board is proposing that the maximum annual amount of Directors' remuneration be increased. On the recommendation of the Human Resources and Remuneration Committee, the Board proposes to the

**Seventh resolution: re-appointment of Jean-Paul Agon as a Director**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, after having reviewed the Report of the Board of Directors, re-appoints Jean-Paul Agon as a Director for a term of four years.

His term of office will expire at the end of the General Meeting to be held in 2030 and called to approve the financial statements for the previous financial year.

**Eighth resolution: re-appointment of Patrice Caine as a Director**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, after having reviewed the Report of the Board of Directors, re-appoints Patrice Caine as a Director for a term of four years.

His term of office will expire at the end of the General Meeting to be held in 2030 and called to approve the financial statements for the previous financial year.

General Meeting that Directors' maximum annual remuneration be increased to €2,100,000 (from €2,000,000). This maximum annual amount would replace the amount of €2,000,000 set by the 2025 General Meeting. The amount proposed is a maximum sum, which will not necessarily be used in its entirety because the remuneration paid to each Director takes into account the composition of the Board and its Committees and the Directors' actual attendance at meetings. The principles of how their remuneration would be broken down are set out in section 2.4.1.1 of the 2025 Universal Registration Document and make provision for a predominant variable portion that is based on attendance.

**Ninth resolution: establishment of the total maximum amount allotted to Directors as remuneration for their office**

The General Meeting, voting in accordance with the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Report of the Board of Directors, resolves to set the total maximum amount allotted to Directors as remuneration for their office at €2,100,000 for the current financial year and for each subsequent year until a new resolution is made.