

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 ⁽¹⁾ or € 0.71 per share	-	-
2019	-	-	-
2020	€ 28,593,624.90 ⁽¹⁾ 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 6th resolution to approve the compensation policy for the Chairman-Chief Executive Officer or any other executive officer;

By the 7th 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 8th 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 9th 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 13th 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 tis the objective to cancel shares, under the terms of the 12th 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 (14th and 15th 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 (13th to 15th 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 (6th and 7th 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 Middenext 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
Total	100 %	100 %	

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

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	

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.

Appendix 2

Disclosures required by Article L. 22-10-9 of the French Commercial Code for each officer of the Company (8th 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 9th and 10th 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
Philippe Bénacin – Chairman-CEO		
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	-	-
Philippe Santi – Director – Executive Vice President		
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	-	-
Frédéric Garcia-Pelayo – Director – Executive Vice President		
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
Total	€ 592,300	€ 602,800	€ 618,800	€ 631,300

	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	-	-	-	-
Total	€ 664,750	€ 706,500	€ 807,000	€ 715,750
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
Total	€ 674,300	€ 716,050	€ 817,800	€ 726,550

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 ⁽¹⁾	Compensation granted in 2021 and paid in 2021 (advance) ⁽²⁾	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
Total	€ 190,400	€ 59,500	€ 22,100	€ 176,000

- (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 9th 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 Middlednext 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
Philippe Bénacin – Chairman-CEO				
Date of last reappointment:	04/27/2018			
End of term: AGM 2023	No	Yes	No	No
Philippe Santi – Director – Executive Vice President				
Date of last reappointment:	04/27/2018			
End of term: AGM 2023	Yes	Yes	No	No
Frédéric Garcia-Pelayo – Director – Executive Vice President				
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 (€ millions)	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 (€ millions)	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) (in euros)	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) (in euros)	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 (in euros)	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 (9th 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
Total	100 %	80 %	100 %	120 %	112 %	€ 140,000

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
Delegations of authority and authorizations granted by the Annual General Meeting of April 26, 2019			
Authorization to grant stock options to employees or selected corporate officers (13 th 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 th resolution)	Within the limit of 3% of the share capital on the grant date	Unused	06/25/2022
Delegations of authority and authorizations granted by the Annual General Meeting of June 24, 2020			
Delegation of authority to issue shares or securities, maintaining shareholders' preferential subscription rights (12 th 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 th resolution)	Within the limit of €9,000,000 ⁽¹⁾ (shares) and €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 th resolution)	Within the limit of €9,000,000 ⁽¹⁾ (shares) and €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 th 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 th resolution)	Within the limit of 10% of the share capital on the date of the AGM ⁽¹⁾	Unused	08/23/2022
Delegation of authority to issue shares reserved for employees of the Group participating in a company savings plan (18 th resolution)	Within the limit of 2 % of the share capital on the issue date ⁽¹⁾	Unused	08/23/2022
Delegations of authority and authorizations granted by the Annual General Meeting of April 23, 2021			
Delegation of authority to increase the capital by capitalizing reserves, earnings or premiums (14 th 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 (19th 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	Distributions not eligible for the tax basis reduction
2018	€ 30,505,596 ⁽¹⁾ or € 0.71 per share		
2019	-		
2020	€ 28,593,624.90 ⁽¹⁾ 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 13th 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 Elysées - 75008 Paris to 10 rue de Solférino 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 Elysées - 75008 Paris to 10 rue de Solférino 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) Duty 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