

AGREEMENT ON APPLICATION OF SECTION 7 P OF THE TAX ASSESSMENT ACT

Between L'ORÉAL DANMARK A/S
CVR no. 70710218
Havneholmen 25
1561 København V
Denmark
(the "**Employer Company**")

And Name: _____
Address: _____
Postal Code and City _____
(the "**Employee**")

(together referred to as the "**Parties**" and individually the "**Party**")

1. BACKGROUND

- 1.1 As part of the employment with the Employer Company, the Employer is offered the opportunity to subscribe to shares in the parent company of the Employer Company, L'Oréal S.A., France, reg.no. 632 012 100 ("**L'Oréal**") pursuant to the L'Oréal employee share offering for 2022 (the "**2022 Offering**"). L'Oréal is domiciled in France and is listed on Euronext Paris, the Paris stock exchange, where the L'Oréal shares are traded under the ISIN code FR 0000120321.
- 1.2 The terms of the participation in the 2022 Offering are outlined in the document "L'Oréal Employee Share Offering 2022 – Local Supplement for Denmark (the "**Supplement**"). The document has been provided to the Employee.
- 1.3 The Employee may, under the 2022 Offering, invest in L'Oréal shares for an amount up to a maximum of 25 % of the Employee's estimated gross annual remuneration for 2022 and not exceeding 50 shares.
- 1.4 Under the 2022 Offering, the Employees is offered the opportunity to subscribe to shares in L'Oréal at a discounted subscription price. The subscription price has been set on 3 June 2022 as the average opening price of the L'Oréal shares over the 20 preceding trading days minus a 20% discount. As a result, the Employee's subscription price per L'Oréal share has been set at **DKK 1,896.24** (the "**Subscription Price**").

- 1.5 The L'Oréal shares has a nominal value of EUR 0.2 each.
- 1.6 Subscription pursuant to the 2022 Offering must take place within the period beginning on 8 June 2022 and ending on 22 June 2022 (inclusive).
- 1.7 Provided that the Employee's subscription is effectuated and results in the issuance of shares to the Employee, the Employee will on 26 July 2022 or shortly thereafter receive a grant of free shares (the "**Free Shares**"). The Free Shares will be granted in accordance with the following schedule and subject to the vesting condition outlined in Section 1.8 below:

Subscription by the Employee	Conditional grant of Free Shares	Shares in total
1 share	1 share	2 shares
2 shares	1 share	3 shares
3 shares	2 shares	5 shares
4 shares	2 shares	6 shares
5 shares	2 shares	7 shares
6 shares	2 shares	8 shares
7 shares	3 shares	10 shares
8 shares	3 shares	11 shares
9 shares	3 shares	12 shares
10 or more shares	4 shares	14 shares or more

- 1.8 The Free Shares will be locked-up until July 2027 and will, as a point of departure, only be delivered to the Employee if the Employee remains employed with the L'Oréal group, without interruption, from the last day of the subscription period pursuant to the L'Oréal employee share plan 2022 (22 June 2022) until the 20th calendar day preceding the delivery date for the Free Shares, 26 July 2027. The terms on grant, vesting and delivery of the Free Shares are described in the Supplement.
- 1.9 This agreement has been concluded by the Employee and the Employer Company on the day of the Employee's acceptance of the offer to participate in the 2022 Offering. The Employee's acceptance of the 2022 Offering has been given by way of submission of a share subscription form, which states the amount to be invested by the Employee and the number of shares and which constitutes and integral part of this agreement (referred to as the "**Date of Subscription**").

2. APPLICATION OF SECTION 7 P OF THE TAX ASSEMENT ACT

- 2.1 The Parties agree that the L'Oréal shares received by the Employee pursuant to the 2022 Offering shall be covered by Section 7 P of the Danish Tax Assessment Act ("**Section 7 P**") to the greatest extent possible. The Employee recognizes, however, that Section 7 P may only be applied to the portion of the shares received, which falls within the threshold in Section 7 P, i.e., to the extent the economic benefit of the shares subscribed, and the Free Shares granted does not exceed 20% of the employee's ordinary annual gross salary. In determining whether this threshold is exceeded, other shares, stock options and subscription rights received or finally acquired by the Employee in 2022 and which are covered by Section 7 P must be taken into account.
- 2.2 For the purpose of Section 7 P, the value of the economic benefit received by the Employee in connection with the 2022 Offering is to be determined as: 1) the closing price of the L'Oréal share on Euronext Paris on the Date of Subscription less 2) the Subscription Price, multiplied by the number of shares subscribed by the Employee. The value of the Free Shares must also be taken into account and the value of the Free Shares will, for the purpose of Section 7 P, also be determined on the basis of the closing price of the L'Oréal share on Euronext Paris on the Date of Subscription.
- 2.3 When the value of the economic benefit received by the Employee in connection with the 2022 Offering can be determined, the Employee will be informed thereof and will be informed of the number of shares covered by Section 7 P. The Employee will receive the said information in the form of an addendum to this agreement, which constitutes an integral part of this agreement.
- 2.4 This agreement does not constitute a guarantee or warrant that Section 7 P is applicable to the shares received by the Employee in connection with the 2022 Offering. By signing this agreement, the Employee acknowledges and agrees that the Employee Company has no responsibility or liability whatsoever for the tax affairs and tax position of the Employee.

3. SIGNATURES

3.1 This Agreement has been signed in two copies of which each Party will have one and which shall both be deemed to be an original.

Date: 8th June 2022
Place: Copenhagen

Date:
Place:

For the Employer Company:

For the Employee:

Suzan Schlag

Name: Suzan Schlag
Title: Managing Director,
L'Oréal Nordics

Name:
Title: