

**Publication of the components of remuneration of Corporate Officers made pursuant to the AFEP-MEDEF code of Corporate Governance for listed companies of November 2016**

**Conditional allocation of shares to the Chairman and Chief Executive Officer by the Board of Directors at its meeting on 20 April 2017**

Within the scope of the authorisation of the Extraordinary General Meeting of 20 April 2016 (resolution 15) presented on page 314 of the 2016 Registration Document, the Board of Directors decided, on 20 April 2017, on the recommendation of the Human Resources and Remuneration Committee, to conditionally allocate 32,000 performance shares to Mr Jean-Paul Agon, Chairman and Chief Executive Officer of L'Oréal.

The definitive acquisition of these shares is subject to the achievement of performance conditions, which will be recorded at the end of an acquisition period of four years following the date of allocation. The number of shares definitively acquired will depend, for half of the shares, on the growth in cosmetics sales as compared to a panel of competitors, and for the other half of the shares, on the growth in L'Oréal's consolidated operating profit.

Mr Jean-Paul Agon will retain, in registered form, 50% of the shares which will be definitively allocated to him at the end of the acquisition period, until the termination of his duties as L'Oréal's Chairman and Chief Executive Officer. As recommended by the AFEP-MEDEF Code, Mr Jean-Paul Agon has undertaken, as for previous grants, not to enter into any risk hedging instruments until the end of the above-mentioned period.

This decision falls within the wider framework of the conditional allocation of 906,000 shares to 2,038 beneficiaries, representing 0.16% of the share capital. The allocation in favour of Mr Jean-Paul Agon represents 3.53% of the total allocation and 0.006% of the share capital.

2016 Registration Document: [www.loreal-finance.com/eng/registration-document](http://www.loreal-finance.com/eng/registration-document)

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*"This news release does not constitute an offer to sell, or a solicitation of an offer to buy L'Oréal shares. If you wish to obtain more comprehensive information about L'Oréal, please refer to the public documents registered in France with the Autorité des Marchés Financiers, also available in English on our Internet site [www.loreal-finance.com](http://www.loreal-finance.com).*

*This news release may contain some forward-looking statements. Although the Company considers that these statements are based on reasonable hypotheses at the date of publication of this release, they are by their nature subject to risks and uncertainties which could cause actual results to differ materially from those indicated or projected in these statements."*

**Contacts at L'ORÉAL** (Switchboard: +33 1 47 56 70 00)

**Individual shareholders and market authorities**

Mr Jean Régis CAROF  
Tel: +33 1 47 56 83 02  
[jean-regis.carof@loreal.com](mailto:jean-regis.carof@loreal.com)

**Financial analysts and institutional investors**

Mrs Françoise LAUVIN  
Tel: +33 1 47 56 86 82  
[francoise.lauvin@loreal.com](mailto:francoise.lauvin@loreal.com)

**Journalists**

Mrs Stephanie CARSON-PARKER  
Tel: +33 1 47 56 76 71  
[stephanie.carsonparker@loreal.com](mailto:stephanie.carsonparker@loreal.com)

For more information, please contact your bank, broker or financial institution (I.S.I.N. code: FR0000120321), and consult your usual newspapers, and the Internet site for shareholders and investors, <http://www.loreal-finance.com>, the L'Oréal Finance app, or call +33 1 40 14 80 50.

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