

INTERPARFUMS

A French corporation (*société anonyme*) with a share capital of €188,717,919

Registered office: 10 rue de Solférino 75007 Paris

Paris Trade and Companies Register (RCS) No. 350 219 382

www.interparfums-finance.fr

Preliminary notice of meeting of the General Meeting (avis préalable)

Interparfums' shareholders are hereby informed that the Combined Shareholders' Meeting will be held on April 21, 2023 at 2:00 p.m. at Pavillon d'Armenonville, Allée de Longchamp, Bois de Boulogne - 75116 Paris, to consider the following items of business and draft resolutions.

AGENDA

Resolutions presented to the Ordinary General Meeting:

1. Approval of the annual financial statements for the period ended December 31, 2022 - Approval of non-deductible expenses,
2. Approval of the consolidated financial statements for the fiscal year ended December 31, 2022,
3. Approval of net income appropriation, setting the dividend,
4. Statutory Auditors' special report on regulated agreements - Acknowledgment of the absence of new agreements,
5. Renewal of Philippe Benacin's term of office as director,
6. Renewal of Philippe Santi's term of office as director,
7. Renewal of Frédéric Garcia-Pelayo's term of office as director,
8. Renewal of Jean Madar's term of office as director,
9. Renewal of Marie-Ange Verdickt's term of office as director,
10. Renewal of Chantal Roos' term of office as director,
11. Appointment of Véronique Morali, replacing Patrick Choel, as director,
12. Appointment of Olivier Mauny, replacing Maurice Alhadeve, as Director,

13. Non-replacement and non-renewal of Véronique Gabai-Pinsky as Director,
14. The fixed annual amount of compensation to be allocated to Board members
15. Approval of the compensation policy for the Chairman-Chief Executive Officer and/or any other executive officer,
16. Approval of the compensation policy for directors,
17. Approval of the disclosures referred to in I of Article L. 22-10-9 of the French Commercial Code,
18. Approval of the fixed, variable or exceptional components of total compensation and benefits of any kind paid in or granted for the period to Mr. Philippe Benacin, Chairman-Chief Executive Officer,
19. Authorization to be granted to the Board of Directors to buy back its own shares within the framework of article L. 22-10-62 of the French Commercial Code, length of authorization, purposes, procedures, maximum amount and suspension in the event of a public offer.

Resolutions presented to the Extraordinary General Meeting:

20. Delegation of authority to be given to the Board of Directors to issue shares through the capitalization of reserves, profit and/or additional paid-in capital, term of the delegation of authority, maximum nominal amount of the capital increase, treatment of fractional shares;
21. Powers for formalities.

DRAFT RESOLUTIONS

Ordinary resolutions

First resolution (Approval of the annual financial statements for the period ended December 31, 2022, 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, 2022, approve the financial statements as presented showing on this date net income of €82,404,370.04.

The shareholders furthermore approve the total amount of disallowed deductions under Article 39-4 of the French General Tax Code of €62,498 as well as the corresponding tax.

Second resolution - Approval of the consolidated financial statements for the period ended December 31, 2022

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, 2022, approve these financial statements as presented showing on this date a net profit (attributable to equity holders of the parent) of €99,523,000.

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, 2022 as follows:

Analysis of distributable earnings

- Profit of the period	€82,404,370.04
Appropriation	
- Legal reserve	€1,715 617.40
- Dividends	€66,051,271.65
- Retained earnings	€14,637,480.99

The shareholders duly note that the gross dividend per share was set at €1.05 and that retained earnings was increased from €216,691,309.44 to €231,328,790.43.

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 taxed 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 11, 2023 and the dividend payment date May 15, 2023.

In the event of a change in the number of shares conferring dividend rights in relation to the number of 62,905,973 shares comprising the share capital of December 31, 2022, 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	DISTRIBUTIONS ELIGIBLE FOR THE TAX BASIS REDUCTION		DISTRIBUTIONS NOT ELIGIBLE FOR THE TAX BASIS REDUCTION
	DIVIDENDS	OTHER DISTRIBUTIONS	
2019	–	–	–
2020	€ 28,593,624.90 (*) or € 0.55 per share	–	–
2021	€53,756,014.06 (*) or €0.94 per share	–	–

* 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 recognition of the absence of new agreements

The shareholders, after considering the auditors' special report indicating the absence of any new agreements of the type mentioned in articles L. 225-38 *et seq.* of the French commercial code, duly note their conclusions.

Resolution five - Renewal of Philippe Benacin's term of office as director

The shareholders decide to renew Philippe Benacin's appointment as director for a term of four years expiring at the end of the Annual General Meeting that will be called in 2027 to approve the financial statements for the fiscal year ended.

Sixth resolution - Renewal of the term of office of Mr. Philippe Santi as a director

The shareholders decide to renew Philippe Santi's appointment as director for a term of four years expiring at the end of the Annual General Meeting that will be called in 2027 to approve the financial statements for the fiscal year ended.

Seventh resolution - Renewal of Frédéric Garcia-Pelayo's term of office as director

The shareholders decide to renew Frédéric Garcia-Pelayo's appointment as director for a term of four years expiring at the end of the Annual General Meeting that will be called in 2027 to approve the financial statements for the fiscal year ended.

Eighth resolution - Renewal of the term of office of Jean Madar as director

The shareholders decide to renew Jean Madar's appointment as director for a term of four years expiring at the end of the Annual General Meeting that will be called in 2027 to approve the financial statements for the fiscal year ended.

Ninth resolution - Renewal of Marie-Ange Verdickt's term of office as director

The shareholders decide to renew Marie-Ange Verdickt's appointment as director for a term of four years expiring at the end of the Annual General Meeting that will be called in 2027 to approve the financial statements for the fiscal year ended.

Tenth resolution - Renewal of Chantal Roos' term of office as director

The shareholders decide to renew Chantal Roos' appointment as director for a term of two years expiring at the end of the Annual General Meeting that will be called in 2025 to approve the financial statements for the fiscal year ended.

Eleventh resolution - Appointment of Ms. Véronique Morali as a director in replacement of Mr. Patrick Choël

The shareholders resolve to appoint Véronique Morali as director in replacement of Patrick Choël, for a period of three years, expiring at the close of the General Meeting to be held in 2026 to approve the financial statements for the previous fiscal year.

Twelfth resolution - Appointment of Mr. Olivier Mauny as Director in replacement of Mr. Maurice Alhadève

The shareholders resolve to appoint Olivier Mauny to replace Maurice Alhadève as director for a term of three years, expiring at the close of the General Meeting to be held in 2026 to approve the financial statements for the previous fiscal year.

Thirteenth resolution - Non-replacement and non-renewal of Ms. Véronique Gabai-Pinsky as a director

The shareholders, after noting that Véronique Gabai-Pinsky's term of office as director expires at the end of the present meeting, decide not to renew or replace her.

Fourteenth resolution - Setting the total amount of annual compensation allocated to directors

The shareholders decide to increase the fixed annual amount for compensation to be allocated to the Board of Directors from €250,000 to €300,000.

This decision will apply to the period in progress and remains in force until such time as a new decision is issued.

Fifteenth 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, of paragraph 2.1 of the 2022 Universal Registration Document, and in particular, Paragraph 2.1.1.

Sixteenth 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 2022 Universal Registration Document, and in particular Paragraph 2.1.2.

Seventeenth resolution - Persons 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 2022 Universal Registration Document.

Eighteenth 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 in progress or granted for the period ended 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 2022 Universal Registration Document.

Nineteenth resolution - Authorization to be granted to the Board of Directors to allow the company to purchase 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 tenth ordinary resolution of the general meeting of April 29, 2022.

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 €196,581,125.

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.

Extraordinary resolutions

Twentieth resolution - Authority to be granted to the Board of Directors to issue shares through the capitalization of additional paid-in capital, reserves or profit

The shareholders, in accordance with the conditions of quorum and majority that apply at extraordinary shareholders meetings, after having reviewed the Board of Directors' report, and in compliance with the provisions of articles L. 225-129-2, L. 225-130 and L. 22-10-50 of the French Commercial Code:

1/ Grant the Board of Directors authority to decide to increase the share capital through one or several tranches and at times and according to procedures it shall determine through the capitalization of reserves, retained earnings or additional paid-in capital or other amounts that may be capitalized, by the issuance and grant of bonus shares or the increase in the par value of existing ordinary shares, or a combination thereof.

Decide if the Board makes use of this authorization, in accordance with provisions of articles L. 225-130 and L. 22-10-50 of the French Commercial Code, in the case of a capital increase in the form of a bonus share grant, that the fractional shares shall not be negotiable or transferable and that the corresponding security shall be sold. The proceeds of said sales will be allocated to the holders of such rights within the time limits provided for by regulation.

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

4/ Decide that the maximum nominal amount of the capital increase under this resolution may not exceed €75 million, without taking into account the nominal amount of the increase required, in accordance with the law, and, as applicable, contractual provisions providing for other cases for adjustments, to preserve the rights of holders of rights or securities giving access to the Company's capital.

5/ Give to the Board of Directors all powers to implement this resolution and, in general, undertake all measures and formalities necessary for the successful completion of the capital increase, record its completion and amend the bylaws in consequence.

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

Twenty-first 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.

A - Prior formalities for participating in the Annual General Meeting

A General Meeting is open to all shareholders, irrespective of the number of shares held.

Shareholders wishing to participate, be represented or vote remotely in the General Meeting, must provide proof of ownership of their shares by the second business day preceding the General Meeting, i.e. **April 19, 2023 at midnight, Paris time**, by registering their shares in their name, in accordance with the conditions set forth in Article R. 22-10-28 of the French Commercial Code:

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

B - How to participate in the General Meeting

1. Shareholders wishing to attend the General Meeting in person may:

— **for registered shareholders:** (i) present your identification card in person at the special desk provided for that purpose on the date of the General Meeting or (ii) request an admission card (a) from CIC Services, by mail at CIC Services Assemblées Générales, 6 avenue de Provence, 75452 Paris Cedex 09, France, or by e-mail at serviceproxy@cic.fr; or (b) on the secure VOTACCESS platform accessible through the website: <https://www.actionnaire.cic-marketsolutions.eu>;

— **for bearer shareholders:** (i) ask the authorized intermediary who manages their securities account to send an admission card, or (ii) if this authorized intermediary is connected to the secure VOTACCESS platform, request an admission card from this platform through the Internet portal of this authorized intermediary. This admission card is sufficient to physically participate in the General Meeting; in the case where if the bearer shareholder has not received his admission card in time or has misplaced it, he can have it issued directly the certificate of participation by said authorized intermediary and to attend the meeting with this certificate.

Bearer and registered shareholders must be able to provide proof of their identity to attend the General Meeting.

2. Shareholders not attending the Meeting in person who wish to vote by mail or be represented by giving their proxy to the Chairman of the Meeting or to any other person may:

— **for registered shareholders:** (i) request the form for voting by mail or proxy from CIC Services Assemblées Générales, 6 avenue de Provence 75452 Paris Cedex 09 or by serviceproxy@cic.fr (ii) send their voting instructions or appoint (or revoke) a proxy before the General Meeting through the VOTACCESS voting platform;

— **for bearer shareholders:** (i) request the form for voting by mail or proxy from the intermediary who manages their shares, as from the date of the General Meeting notice. This form must be accompanied by a certificate of participation (*attestation de participation*) issued by the financial intermediary and sent either by mail to CIC Services Assemblées Générales, 6 avenue de Provence 75452 Paris Cedex 09 or by email to serviceproxy@cic.fr or (ii) if this authorized intermediary is connected to the secure VOTACCESS platform, send their voting instructions or appoint (or revoke) a proxy through this platform by accessing the Internet portal of this authorized intermediary.

The voting/proxy form will be available from the Company's website no later than the twenty first day preceding the Meeting: (www.interparfums-finance.fr).

In order to be taken into account, mail-in ballot forms must be received by the issuer or CIC Service Assemblées Générales no later than three days before the Meeting, i.e. **April 18, 2023**. Shareholders may obtain the documents provided for in Articles R. 225-81 and R. 225-83 of the French Commercial Code within the statutory deadlines provided by sending a request to CIC Services Assemblées Générales, 6 avenue de Provence, 75452 Paris Cedex 09, France, or by e-mail to the following address: serviceproxy@cic.fr.

The secure VOTACCESS platform will be open as of **March 31, 2023**. The possibility of voting or appointing a proxy through this form will end on the day preceding the General Meeting, i.e. **April 20, 2023 at 3:00 p.m., Paris time**, in accordance with Article R. 225-80 of the French Commercial Code. However, in order to avoid any risk of overloading the VOTACCESS voting platform, shareholders are advised to not wait until the day preceding the General Meeting in order to vote.

3. In accordance with the provisions of Articles R. 22-10-24 and R. 225-79 of the French Commercial Code, a proxy may also be appointed or revoked by electronic means, in the following manner:

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

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

Shareholders must ask the financial intermediary who manages their securities account to send confirmation in writing to CIC Service Assemblées 6, Avenue de Provence 75452 Paris Cedex 09 or by email to serviceproxy@cic.fr. For appointments or revocations of proxies sent by email to be valid and taken into account, confirmations must be received no later than the day before the General Meeting, i.e. **April 21, 2023 at 3:00 p.m., (Paris time)**. Only notifications of appointment or revocation of proxies may be sent to the above-mentioned e-mail address and any request or notification made to this address for another purpose will not be taken into consideration.

Appointments or revocations of proxies sent in paper form must be received no later than 3 calendar days before the date of the General Meeting, i.e. **April 18, 2023**.

C-Requests to add items or draft resolutions to the agenda

Requests by shareholders to add items or draft resolutions to the agenda must be sent in preference by electronic means to assembleegenerale2023@interparfums.fr (or by registered letter with a return receipt requested to the registered office), so as to be received no later than the twenty-fifth day preceding the Annual General Meeting date, i.e. March 27, 2023, and may not be sent any later than twenty days after the date of this notice.

The reasons for the request must be provided for inclusion of an item on the agenda.

The request for inclusion of draft resolutions must be accompanied by the draft wording of such resolutions and, as applicable, a short explanation of the reasons thereof. In addition, if it relates to the appointment of a candidate Director, it must be accompanied by the information required in paragraph 5° of Article R. 225-83 of the French Commercial Code.

This request must include a share ownership certificate (*attestation d'inscription en compte*) attesting on the date of the request to ownership of or representation powers for the fraction of stock as required by Article R.225-71 of the above mentioned Commercial Code. A new share ownership certificate confirming ownership of the shares in the same accounts must be provided by the applicant two business days preceding the Annual General Meeting at midnight, Paris time.

The wording of the draft resolutions submitted by the shareholders and the list of points added to the agenda at their request will be made available in a timely manner on the Company' website (www.interparfums-finance.fr).

D - Written questions

Upon receiving the meeting preparatory documents and until the fourth business day preceding the date of the Annual General Meeting, **i.e. April 17, 2023**, in accordance with the provisions of Article R.225-84 of the French commercial code, all shareholders may submit written questions to the attention the Chairman of the Board of Directors of the Company. These questions must be sent in preference by electronic means to assembleegenerale2023@interparfums.fr (or by registered letter with a return receipt requested to the registered office). They must be accompanied by a share ownership certificate (*attestation d'inscription en compte*);

E- Documents for shareholders

The documents referred to in Articles R. 225-83, R. 225-88, R. 225-89 and R. 225-90 of the French Commercial Code will be made available to shareholders at the Company's registered office within the statutory deadlines, and who, as applicable, may obtain copies within the deadlines and under the conditions provided for by law. All the documents and information provided for in Article R. 22-10-23 of the French Commercial Code may be consulted on the company's website, no later than the twenty-first day prior to the General Meeting, at www.interparfums-finance.fr.

The Board of Directors