

Notice of meeting  
Combined General Meeting  
April 29, 2022  
Interparfums



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**Notice to shareholders**

The procedures for holding and participating in the Combined General Meeting of April 29, 2022 may be adapted in response to changes in the health situation and the relevant legal and regulatory provisions in force at that date.

In this context, the Company invites shareholders to consult on a regular basis the General Meeting section on its website ([www.interparfums-finance.fr](http://www.interparfums-finance.fr)), on the procedures for holding and participating in the meeting which will be updated if necessary.

The Annual General Meeting will be broadcast live on the Company's website ([www.interparfums-finance.fr](http://www.interparfums-finance.fr)) and may be viewed subsequently within the time period provided by regulation.

Within the framework of relations between the Company and its shareholders, it is strongly recommended that email be used in priority for the transmission of any requests or documents: [relationsactionnaires@interparfums.fr](mailto:relationsactionnaires@interparfums.fr)

**Translation disclaimer:** *This English version has been prepared for the convenience of English speaking readers. It is a translation of the original French Avis de convocation published for the Company's Annual General Meeting. It is intended for general information only and in case of discrepancies the French original shall prevail.*

**Message from Philippe Benacin Chair-CEO**

Dear Shareholder,

Despite the continuing complexity of the health situation, the Company delivered a record performance in 2021 by achieving growth in revenue of 40% from 2020 and 8% from 2019.

Another milestone in 2021 was the adoption of a CSR approach within your Company accompanied by a corresponding business model.

The Board of Directors and myself, in my capacity as Chairman-CEO of Interparfums, are pleased to invite you to the Combined Annual General Meeting (AGM) of the Company which will be held at:

**Pavillon Gabriel, 5 Avenue Gabriel, 75008 Paris, April 29, 2022 at 2:00 p.m.**

As each year, this meeting offers an ideal opportunity for information, exchange and dialogue about the Company's activities and results. It also gives you an opportunity to express yourself by voting on the resolutions submitted for your approval and actively participate in the life of the Company.

The meeting agenda and draft resolutions are provided in this presentation.

We hope you will be able to participate at this AGM, either personally, voting by mail or by giving a proxy to the Chair or any other person of your choice authorized for that purpose, either by using the voting form or the VOTACCESS electronic voting platform.

Our meeting will be broadcast live in its entirety on the Company's website on April 29, 2022, starting at 2:00 p.m., and thereafter be available for replay.

We also invite you to read through this document which describes the practical procedures for participating in this AGM.

You can also obtain additional information on the AGM by visiting our website: <http://www.interparfums-finance.fr/assembleegenerale.php>

where the main documents will be available for consultation online.

We thank you for loyalty and confidence.



## Participation in the Annual General Meeting

### Conditions for participation

All shareholders may participate in the General Meeting regardless of the number of shares they may hold.

Only those shareholders entitled to attend the meeting and vote by mail or by proxy are allowed to participate, subject to providing proof that their shares are registered in their own name or in the name of the registered intermediary on the second business day prior to the meeting date, **i.e., April 27, 2022 at midnight, Paris time:**

- in registered share accounts maintained by the Company;
- in bearer share accounts maintained by the authorized intermediary.

### How to participate in the General Meeting

You may exercise your shareholders' rights in four ways:

- attend the Meeting in person with your admission card;
- vote by mail or online;
- give your proxy to the Chair of the AGM;
- give your proxy to any other person of your choice under the conditions of Article L. 225-106 of the French Commercial Code (i.e. to a third-party proxy holder).

**NB:** Any shareholder having voted by mail, sent a proxy or requested his or her admission card will no longer be able to choose another form of participating in the AGM.

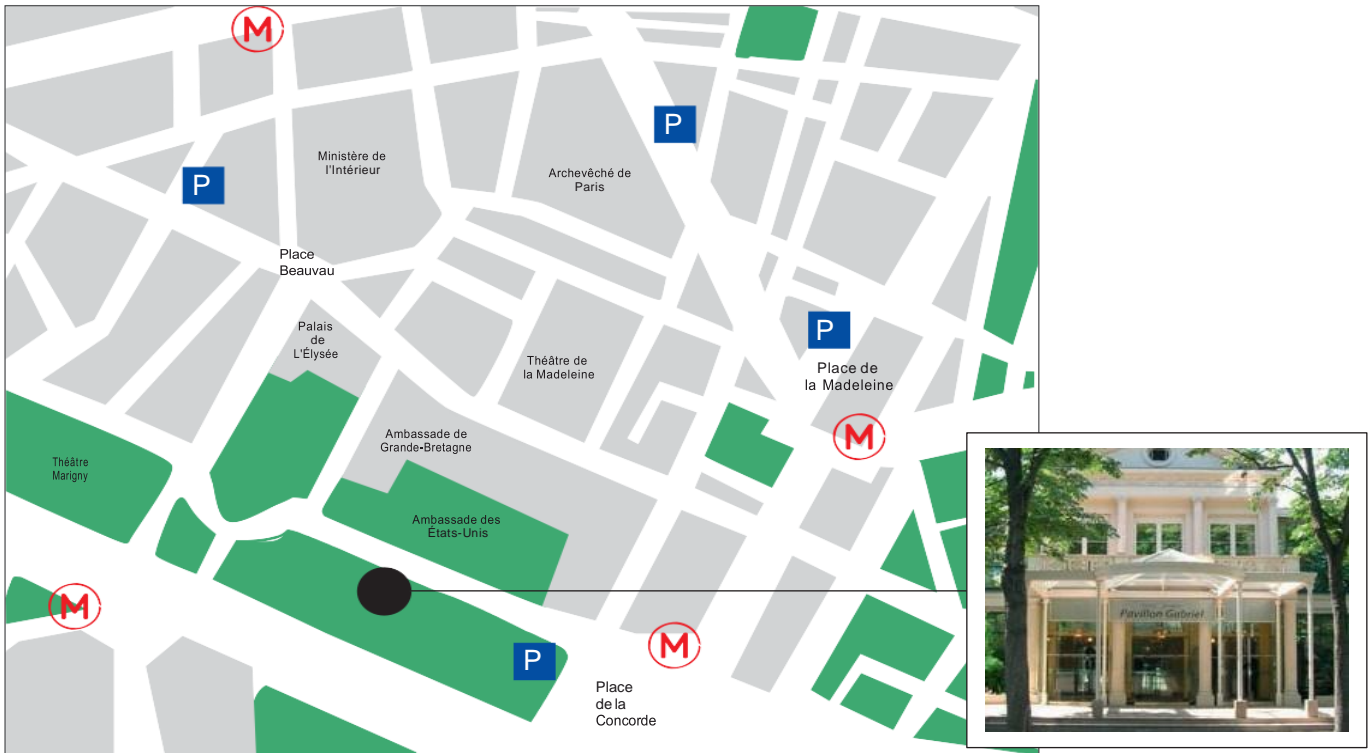
### Procedures and practical recommendations

Admission of shareholders to the meeting will begin on **1:00 p.m.** and the meeting will begin on **2:00 p.m.**

To facilitate the organization of the meeting, please:

- a) present yourself at the meeting in advance at the admission desk, with your admission card or, failing this the certificate of attendance (*attestation de participation*), along with an identification document, to sign the attendance record in person;
- b) do not enter the meeting room without the AGM file and the electronic voting box given to you when you sign the attendance register;
- c) -duly note that the cutoff time for signing the attendance register will be **3:00 p.m.** for the purpose of establishing the final number of attendees for the quorum. However, any shareholders arriving after this cutoff time may nevertheless attend the AGM though **WILL NOT BE ABLE TO VOTE**;
- d) duly note that **A SINGLE GIFT WILL BE PROVIDED TO EACH SHAREHOLDER EQUIPPED WITH A VOTING BOX**, regardless of the actual number of voting boxes in their possession.

## How to get to Pavillon Gabriel



### Metro:

Line 1: Concorde

Line 13: Champs-Élysées Clémenceau.

### Parking:

Indigo Place de la Concorde.

### Information and documents made available to shareholders

Shareholders may obtain the documents provided for in Articles R. 225-81 and R. 225-83 of the French Commercial Code within the statutory deadlines provided by sending a request to CIC Services Assemblées Générales, 6 avenue de Provence, 75452 Paris Cedex 09, France, or by e-mail to the following address: [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr) and all information and documents relating to the AGM and mentioned in Article R.225-73-1 of the French Commercial Code may be consulted not later than the twenty first day preceding the AGM on the Company's website: [www.interparfums-finance.fr](http://www.interparfums-finance.fr)



## Participating in the General Meeting: using the participation form

### You will attend the AGM in person

#### You have registered shares (held in custody-only and managed accounts):

Check box **A** on the participation form.

Date and sign the form in the "Date and Signature" box. Return the form using the prepaid return envelope (*enveloppe T*) or to the postal address:

CIC–Service Assemblées Générales 6 avenue de Provence 75452 Paris Cedex 09

or by e-mail to: [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr)

You will receive your admission card by mail.

If you omitted to send your form to CIC or have not received your admission card, you may present your identification card in person at the special desk provided for this purpose on the date of the AGM.

#### You have bearer shares:

You must contact your financial intermediary (bank or any other establishment managing your securities account) to ask for an attendance certificate which it will send directly to CIC either by mail to CIC Services Assemblées Générales, 6 avenue de Provence 75452 Paris Cedex 09 or by email to [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr)

You will then receive your admission card from CIC by the post.

The certificates of attendance (*attestation de participation*) must be received by CIC three calendar days before the AGM, **i.e. by April 26, 2022 (midnight)**.

If you have not received your admission card, your financial intermediary can provide you with an attendance certificate that will allow you to access the AGM and you may present your identification card in person at the special desk provided for this purpose on the date of the AGM.

### You do not intend to personally attend the General Meeting for registered or bearer shareholders:

If you are unable to attend the Meeting in person, you may choose one of the following three options by checking one of the B boxes on the form:

**B1** If you want to vote by mail check the box and follow the instructions.

**B2** If you want to give your proxy to the Chair of the AGM, check the box.

**B3** If you want to give your proxy to another designated person, check the box and provide the complete contact information for this person.<sup>1</sup>

**Caution! Under no circumstances should this form be returned to Interparfums**

Regardless of your choice for participating in the General Meeting and for this form to be taken into consideration, it must: be dated, signed and completed with your name, first name and address if not included.

be received **no later than midnight on April 26, 2022**, by CIC Services Assemblées Générales, 6 avenue de Provence 75452 Paris Cedex 09 (envelope "T" enclosed) or by email to [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr)

<sup>1</sup> In accordance with the provisions of Article R.225-79 of the French Commercial Code, it is possible to revoke a previously appointed proxy holder. See the paragraph "Appointment and removal of proxy for the Meeting" of this document for more information.

## Participating in the General Meeting: using the participation form

You personally attend the general meeting, tick here

You wish to vote by mail, tick here and follow the instructions

You wish to give a proxy to the Chairman of the meeting, tick the box

You wish to give a proxy to a named person, tick the box and enter the full details of this person

A

B1

B2

B3

**Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side**  
**Quelle que soit l'option choisie, noircir comme ceci ■ ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form**

☐ **JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE** et demande une carte d'admission : dater et signer au bas du formulaire / **I WISH TO ATTEND THE SHAREHOLDER'S MEETING** and request an admission card: date and sign at the bottom of the form

**interparfums**

Société anonyme au capital de 171.561.747 €  
 Siège social :  
 10 rue de Solferino 75007 PARIS  
 350 219 382 RCS Paris

**ASSEMBLEE GENERALE MIXTE**  
**29 AVRIL 2022 A 14H00**

Pavillon Gabriel, 5 Avenue Gabriel 75008 Paris

**Combined General Meeting Shareholders**  
**April 29, 2022 at 2.00 pm**

Pavillon Gabriel, 5 Avenue Gabriel 75008 Paris

**CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY**

Identifiant - Account

Vote simple / Single vote

Nominatif / Registered

Vote double / Double vote

Porteur / Bearer

Nombre d'actions / Number of shares

Nombre de voix - Number of voting rights

☐ **JE VOTE PAR CORRESPONDANCE / I VOTE BY POST**  
Cf. au verso (2) - See reverse (2)

Je vote **OUI** à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention". / I vote **YES** all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote No or I abstain.

1	2	3	4	5	6	7	8	9	10
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

11	12	13	14	15	16	17	18	19	20
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

21	22	23	24	25	26	27	28	29	30
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

31	32	33	34	35	36	37	38	39	40
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

41	42	43	44	45	46	47	48	49	50
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Sur les projets de résolutions non agréés, je vote en noircissant la case correspondant à mon choix.  
On the draft resolutions not approved, I cast my vote by shading the box of my choice.

A	B
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

C	D
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

E	F
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

G	H
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

J	K
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

☐ **JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE**  
Cf. au verso (3)

**I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING**  
See reverse (3)

☐ **JE DONNE POUVOIR À :** Cf. au verso (4) pour me représenter à l'Assemblée  
I HEREBY APPOINT: See reverse (4) to represent me at the above mentioned Meeting

M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name

Adresse / Address

**ATTENTION :** Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.  
**CAUTION:** As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf. au verso (1)  
Surname, first name, address of the shareholder (Change regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

Si des amendements ou des résolutions nouvelles étaient présentés en assemblée, je vote **NON** sauf si je signale un autre choix en noircissant la case correspondante :  
In case amendments or new resolutions are proposed during the meeting, I vote **NO** unless I indicate another choice by shading the corresponding box:

- Je donne pouvoir au Président de l'Assemblée Générale. / I appoint the Chairman of the general meeting. ☐

- Je m'abstiens. / I abstain from voting. ☐

- Je donne procuration [cf. au verso renvoi (4)] à M., Mme ou Mlle, Raison Sociale pour voter en mon nom / I appoint [see reverse (4)] Mr, Mrs or Miss, Corporate Name to vote on my behalf. ☐

Pour être prise en considération, tout formulaire doit parvenir au plus tard :  
To be considered, this completed form must be returned no later than:

sur 1<sup>re</sup> convocation: au 1<sup>er</sup> jour de la notification / sur 2<sup>de</sup> convocation: au 2<sup>nd</sup> jour de la notification  
on 1<sup>st</sup> convocation: on 1<sup>st</sup> day of the notification / on 2<sup>nd</sup> convocation: on 2<sup>nd</sup> day of the notification

à la banque / to the bank: 28 avril 2022 inclus / April 28, 2022 included

à la société / to the company: **CIC - Service Assemblées - 6, avenue de Provence 75009 Paris**  
ou par e-mail : serviceproxy@cic.fr

\* Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), celui-ci vaut automatiquement pouvoir au Président de l'Assemblée Générale.  
 \* If the form is returned dated and signed but no choice is checked (admission card / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting.

**WHATEVER YOUR CHOICE, DATE AND SIGN HERE**

Enter your name here, first name(s) and address or check them if they are already there

## Participating in the General Meeting: online voting

**For registered shareholders:** Holders of registered shares (held in custody only and managed accounts) wishing to request an admission card, vote or grant a proxy online may do so by using the VOTACCESS voting platform which may be accessed through the following address: <https://www.actionnaire.cic-marketsolutions.eu>

Holders of registered shares maintained in a custody-only account (*compte nominatif pur*) may do so by logging on using their regular identifiers indicated in their portfolio statement.

Holders of registered shares maintained in a managed account (*compte nominatif administré*) will receive their login ID and password by mail. If the shareholder no longer possesses his or her identifier and/or password, he or she may contact the following number provided for this purpose: +33 1 53 48 80 10

After logging on, the registered shareholder must follow the instructions provided on the screen to access the VOTACCESS voting platform in order to vote or grant a proxy.

**For holders of bearer shares:** Holders of bearer shares must determine if their registrar is connected or not to the VOTACCESS voting platform and, as applicable, if this access is subject to specific conditions of use.

If the shareholder's securities account holder is connected to the VOTACCESS voting platform, the shareholder logs on to the web portal of this intermediary using his or her normal access codes. Shareholders then click on the icon displayed on the line corresponding to Interparfums shares and follow the instructions provided on-screen to access the VOTACCESS platform and request an admission card in order to vote or grant a proxy.

The VOTACCESS voting platform will be open **from April 8 2022 to April 28, 2022, 3:00 p.m., Paris time.**

The option of voting online before the General Meeting will end the day before the meeting, i.e. on **April 28, 2022 at 3:00 p.m., Paris time.**

However, in order to avoid the possibility of overloading the VOTACCESS voting platform, it is recommended that shareholders do not wait until the day preceding the Meeting in order to vote.

## Appointing and revoking a proxy holder for the meeting

Article R. 225-79 of the French Commercial Code provides for the right to revoke a previously appointed proxy holder. The proxy given for a General Meeting may be revoked in the same manner as that required for the appointment of the proxy.

### By mail

The principal must send a letter to CIC Services Assemblées Générales, 6 avenue de Provence 75452 Paris Cedex 09, indicating the name of the Company and the date of the Meeting, the name, first name, address and current account number (or bank references if the shareholder is a bearer shareholder) of the principal, if any, as well as the name, first name and, if possible, the address of the proxy holder.

Bearer shareholders must ask the financial intermediary who manages their securities account to send confirmation in writing to CIC Service Assemblées 6, Avenue de Provence 75452 Paris Cedex 09.

Appointments or revocations of proxies sent by the post must be received no later than three calendar days before the date of the General Meeting, i.e. no later than **April 26, 2022 at midnight.**

### By electronic means

**for holders of standard registered shares (*nominatif pur*) held in custody only accounts** the shareholder must send an email with an electronic signature obtained from an authorized third party certifier to [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr) specifying the name of the issuer concerned, the date of the General Meeting, his or her last and first name, address and current account number of the principal with CIC as well as the surname, first name and address of the proxy holder;

**for holders of bearer shares or standard registered shares (*nominatif pur*):** the shareholder must send an email with an electronic signature obtained from an authorized third party certifier to [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr), specifying the name of the issuer concerned, the date of the General Meeting, his/her last and first name, address and complete bank account details as well as the last and first name of the proxy holder.

Shareholders must ask the financial intermediary who manages their securities account to send confirmation in writing to CIC Service Assemblées 6, Avenue de Provence 75452 Paris Cedex 09 or by email to [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr)

For appointments or revocations of proxies to be valid and taken into account, confirmations must be received no later than the day before the General Meeting, i.e. **April 28, 2022 at 3:00 p.m. (Paris time).**

Only notifications of appointment or revocation of proxies may be sent to the above-mentioned e-mail address and any request or notification made to this address for another purpose will not be taken into consideration.

**Important notice: procedure for processing abstentions**

The French law No. 2019-744 of July 19, 2019 modified the rules for calculating votes expressed in shareholders' General Meetings: whereas abstentions were previously considered as "no" votes, at the next General Meeting, there will henceforth be excluded from votes expressed and as such not taken into account in the basis for calculating the majority required for adopting resolutions. The mail/proxy voting forms have in consequence been modified so that shareholders can separately express either a "no" vote or an abstention for the different resolutions submitted to the Meeting.

**For any information, please contact:**

Contact CIC Océane – Service Assemblées, Harimanitra, Tel.: +33 (0)1 53 48 81 07, E-mail: [serviceproxy@cic.fr](mailto:serviceproxy@cic.fr) CIC Service Assemblées Générales, 6 avenue de Provence 75009 Paris

Consult our website: [www.interparfums-finance.fr](http://www.interparfums-finance.fr)

Interparfums shareholder services: Monday to Friday, from 9 a.m. to 6 p.m. (Paris time) at the toll-free number for calls within France 0 800 47 47 47 and when calling from outside France + 33 (0)1 53 77 00 99.

Or write us at: Interparfums, Shareholder Relations, Karine Marty, 10 rue de Solférino 75007 Paris, 75008 Paris or by email at [relationsactionnaires@interparfums.fr](mailto:relationsactionnaires@interparfums.fr)

REMINDERS	
<b>To request an admission card</b>	Deadline for receiving documents: <b>April 26, 2022 (midnight, Paris time)</b> Voting by mail – Deadline for receiving documents: <b>April 26, 2022 (midnight, Paris time)</b>
<b>Voting by proxy</b> <b>Opening of the VOTACCESS voting platform</b>	Deadline for receiving documents: <b>April 26, 2022 (midnight, Paris time)</b> <b>From April 08, 2022 to April 28, 2022, 3:00 p.m., Paris time</b>

FEATURING MADONNE ZIEGLER

kate spade  
NEW YORK  
THE NEW FRAGRANCE

A full-page advertisement for Kate Spade New York fragrance. The background features a woman with blonde hair, wearing a long-sleeved pink dress with a white floral pattern, posing against a backdrop of the New York City skyline, including the Empire State Building. In the bottom right corner, there is a clear glass bottle of the fragrance with a pink cap and a pink label that reads "kate spade NEW YORK".

kate spade  
NEW YORK



# Agenda

## Ordinary resolutions

1. Approval of the annual financial statements for the period ended December 31, 2021 - Approval of non-deductible expenses;
2. Approval of the consolidated financial statements for the fiscal year ended December 31, 2021;
3. Approval of net income appropriation, setting the dividend;
4. Statutory Auditors' special report on regulated agreements and approval of these agreements;
5. Appointment of Ms. Constance Benqué as a new member of the Board of Directors;
6. Approval of the compensation policy for the Chairman-Chief Executive Officer and/or any other executive officer;
7. Approval of the compensation policy for directors;
8. Approval of the disclosures referred to in I of Article L. 2210-9 of the French Commercial Code;
9. Approval of the fixed, variable or exceptional components of total compensation and benefits of any kind paid in or granted for the period to Mr. Philippe Benacin, Chairman-Chief Executive Officer;
10. Authorization to be granted to the Board of Directors to buy back its own shares within the framework of Article L. 22-10-62 of the French Commercial Code, length of authorization, purposes, procedures, maximum amount and suspension in the event of a public offer;
11. Ratification of the transfer of the registered office from 4 rond-point des Champs Elysées - 75008 Paris to 10 rue de Solférino 75007 Paris.
15. Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or a Group company) and/or debt securities, canceling shareholders' preferential subscription rights by a public offering covered by 1 of Article L. 411-2 of the French financial and monetary code, length of the delegation of authority, maximum nominal amount of the capital increase, issue price, option of limiting the amount of subscriptions, allocating unsubscribed securities or suspension in the event of a public offering;
16. Authorization, in the case of an issue entailing the cancellation of the preferential subscription right, to set, within the limit of 10 % of the share capital per year, the issue price according to the conditions set by the General Meeting;
17. Authorization to increase the amount of issues;
18. Delegation of authority to the Board of Directors to proceed with a capital increase through the issuance of ordinary shares and/or securities giving access to the share capital, suspending shareholders' preferential rights in favor of employees participating in a company savings plan pursuant to the provisions of Articles L. 3332-18 *et seq.* of the French Labor Code; length of the delegation of authority, maximum nominal amount of the capital increase, issue price, possibility to grant restricted stock units under Article L.3332-21 of the French Labor Code (*code du travail*);
19. Aggregate limit of ceilings of delegations of authority provided for by the 14<sup>th</sup>, 15<sup>th</sup>, and 18<sup>th</sup> resolutions of this General Meeting;

## Extraordinary resolutions

12. Authorization to the Board of Directors to cancel own shares held by the company in treasury, in particular those purchased under the terms of Article L. 22-10-62 of the French Commercial Code, length of authorization, maximum amount and suspension in the event of a public offer;
13. Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or a Group company) and/or debt securities, with preferential subscription rights, length of the delegation, maximum nominal amount of the capital increase, option of offering unsubscribed securities to the public, suspension in the event of a public offer;
14. Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or a Group company) and/or debt securities, canceling shareholders' preferential subscription rights by a public offering (with the exception of offers covered by 1 of Article L. 411-2 of the French financial and monetary code) and/or in consideration for securities tendered in connection with a public exchange offer, length of the delegation of authority, maximum nominal amount of the capital increase, issue price, option of limiting the amount of subscriptions, allocating unsubscribed securities or suspension in the event of a public offering;
20. Authorization to be given to the Board of Directors to grant stock options to employees and/or selected officers of the Company or affiliated companies or an economic interest group, waiver by shareholders of their preferential subscription rights, term of the authorization, maximum amount, exercise price, maximum term of the option;
21. Authorization to be given to the Board of Directors to grant restricted stock units from existing shares or shares to be issued to employees and/or selected officers of the Company or affiliated companies or an economic interest group, waiver by shareholders of their preferential subscription rights, term of the authorization, maximum amount, length of the vesting period(s), notably in the case of disability, and, as applicable, the holding period;
22. Powers for formalities



A man with a beard and long hair, wearing a dark blue leather jacket over a denim shirt, stands against a blue background with mountains and water. He is wearing a watch on his left wrist. The Montblanc logo is visible in the top right corner. The text 'EXPLORER ULTRA BLUE' is prominently displayed in the center, with 'THE NEW FRAGRANCE FOR MEN' below it. A bottle of the fragrance is shown in the bottom right corner.

MONTBLANC

EXPLORER  
ULTRA BLUE  
THE NEW FRAGRANCE FOR MEN

## Annual highlights

### January

- Launch of the *I Want Choo* line of Jimmy Choo  
*I Want Choo*, the brand's 4<sup>th</sup> fragrance line, is a powerful oriental floral Eau de Parfum finished with a seductive twist.
- Launch of the *Kate Spade New York* line  
For Interparfums' first initiative, the radiating joy, confidence and optimism of the *Kate Spade New York* woman reflects the cheerful and sparkling spirit of the much-loved American fashion brand.

### February

- Launch of *Orchid Leather* of the Van Cleef & Arpels *Collection Extraordinaire*  
Named in honor of the precious orchid that produces the vanilla pod, *Orchid Leather* takes us on an imaginary journey. This new fragrance is the latest addition to the *Collection Extraordinaire* range launched several years ago.

### March

- Launch of the Rochas *Girl* line  
*Girl* is the fragrance for a new generation which is attentive to its own well-being. *Girl* is a low-environmental impact line with a vegan formula that contains 90% natural-origin ingredients and manufactured in France using recycled glass and plastics.

### April

- Acquisition of the future headquarters office complex  
In mid-April, Interparfums completed the acquisition of its future headquarters at 10 rue de Solferino in the 7<sup>th</sup> arrondissement of Paris
- Launch of the Montblanc *Explorer Ultra Blue* line  
The *Montblanc Explorer Ultra Blue* line conveys an irrepressible spirit of adventure and exploration that awakens a desire to discover nature's palette of blues: sky, lakes and mountain glaciers. This new line thus expands the brand's top-selling line, *Montblanc Explorer*, launched in early 2019.
- *Cuir de Venise*, a new fragrance added to the Boucheron collection  
Boucheron unveils its latest creation: *Cuir de Venise*, a warm and enveloping woody fragrance celebrating the leather craftsmanship of Venetian masters.
- Karl Lagerfeld: a new *Places by Karl* duo  
With *Tokyo – Shibuya* (a woman's eau de parfum) and *Hamburg – Alster* (a men's eau de parfum) the odyssey continues with two new destinations, a futuristic metropolis and the cradle of childhood where it all began.

### May

- Dividend  
To partially compensate for the absence of a dividend in 2020 (for FY 2019), the company decided to make a considerable effort in 2021 (for FY 2020) by offering a dividend of € 0.55 per share representing nearly 95% of the prior year's earnings.

### June

- End of eligibility for inclusion in equity savings accounts for small and mid caps (PEA-PME)  
Reflecting the increase in Interparfums' market capitalization, it is no longer eligible for this tax-advantaged equity savings regime.
- Launch of the *Coach Dreams Sunset* line  
Following the launch of the *Coach Dreams* line in early 2020, *Coach Dream Sunset* evokes the warmth of memories in the making and the magic of possibilities on the horizon.
- Bonus share issue  
The company proceeded with its 22<sup>th</sup> bonus share issue on the basis of one new share for every ten shares held.

### September

- Launch of the *Fleurs de Lanvin* collection  
A tale of the senses composed of three different bouquets... Lanvin writes its own story by creating this contemporary saga awaking the senses and unleashing emotions. Creating an attachment, a source of delight.

### October

- Launch of the *Moncler pour Femme* and *Moncler pour Homme* lines  
Two perfumes that signal a veritable expedition for the senses.  
*Moncler pour Femme*: The composition opens with the crisp, bright sensation of the Powdery Snow accord – reminiscent of the evanescent beauty of freshly fallen snow.  
*Moncler pour Homme*: Capturing the vibrant natural beauty of an alpine forest, this enveloping fragrance contains an unprecedented saturation of woody notes.



## Summary of 2021 results and key figures

### Annual operating highlights and key figures

Interparfums ended the year with record sales of €560.8 million in 2021, up 52.7% from one year earlier and, even more noteworthy, up 15.8% from 2019, despite the significant pressure on the supply chain in H2 2021.

This excellent performance reflects sustained demand for both the portfolio's major lines and new products, and in particular the *Jimmy Choo I Want Choo*, *Montblanc Explorer Ultra Blue* and *Coach Dreams Sunset* lines.

### Sales by brand

<i>In € millions and as a % of sales</i>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>
Montblanc	112.2	108.8	140.7	100.0	142.3
	26.59 %	23.90 %	29.05 %	27.21 %	25.38 %
Jimmy Choo	96.2	99.6	103.5	73.8	131.0
	22.80 %	21.88 %	21.37 %	20.09 %	23.35 %
Coach	50.9	84.4	86.5	81.1	115.6
	12.06 %	18.54 %	17.86 %	22.07 %	20.62 %
Lanvin	57.5	59.0	52.1	32.9	52.4
	13.63 %	12.96 %	10.76 %	8.97 %	9.34 %
Rochas	38.5	34.1	34.5	29.7	35.3
	9.12 %	7.49 %	7.12 %	8.08 %	6.30 %
Van Cleef & Arpels	17.2	13.6	15.3	10.4	18.3
	4.08 %	2.99 %	3.16 %	2.83 %	3.27 %
Karl Lagerfeld	8.8	12.6	14.0	11.4	16.9
	2.09 %	2.77 %	2.89 %	3.11 %	3.02 %
Boucheron	18.4	19.4	18.3	12.0	15.4
	4.36 %	4.26 %	3.78 %	3.27 %	2.75 %
Kate Spade (4 months of activity in 2020)	-	-	-	2.7	13.6
	%	- %	- %	0.73 %	2.43 %
Moncler (3 months of activity in 2021)	-	-	-	-	4.9
	%	- %	- %	- %	0.87 %
<b>Main brands</b>	<b>399.7</b>	<b>431.5</b>	<b>464.9</b>	<b>354.0</b>	<b>545.7</b>
Other brands	22.3	23.8	19.5	13.4	15.1
<b>Total</b>	<b>422.0</b>	<b>455.3</b>	<b>484.4</b>	<b>367.4</b>	<b>560.8</b>

Bolstered by the launch of the *Montblanc Explorer Ultra Blue* line last spring, Montblanc fragrances have returned to the level of 2019 sales, a year of strong growth bolstered by the launch of the *Montblanc Explorer* line.

With record sales of €131 million in 2021, Jimmy Choo fragrances were up 27% in relation to 2019 highlighting a return to normal levels by the established lines and the *I Want Choo* line's resounding success, especially in the United States, launched earlier this year.

Coach fragrances also achieved a record performance with sales of nearly €115 million in 2021, up 34% from 2019, based not only on the strength of the first Coach line but also the introduction of several flankers developed around the second *Coach Dreams* line in 2020 and 2021.

Sales by Lanvin fragrances are back up to the levels of previous years on the strength of the rebound of the brand's major line, *Éclat d'Arpège*, in Asia and Eastern Europe.

With sales of €35 million, Rochas fragrances benefited from the introduction of a low environmental impact line, *Rochas Girl*, in selected countries.

**Sales by region**

(€m)	2020	2021
Africa	4.3	4.9
North America	126.0	224.8
South America	25.7	42.2
Asia	52.0	78.1
Eastern Europe	25.6	47.8
Western Europe	67.7	90.9
France	31.8	35.7
Middle East	34.2	36.4
<b>Sales</b>	<b>367.4</b>	<b>560.8</b>

Performances by region were mixed:

North America displayed remarkable growth of more than 48 % over 2019. In the United States, in a very buoyant perfumes and cosmetics market, up 43 %<sup>2</sup> from 2019, Interparfums achieved an exceptional sales growth of 58 % in local currency driven by the strength of the portfolio's main lines as well as the success of the *I Want Chooline* which significantly exceeded expectations.

Bolstered by the performances of Coach fragrances and Van Cleef & Arpels' *Collection Extraordinaire*, Asia showed strong momentum in several countries, particularly in China where fragrance sales increased threefold compared to 2019.

In South America, successful inroads by Coach fragrances and gains by Montblanc and Jimmy Choo fragrances fuelled growth of 20% compared to 2019.

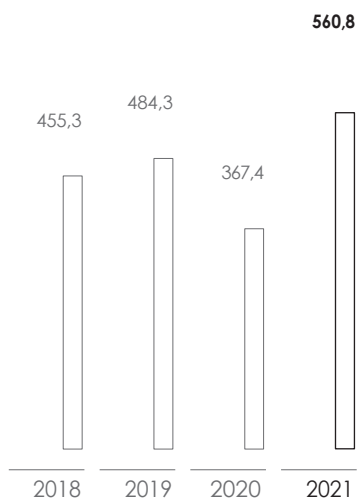
With Lanvin fragrance sales again back up to significant levels and the continued development of flagship brands, Eastern Europe grew 12% in relation to 2019.

Western Europe and France have gradually returned to coherent levels though continued to be impacted by a number of lockdowns during the year in addition to an unfavorable comparison base effect from the launch of the men's line, *Montblanc Explorer* in early 2019.

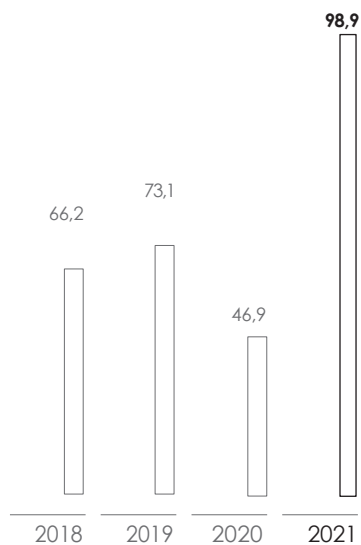
In the Middle East, all the portfolio's brands continue to be affected by points of sale still closed in certain countries, reduced tourist traffic in the region and a change of partner in the United Arab Emirates.

## Key consolidated figures

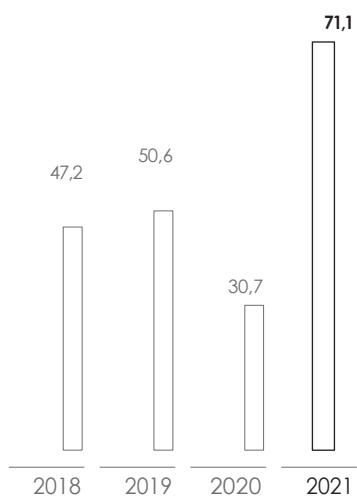
**Turnover**  
(in millions of euros)



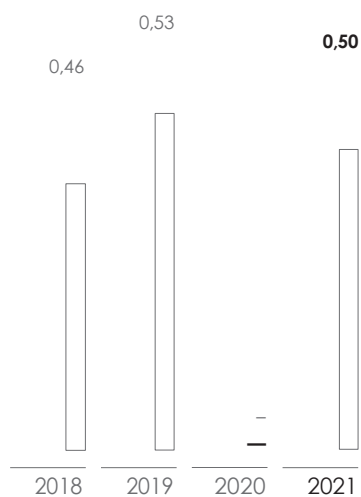
**Operating income**  
(in millions of euros)



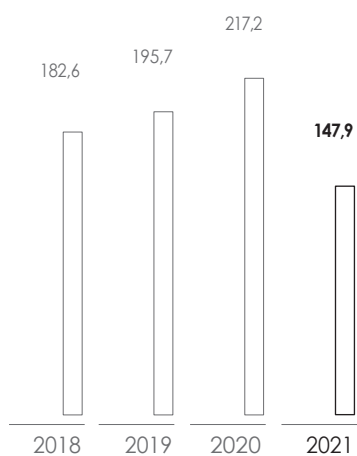
**Net income group share**  
(in millions of euros)



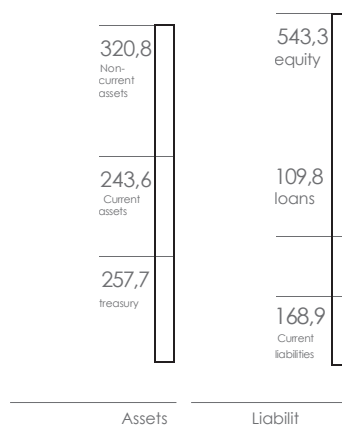
**Current dividend per share**  
(in euros) (Restated for bonus share grants)



**Cash net of borrowings**  
(in millions of euros)



**Simplified balance sheet**  
(in millions of euros)



  
**COACH**  
NEW YORK

The New Fragrance  
**COACH DREAMS**  
*sunset*



## Presentation of the Board of Directors

Your Board of Directors has ten members, four of whom are independent:



### Philippe Benacin

Chairman-CEO - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Philippe Benacin, 63, a graduate of the ESSEC business school and co-founder of the Company with his partner Jean Madar, has served as Chairman-CEO of Interparfums SA since its creation in 1989.

Philippe Benacin steers the strategic course of the Paris-based Interparfums SA Group and the development of the brands' portfolio: Lanvin, Rochas, Jimmy Choo, Montblanc, Repetto, Van Cleef & Arpels, Karl Lagerfeld, S.T. Dupont, Paul Smith, Boucheron, Coach, Kate Spade and Moncler.

#### Current offices:

- President and Vice Chairman of the Board of Interparfums Inc. (United States);
- Chairman of the Board of Directors and director of Interparfums Holding;
- Managing Partner and President of Interparfums Suisse (Switzerland);
- Director of Interparfums Asia Pacific Pte Ltd (Singapore);
- Chairman of the Board of Directors of Parfums Rochas Spain SL (Spain);
- Sole Director of Interparfums Luxury Brands Inc. (United States);
- Director of Inter España Parfums et Cosmétiques SL (Spain);
- Director of Interparfums Srl (Italy);
- Vice Chair of the Supervisory Board and Chair of the Corporate Governance, Nominations and Remuneration Committee of Vivendi

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### Jean Madar

Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Jean Madar, 61, a graduate of the ESSEC business school, is the co-founder of the company with his partner Philippe Benacin.

Jean Madar steers the strategic course for the New York-based Group Interparfums Inc. and the development of the brands of the portfolio: Anna Sui, Dunhill, Oscar de la Renta, Abercrombie & Fitch, Hollister, MCM, Guess et Graff, Ferragamo and Ungaro.

#### Current offices:

- Chief Executive Officer and director of Interparfums Holding;
- Chief Executive Officer and Vice President of Interparfums Holding (United States).

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### **Philippe Santi**

Director and Executive Vice President - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Philippe Santi, 60, graduate of the Neoma Business School (*Ecole Supérieure de Commerce of Reims*) with a degree as a public accountant, has served as the Chief Financial and Administrative Officer of Interparfums SA since 1995 and as Executive Vice President since 2004.

Current offices:

- Director of Interparfums Inc. (United States);
- Director of Middenext.

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### **Frédéric Garcia-Pelayo**

Director and Executive Vice President - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Frédéric Garcia Pelayo, 63, EPSCI international exchange program graduate of the ESSEC Business School, has been Vice President for Export Sales of Interparfums<sup>SA</sup> since 1994 and Executive Vice President since 2004.

Current offices:

- Director of Interparfums Srl (Italy).
- Director of Inter España Parfums et Cosmétiques SL (Spain);
- Director and Vice President of Finance of TFWA.

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### **Patrick Choël**

Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Patrick Choël, 78, a graduate of Sciences Po Paris, was Chairman of the Fragrance and Cosmetics division of LVMH from 1995 to 2004.

#### Current offices:

- Director of Interparfums Inc. (United States);
- Director of Parfums Christian Dior.

#### Offices having expired in the last five years:

- Director of Modelabs;
- Director of SGD;
- Director of ILEOS;
- Director of Guerlain.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### **Véronique Gabai-Pinsky**

Director - Dual French and American nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Véronique Gabai-Pinsky, 56, a business school graduate of ESSEC, began her career at L'Oréal and was Vice President of Marketing for Giorgio Armani. She subsequently served as Vice President of Marketing and Communication for Guerlain, then spent 12 years at the Estée Lauder Companies as the Global President for Aramis and Designers Fragrances. Until June 2018, she was Chair of the US company, Vera Wang, operating in the luxury ready-to-wear sector. Since 2019, she has been developing her own the fragrance brand, VERONIQUE GABAI.

#### Current offices:

- Director of Interparfums Inc. (United States);
- Member of The Committee of 200 (Fashion Group International and Cosmetic of Executive Women);
- Director of Lifetime Brands (United States);
- Founder and President of the company VERONIQUE GABAI, perfume designer

#### Offices having expired in the last five years:

- Chair of the Vera Wang Group.

*Term of office expiring at the close of the Annual General Meeting in 2023.*





### **Maurice Alhadève**

Independent Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Maurice Alhadève, 79, a graduate of Sciences Po Paris and Northwestern University (Chicago) was the Chief Executive Officer of the Luxury division of "Française de soins et Parfums" (Unilever Group), and then, a manager for several companies specialized in the creation of fragrance concentrates: International Flavors and Fragrance (IFF), Créations Aromatiques and Haarmann & Reimer. He was head of the ISIPCA, the school for the creation of fragrances, cosmetics and flavors, located in Versailles, France. He is today a teacher, consultant and cofounder and President of the Ecole Supérieure du Parfum de Paris, providing specialized programs in the fields of creation and management for the perfume industry.

Current offices: None.

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*



### **Chantal Roos**

Independent Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Chantal Roos, 78, served as Vice-President for International Marketing then Deputy Chief Executive Officer within the Yves Saint Laurent Parfums Group, then Chair of Beauté Prestige Internationale.

She joined the Gucci group in 2000 as President of the Yves Saint Laurent Beauté division, becoming subsequently in 2007, Strategic Adviser to the Chairman-CEO. In 2008, she launched her own company specialized in the creation and development of fragrance and cosmetic brands, Roos & Roos.

Current offices:

- Managing Partner of CREA;
- Managing Partner of ROOS & ROOS, perfume designer.

Offices having expired in the last five years: None.

*Term of office expiring at the close of the Annual General Meeting in 2023.*





### **Dominique Cyrot**

Independent Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Dominique Cyrot, 70, has a master's degree in management from University Paris IX Dauphine. She spent her career from 1973 to 2011 with the French insurer AGF, which has become today ALLIANZ GI, where she was responsible for managing the group's UCTIS for French large caps then for all French and European mid caps. She has served on the boards of investment funds well as numerous SICAVs of the AGF group and also external SICAVs.

#### **Current offices:**

- Director of FIME (SA) since April 16, 2015.

#### **Offices having expired in the last five years:**

- Director of SECHE Environnement (office expired in April 2015).

*Term of office expiring at the close of the Annual General Meeting in 2025.*



### **Marie-Ange Verdickt**

Independent Director - French nationality

Professional address: 10 rue de Solférino, 75007 Paris, France.

**Biography:** Marie-Ange Verdickt, 59, has a business degree from École Supérieure de Commerce de Bordeaux – KEDGE (1984), and is a member of the French Society of Financial Analysts (SFAF). She began her career as an auditor with Deloitte, then management controller for the computer group, Wang.

In 1990 she joined Euronext as a financial analyst and was subsequently appointed as head of the office of financial analysis. From 1998 until 2012, she joined the asset management company, Financière de l'Echiquier, as a manager of equity funds specialized in French and European Mid-Caps. She also contributed to developing socially responsible investment practices. Since 2012, she has been an independent director in different companies.

#### **Current offices:**

- Member of the Supervisory Board of Wavestone (ex Solucom) (September 26, 2012);
- Member of the supervisory board of CapHorn Invest (May 31, 2013);
- Director of ABC Arbitrage (April 2013);
- Director of Bonduelle (December 2019);

#### **Offices having expired in the last five years:**

- Member of the supervisory board of Bonduelle (from December 3, 2015 to December 5, 2019).

*Term of office expiring at the close of the Annual General Meeting in 2023.*

## Audit Committee Members

### Marie-Ange VERDICKT

Chairman of the Audit Committee Independent Director

Effective date of functions: 2015

### Dominique Cyrot

Independent Director

Effective date of functions: 2013

### Patrick Choël Director

Effective date of functions: 2010

### Maurice ALHADÈVE Independent Director

Effective date of functions: 2010

The operating procedures of the Audit Committee are described in Article 6.2 of the Rules of Procedure and available for consultation on the Interparfums website.

<https://www.interparfums.fr/bourse/information-reglementee.php>

## Proposal to the General Meeting for the appointment of a new director



The Board of Directors has decided to propose to the Shareholders' Meeting of April 29, 2022, the appointment of Ms. Constance Benqué as a director for a term of four years.

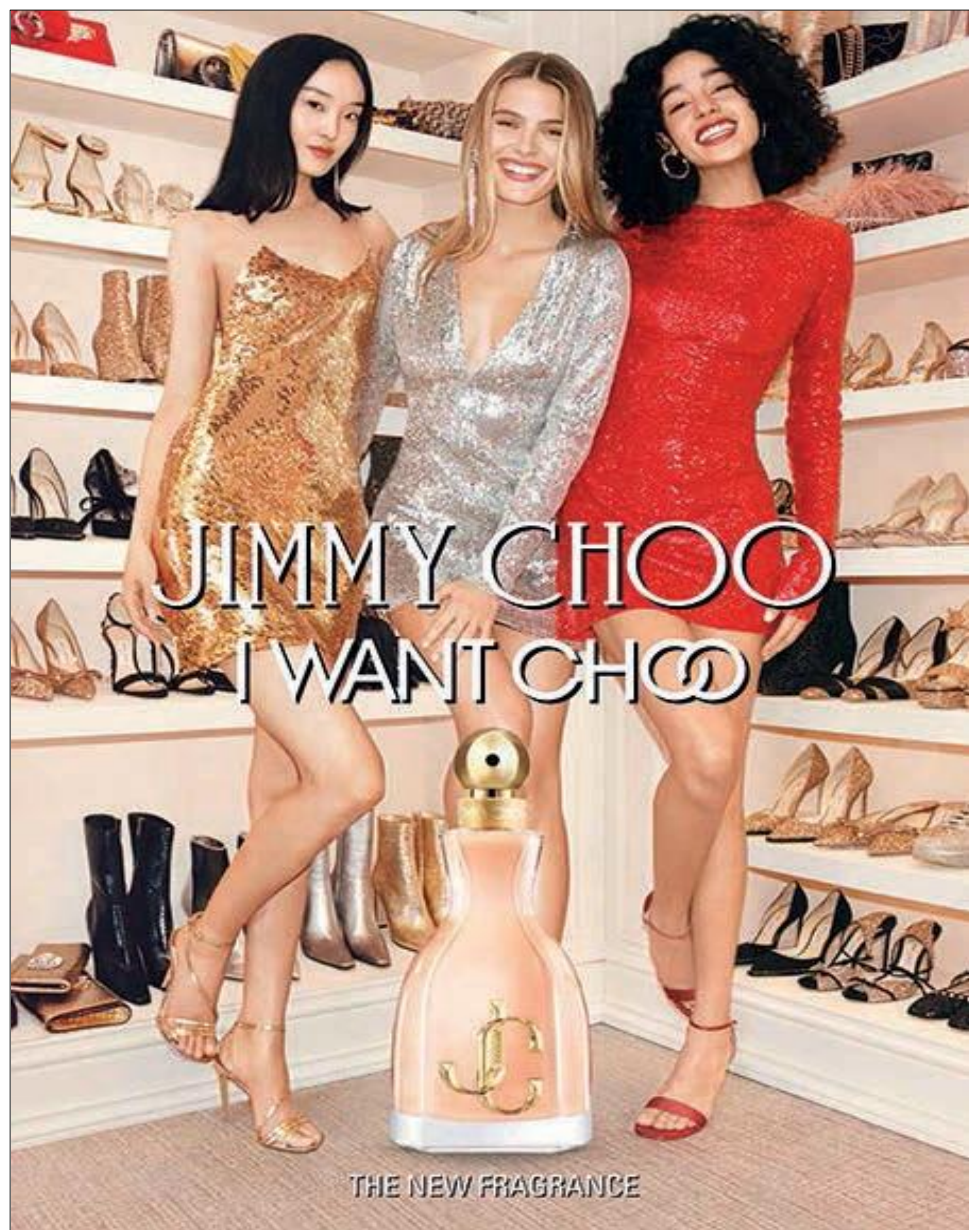
Constance Benqué, 61, after serving as a parliamentary assistant for the French Deputy, François d'Aubert, began a career in advertising at the Expansion Group in 1981, where she was quickly appointed Advertising Director (1983-1990). This is followed by a position as Sales Director for the French business magazine, *Capital* for the Prisma Presse Group (1990-94) and then Chief Executive Officer of Régie Obs, which at the time included the advertising departments of the publications *Nouvel Observateur*, *Challenges* and *Sciences & Avenir* (1994-1994).

In 1999, she joined the Lagardère Group where she was successively appointed Vice President (1999-2003) and President (2003-2016) of Europe Régies, which subsequently became Lagardère Active Publicité. A member of the Lagardère Active Management Board since 2008, Constance Benqué was appointed in 2014 Chief Executive Officer of ELLE France & International (*ELLE*, *ELLE Décoration*, *ELLE à Table*, *Art & Décoration*; international licenses and Lagardère Active Enterprises).

Since December 2018, she has served as the CEO, then President (2020) of the Lagardère Group's media activities (Lagardère News), which include the radio stations Europe 1, Virgin Radio, RFM, and the publications *Paris Match*, *Le Journal du Dimanche* and *ELLE International*.

She is a graduate of the University of Paris II Panthéon Assas (Master's degree in Public Law) and of the Institut d'Études Politiques de Paris (with an advanced degree in Marketing and Communication).

Constance Benqué's experience and expertise in media and the digital universe will make a valuable contribution to Interparfums' Board of Directors.



## Report of the Board of Directors

### Presentation of resolutions submitted to the Combined Ordinary and Extraordinary General Meeting of April 29, 2022

#### 1) Approval of the annual and consolidated financial statements for the period ended December 31, 2021 - Approval of non-deductible expenses (Resolutions 1 and 2)

We hereby request that you approve these annual financial statements for the period ended December 31, 2021 showing a profit of €59,801,199.62 and the consolidated financial statements for the period ended December 31, 2021 as presented, showing a profit (attributable to equity holders of the parent) of €71,095,000.

We also ask you to approve the total amount of disallowed deductions under Article 39-4 of the French General Tax Code of €63,201 as well as the corresponding tax.

#### 2) Approval of net income appropriation, setting the dividend (third resolution)

The appropriation of net income of our company as proposed is in compliance with the law and our bylaws.

We accordingly ask you to appropriate the profit of the period of €59,801,199.62 as follows:

Inception	
Profit of the period	€ 59,801,199.62
Appropriation	
Legal reserve	€ 1,559,652.00
Dividends	€ 53,756,014.06
Retained earnings	€ 4,485,533.56

On that basis, the gross dividend reverting to each share would be €0.94.

For individuals with their tax residence in France, the dividend is subject to either, a flat tax (*prélèvement forfaitaire unique*) applied to the gross dividend of 12.8 % (Article 200 A of the French general tax code), or, taxation according to the progressive income tax scale, after notably applying the 40 % reduction (Article 200 A, 13, and 158 of the French general tax code). This latter option must be expressly selected by the taxpayer which applies to all investment income and is irrevocable. The dividend is in addition subject to social charges of 17.2%.

The dividend payment date will be May 18, 2022 and the ex-rights date May 16, 2022.

In the event of a change in the number of shares conferring dividend rights in relation to the number of 57,187,249 shares comprising the share capital of December 31, 2021, the total amount of dividends will be adjusted in consequence and the amount allocated to "Retained earnings" will be determined on the basis of dividends actually paid.

In accordance with the provisions of Article 243 bis of the French general tax code, the dividends for the last three financial periods are disclosed below:

For the fiscal year	Distributions eligible for the tax basis reduction		Distributions not eligible for the tax basis reduction
	Dividends	Other distributions	
2018	€ 30,505,596 <sup>(1)</sup> or € 0.71 per share	-	-
2019	-	-	-
2020	€ 28,593,624.90 <sup>(1)</sup> or € 0.55 per share	-	-

(1) Including the unpaid amount of dividends relating to treasury shares and allocated to retained earnings

#### 3) Approval of regulated agreements (fourth resolution)

1/ We hereby request that you approve the new agreement entered into at the beginning of 2022 and duly authorized by the Board of Directors, of the same nature as those referred to in Article L. 225-38 of the French Commercial Code.

This agreement is a substitution agreement concluded for the purpose of substituting in favor of Interparfums the rights and obligations under the preliminary sales agreement (*promesse de vente*) signed by La Foncière du Rond Point, the terms of which are as follows:

- Acquisition of a Property located 96 rue de l'Université 75007 Paris for the principal price of ONE MILLION FOUR HUNDRED AND TWENTY-FIVE THOUSAND EUROS (€1,425,000) payable in cash,
- Repayment of the earnest money deposit to La Foncière du Rond Point, i.e. the sum of SEVENTY ONE THOUSAND TWO HUNDRED AND FIFTY EUROS (€71,250),
- Payment of the commission relating to the mandate given under the Preliminary Sales Agreement for an amount of SIXTY THOUSAND EUROS (€60,000) including VAT.

Under this substitution agreement, no compensation is payable to Foncière du Rond Point.

It is also presented in the corresponding Statutory Auditors' Special Report to be presented to you at the General Meeting. Information on this agreement was published on the Company's website in accordance with regulations.

2/ We also ask you to approve the following agreements, if any, of the type referred to in Article L. 225-38 of the French Commercial Code, previously authorized by your Board of Directors, but not yet been concluded as of the date of this report.

These agreements are substitution agreements not yet concluded for the benefit of Interparfums for the purpose of substituting it in the rights and obligations of two preliminary sales agreement (*promesse de vente*) signed by La Foncière du Rond Point subject to the following terms:

- For the first preliminary sales agreement which is the subject of the first substitution agreement:
  - o Acquisition of a Property located 96 rue de l'Université 75007 Paris for the principal price of THREE MILLION ONE HUNDRED AND THIRTY THOUSAND EUROS (€3,130,000) payable in cash,
  - o Repayment of the earnest money deposit to La Foncière du Rond Point, i.e. ONE HUNDRED AND FIFTY-SIX THOUSAND FIVE HUNDRED EUROS (€ 156,500),
  - o payment of the commission relating to the mandate given under the Preliminary Sales Agreement for an amount of ONE HUNDRED AND TWENTY THOUSAND EUROS (€ 120,000) including VAT.

Under this substitution agreement, no compensation is payable to Foncière du Rond Point.

- For the second preliminary sales agreement which is the subject of the second substitution agreement:
  - o Acquisition of a Property located 96 rue de l'Université 75007 Paris for the principal price of FOUR MILLION EIGHTY THOUSAND EUROS (€4,080,000) payable in cash,
  - o Repayment of the earnest money deposit to La Foncière du Rond Point, i.e. TWO HUNDRED AND FOUR THOUSAND EUROS (€ 204,000),

Under this substitution agreement, no compensation is payable to Foncière du Rond Point.

These Substitution Agreements are also presented in the special report of the Statutory Auditors relating thereto, which will be presented to you at the General Meeting, it being specified that the shareholders will be notified as soon as these agreements are concluded by a notice published on the Company's website in accordance with regulations.

#### **4) Proposal for the appointment of a new director (fifth resolution)**

We propose that you appoint Ms. Constance Benqué as a director for a term of four years, expiring at the close of the General Meeting to be held in 2026 to approve the financial statements for the previous fiscal year, as a new member of the current Board of Directors.

#### **Independence and gender balance**

We inform you that the Board of Directors, considers that Constance Benqué may be considered as an independent member with respect to the criteria of the Middlednext Code of corporate governance referred to by the Company for the purpose of corporate governance. With this respect, it is notably specified that she has no business relations with the Group.

#### **Expertise, experience, skills and knowledge of the Group**

The information concerning the expertise and experience of Ms. Constance Benqué is provided in Part 4, Chapter 1.3.6, of the 2021 Universal Registration Document.

Should you approve this proposal of appointment:

The Board would thus be increased from 10 to 11 members;

The Board will continue to include five independent members and as such continue to comply with the recommendations of the Middlednext Code with respect to the percentage of independent directors;

The percentage of women on the Board would be increased to 45 %, thus meeting the requirements of the law. the percentage of international members of the Board will be 10 %, with two nationalities represented.

#### **5) Say on Pay (sixth to ninth resolutions)**

In accordance with the provisions of L. 22-10-8 of the French Commercial Code, it is proposed to the shareholders:

By the 6<sup>th</sup> resolution to approve the compensation policy for the Chairman-Chief Executive Officer or any other executive officer;

By the 7<sup>th</sup> resolution, to approve the compensation policy for members of the Board of Directors,

The compensation policy of members of the Board of Directors, the Chairman-CEO and/or any other corporate officer is presented in the Report on Corporate Governance included in Part 4, Chapter 2.1 of the 2021 Universal Registration Document.

In accordance with the provisions of Article L. 22-10-34 I of the French Commercial Code, shareholders at the general meeting are asked, by the vote of the 8<sup>th</sup> resolution, to approve the disclosures mentioned in point I of Article L. 22-10-9 of the French Commercial Code, presented in the report on corporate governance included Part 4, Chapter 2.2, of the 2021 Universal Registration Document

By the vote of the 9<sup>th</sup> resolution, in accordance with the provisions of Article L. 22-10-34 II of the French Commercial Code, the fixed, variable and exceptional components of compensation comprising the total compensation and benefits of any nature paid in the period ended or granted for the same period to Philippe Benacin, Chairman-CEO are subject to approval of the shareholders.

These components of compensation are presented in the report on Corporate Governance included in Part 4, Chapter 2.3 of the 2021 Universal Registration Document.

#### **6) Proposal to renew the authorization concerning the implementation of the share repurchase program (tenth resolution) and the reduction of the share capital by the cancellation of treasury shares (twelfth resolution)**

We propose that under the terms of the tenth resolution, you grant the Board of Directors for a period of eighteen months, all powers necessary to purchase, on one or more occasions at such times as it shall determine, shares in the company up to a maximum number that may not represent more than 2.5% of the number of shares comprising the share capital on the date of this Meeting, and where applicable adjusted to take into account increases or reductions therein that may occur while the share buyback authorization is in force.

This authorization will cancel the authorization granted to



the Board of Directors by the 13<sup>th</sup> ordinary resolution of the general Meeting of April 23, 2021.

Under this program, shares may be purchased for the following purposes:

market making in the secondary market or ensuring the liquidity of the Interparfums share by an investment services provider through a liquidity agreement complying with market practice allowed by regulations, it being specified that the number of shares taken into account to calculate the above-mentioned limit corresponds to the number of shares acquired, after deducting the number of shares resold,

retaining shares purchased for subsequent use in exchange or as payment for possible mergers, spin-offs, contributions or acquisitions;

ensuring sufficient shares are available for stock option and/or restricted share award ("*attribution d'actions gratuites*" or bonus share) plans (or equivalent plans) for the benefit of employees and/or corporate officers of the Group, including economic interest groups or affiliated companies, as well as all share grants in connection with a company or group employee savings plan (or equivalent plan), employee profit-sharing schemes and/or all other forms of share grants to employees and/or corporate officers of the Group,

ensuring that sufficient shares are available to cover requirements for securities granting entitlement to shares of the company in accordance with applicable regulations,

canceling shares, as applicable, acquired in accordance with the authorization granted or to be granted by the Extraordinary General Meeting.

These shares may be purchased by any means, including through block purchases of shares, and at times deemed appropriate by the Board of Directors, it being specified that the Board may not, without the prior authorization of the General Meeting, make use of this authorization during the period of a public tender offer initiated by a third party for the company's shares and up until the end of the offer period.

The company does not intend to make use of options or derivatives.

We propose that the maximum purchase price be set at €125 per share and in consequence the maximum amount of the program at €178,710,125.

In light of its objective to cancel shares, under the terms of the 12<sup>th</sup> resolution, we ask you to authorize the Board of Directors, for a period of 24 months, to cancel, at its sole discretion, through one or more installments, subject to a limit of 10 % of the share capital calculated on the date of the cancellation decision, and deducting shares that may have been canceled during the 24 preceding months, shares the Company holds or may hold pursuant to share buybacks under this program share repurchase program, and to reduce the share capital by the corresponding amount in compliance with applicable laws and regulations.

The Board of Directors shall be vested with all necessary powers to carry out all that is required for this purpose, while specifying that the Board that may not, without the prior authorization of the General Meeting, make use of this authorization from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

## **7) Ratification of the transfer of the registered office (eleventh resolution)**

We ask you to ratify the transfer of the registered office of the company, decided by the Board of Directors on March 1, 2022, from 4 Rond Point des Champs Elysées 75008 Paris to 10 rue de Solférino 75007 Paris as of March 28, 2022.

## **8) Delegations of authority and financial authorizations (thirteenth to twenty-first resolutions)**

The Board of Directors wishes to benefit from financial authorizations to carry out, if it considers useful, any issues that may be found necessary within the framework of the development of the Company's activities, as well as from any authorizations necessary for the purpose of having an employee stock ownership incentive policy and promoting the company's development.

For this reason it is requested that you renew the delegations of authority and financial authorizations which are expiring.

In the list of delegations of authority and authorizations in progress, you will find in Part 4, Paragraph 1.6 of the 2021 Registration Document, a summary of the delegations of authority and authorizations granted to the Board of Directors by your General Meeting and their use.

In addition, in light of the financial authorizations that may eventually result in a capital increase for cash, you are requested to vote on the delegation of authority to increase the capital for the benefit of participants in an employee stock ownership plan, in accordance with applicable regulations.

### **8.1 Delegations of authority to issue ordinary shares and/or securities with or without shareholders' preferential subscription rights**

The delegations of authority in this matter expire this year and have not been used.

We propose that you renew the delegations of authority to proceed with capital increases for cash consideration maintaining or canceling shareholders' preferential subscription rights.

The purpose of these delegations of authority is to grant the Board of Directors all necessary powers to carry out at times of its choosing, during a period of 26 months, the issuance of:

ordinary shares;

and/or securities giving access to the share capital and/or debt securities.

#### **8.1.1 Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or a group company) and/or debt securities, with preferential subscription rights (thirteenth resolution)**

We propose that the total maximum nominal amount of ordinary shares able to be issued by virtue of this authority may not exceed €30,000,000. This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders of rights or securities giving access to the company's capital;

We propose that the total maximum nominal amount of debt securities of the Company able to be issued by virtue of this authority may not exceed €100,000,000.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

The amount of issues that may be carried out on the basis of this resolution shall be independent of all other limits set by other resolutions of this Meeting.

With respect to this delegation, issues will be carried out by maintaining the shareholders' preferential subscription rights.

If applications for new shares on the basis of irrevocable entitlement subject to reduction (*à titre réductible*), and as the case may be, for excess shares on a non-preferential basis (*à titre réductible*), should fail to account for the entire issue, the Board of Directors may have recourse to the following options:

limit the issue to the amount of applications received within the limits provided for by regulation;

freely allocate all or part of the securities not taken up.

Offer all or part of the securities not taken up to the public.

Equity warrants of the Company may be issued out by means of a subscription offer but also by the award of bonus shares to owners of existing shares, it being specified that the Board of Directors shall be entitled to decide that the allotment rights forming fractional amounts shall not be negotiable and that the shares corresponding thereto will be sold.

The Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues and set the issue price, as appropriate, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and in general, take all actions required.

The Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

This delegation of authority will supersede and cancel, for the unused portion, as applicable, any prior delegation of authority having the same purpose.

#### 8.1.2 Delegations of authority providing for the cancellation of preferential subscription rights

##### 8.1.2.1 Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving access to the capital (of the company or of a Group company) and/or to debt securities, with cancellation of the preferential subscription right, by way of a public offer (excluding offers referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code) and/or as consideration for securities in the context of a public exchange offer (fourteenth resolution)

Under this delegation of authority, issues will be carried out by a public offer, with the exception of offers covered by 1 of Article L. 411-2 of the French Financial and Monetary Code and/or as consideration for securities in the context

of a public exchange offer.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

The preferential subscription rights of shareholders to ordinary shares and/or securities giving access to the share capital and or debt securities will be canceled whereby the Board of Directors will however have the option of giving shareholders priority subscription rights.

The total nominal amount of ordinary shares that may be issued by virtue of this authorization may not exceed €9,000,000 representing approximately 5.25 % of the share capital existing on the date of this meeting.

This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders of rights or securities giving access to the company's capital;

This amount shall be included under the overall limit for the maximum nominal amount of ordinary shares that may be issued, set at 10% of the share capital on the issue date (nineteenth resolution).

The total nominal amount of debt securities of the company that may be issued by virtue of this authority may not exceed €50,000,000.

This limit will be independent of all other limits set by other resolutions of this general meeting.

The amount reverting, or that should revert, to the Company for each of the ordinary shares issued after taking into account, in the case of the issue of equity warrants, the subscription price of these warrants, would be at least equal the weighted average price of the last three trading sessions preceding the offer, minus, as applicable, a maximum discount of 5 %.

In the case of issuance of shares destined to be used in payment of securities tendered to the Company in connection with public exchange offers for securities, within the limits set forth above, the Board of Directors shall be vested with all necessary powers to draw up the list of securities to be tendered in the exchange, set the terms of the issue, the share exchange ratio, as well as, when applicable the balance to be paid in cash, and determine the procedures for the issue.

If applications for new shares should fail to account for the entire issue, the Board of Directors may have recourse to the following options:

limit the amount of the issue to the amount of applications received, as applicable, within the limits provided for by regulation;

freely allocate all or part of the securities not taken up;

The Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and, in general,

take all actions required.

The Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

This delegation of authority will supersede and cancel, for the unused portion, as applicable, any prior delegation of authority having the same purpose.

**8.1.2.2 Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital and/or rights to debt securities, canceling shareholders' preferential subscription rights by a private placement (fifteenth resolution)**

Under this delegation of authority, issues will be carried out by means of an offer covered by 1 of Article L. 411-2 of the French Financial and Monetary Code.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

The shareholders' preferential subscription right to ordinary shares and/or securities giving access to the share capital and/or debt securities will be canceled.

The total nominal amount of ordinary shares that may be issued may not exceed €9,000,000 representing approximately 5.25 % of the share capital existing on the date of this meeting, and shall be furthermore capped at 20 % of the share capital per year.

This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders of rights or securities giving access to the company's capital;

This amount shall be included under the overall limit for the maximum nominal amount of ordinary shares that may be issued, set at 10% of the share capital on the issue date (nineteenth resolution).

The total nominal amount of debt securities of the company that may be issued by virtue of this authority may not exceed €15,000,000.

This limit will be independent of all other limits set by other resolutions of this general meeting.

The amount reverting, or that should revert, to the Company for each of the ordinary shares issued after taking into account, in the case of the issue of equity warrants, the subscription price of these warrants, shall be determined in accordance with legal and regulatory provisions and be at least equal to the weighted average price of the last three trading sessions preceding the offer, minus, as applicable, a maximum discount of 5 %.

If applications for new shares should fail to account for the entire issue, the Board of Directors may have recourse to the following options:

limit the amount of the issue to the amount of applications received, as applicable, within the limits provided for by regulation;

freely allocate all or part of the securities not taken up;

The Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and, in general, take all actions required.

The Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

This delegation of authority will supersede and cancel, for the unused portion, as applicable, any prior delegation of authority having the same purpose.

**8.1.2.3 Authorization, in the case of an issue entailing the cancellation of the preferential subscription right, to set, within the limit of 10 % of the share capital per year, the issue price according to the conditions set by the Meeting (sixteenth resolution)**

We propose, in accordance with the provisions of Article L. 22-10-52, subsection 2 of the French Commercial Code, that you authorize the Board of Directors who decides to proceed with an issue of ordinary shares or securities giving access to the share capital entailing the cancellation of preferential subscription rights by an offer to the public and by private placement (14<sup>th</sup> and 15<sup>th</sup> resolutions) subject to the provisions of Article L. 22-10-52, subsection 2 of the French Commercial Code, to derogate within the limit of 10 % of the share capital per year from the conditions for setting the price provided for in the aforementioned resolutions and set the issue price for equity equivalent securities to be issued as follows:

The share price for equity equivalent securities to be issued immediately or in the future, may not be less, at the Board of Directors' choice, to one of the following amounts:

either the weighted average price of the company's share on the day preceding the issue, minus, as applicable, a discount of up to 5 %,

or the average trading price for three consecutive days selected from within a period of the last 30 trading days preceding the price fixing, minus a possible discount of up to 5 %.

This derogatory pricing rule could offer the Board certain flexibility in determining the reference period when setting the issue price according to the nature of the corporate action, the market situation and the average of reference price.

This authorization will supersede and cancel any prior authorization having the same purpose.

**8.1.3 Authorization to increase the amount of issues (seventeenth resolution)**

We propose, within the framework of the aforementioned delegations of authority for maintaining and canceling the preferential subscription rights (13<sup>th</sup> to 15<sup>th</sup> resolutions), to grant the Board of Directors the ability to increase, under the conditions provided for by Articles L 225-135-1 and R 225-118 of the French Commercial Code, and within the limits set by the general meeting, the number of shares provided for under the initial issue.



Accordingly, the number of securities may be increased within 30 days after the close of the subscription period within the limit of 15% of the initial issue and at the same price as the initial issue, within the maximum limits set by the general meeting.

This authorization will supersede and cancel any prior authorization having the same purpose.

**9) Delegation of authority to increase the capital for the benefit of participants in a company savings plan (eighteenth resolution)**

We submit this resolution to your vote in order to comply with Article L. 225-129-6 of the French Commercial Code, whose terms require the Extraordinary General Meeting to also vote on a resolution opposing a capital increase under the conditions provided for in Article L. 3332-18 et seq. of the French Labor Code when it delegates its authority to proceed with capital increase by consideration in cash.

As the General Meeting has been called to vote on delegations of authority which may result in capital increases in cash, it is also required to vote on a delegation for the benefit of participants in a company savings plan.

Under the terms of this delegation of authority, it is asked that you authorize the Board of Directors to increase the share capital, at once or in installments, by issuing ordinary shares or securities giving access to the company's capital in favor of participants in one or more company or group employee stock ownership plans established by the company and/or French or foreign companies affiliated with it, in accordance with the provisions of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French labor code.

In application of the provisions of Article L. 3332-21 of the French Labor Code, the Board of Directors may grant without consideration to beneficiaries shares to be issued or already issued or other securities giving access to the Company's share capital to be issued or already issued, with respect to (i) contributions that may be paid in accordance with procedures for company or group stock ownership plans and/or (ii), as applicable, the discount, and may decide in the case of the issuance of new shares in respect of the discount and/or the contribution, to proceed with the capitalization of reserves, earnings or additional paid-in capital for the payment of said shares.

As required by law, the General Meeting would cancel the shareholders' preferential subscription rights.

The maximum nominal amount of the capital increases that may be carried out under this delegation of authority shall be 2 % of the share capital on the date the Board of Directors' decides to proceed with this capital increase

This amount shall be included under the overall limit for the maximum nominal amount of ordinary shares that may be issued, set at 10% of the share capital on the issue date (nineteenth resolution).

This amount may be increased, as necessary, by the nominal amount of the capital increase necessary, in accordance with the law, and, as the case may be, applicable contractual provisions providing for other methods for preserving the rights of holders or securities giving access to the Company's capital.

This delegation would be for a period of 26 months.

It is specified that in accordance with the provisions of

Article L. 3332-19 of the French Labor Code, the price of the shares to be issued may not be more than 30% lower or... than 30 % or 40 %, when the lock-up period provided for under the plan in accordance with Articles L. 3332-25 and L. 3332-26 of the French Labor Code is greater than or equal to ten years, the average price for the twenty trading sessions preceding the date of the decision setting the opening date of the subscription nor greater than this average.

The Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and in general, take all actions required.

This delegation of authority will supersede and cancel, for the unused portion, as applicable, any prior delegation of authority having the same purpose.

**10) Aggregate limit of the ceilings of delegations of authority provided for by the fourteenth, fifteenth and eighteenth resolutions of this General Meeting (nineteenth resolution)**

We propose to set at 10 % of the amount of the share capital on the issue date, the total number of ordinary shares that may be issued, immediately or in the future, by virtue of the delegations of authority providing for the cancellation of preferential subscription rights submitted to this Meeting (fourteenth, fifteenth and eighteenth resolutions of this Meeting), it being specified that this amount may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders or rights or securities giving access to the company's capital

**11) Authorization to be given to the Board of Directors for stock option awards to employees or selected corporate officers (twentieth resolution)**

We propose that you authorize your Board of Directors for a new period of 38 months, in accordance with the provisions of Articles L. 225-177 to L. 225-185, L. 22-10-56 and L. 22-10-57 of the French Commercial Code, to grant, on one or more occasions options to subscribe for and/or purchase shares for the benefit of employees, or certain categories thereof and/or corporate officers defined by law, of the company and affiliated companies or economic interest groups according to the provisions of Article L. 225-180 of the French Commercial Code;

The maximum number of options that may be granted by the Board of Directors under this authorization may not give a right to subscribe for or purchase a number of shares exceeding 0.5 % of the share capital existing on the date of the grant by the Board of Directors.

The subscription and/or purchase price for the shares for beneficiaries would be set on the day the options are granted by the Board of Directors and shall at least equal the average trading price for the Interparfums share over the twenty trading sessions preceding the date the option is granted, and may not be less than 80 % of the average

purchase price for shares held by the company for purchases made in the conditions provided for by Article L. 22-10-62 of the French Commercial Code or options to purchase shares only.

No option may be granted during blackout periods provided for by regulations.

The term of the options set by the Board of Directors may not exceed a period of five years from their grant date.

In consequence, your Board of Directors will possess, within the limits set above, all powers to set the other terms and conditions for the grant of options and their exercise, and notably for setting the conditions according to which the options shall be granted and the list or categories of beneficiaries as provided for above, set the period or periods for exercising the options thus granted, perform or have performed all measures and formalities to record the completion of the capital increase(s) that may be undertaken, amend the bylaws in consequence and, in general, undertake everything that is necessary.

**12) Authorization to be given to the Board of Directors to proceed with restricted share awards (*actions gratuites* or bonus shares) to be granted from existing shares and/or new shares to employees or selected corporate officers (twenty-first resolution)**

You are asked to renew, for a period of 38 months, the authorization to grant restricted stock units, on one or more occasions, in accordance with Articles L. 225-197-1, L. 225-197-2 and L. 22-10-59 of the French Commercial Code, to the following beneficiaries:

employees or selected categories thereof of the company or companies or economic interest groups directly or indirectly related to it within the meaning of Article L.225-197-2 of the French Commercial Code;

the corporate officers fulfilling the conditions of Article L.225-197-1 of the French Commercial Code.

The number of shares able to be granted may not exceed 0.5% of the share capital on the grant date by the Board of Directors, whereby the total number shares thus defined does not take into account the nominal amount of the capital increase required to preserve the rights of beneficiaries of restricted stock units (*actions gratuites* or bonus shares) in the event of corporate actions involving the Company's capital during the vesting period.

Shares granted to beneficiaries would be fully vested after a vesting period to be set by the Board of Directors which may not be less than one year.

The beneficiaries must, as applicable, hold their shares for a period set by the Board of Directors, that is at least equal to the vesting period and, as applicable, the holding period, combined which may not be less than two years.

By way of exception, shares granted will become fully vested before the end of this vesting period in the case of disability of the beneficiary falling under the second or third categories provided for in Article L.341-4 of the French Social Security Code (*code de la sécurité sociale*).

This authorization constitutes waiver by operation of law of your preferential subscription right to the new shares issued through the capitalization of reserves, additional paid-in capital and earnings.

On that basis, your Board of Directors, within the limits set above, will benefit from all powers to:

set the terms and conditions and, as applicable, the

criteria for share grants;

determine the identity of the beneficiaries of share awards from among the persons fulfilling the conditions set above as well as the number of shares reverting to each;

as applicable, ensure the existence of sufficient reserves and with each grant, transfer to restricted reserves the amounts required for the payment of the new shares to be granted;

decide to proceed with the capital increase(s) by the capitalization of reserves, additional paid-in capital or earnings corresponding to the issue of new shares thus granted;

acquire shares required through the share repurchase program and allocate them to the share plan;

determine the impacts on the rights of beneficiaries of transactions modifying the capital or which might affect the value of the shares granted, and carried out during the vesting periods;

take all necessary measures to impose or not an obligation to hold the shares and ensure compliance therewith as applicable;

and generally, in accordance with the laws in force, take all steps necessary to implement this authorization.

This authorization will supersede and cancel on the date of the Meeting, for the unused portion, as applicable, any prior delegation of authority having the same purpose.

The Board of Directors invites you to vote in favor the resolutions which have been submitted to you.



## Appendix 1

### Compensation of directors and officers

#### Compensation policy for corporate officers (6<sup>th</sup> and 7<sup>th</sup> resolutions of the AGM of April 29, 2022)

In accordance with the provisions of Articles L 22-10-8 and R. 22-10-14 of the French Commercial Code, the compensation policy for each corporate officer of the Company complies with the interest of the company, thus contributing to its long-term development and is in line with its commercial strategy as described in Part 1 "consolidated management report", Paragraph 1 "The company's business and strategy" of this Universal Registration Document.

The compensation policy for corporate officers is established by the Board of Directors in reference to principles and criteria defined in the Middlednext Code.

The Board of Directors ensures that these principles and criteria are also directly aligned with both the Company's strategy and the interests of shareholders, in order to support the Company's performance and competitiveness. It also henceforth takes into account the social and environmental issues relating to the Company's activity.

No component of compensation of any nature may be set, allocated or paid by the company and no undertaking may be made by the company if not in compliance with the approved compensation policy or, in the absence thereof, with compensation or practices existing within the Company.

The Board sets, revises and implements the compensation policy for each corporate officer. When the Board of Directors rules on a component of compensation or a commitment for the benefit of its Chairman, Chief Executive Officer (*Directeur Général*) or an Executive Vice President (*Directeur Général Délégué*), the party thus concerned abstains from participating in the proceedings or voting on the components of compensation or commitment in question.

The determination, revision and application of the compensation policy for each corporate officer take into account changes in the conditions of compensation and employment of the Company's employees and in particular the pay ratios presented in paragraph 2.5. (Appendix 2 of this document) to ensure consistency with that of the company's other managers and employees.

#### 1.1 — Compensation policy for the Chairman-Chief Executive Officer or any other executive officer

The policy described below applies to the Chairman-CEO as well as any other executive officer to whom compensation may be allocated on the basis of their office.

In this respect, it is specified, for information purposes, that the current Executive Vice Presidents do not receive any compensation with respect to their offices. These officers are tied to the company through a permanent employment contracts whose characteristics are described below in paragraph 2.3. and receive compensation exclusively on this basis (See Appendix 2).

The compensation policy for the Chairman-CEO, in line with the Company's interest, is designed to ensure that the latter's total compensation is coherent with the Company's performance as described below in paragraph 2.5.

The fixed, variable and special components of total compensation and benefits of any nature attributable to the Chairman-CEO on the basis of his office, as well as their respective importance are as follows:

##### 1.1.1 — Variable and fixed compensation

###### — Fixed compensation

The fixed compensation of the Chairman-CEO is provided as consideration for the responsibilities associated with this type of corporate office.

This is determined each year in relation to changes in responsibilities or events affecting the company, the environment for the business and the market of reference and must be proportionate to the situation of the company and will be paid through monthly payments.

The fixed compensation, which is not subject to systematic annual increases, serves as a reference to determine the percentage of the annual variable compensation.

The Chairman-CEO's annual fixed compensation set by the Board of Directors on January 24, 2022 was €480,000, starting as of FY 2022. As the fixed remuneration of the Chairman-CEO has not been increased since 2020, and in view of the company's improved results for 2021, the directors have decided to increase the fixed compensation by 2.5 %.

###### — Annual variable compensation

##### *Procedures for determining compensation*

The Board of Directors ensures annually that the percentage of the Chairman-CEO's variable compensation is based on performance criteria that are precisely defined and sufficiently important relative to his fixed compensation.

This annual variable compensation is based on clearly defined, quantifiable and operational objectives and is contingent on the achievement of financial objectives on the one hand, and non-financial objectives on the other. This condition is set at a maximum of 100% of fixed compensation if the objectives are achieved, and a maximum of 120% if exceeded. This increase in the maximum amount compared with the previous year is intended to bring the Company in line with market standards and to give priority to annual variable compensation linked to the Group's performance.

Annual variable compensation of the Chairman-CEO shall be set and calculated according to the following criteria:

- 50% of the objectives based on the financial performances achieved by the Company in the period ended, and namely a target for consolidated revenue and consolidated operating profit, with each of these targets of

equal weigh in determining the percentage of variable compensation;

- 50% of the objectives based on non-financial objectives, precisely defined and directly linked to the growth strategy of the Company and its subsidiaries, relations with the brands and the development of a CSR and governance policy.

Criteria for annual variable compensation	2021	2022	Comments
Sales(1)	25 %	25 %	No change
Consolidated operating profit	25 %	25 %	No change
External growth	10 %	10 %	No change
Oversight of subsidiaries	10 %	10 %	No change
Relationships with brands	10 %	10 %	No change
Development of a CSR & Governance strategy	10 %	20 %	Criteria for the development of CSR & Governance policy doubled for 2022
Rochas license contract management	10 %	N/A	Criteria canceled as not significant for 2022
<b>Total</b>	<b>100 %</b>	<b>100 %</b>	

The aforementioned annual financial targets are determined in reference to the annual budget approved by the Board of Directors. Each of the financial criteria is evaluated separately.

To this end, the Board of Directors examines these various objectives, their weighting and the expected levels of performance and sets for each objective:

- a minimum level of achievement triggering payment of the portion of the annual variable compensation for the corresponding indicator;
- a target level triggering payment of 100 % for the corresponding variable compensation;
- a payment linked to each criteria capped at 120% of the target level.

Annual variable compensation is calculated and set by the Board of Directors after the close of the financial year to which it applies.

The degree of achievement expected for the financial and non-financial criteria has been previously established by the Board of Directors though not rendered public for reasons of confidentiality and in light of the sensitivity of this information with respect to strategy and the competition.

#### Conditions for payment

As required by law, payment of components of annual variable compensation is subject to approval by the Annual General Meeting of the components of compensation paid in the period ended or granted for the same period to the interested party.

#### 1.1.2 — Other compensation

- Multi-annual variable compensation

There are no plans for the payment of multi-year variable compensation.

- Exceptional compensation

The Board of Directors may decide to grant the Chairman-CEO exceptional compensation in light of

specific circumstances. The amount of exceptional compensation thus granted may not exceed 20% of total annual fixed compensation.

As required by law, such exceptional compensation is subject to in any event, approval by the Annual General Meeting of the components of compensation paid in the period ended or granted for the same period to the interested party.

#### — Performance share awards – stock options

The Chairman-CEO may be awarded restricted stock units and/or stock options and/or stock purchase options subject to conditions of performance and holding periods linked to his term as officer of the company.

The effective delivery of these restricted share units is subject to a condition, on the one hand, of presence within the company of the Chairman-CEO and, on the other hand, on the achievement of performance criteria for particularly consolidated revenue and operating income.

In addition, 20 % of the restricted stock units awarded to the Chairman-CEO are subject to a lockup provision until the end of his term of office.

With regard to stock options (2022 stock options), the total options awarded to corporate officers subject to conditions over the period covered by the resolution of the Shareholders' Meeting may not represent more than 1% of the share capital on the date of the Board of Directors' decision for the grant.

#### — Supplemental contribution pension plan

The Chairman-CEO benefits from a supplemental funded pension plan in the form of a life annuity, as described in paragraph 2.4.

#### — Compensation awarded to directors on the basis of their office

The Chairman-CEO and Executive Vice Presidents, in their capacity as directors, have expressly waived their right to receive compensation to which they might be entitled as members of the Board.

— Benefits of any nature

The Chairman-CEO benefits from the use of a company car representing a benefit in kind.

No other benefits in kind are granted to him.

## 1.2 — Compensation policy for Board members

The compensation policy for Board members is based on an allocation reserved exclusively to outside non-executive directors serving on the Board of Directors. The other directors exercising executive functions expressly waived their entitlement to receive compensation.

The compensation of each director shall be capped

annually regardless of the number of Board and Committee meetings. An additional portion is allocated for participation in committees.

In addition, the criteria for distribution of the total annual amount to be allocated by the General Meeting to the members of the Board of Directors are also linked to the rate of attendance or actual participation of the directors at Board and/or Committee meetings.

No other form of compensation is paid to non-executive directors.

## 1.3 — Information on offices and employment contracts and/or service agreements of corporate officers with the Company

The terms of the offices of the Company' corporate officers are presented above in paragraph 1.

The following table indicates existence of employment or service contracts with the company, the notice periods and termination conditions applicable thereto.

Officers of the Company	Frédéric Garcia Pelayo	Philippe Santi
Office(s) exercised	Executive Vice President	Executive Vice President
Employment contract entered into with the company (specify its term)	Yes – permanent employment contract for the position of “Chief International Officer”	Yes – permanent employment contract for the position of “Chief Financial and Legal Officer”
Service agreements entered into with the Company	No	No
Notice periods	3 month notice period for salaried positions	
Conditions of termination	Termination of the office as provided by law and jurisprudence	



## Appendix 2

### Disclosures required by Article L. 22-10-9 of the French Commercial Code for each officer of the Company (8<sup>th</sup> resolution of the AGM of April 29, 2022)

It is specified that the total compensation of the Chairman-CEO and the directors is in compliance with the compensation policy relating thereto as approved by the 9<sup>th</sup> and 10<sup>th</sup> resolutions of the Annual General Meeting of April 23, 2021. Readers are reminded that the Company's two Executive Vice Presidents (*Directeurs Généraux Délégués*) receive compensation exclusively on the basis of their employment contract.

#### 2.1 - Summary of compensation, stock options and shares awarded to each executive officer

	Fiscal 2020	Fiscal 2021
<b>Philippe Bénacin – Chairman-CEO</b>		
Compensation allocated for the year	€ 592,300	€ 618,800
Valuation of options granted in the period (Interparfums Inc. Plan)	- \$	- \$
Valuation of multi-year variable compensation granted in the period	N/A	N/A
Valuation of performance shares granted in the period	-	-
Valuation of other long-term compensation plans	-	-

	Fiscal 2020	Fiscal 2021
<b>Philippe Santi – Director – Executive Vice President</b>		
Compensation allocated for the year	€ 664,750	€ 807,000
Valuation of options granted in the period (Interparfums Inc. Plan)	-	-
Valuation of multi-year variable compensation granted in the period	N/A	N/A
Valuation of performance shares granted in the period	-	-
Valuation of other long-term compensation plans	-	-
<b>Frédéric Garcia-Pelayo – Director – Executive Vice President</b>		
Compensation allocated for the year	€ 674,300	€ 817,800
Valuation of options granted in the period (Interparfums Inc. Plan)	-	-
Valuation of multi-year variable compensation granted in the period	N/A	N/A
Valuation of performance shares granted in the period	-	-
Valuation of other long-term compensation plans	-	-

No other compensation or benefits of any kind were granted to the Chairman-CEO and the Executive Vice Presidents in 2021 from controlled companies and the controlling company.

## 2.2- Summary of compensation for each executive officer

	Fiscal 2020		Fiscal 2021	
	Compensation allocated for the year	Compensation paid during the year	Compensation allocated for the year	Compensation paid during the year
Philippe Bénacin – Chairman-CEO				
Fixed compensation	€ 468,000	€ 468,000	€ 468,000	€ 468,000
Annual variable compensation	€ 113,500	€ 124,000	€ 140,000	€ 152,500
Multi-annual variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Compensation allocated on the basis of his office as Board member	-	-	-	-
Benefits in-kind	€ 10,800	€ 10,800	€ 10,800	€ 10,800
<b>Total</b>	<b>€ 592,300</b>	<b>€ 602,800</b>	<b>€ 618,800</b>	<b>€ 631,300</b>

	Fiscal 2020		Fiscal 2021	
	Compensation allocated for the year	Compensation paid during the year	Compensation allocated for the year	Compensation paid during the year
Philippe Santi – Director – Executive Vice President				
Fixed compensation	€ 408,000	€ 408,000	€ 408,000	€ 408,000
Annual variable compensation	€ 256,750	€ 298,500	€ 399,000	€ 307,750
Multi-annual variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Compensation allocated on the basis of his office as Board member	-	-	-	-
Benefits in-kind	-	-	-	-
<b>Total</b>	<b>€ 664,750</b>	<b>€ 706,500</b>	<b>€ 807,000</b>	<b>€ 715,750</b>
Frédéric Garcia-Pelayo – Director – Executive Vice President				
Fixed compensation	€ 408,000	€ 408,000	€ 408,000	€ 408,000
Annual variable compensation	€ 256,750	€ 298,500	€ 399,000	€ 307,750
Multi-annual variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Compensation allocated on the basis of his office as Board member	-	-	-	-
Benefits in-kind	€ 9,550	€ 9,550	€ 10,800	€ 10,800
<b>Total</b>	<b>€ 674,300</b>	<b>€ 716,050</b>	<b>€ 817,800</b>	<b>€ 726,550</b>

## 2.3- Attendance' fees received by non-executive directors

Non-executive officers	Compensation granted in 2020 and paid in 2021	Compensation granted in 2020 and paid in 2021 after approval by the 2021 AGM <sup>(1)</sup>	Compensation granted in 2021 and paid in 2021 (advance) <sup>(2)</sup>	Compensation granted in 2021 and paid in 2022 subject to approval of the 2022 AGM
Maurice Alhadève	€ 33,600	€ 10,500	€ 3,900	€ 32,000
Patrick Choël	€ 33,600	€ 10,500	€ 3,900	€ 32,000
Dominique Cyrot	€ 33,600	€ 10,500	€ 3,900	€ 32,000
Chantal Roos	€ 28,000	€ 8,750	€ 3,250	€ 24,000
Marie-Ange Verdickt	€ 33,600	€ 10,500	€ 3,900	€ 32,000
Véronique Gabai-Pinsky	€ 28,000	€ 8,750	€ 3,250	€ 24,000
<b>Total</b>	<b>€ 190,400</b>	<b>€ 59,500</b>	<b>€ 22,100</b>	<b>€ 176,000</b>



- (1) At the Annual General Meeting of April 23, 2021, in its eighth resolution shareholders voted to increase the total annual amount of compensation for members of the Board of Directors to €250,000, valid starting from the fiscal year 2020 and subsequent years, until a new decision to be issued by the Annual General Meeting.
- (2) The Board of Directors meeting of April 23, 2021, noting on the one hand, the new methods of distribution for directors' compensation in accordance with the compensation policy approved by the General Meeting of April 23, 2021 under the terms of its 9<sup>th</sup> resolution, and on the other hand, the maximum total compensation likely to be allocated to directors for 2021 in the amount of € 250,000, has decided on an exceptional basis and solely for fiscal 2021, to proceed with an interim payment to directors.

This concerns solely compensation paid on the basis of their offices as director.

## 2.4- Summary of employment contracts, specific retirement benefits, severance benefits and non-compete clauses of executive officers

In accordance with Middledenext Code Recommendation 18, it is specified that the employment contracts for the Executive Vice Presidents are maintained in order to offer them the protections available thereunder predating their respective appointments as officers.

	Employment contract	Supplemental retirement plan	Compensation or benefits that may be due on termination or following a change of position	Compensation resulting from a non-compete clause
<b>Philippe Bénacin – Chairman-CEO</b>				
Date of last reappointment:	04/27/2018			
End of term: AGM 2023	No	Yes	No	No
<b>Philippe Santi – Director – Executive Vice President</b>				
Date of last reappointment:	04/27/2018			
End of term: AGM 2023	Yes	Yes	No	No
<b>Frédéric Garcia-Pelayo – Director – Executive Vice President</b>				
Date of last reappointment:	04/27/2018			
End of term: AGM 2023	Yes	Yes	No	No

Senior executives benefit from a supplemental retirement plan in the form of a defined contribution annuity fund.

The benefits of this defined benefit plan were subsequently extended to management employees of the company. This contribution to a private defined contribution pension fund is paid in part by the beneficiaries and in part by the employer for an amount equal four times French Social Security ceiling. The

annual contribution to this fund per executive officer beneficiary is €15,000. The supplemental retirement plan is part of the overall compensation policy adopted by the Company for senior executives and managers.

No executives benefit from forms of remuneration, indemnities or benefits owed or which could be owed resulting from the assumption, termination or change of functions of corporate officer of the company or subsequent to these events.

## 2.5- Pay ratios, changes in compensation and performance

These ratios are calculated in compliance with Article L. 22-10-9 of the French Commercial Code for the purpose of complying with new requirements with respect to transparency regarding executive compensation.

The following summary presents, on the one hand, the ratio between the level of compensation of the Chairman-CEO and the Executive Vice Presidents of the

Company (fixed and variable compensation) and the average compensation of employees (excluding officers) and on the other hand, the ratio in relation to the median for employee compensation (excluding officers) of the company as well as the annual change in compensation, the company's performance and the average compensation on a full-time equivalent basis of the company's employees, other than executives, over the five most recent fiscal years.

	2017	2018	2019	2020	2021
Change in the Group's performance					
Sales <b>(€ millions)</b>	422.0	455.3	484.3	367.4	560.8
Change N / N-1	15.4 %	7.9 %	6.4 %	(24.1 %)	52.6 %
Consolidated operating profit <b>(€ millions)</b>	60	66.2	73.1	46.9	98.9
Change N / N-1	20.7 %	10.3 %	10.4 %	(35.8 %)	110.9 %
Change in compensation excluding corporate officers					
Average compensation of employees (excluding corporate officers) <b>(in euros)</b>	76,143	82,612	86,616	81,982	86,007
Change N / N-1	2.4 %	8.5 %	4.8 %	(5.4 %)	4.9 %
Median compensation of employees (excluding corporate officers) <b>(in euros)</b>	58,370	61,775	62,875	56,525	60,500
Change N / N-1	1.0 %	5.8 %	1.8 %	(10.1 %)	7.0 %
Changes and pay ratios for compensation of corporate officers					
Philippe Benacin – Chairman-CEO					
Gross compensation <b>(in euros)</b>	490,000	591,000	602,000	592,000	620,500
Change N / N-1	(3.4 %)	20.6 %	1.9 %	(1.7 %)	4.8 %
Pay ratios on average compensation	6.44	7.15	6.95	7.22	7.21
Change N / N-1	- 3.38 points	+ 0.71 points	- 0.20 points	+ 0.27 points	- 0.01 points
Pay ratios on median compensation	8.39	9.57	9.57	10.47	10.26
Change N / N-1	- 0.38 points	+ 1.18 points	+/- points	+ 0.90 points	- 0.21 points
Philippe Santi – Executive Vice President and CFO,					
Gross compensation (in euros)	666,000	702,000	727,500	706,500	715,750
Change N / N-1	11.3 %	5.4 %	3.6 %	(2.9 %)	1.3 %
Pay ratios on average compensation	8.75	8.50	8.40	8.62	8.32
Change N / N-1	+ 0.70 points	- 0.25 points	- 0.10 points	+ 0.22 points	- 0.30 points
Pay ratios on median compensation	11.41	11.36	11.57	12.50	11.83
Change N / N-1	+ 1.06 points	- 0.05 points	+ 0.21 points	+ 0.93 points	- 0.67 points
Frédéric Garcia-Pelayo – Executive Vice President					
Gross compensation (in euros)	666,000	702,000	727,500	706,500	715,750
Change N / N-1	11.3 %	5.4 %	3.6 %	(2.9 %)	1.3 %
Pay ratios on average compensation	8.75	8.50	8.40	8.62	8.32
Change N / N-1	+ 0.7 points	- 0.25 points	- 0.10 points	+ 0.22 points	- 0.30 points
Pay ratios on median compensation	11.41	11.36	11.57	12.50	11.83
Change N / N-1	+ 1.06 points	- 0.05 points	+ 0.21 points	+ 0.93 points	- 0.67 points

## Appendix 3

### Fixed, variable and exceptional components of total compensation and benefits of any nature paid in the period ended or awarded for the period ended to the Chairman-CEO (9<sup>th</sup> resolution of the AGM of April 29, 2022)

At the Annual General Meeting of April 29, 2022, shareholders will be asked to approve the fixed, variable or exceptional components of total compensation and benefits of any kind paid in or granted for fiscal year 2021 to Mr. Philippe Benacin, Chairman-CEO.

After determining that 100 % of the objectives set for Philippe Benacin for 2021 had been met, on January 24, 2022, the Board of Directors set the amount of variable annual compensation to be granted for fiscal 2021 at € 140,000 in the following manner.

Criteria	Weight of criteria	Minimum (80%)	Target (100%)	Maximum (120%)	Achieved objective	Corresponding amount (in euros)
2021 consolidated sales	25 %	20 %	25 %	30 %	30 %	€ 37,500
2021 consolidated operating profit	25 %	20 %	25 %	30 %	30 %	€ 37,500
External growth	10 %	8 %	10 %	12 %	8 %	€ 10,000
Oversight of subsidiaries	10 %	8 %	10 %	12 %	10 %	€ 12,500
Rochas license contract management	10 %	8 %	10 %	12 %	10 %	€ 12,500
Relationships with brands	10 %	8 %	10 %	12 %	12 %	€ 15,000
Development of a CSR & Governance strategy	10 %	8 %	10 %	12 %	12 %	€ 15,000
<b>Total</b>	<b>100 %</b>	<b>80 %</b>	<b>100 %</b>	<b>120 %</b>	<b>112 %</b>	<b>€ 140,000</b>

The Board of Directors set the fixed portion of the Chairman-CEO's compensation for fiscal 2021 and the 2021 target for the annual variable portion of his compensation, as well as the other components of compensation, as follows:

Components of compensation paid in or granted for fiscal 2021	Amounts or accounting valuations submitted to vote	Description
Fixed compensation	€ 468,000 Amount paid and granted	-
Annual variable compensation paid in fiscal 2021	€ 152,500 Amount to be paid after approval - by the 2021 AGM	-
Annual variable compensation allocated for fiscal 2021	€ 140,000 Amount to be paid after approval by the 2022 AGM	See the table above providing a breakdown of annual variable compensation
Exceptional compensation	-	-
Bonus share issues	-	-
Stock option grant	-	-
Benefits of any nature	€ 10,800 Accounting valuation	Use of a company car

## Appendix 4

### Summary of delegations of authority and financial authorizations granted by the General Meeting to the Board of Directors (Art. L-225 129-1 and L.225-37-4 of the French Commercial Code)

#### Summary of delegations of authority and financial authorizations in force

Nature of the delegations of authority and authorizations	Limits of the issue	Delegations of authority and authorizations used	Expiration date
<b>Delegations of authority and authorizations granted by the Annual General Meeting of April 26, 2019</b>			
Authorization to grant stock options to employees or selected corporate officers (13 <sup>th</sup> resolution)	Within the limit of 1% of the share capital on the grant date	Unused	06/25/2022
Authorization to award restricted share awards ( <i>actions gratuites</i> or bonus shares) to employees and/or selected corporate officers (14 <sup>th</sup> resolution)	Within the limit of 3% of the share capital on the grant date	Unused	06/25/2022
<b>Delegations of authority and authorizations granted by the Annual General Meeting of June 24, 2020</b>			
Delegation of authority to issue shares or securities, maintaining shareholders' preferential subscription rights (12 <sup>th</sup> resolution)	Within the limit of €30,000,000 (shares) and €100,000,000 (debt securities)	Unused	08/23/2022
Delegation of authority to issue securities canceling shareholders' preferential subscription rights by a public offering (with the exception of offers covered by paragraph 1 of Article L. 411-2 of the French financial and monetary code) and/or as consideration for security tendered in connection with a public exchange offer (13 <sup>th</sup> resolution)	Within the limit of €9,000,000 <sup>(1)</sup> (shares) €50,000,000 (debt securities)	Unused	08/23/2022
Delegation of authority to issue shares or securities giving access to the capital of the company, canceling shareholders' preferential subscription rights through an offering covered by section 1 of Article L.411-2 of the French monetary and financial code (14 <sup>th</sup> resolution)	Within the limit of €9,000,000 <sup>(1)</sup> (shares) €15,000,000 (debt securities)	Unused	08/23/2022
Increase in the number of shares to be issued in the case of a capital increase maintaining or canceling shareholders preemptive subscription rights (16 <sup>th</sup> resolution)	Within the limit of 10% of the initial issue	Unused	08/23/2022
Authorization to issue shares or securities giving access to the capital as consideration in payment for in-kind contributions of equity securities (17 <sup>th</sup> resolution)	Within the limit of 10% of the share capital on the date of the AGM <sup>(1)</sup>	Unused	08/23/2022
Delegation of authority to issue shares reserved for employees of the Group participating in a company savings plan (18 <sup>th</sup> resolution)	Within the limit of 2 % of the share capital on the issue date <sup>(1)</sup>	Unused	08/23/2022
<b>Delegations of authority and authorizations granted by the Annual General Meeting of April 23, 2021</b>			
Delegation of authority to increase the capital by capitalizing reserves, earnings or premiums (14 <sup>th</sup> resolution)	Within the limit of €50,000,000	Delegation of authority used by the Board of Directors' meeting of June 3, 2021, creating 5,198,840 new shares in the amount of €15,596,520	06/22/2023

(1) Included within the total ceiling of 10 % of the share capital on the issue date (19<sup>th</sup> resolution of the 2020 AGM)

## Draft resolutions

### Ordinary resolutions

**First resolution** - Approval of the annual financial statements for the period ended December 31, 2021, approval of non-deductible expenses

The shareholders, after having considered the reports of the Board of Directors and the Auditors for the period ended December 31, 2021, approve the financial statements as presented showing on this date net income of €59,801,199.62.

The shareholders furthermore approve the total amount of disallowed deductions under Article 39-4 of the French General Tax Code of €63,201 as well as the corresponding tax.

**Second resolution** Approval of the consolidated financial statements for the period ended December 31, 2021

The shareholders, after having considered the reports of the Board of Directors and the Auditors on the consolidated financial statements for the period ended December 31, 2021, approve these financial statements as presented showing on this date a net profit (attributable to equity holders of the parent) of €71,095,000.

**Third resolution** Approval of the net income appropriation, setting the dividend

The shareholders, on the Board of Directors' proposal, decide to appropriate net income for the fiscal period ended December 31, 2021 as follows:

Inception	
Profit of the period	€ 59,801,199.62
Appropriation	
Legal reserve	€1,559,652.00
Dividends	€53,756,014.06
Retained earnings	€4,485,533.56

The shareholders note for the record a total gross dividend reverting to each share of €0.94.

For individuals with their tax residence in France, the dividend is subject to either, a flat tax (*prélèvement forfaitaire unique*) applied to the gross dividend of 12.8 % (Article 200 A of the French general tax code), or, taxation according to the progressive income tax scale, after notably applying the 40 % reduction (Article 200 A, 13, and 158 of the French general tax code). This latter option must be expressly selected by the taxpayer which applies to all investment income and is irrevocable. The dividend is in addition subject to social charges of 17.2%.

The ex-dividend date will be May 16, 2022

and the dividend payment date May 18, 2022.

In the event of a change in the number of shares conferring dividend rights in relation to the number of 57,187,249 shares comprising the share capital of December 31, 2021, the total amount of dividends will be adjusted in consequence and the amount allocated to "Retained earnings" will be determined on the basis of dividends actually paid.

In accordance with the provisions of Article 243 bis of the French general tax code, shareholders shall duly note that dividends for the last three financial periods were as follows:

For the fiscal year	Dividends	Distributions eligible for the tax basis reduction	
		Other distributions	for the tax basis reduction
2018	€ 30,505,596 <sup>(1)</sup> or € 0.71 per share		
2019	-		
2020	€ 28,593,624.90 <sup>(1)</sup> or € 0.55 per share		

(1) Including the unpaid amount of dividends relating to treasury shares and allocated to retained earnings

**Fourth resolution** Statutory Auditors' special report on regulated agreements and the approval of these agreements

Having considered the Statutory Auditors' special report on regulated agreements as presented, the shareholders approve the new agreements referred to therein.

**Five resolution** Appointment of Ms. Constance Benqué as Director

The shareholders decide to appoint Constance Benqué as a new member of the Board of Directors for a term of four years expiring at the end of the annual general meeting that will be called in 2026 to approve the financial statements for the fiscal year ended.

**Sixth resolution** Approval of the compensation policy for the Chairman-Chief Executive Officer or any other executive officer

The shareholders, ruling in accordance with Article L. 22-10-8 of the French Commercial Code, approve the compensation policy for the Chairman-CEO and/or any other executive officer presented in the Report on Corporate Governance included in Part 4, Paragraph 2.1 of the 2021 Universal Registration Document, and in particular, Paragraph 2.1.1.

**Seventh resolution** Approval of the directors' compensation policy

The shareholders, ruling in accordance with Article L. 22-10-8 of the French Commercial Code, approve the compensation policy for directors presented in the Report on Corporate Governance included in Part 4, Paragraph 2.1. of the 2021 Universal Registration Document, and in particular Paragraph 2.1.1.

**Eighth resolution** Approval of the information referred to I of Article L. 22-10-9 of the French Commercial Code (*code de commerce*)

The shareholders, ruling in accordance with Article L. 22-10-34 I of the French Commercial Code, approve the

information covered by Article L. 22-10-9 of the French Commercial Code mentioned in the report on Corporate Governance included in Part 4, Paragraph 2.2 of the 2021 Universal Registration Document.

**Ninth resolution** Approval of the fixed, variable or exceptional components of total compensation and benefits of any nature paid or granted for the period ended to Mr. Philippe Benacin, Chairman-Chief Executive Officer

The shareholders, ruling in accordance with Article L. 22-10-34 II of the French Commercial Code, approve the fixed, variable or exceptional components making up the total compensation and benefits of any nature paid in the period ended or granted for the same period to Mr. Philippe Benacin, Chairman-Chief Executive Officer, as presented in the report on Corporate Governance included in Part 4, Paragraph 2.3 of the 2021 Universal Registration Document.

**Tenth resolution** Authorization to be granted to the Board of Directors for dealing in its own shares within the framework of Article L. 22-10-62 of the French Commercial Code

The shareholders, after considering the Board of Directors' report, grant the latter an authorization for eighteen months in accordance with the provisions of Articles L. 22-10-62 *et seq.* and L. 225-210 *et seq.* of the French Commercial Code, to purchase, on one or more occasions at times of its choosing shares in the company up to a maximum number that may not represent more than 2.5% the number of shares comprising the share capital on the date of this Meeting, and where applicable adjusted to take into account increases or reductions in the share capital that may be carried out during the period the share buyback authorization is in force.

This authorization cancels the authorization granted to the Board of Directors by the 13<sup>th</sup> ordinary resolution of the general meeting of April 23, 2021.

Under this program, shares may be purchased for the following purposes:

- market making in the secondary market or ensuring the liquidity of the Interparfums share by an investment services provider through a liquidity agreement complying with market practice allowed by regulations, it being specified that the number of shares taken into account to calculate the above-mentioned limit corresponds to the number of shares acquired, after deducting the number of shares resold,
- retaining shares purchased for subsequent use in exchange or as payment for possible mergers, spin-offs, contributions or acquisitions;
- Ensuring sufficient shares are available for stock option and/or restricted share award ("*attribution d'actions gratuites*" or bonus share) plans (or equivalent plans) for the benefit of employees and/or corporate officers of the Group, including economic interest groups or affiliated companies, as well as all share grants in connection with a company or group employee savings plan (or equivalent plan), employee profit-sharing schemes and/or all other forms of share grants to employees and/or corporate officers of the Group, including economic interest groups or affiliated companies;

- ensuring that sufficient shares are available to cover requirements for securities granting entitlement to shares of the company in accordance with applicable regulations,
- canceling shares, as applicable, acquired in accordance with the authorization granted or to be granted by the Extraordinary General Meeting.

These shares may be purchased by any means, including through block purchases of shares, and at times deemed appropriate by the Board of Directors, it being specified that the Board may not, without the prior authorization of the General Meeting, make use of this authorization during the period of a public tender offer initiated by a third party for the company's shares and up until the end of the offer period.

The company does not intend to make use of options or derivatives.

The maximum purchase price is €125 per share. In the case of equity transactions including notably stock splits or reverse stock splits or bonus share grants to shareholders, the amount indicated above will be adjusted in the same proportions (with the multiplier being equal to the ratio between the number of shares making up the share capital before the transaction and the number of shares thereafter).

The maximum amount for the purchase of shares under this authorization is €178,710,125.

The shareholders grant all powers to the Board of Directors to proceed with these transactions, set the terms and conditions and procedures, conclude all agreements and fulfill all formalities.

**Eleventh resolution** Ratification of the transfer of the registered office from 4 rond-point des Champs Élysées - 75008 Paris to 10 rue de Solferino 75007 Paris

The shareholders, after considering the report of the Board of Directors, expressly ratify the decision taken by the Board of Directors in its meeting of March 1, 2022 to transfer the registered office of the company from 4 rond-point des Champs Élysées - 75008 Paris to 10 rue de Solferino 75007 Paris with effect from March 28, 2022.

## Extraordinary resolutions

**Twelfth resolution** Authorization to be granted to the Board of Directors to cancel own shares held by the company and notably those purchased under the terms of Article L. 22-10-62 of the French Commercial Code

The shareholders, pursuant to Articles L. 225-204 and L. 22-10-62 of the French Commercial Code, after considering the Board of Directors' report and the Auditors' report:

1) Authorize the Board of Directors to cancel, at its sole discretion, through one or more installments, subject to a limit of 10 % of the share capital calculated on the date of the cancellation decision, and deducting shares that may have been canceled during the 24 preceding months, shares the Company holds or may hold, notably, pursuant to share buybacks undertaken in accordance with Article L. 22-10-62 of the French Commercial Code, or any other means, as well as to reduce the share capital by the corresponding amount in compliance with applicable laws and regulations,

Set the period of validity of this delegation of authority at twenty-four months from the date of this Meeting,

2) Resolve that the Board of Directors may not, without the prior authorization of the General Meeting, make use of this authorization from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

3) Grant the Board of Directors all powers to take measures required to complete such cancellations and the corresponding reductions in share capital, to amend the company's bylaws as a result and to carry out all formalities required.

**Thirteenth resolution** Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or a group company) and/or debt securities, with preferential subscription rights

The shareholders, having considered the Board of Directors' report and the Auditors' special report, in accordance with the provisions of the French Commercial Code and particular, Articles L. 225-129-2, L. 228-92 and L. 225-132 et seq.:

Grant the Board of Directors the authority to proceed with the issue, for valuable consideration or free of consideration, through one or more installments, in amounts and at such times it chooses, in France and/or international markets, either in euros or in another currency, or in any other monetary unit established by reference to several currencies,

- ordinary shares;
- and/or securities giving access to the share capital and/or debt securities.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

- 1) Set the duration for this authorization provided for under this resolution at twenty-six months from the date of this Meeting.
- 2) Decide to set, as follows, the limits of the amounts for issues authorized if the Board of Directors makes use of this delegation of authority:

The total nominal amount of ordinary shares that may be issued by virtue of this authority may not exceed €30 million; This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving rights, the rights of holders of rights or securities giving access to the company's capital;

The total nominal amount of debt securities of the company that may be issued by virtue of this authority may not exceed €100 million.

The limits set above are independent of all other limits set by other resolutions of this general meeting.

- 3) If the Board of Directors makes use of this authority in the case of issues referred to above in point 1):
  - a. decide that the issue or issues of ordinary shares or

securities giving access to the capital shall be reserved in priority for shareholders that may apply for shares on the basis of irrevocable entitlement (*à titre irréductible*);

b. decide that if applications for new shares on the basis of irrevocable entitlement, and as the case may be, for excess shares on a non-preferential basis (*à titre réductible*), should fail to account for the entire issue set forth in 1), the Board of Directors may have recourse to the following options:

- limit the amount of the issue to the amount of applications received within the limits provided for by regulation,
- freely allocate all or part of the securities not taken up;
- offer all or part of the securities not taken up to the public,

4) 4) Decide that the issues of equity warrants of the Company may be carried out by a subscription offer but also by the award of bonus shares to owners of existing shares, it being specified that the Board of Directors shall be entitled to decide that the allotment rights forming fractional amounts shall not be negotiable and that the shares corresponding thereto will be sold.

5) 5) Decide that the Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues and set the issue price, as appropriate, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and in general, take all actions required.

6) 6) Resolve that the Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

7) 7) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

**Fourteenth resolution** Delegation of authority to the Board of Directors to issue ordinary shares and/or securities giving access to the capital (of the company or of a Group company) and/or to debt securities, with cancellation of the preferential subscription right, by way of a public offering (excluding offers referred to paragraph 1 in Article L. 411-2 of the French Monetary and Financial Code) and/or as consideration for securities in the context of a public exchange offer

The shareholders, having considered the Board of Directors' report and the Auditors' special report, in accordance with the provisions of the French Commercial Code and particular, Articles L. 225-129-2, L. 225-136, L. 22-10-51, L. 22-10-52, L. 22-10-54 and L. 228-92:

Grant the Board of Directors authority to proceed with the issue through one or more installments in amounts and at such times it chooses, in France and/or in other countries, through a public offering with the exception of offers covered by 1 of Article L.411-2 of the French financial and



monetary code, either in euros or in another currency, or in any other monetary unit established by reference to several currencies, of:

- ordinary shares;
- and/or securities giving access to the share capital and/or debt securities.

The securities may be issued for payment of securities tendered to the Company in connection with public exchange offers for securities in accordance with the provisions of Article L. 22-10-54 of the French Commercial Code.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

- 1) Set the duration for this authorization provided for under this resolution at twenty-six months from the date of this Meeting.

- 2) The total nominal amount of ordinary shares that may be issued by virtue of this authority may not exceed €9,000,000;

This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving rights, the rights of holders of rights or securities giving access to the company's capital;

This amount is included within the maximum nominal amount of ordinary shares able to be issued under the nineteenth resolution.

The total nominal amount of debt securities of the company that may be issued by virtue of this authority may not exceed €50 million.

This limit is independent of all other limits on the nominal amount of debt securities provided by the other resolutions of this Meeting.

- 3) Decide to cancel shareholders' preemptive right to subscribe for ordinary shares and securities giving access to the capital of the company and/or debt securities covered by this resolution, while leaving the Board of Directors the possibility to grant shareholders a priority period, in accordance with the law.

- 4) Decide that the amount reverting, or that should revert, to the Company for each of the ordinary shares issued under this delegation of authority, after taking into account, in the case of the issue of new equity warrants, the issue price of these warrants, shall at least equal the weighted average price of the last three trading sessions preceding the offer, minus, as applicable, a maximum discount of 5 %.

- 5) Decide, in the case of issuance of shares destined to be used in payment of securities tendered to the Company in connection with public exchange offers for securities in accordance with the provisions of Article L. 22-10-54 of the French Commercial Code and within the limits set forth above, that the Board of Directors shall be vested with all necessary powers to draw up the list of securities to be tendered in the exchange, set the terms of the issue, the share exchange ratio, as well as, when applicable the balance to be paid in cash, and determine the procedures for the issue.

Decide that if applications for new shares should fail to account for the entire issue set forth in 1/, the Board of Directors may have recourse to the following options:

limit the amount of the issue to the amount of applications received, as applicable, within the limits provided for by regulation,

freely allocate all or part of the securities not taken up;

7) Decide that the Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues, as appropriate, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and in general, take all actions required.

8) Resolve that the Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.

9) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

**Fifteenth resolution** Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital (of the company or of a group company) and/or rights to debt securities, suspending shareholders' preferential description rights through an offering referred to in Article L. 411-2 of the French Monetary and Financial Code

The shareholders, having considered the Board of Directors' report and the Auditors' special report, in accordance with the provisions of the French Commercial Code and particular, Articles L. 225-129-2, L. 225-136, L.2-10-52 and L.228-92:

Grant the Board of Directors authority to proceed with the issue through one or more installments in amounts and at such times it chooses, in France and/or in other countries, through a public offering covered by Article L.411-2 1 of the French Monetary and Financial Code, either in euros or in another currency, or in any other monetary unit established by reference to several currencies:

- ordinary shares;
- and/or securities giving access to the share capital and/or debt securities.

In accordance with Article L. 228-93 of the French Commercial Code, securities to be issued may give access to ordinary shares to be issued by any company which directly or indirectly holds more than half of its capital or a company in which it directly or indirectly holds more than half of its capital.

1) Set the duration for this authorization provided for under this resolution at twenty-six months from the date of this Meeting.

2) The total nominal amount of ordinary shares that may be issued under this resolution may not exceed €9,000,000, and shall be furthermore capped at 20 % of the share capital per year.

This limit may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving rights, the rights of holders of rights or securities giving access to the company's capital;

This amount is included within the maximum nominal amount of ordinary shares able to be issued under the nineteenth resolution.

The total nominal amount of debt securities of the company that may be issued by virtue of this authority may not exceed €15 million.

This limit is independent of all other limits on the nominal amount of debt securities provided by the other resolutions of this Meeting.

- 3) Decide to cancel shareholders' preemptive right to subscribe for ordinary shares and securities giving access to the capital of the company and/or debt securities covered by this resolution;

- 4) Decide that the amount reverting, or that should revert, to the Company for each of the ordinary shares issued under this delegation of authority, after taking into account, in the case of the issue of new equity warrants, the issue price of these warrants, shall at least equal the weighted average price of the last three trading sessions preceding the offer, minus, as applicable, a maximum discount of 5 %.

- 5) Decide that if applications for new shares should fail to account for the entire issue set forth in 1/, the Board of Directors may have recourse to the following options:

limit the amount of the issue to the amount of applications received, as applicable, within the limits provided for by regulation,

freely allocate all or part of the securities not taken up;

- 6) Decide that the Board of Directors will be vested with, within the limits set forth above, all powers necessary notably to set the terms and conditions of the issue or issues, as appropriate, record the completion of the resulting capital increases, amend the bylaws in consequence, charge at its sole discretion the costs of the capital increase to the corresponding share premium and appropriate therefrom all amounts required to ensure that the legal reserve represents one tenth of the new share capital after each increase, and in general, take all actions required.
- 7) Resolve that the Board of Directors may not, without the prior authorization of the General Meeting, make use of this delegation of authority from the moment a third party makes a public tender offer for the company's shares up until the end of the offer period.
- 8) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

**Sixteenth resolution** Authorization in the case of an issue entailing the cancellation of the preferential subscription right, to set, within the limit of 10% of the share capital per year, the issue price according to the conditions set by the general meeting

The shareholders, having considered the Board of Directors' report and the auditors' report in accordance with the provisions of Article L. 22-10-52, paragraph 2 of the French Commercial Code, authorize the Board deciding to issue ordinary shares or securities giving access to share capital, in accordance with the fourteenth and fifteenth resolutions,

subject to the provisions of Article L. 22-10-52 subsection 1 of the French Commercial Code, to derogate within the limit of 10 % of the share capital from the conditions for setting the price provided for in the aforementioned resolutions and set the issue price for equity equivalent securities to be issued as follows:

The share price for equity equivalent securities to be issued immediately or in the future, may not be less, at the Board of Directors' choice than:

- either the weighted average price of the company's share on the day preceding the issue, minus, as applicable, a discount of up to 5 %;
- or the average trading price for three consecutive days selected from within a period of the last 30 trading days preceding the price fixing, minus a possible discount of up to 5 %.

**Seventeenth resolution** Authorization to increase the amount of issues

The shareholders, after considering the Board of Directors' report, resolve that for each issue of ordinary shares or securities decided in application of the thirteenth to fifteenth resolution, the number of shares able to be issued may be increased in accordance with the provisions of Articles L. 225-135-1 and R. 225-118 of the French Commercial Code and within the limits set by the General Meeting.

**Eighteenth resolution** Delegation of authority to be granted to the Board of Directors to proceed with a capital increase through the issuance of shares canceling shareholders' preferential subscription rights in favor of employees participating in a company savings plan pursuant to the provisions of Articles L. 3332-18 et seq. of the French Labor Code.

The shareholders, after reviewing the Board of Directors' report and the Auditors' special report, ruling in accordance with the provisions of Articles L.225-129-6, L.225-138-1 and L.228-92 of the French Commercial Code and Article L. 3332-18 et seq. of the French labor code:

- 1) Delegate their authority to the Board of Directors, for the purpose, if it deems opportune, on the basis of its decision alone, to increase the share capital, at once or in installments, by issuing ordinary shares or securities giving access to the company's capital in favor of participants in one or more company or group employee stock ownership plans established by the company and/or French or foreign companies affiliated in accordance with the provisions of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code.
- 2) Cancel in favor of these persons the preferential subscription rights to shares and securities that may be issued under this delegation of authority;
- 3) Set the period of validity of this delegation of authority at twenty-six months from the date of this meeting.
- 4) Limit the maximum nominal amount of the capital increase(s) that may be carried out under this authorization to 2 % of the share capital on the date of the Board of Directors' decision to proceed with this capital increase, whereby this amount shall be included within the overall limit concerning the maximum nominal amount of ordinary

shares that may be issued under the nineteenth resolution.

This amount may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders of rights or securities giving access to the company's capital;

Decide that the price of the shares to be issued pursuant to subsection 1) of this authorization may not be more than 30 % or 40 % below, when the lock-up period provided for under the plan in accordance with Articles L. 3332-25 and L. 3332-26 of the French labor code is greater than or equal to ten years, the average price for the twenty trading sessions preceding the date of the Board of Directors' decision setting the opening date of the subscription nor greater than this average.

- 5) Decide, in application of the provisions of Article L. 3332-21 of the French Labor Code, that the Board of Directors may provide for grants without consideration to beneficiaries defined above in the first paragraph, of shares to be issued or already issued or other securities giving access to the Company's share capital to be issued or already issued, with respect to (i) contributions that may be paid in accordance with procedures for company or group stock ownership plans and/or (ii), as applicable, the discount and may decide in the case of the issuance of new shares and/or the contribution, to proceed with the capitalization of the reserves, earnings or additional paid-in capital for the payment of said shares.

- 6) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

The Board of Directors may or may not implement this delegation of authority, take all necessary measures and proceed with all necessary formalities.

**Nineteenth resolution** Aggregate maximum amount of delegations of authority provided for by the fourteenth, fifteenth and eighteenth resolutions of this Meeting

The shareholders, after considering the Board of Directors' report, decide to set at 10% of the amount of the share capital on the issue date, the total number of shares that may be issued, immediately or in the future, provided for in the fourteenth, fifteenth and eighteenth resolutions of this Meeting, it being specified that this amount may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving the rights of holders of rights or securities giving access to the Company's capital.

**Twentieth resolution** Authorization to be given to the Board of Directors for stock option awards to employees (and/or selected corporate officers)

The shareholders, after considering the Board of Directors' report and the Auditors' special report:

- 1) Authorize the Board of Directors within the framework of the provisions of Articles L. 225-177 to L. 225-185, L. 22-10-56 and L. 22-10-57 of the French Commercial Code, to grant, on one or more occasions, for the benefit of the beneficiaries indicated below, stock options conferring rights to subscribe for new shares of the Company to be issued in connection

with a capital increase or to purchase existing shares of the Company originating from a share buyback program according to the conditions provided for by law.

- 2) Set the period of validity for this delegation of authority at thirty-eight months from the date of this general meeting.

- 3) Decide that the beneficiaries of these options shall include only:

- on the one hand, employees or selected employees, or certain categories thereof, of the company and, as applicable, affiliated companies or an economic interest group according to the provisions of Article L. 225-180 of the French Commercial Code;

- and, on the other hand, corporate officers fulfilling the conditions set forth in Article L. 225-185 of the French Commercial Code.

- 4) The maximum number of options that may be granted by the Board of Directors under this authorization may not give a right to subscribe for or purchase a number of shares exceeding 0.5 % of the share capital existing on the grant date.

This amount may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving rights, the rights of option grantees in the event of a corporate action by the Company.

- 5) Decide that the subscription and/or purchase price of the shares for beneficiaries shall be set on the day the options are granted and shall at least equal the average trading price for the Interparfums share over the twenty trading sessions preceding the date the option is granted, without being less than 80% of the average purchase price for shares held by the company for purchases made in the conditions provided for by Article L. 22-10-62 of the French Commercial Code or options to purchase shares only.

- 6) Decide that no option may be granted during blackout periods provided for by regulations.

- 7) Duly note that this authorization entails express waiver by shareholders in favor of beneficiaries of options of their preferential subscription rights to subscribe for new shares that will be issued as the options are exercised;

- 8) Grant the Board of Directors all powers to set the other conditions and procedures granting stock options and their exercise and in particular to:

- Set the conditions according to which the options shall be granted and determine the list or categories of beneficiaries as provided for above; set, as applicable the conditions of seniority and performance to be fulfilled by these beneficiaries; decide the conditions according to which the price and number of shares may be adjusted, in particular in the scenarios provided for by Articles R. 225-137 to R. 225-142 of the French Commercial Code,

- Set the period or periods for exercising the options thus granted, it being specified that the term of the options may not exceed a period of five years from their grant date;

- Provide for the option of temporarily suspending the exercise of options for a period not to exceed three months in the case of capital transactions involving the exercise of rights attached to shares;

- as applicable, acquire shares required through the share repurchase program and allocate them to the stock option plan,

- Perform or have performed all measures and formalities to record the completion of the capital increase(s) that may be undertaken by virtue of the authorization, amend the bylaws in consequence and, in general, undertake everything that is necessary;

- At the Board's sole discretion if it deems appropriate, charge issuance costs resulting from capital increases to the corresponding premium and deduct from such premiums amounts necessary to bring the legal reserve in line with one tenth of new amount of equity after each increase.

- 9) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

**Twenty-first resolution** Authorization to be given to the Board of Directors for stock option awards to employees (and/or selected corporate officers)

The shareholders, after considering the Board of Directors' report and the Auditors' special report:

- 1) Authorize the Board of Directors within the framework of the provisions of Articles L. 225-177 to L. 225-185, L. 22-10-56 and L. 22-10-57 of the French Commercial Code, to grant, on one or more occasions, for the benefit of the beneficiaries indicated below, stock options conferring rights to subscribe for new shares of the Company to be issued in connection with a capital increase or to purchase existing shares of the Company originating from a share buyback program according to the conditions provided for by law.
- 2) Set the period of validity for this delegation of authority at thirty-eight months from the date of this general meeting.
- 3) Decide that the beneficiaries of these options shall include only:
  - on the one hand, employees or selected employees, or certain categories thereof, of the company and, as applicable, affiliated companies or an economic interest group according to the provisions of Article L. 225-180 of the French Commercial Code;
  - and, on the other hand, corporate officers fulfilling the conditions set forth in Article L.225-185 of the French Commercial Code.
- 4) The maximum number of options that may be granted by the Board of Directors under this authorization may not give a right to subscribe for or purchase a number of shares exceeding 0.5 % of the share capital existing on the grant date.

This amount may be increased, as necessary, by the nominal amount of the capital increase necessary to preserve, in accordance with the law, and, as applicable, contractual provisions providing for other methods for preserving rights, the rights of option grantees in the event of a corporate action by the Company.

- 5) Decide that the subscription and/or purchase price of the shares for beneficiaries shall be set on the day the options are granted and shall at least equal the average trading price for the Interparfums share over the twenty trading sessions preceding the date the option is granted, without being less than 80% of the average purchase price for shares held by the company for purchases made in the conditions provided for by Article L. 22-10-62 of the French Commercial Code or options to purchase shares only.

Decide that no option may be granted during blackout periods provided for by regulations.

- 7) Duly note that this authorization entails express waiver by shareholders in favor of beneficiaries of options of their preferential subscription rights to subscribe for new shares that will be issued as the options are exercised;

- 8) Grant the Board of Directors all powers to set the other conditions and procedures granting stock options and their exercise and in particular to:

- Set the conditions according to which the options shall be granted and determine the list or categories of beneficiaries as provided for above; set, as applicable the conditions of seniority and performance to be fulfilled by these beneficiaries; decide the conditions according to which the price and number of shares may be adjusted, in particular in the scenarios provided for by Articles R. 225-137 to R. 225-142 of the French Commercial Code,

- Set the period or periods for exercising the options thus granted, it being specified that the term of the options may not exceed a period of five years from their grant date,

- Provide for the option of temporarily suspending the exercise of options for a period not to exceed three months in the case of capital transactions involving the exercise of rights attached to shares;

- as applicable, acquire shares required through the share repurchase program and allocate them to the stock option plan,

- Perform or have performed all measures and formalities to record the completion of the capital increase(s) that may be undertaken by virtue of the authorization, amend the bylaws in consequence and, in general, undertake everything that is necessary;

- At the Board's sole discretion if it deems appropriate, charge issuance costs resulting from capital increases to the corresponding premium and deduct from such premiums amounts necessary to bring the legal reserve in line with one tenth of new amount of equity after each increase.

- 9) Duly note that this authorization supersedes and cancels, for the unused portion, as applicable, any prior authorization having the same purpose.

**Twenty-second resolution** Powers for formalities

The General Meeting grants all powers to the holder of an original, a short-form certificate or a copy of these minutes to carry out all the publication, filing and other formalities that may be required by law.

**SHIBUYA**  
TOKYO



**ALSTER**  
HAMBURG

**KARL LAGERFELD**

## Statutory Auditors' reports

### Statutory Auditors' report on the consolidated financial statements

*This is a free translation into English of the issued in French and is provided solely for the convenience of English speaking readers. It includes information specifically required by French law in such reports, whether qualified or not. This information is presented below in the opinion on the financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures. This report also includes information relating to the specific verification of information given in the Group management report and in the documents addressed to shareholders. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

To Interparfums' general meeting:

#### Opinion

In accordance with the terms of our engagement as auditors by your Annual General Meeting, we have audited the accompanying consolidated financial statements of Interparfums for the year ended December 31, 2021.

In our opinion, the consolidated financial statements give a true and fair view of the results of the operations of the Group for the year then ended and of its financial position and its assets and liabilities as at December 31, 2021 in accordance with International Financial Reporting Standards as adopted by the European Union.

The audit opinion expressed above is consistent with our report to the audit committee

#### Basis for opinion

##### - Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the "Statutory Auditors' Responsibilities for the Audit of the Consolidated Financial Statements" section of our report.

##### - Independence

We performed our audit in compliance with independence rules provided for by the French Commercial Code and the French code of ethics for statutory auditors, for the period from January 1, 2021 to the issue date of our report and in particular we did not provide any prohibited non-audit services referred to in article 5(1) of Regulation (EU) No 537/2014.

#### Justification of assessments - Key audit matters

The global crisis linked to the COVID-19 pandemic has created particular conditions for preparing for and auditing the accounts for this period. In particular, this crisis and the exceptional measures taken in connection with the public health emergency have resulted in multiple consequences for companies, particularly for their business, their financing, as well as increased uncertainties about their future outlook. Certain measures, such as restrictions on travel and remote working have also affected the internal organization of companies and the procedures for conducting audits.

In this complex and constantly changing context, in accordance with the requirements of Articles L. 823-9 and R. 823-7 of the French Commercial Code ("code de commerce") relating to the justification of our assessments, we bring your attention to the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period, as well as our responses to those risks.

These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon. We do not provide a separate opinion on specific items of the consolidated financial statements.

### **Measurement of trademarks and other intangible assets**

*Notes 1.7 and 3.1 to the consolidated financial statements*

#### **Identified risk**

At December 31, 2021, brands and other intangible assets were valued at €150 million out of total assets of €617 million. These intangible assets represent mainly expenditures relating to the acquisition of licenses or brands.

These intangible assets are tested for impairment when there exists evidence of a loss in value for the licenses and upfront license fees at least once a year for own brands. Recoverable value is determined as follows:

- For licenses and upfront license fees, according to the discounted cash flow method defined as the present value of estimated future cash flows expected to arise from the continuing use of these assets calculated according to their estimated or actual length. Data used originates from the annual and multi-year budgets for duration of the license agreements drawn up by Management.
- for own brands, as the higher of fair value less costs to sell and its value in use on the basis of the present value of estimated future cash flows derived from five year budgets discounted to infinity.

A provision for impairment is recorded when the recoverable value of the assets is lower than the carrying value. Notes 1.7 and 3.1 to the consolidated financial statements describe the procedures for conducting impairment tests.

We have considered that the measurement of these intangible assets to be a key audit matter due to their material importance in the company's financial statements and because the determination of recoverable value is in most cases based on estimations for discounted future cash flows requiring assumptions, estimates or assessments of company management.

#### **Responses as part of our audit**

We have reviewed the work performed by the company and the procedures used for conducting impairment tests. We paid particular attention to the brands and license agreements whose carrying value was close to the estimated recoverable value.

We also assessed the main estimates used by management to prepare cash flow forecasts based on available information, and in particular the main assumptions used in budgets prepared by management and assess their consistency with external market data.

We assessed the relevance of the discount rates adopted with the assistance of our internal financial appraisal specialists and conducted our own sensitivity tests.

We reviewed the mathematical calculations performed by the company and verified the appropriateness of the disclosures in the notes 1.7\*\*\* and 3.1 to the consolidated financial statements.

#### **Specific procedures**

As required by French law and regulations, we also performed the specific verifications in accordance with professional standards applicable in France of the information provided on the group presented in the Board of Directors' management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.



## **Other Verifications or information required by law and regulations**

### **Format of presentation of the consolidated financial statements intended to be included in the annual financial report**

We also verified, in accordance with the professional standard applicable in France relating to the procedures performed by the Statutory Auditor relating to the annual and consolidated financial statements presented in the European single electronic format, that the presentation of the consolidated financial statements included in the annual financial report mentioned in Article L. 451-1-2 of the French Monetary and Financial Code (*code monétaire et financier*), prepared under the responsibility of the Executive Vice President, complies with the format defined in the European Delegated Regulation No. 2019/815 of 17 December 2018. As it relates to consolidated financial statements, our work includes verifying that markups for disclosures in these consolidated financial statements comply with the format defined in the above delegated regulation.

Based on the work we have performed, we conclude that the presentation of the consolidated financial statements included in the consolidated financial report complies, in all material respects, with the European single electronic format.

### **Appointment of Statutory Auditors**

We were appointed as statutory auditors of Interparfums by the general meeting of December 1, 2004 for Mazars and of May 19, 1995 for SFECO & Fiducia Audit.

As at December 31, 2021, Mazars was in its 18th period of total uninterrupted engagement and SFECO & Fiducia Audit in its 27th period including 27 years since the company's shares were admitted to trading on a regulated market.

### **Responsibilities of management and those charged with governance for the consolidated financial statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease its operations.

The audit committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risk management systems and, where applicable, its internal audit, regarding the accounting and financial reporting procedures.

The consolidated financial statements have been approved by the Board of Directors.

## Statutory auditors' responsibilities for the audit of the consolidated financial statements

### Objective and audit approach

Our role is to issue a report on the consolidated financial statements. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As specified by Article L. 823-10-1 of the French Commercial Code ("*code de commerce*"), the scope of our statutory audit does not include assurance on the future viability of the Company or the quality with which Company's management has conducted or will conduct the affairs of the entity.

As part of an audit in accordance with professional standards applicable in France, we exercise professional judgment throughout the audit. They also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the consolidated financial statements;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the Statutory Auditors conclude that a material uncertainty exists, they are required to draw attention in the audit report to the related disclosures in the consolidated financial statements or, if such disclosures are not provided or are inadequate, to issue a qualified opinion or a disclaimer of opinion;
- evaluate the overall presentation of the consolidated financial statements and assess whether these statements represent the underlying transactions and events in a manner that achieves fair presentation;
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. The Statutory Auditors are responsible for the management, supervision and performance of the audit of the consolidated financial statements and for the opinion expressed thereon.

## Report to the Audit Committee

We submit a report to the audit committee which includes in particular a description of the scope of the audit and the audit program implemented, as well as significant audit findings. We also report any significant deficiencies in internal control that we have identified regarding the accounting and financial reporting procedures.

Our report to the audit committee includes information about the risks of material misstatement that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period and which are therefore the key audit matters. We describe these matters in the audit report.

We also provide the Audit Committee with the declaration referred to in Article 6 of Regulation (EU) N° 537/2014, confirming our independence within the meaning of the rules applicable in France as defined in particular by articles L.822-10 to L.822-14 of the French Commercial Code ("code de commerce") and in the French Code of ethics for statutory auditors. Where appropriate, we discuss with the Audit Committee the risks that may reasonably be thought to bear on our independence, and where applicable, the related safeguards.

Paris, March 30, 2022

The Statutory Auditors

*French original signed by:*

**Mazars**

Guillaume Wadoux

**SFECO & Fiducia Audit**

Gilbert Berdugo

## Statutory Auditors' report on the annual financial statements

*This is a free translation into English of the issued in French and is provided solely for the convenience of English speaking readers. It includes information specifically required by French law in such reports, whether qualified or not. This information is presented below in the opinion on the financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures. This report also includes information relating to the specific verification of information given in the management report and in the documents addressed to shareholders. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

To Interparfums' general meeting:

### Opinion

In accordance with the terms of our engagement as auditors by your Annual General Meeting, we have audited the accompanying annual financial statements of Interparfums for the year ended December 31, 2021.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at December 31, 2021 and of the results of its operations for the year then ended in accordance with French accounting principles.

The audit opinion expressed above is consistent with our report to the audit committee

### Basis for opinion

#### - Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the section "Statutory Auditors' Responsibilities for the Audit of the Annual Financial Statements" of our report.

#### - Independence

We performed our audit in compliance with independence rules provided for by the French Commercial Code and the French code of ethics for statutory auditors, for the period from January 1, 2021 to the issue date of our report and in particular we did not provide any prohibited non-audit services referred to in article 5(1) of Regulation (EU) No 537/2014.

### Justification of assessments - Key audit matters

The global crisis linked to the COVID-19 pandemic has created particular conditions for preparing and auditing the accounts for this period. In particular, this crisis and the exceptional measures taken in connection with the public health emergency have resulted in multiple consequences for companies, particularly for their business, their financing, as well as increased uncertainties about their future outlook. Certain measures, such as restrictions on travel and remote working have also affected the internal organization of companies and the procedures for conducting audits.

In this complex and constantly changing context, in accordance with the requirements of articles L. 823-9 and R. 823-7 of the French Commercial Code ("code de commerce") relating to the justification of our assessments, we bring your attention to the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in the audit of the annual financial statements of the current period, as well as our responses to those risks.

These matters were addressed in the context of our audit of the annual financial statements as a whole, and in forming our opinion thereon. We do not provide a separate opinion on specific items of the annual financial statements.

## Measurement of intangible assets

*Notes 1.4 and 2.1 to the consolidated financial statements*

### - **Identified risk**

At December 31, 2021, the Company's intangible assets were valued at €109 million out of total assets of €727 million. These intangible assets represent expenses incurred in connection with the acquisition of licenses or brands.

Licenses and upfront license fees are tested for impairment at least once a year according to the discounted cash flow method based on estimated future cash flows expected to arise from the continuing use of these assets. Proprietary brands are remeasured annually according to the same method.

Their recoverable amount is determined according to the discounted cash flow method using estimates of future cash flows from the continuing use of the assets. Data used for this purpose is derived from the annual and multi-year budgets drawn up by Management.

A provision for impairment is recorded if this value is lower than the carrying value.

Notes 1.4 and 2.1 to the annual financial statements describe the procedures for conducting these impairment tests.

We have considered that the measurement of intangible assets to be a key audit matter due to their material importance in the company's financial statements and because the determination of recoverable value is in most cases based on estimations for discounted future cash flows requiring assumptions, estimates or assessments of company management.

### - **Responses as part of our audit**

We have reviewed the work performed by the company and the procedures used for conducting impairment tests. We paid particular attention to the brands and license agreements whose carrying value was close to the estimated recoverable value.

We also assessed the main estimates used by management to produce the cash flow forecasts based on the information available.

We assessed the relevance of the discount rates adopted with the assistance of our internal financial appraisal specialists and conducted our own sensitivity tests.

Finally, we have verified that notes 1.4 and 2.1 to the annual financial statements provide the appropriate information.

## **Specific verifications**

We have also performed the other specific procedures required by French law and regulations, in accordance with professional practice standards applicable in France.

### **- Information given in the management report and other documents addressed to shareholders with respect to the financial position and the financial statements**

We have no matters to report regarding the fair presentation and consistency with the financial statements of the information given in the management report of the Board of Directors and the other documents addressed to the shareholders in respect of the financial position and the annual financial statements.

We attest to the fair presentation and the consistency with the financial statements of the information relating to payment deadlines mentioned in Article D. 441-6 of the French Commercial Code.

### **- Information on corporate governance**

We certify that the Board of Directors' report on corporate governance includes the information required by Articles L. 225-37-4, L. 22-10-10 and L. 22-10-9 of the French Commercial Code.

Regarding the information provided in accordance with the provisions of Article L. 22-10-9 of the French Commercial Code on compensation and benefits paid or granted to corporate officers as well as commitments incurred in their favor, we have verified their consistency with the accounts or with the data used to prepare these accounts, and when necessary, obtained by your company from companies controlled by it which are included in the consolidation scope. On the basis of these procedures, in our opinion this information is accurate and provides a fair presentation.

Concerning the information relating to items that your company considers may have an impact in the case of a takeover bid or a public exchange offer provided in application of the provisions of L. 22-10-11 of the French Commercial Code, we have verified their consistency with relevant source documents. Based on this work, we have no matters to report in connection with the information given.

### **- Other information**

In accordance with French law, we have verified that the required information concerning the identity of the shareholders and holders of the voting rights has been properly disclosed in the management report.

## **Other verifications or information required by law and regulations**

### **- Format of presentation of the annual financial statements intended to be included in the annual financial report**

We also verified, in accordance with the professional standard applicable in France relating to the procedures performed by the Statutory Auditor relating to the annual and consolidated financial statements presented in the European single electronic format, that the presentation of the annual financial statements included in the annual financial report mentioned in Article L. 451-1-2 of the French Monetary and Financial Code (code monétaire et financier), prepared under the responsibility of the Executive Vice President, complies with the format defined in the European Delegated Regulation No. 2019/815 of 17 December 2018.

Based on the work we have performed, we conclude that the presentation of the financial statements to be included in the annual financial report complies, in all material respects, with the European single electronic format.

### **- Appointment of Statutory Auditors**

We were appointed as statutory auditors of Interparfums by the General Meeting of December 1, 2004 for Mazars and of May 19, 1995 for SFECO & Fiducia Audit.

As at December 31, 2021, Mazars was in its 18th period of total uninterrupted engagement and SFECO & Fiducia Audit in its 27th period including 27 years since the company's shares were admitted to trading on a regulated market.

## **Responsibilities of management and those charged with governance for the annual financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with French accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease its operations.

The audit committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risk management systems and, where applicable, its internal audit, regarding the accounting and financial reporting procedures.

The annual financial statements have been approved by the Board of Directors.

## **Statutory auditors' responsibilities for the audit of the annual financial statements**

### **- Objective and audit approach**

Our role is to issue a report on the annual financial statements. Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As specified by Article L. 823-10-1 of the French Commercial Code ("*code de commerce*"), the scope of our statutory audit does not include assurance on the future viability of the Company or the quality with which Company's management has conducted or will conduct the affairs of the entity.

As part of an audit in accordance with professional standards applicable in France, we exercise professional judgment throughout the audit. They also:

- identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the annual financial statements;
- assess the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of the audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If we conclude that a material uncertainty exists, we draw attention in our audit report to the related disclosures in the annual financial statements or, if such disclosures are not provided or inadequate, we issue a qualified opinion or no opinion at all;
- Evaluate the overall presentation of the annual financial statements and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation;



## - Report to the Audit Committee

We submit a report to the audit committee which includes in particular a description of the scope of the audit and the audit program implemented, as well as significant audit findings. We also report any significant deficiencies in internal control that we have identified regarding the accounting and financial reporting procedures.

Our report to the audit committee includes information about the risks of material misstatement that, in our professional judgment, were of most significance in the audit of the annual financial statements of the current period and which are therefore the key audit matters. We describe these matters in the audit report.

We also provide the Audit Committee with the declaration referred to in Article 6 of Regulation (EU) N° 537/2014, confirming our independence within the meaning of the rules applicable in France as defined in particular by articles L.822-10 to L.822-14 of the French Commercial Code ("code de commerce") and in the French Code of ethics for statutory auditors. Where appropriate, we discuss with the Audit Committee the risks that may reasonably be thought to bear on our independence, and where applicable, the related safeguards.

Courbevoie and Paris, March 30, 2022

The Statutory Auditors

*French original signed by:*

**Mazars**

Guillaume Wadoux

**SFECO & Fiducia Audit**

Gilbert Berdugo

## Statutory Auditors' special report on regulated agreements and commitments

### General Meeting called to examine the financial statements for the period ending December 31, 2021

*This is a free translation into English of the Statutory Auditors' special report on regulated agreements and commitments with third parties that is issued in the French language and provided solely for the convenience of English speaking readers. This report on regulated agreements and commitments should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France. It should be understood that the agreements reported on are only those provided by the French Commercial Code and that the report does not apply to those related party transactions described in IAS 24 or other equivalent accounting standards.*

To Interparfums' general meeting:

In our capacity as Statutory Auditors of your Company, we hereby report on regulated agreements.

The terms of our engagement require us to communicate to you, based on information provided to us, the principal terms and conditions of those agreements brought to our attention or which we may have discovered during the course of our audit, as well as the reasons justifying that such agreements are in the company's interest, without expressing an opinion on their usefulness and appropriateness or identifying such other agreements, if any.

It is your responsibility, pursuant to article R. 225-31 of the French Commercial Code to assess the interest involved in respect of the conclusion of these agreements with a view to their approval.

Our role is also to provide you with the information stipulated in Article R. 225-31 of the French Commercial Code on agreements previously approved by the general meeting, if any, in force during the period.

We conducted the procedures we deemed necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (*Compagnie Nationale des Commissaires aux Comptes*) relating to this engagement. These standards require that we ensure that the information provided to us is consistent with the relevant source documents.

### Agreements submitted for approval to the General Meeting

#### — Agreements approved and entered into in the period ended

We hereby inform you that we were not notified of any agreement authorized and concluded during the past financial year to be submitted to the Annual general meeting for approval in accordance with the provisions of Article L. 226-38 of the French Commercial Code

#### — Agreement authorized and entered into after the year-end

We have been informed of the following agreement, authorized after the end of the fiscal year and approved in advance by the board of directors of your company.

- Substitution Agreement entered into on February 15, 2022 with La Foncière du Rond Point

*Party concerned:* Jean Madar, Director of Interparfums SA and Chairman of Jean Madar Holding, the Chief Executive Officer of Foncière du Rond-point.

#### *Nature, purpose and terms:*

The purpose of the agreement is as follows:

- Conferring the benefit to Interparfums of the preliminary sales agreement (*promesse de vente*) signed by Foncière du Rond-Point substituting Interparfums for the acquisition of a property located at 96 rue de l'Université 75007 Paris for a principal price of one million four hundred and twenty-five thousand euros (€1,425,000) payable in cash,
- repayment by Interparfums to La Foncière du Rond Point of the earnest money deposit, i.e. seventy one thousand two hundred and fifty euros (€ 71.250), and
- payment of the commission relating to the mandate given under the preliminary sales agreement for an amount of sixty thousand euros (€60,000) including VAT.

This agreement was authorized by the Board of Directors on January 24, 2022.  
Under this substitution agreement, no compensation is payable to Foncière du Rond Point.

*The company's justifications for the agreement:*

The Chairman informed the members of the Board that the acquisition of the above-mentioned property represented a genuine opportunity for Interparfums in light of the opportunity for expanding the Solférino building and enhancing the value of the Solférino/University property complex.

— **Agreements authorized after year-end but not yet concluded**

We have been advised of the following agreements previously authorized by your Board of Directors after the end of the fiscal year, but have not yet been executed on the date of this report

— Substitution Agreement with La Foncière du Rond Point

*Party concerned:* Jean Madar, Director of Interparfums SA and Chairman of Jean Madar Holding, the Chief Executive Officer of Foncière du Rond-Point.

*Nature, purpose and terms:*

The purpose of the agreement is as follows:

- conferring the benefit to Interparfums of the preliminary sales agreement (*promesse de vente*) signed by Foncière du Rond-Point substituting Interparfums for the acquisition of a property located at 96 rue de l'Université 75007 Paris for a principal price of four million eighty thousand euros (€ 4,080,000) payable in cash,
- repayment by Interparfums to La Foncière du Rond Point of the earnest money deposit, i.e. two hundred and four thousand euros (€ 204,000)

Under this substitution agreement, no compensation is payable to Foncière du Rond Point.  
This agreement was authorized by the Board of Directors on March 1, 2022.

*The company's justifications for the agreement:*

The Chairman informed the members of the Board that the acquisition of the above-mentioned property represented a genuine opportunity for Interparfums in light of the opportunity for expanding the Solférino building and enhancing the value of the Solférino/University property complex.

— Substitution Agreement not yet entered into with La Foncière du Rond Point

*Party concerned:* Jean Madar, Director of Interparfums SA and Chairman of Jean Madar Holding, the Chief Executive Officer of Foncière du Rond-Point.

*Nature, purpose and terms:*

The purpose of the agreement is as follows:

- Conferring the benefit to Interparfums of the preliminary sales agreement (*promesse de vente*) signed by Foncière du Rond-Point substituting Interparfums for the acquisition of a property located at 96 rue de l'Université 75007 Paris for a principal price of three million one hundred thirty thousand euros (€3,130,000) payable in cash,
- Repayment by Interparfums to La Foncière du Rond Point of the earnest money deposit, i.e. one hundred and fifty-six thousand five hundred euros (€ 156,500), and
- Payment of the commission relating to the mandate given under the Preliminary Sales Agreement for an amount of one hundred and twenty thousand euros (€ 120,000) including VAT.

Under this substitution agreement, no compensation is payable to Foncière du Rond Point.  
This agreement was authorized by the Board of Directors on March 1, 2022.

*The company's justifications for the agreement:*

The Chairman informed the members of the Board that the acquisition of the above-mentioned property represented a genuine opportunity for Interparfums in light of the opportunity for expanding the Solférino building and enhancing the value of the Solférino/University property complex.

— **Agreements already approved by the General Meeting**

We inform you that we have not been advised of any agreement or commitment already approved by the General Meeting remaining in force in the period under review.

Courbevoie and Paris, March 30, 2022  
The Statutory Auditors

*French original signed by:*

**Mazars**  
Guillaume Wadoux

**SFECO & Fiducia Audit**  
Gilbert Berdugo

Mannequin non habillée

# Girl

ROCHAS  
PARIS

SPRAY GOOD - FEEL GOOD



LE NOUVEAU PARFUM

## Notes

[illegible]

Request to be sent statutory documents and information  
**Combined Ordinary and Extraordinary General Meeting of April 29, 2022**

Covered under R.225-83 of the French Commercial Code

To be returned to Interparfums by email to **relationsactionnaires@interparfums.fr**

Or by regular mail to: **Shareholder Relations, Ms. Karine Marty, 10 rue de Solférino, 75007 Paris**

Ms. o Mr. o Company o

Name (or company name): .....

First name: .....

Complete address: .....

No.: ..... Street:.....

Postal code:..... City: .....

Email: .....

Owner of: ..... registered shares

And/or of: ..... bearer shares

Registered with <sup>(1)</sup>: .....

(1) Indicate the bank, financial establishment or brokerage firm maintaining the securities account.

Request to be sent the documents and information provided for under Article R.225-83 of the French Commercial Code, contained in the 2021 Universal Registration Document, available at [www.interparfums-finance.fr](http://www.interparfums-finance.fr) in the sections "Investors/Regulated information" and "General Meeting".

Place: ..... Date: ..... 2022

Signature:

NB: In accordance with the provisions of Article R. 225-88, subsection 3 of the French Commercial Code, as from the date of this notice of meeting until the fifth day (inclusive) before the meeting, any shareholder in possession of registered shares may ask to receive a copy of the documents and information covered by Articles R. 225-81 and R. 225-83 of the French Commercial Code, in connection with each of the subsequent General Meetings of the shareholders. In this case, this must be indicated by the shareholder in this request. In addition to the information provided in this document, the information provided for in R. 225-81 and R. 225-83 is contained in the Universal Registration Document available at [www.interparfums-finance.fr](http://www.interparfums-finance.fr) in the section Regulated Informations and Annual General Meeting).





Boucheron  
Coach

Jimmy Choo

Karl Lagerfeld

Kate Spade

Lanvin

Moncler

Montblanc

Repetto

Rochas

S.T Dupont

Van Cleef & Arpels

**interparfums.fr**

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