Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1999

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
L'OCCITANE, INC.

1430 BROADWAY
SECOND FLOOR
NEW YORK, NY 10018

2b Employer Identification Number (EIN)
13-3844764

2c Plan Sponsor's telephone number
646-284-9287

2d Business code (see instructions)
446120

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2019	ANNE-LAURE SERRANO
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	791
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	661
a(2) Total number of active participants at the end of the plan year	**6a(2)**	671
b Retired or separated participants receiving benefits	**6b**	1
c Other retired or separated participants entitled to future benefits	**6c**	135
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	807
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	807
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	425
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	2
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	[X]	**R** (Retirement Plan Information)
(2)	[ ]	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	[ ]	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	[X]	**H** (Financial Information)
(2)	[ ]	**I** (Financial Information – Small Plan)
(3)	[ ]	**A** (Insurance Information)
(4)	[X]	**C** (Service Provider Information)
(5)	[ ]	**D** (DFE/Participating Plan Information)
(6)	[ ]	**G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2018** **This Form is Open to Public Inspection.**

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
L'OCCITANE, INC.

D Employer Identification Number (EIN)
13-3844764

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions). . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	17758	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

LOWEY, STOLZENBERG & EDELSTEIN, LL

11-3348703

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTANT/AUDITOR	14000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
ABF SM CAP VAL INV - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
CONESTOGA SM CAP INV - ULTIMUS FUN 31-1663251	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS AMER VALUE R5 - INVESCO INVES 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.35%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS DIVRS DIVD R5 - INVESCO INVES 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS INTL GROWTH R5 - INVESCO CANA 5140 YONGE STREET, SUITE 900 TORONTO, ON M2N 6 CA	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS SM CAP EQ R5 - INVESCO CANADA 5140 YONGE STREET, SUITE 900 TORONTO, ON M2N 6 CA	0.35%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
NB MDCP GRTH TRUST - STATE STREET 04-0025081	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TEMPLETON FOREIGN A - FRANKLIN TEM 94-3167260	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE BAL ADV - T. ROWE PRICE 52-2269240	0.40%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2005 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2010 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2015 ADV - T. ROWE PRIC 52-2269240	0.40%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2020 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2025 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2030 ADV - T. ROWE PRIC 52-2269240	0.40%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2035 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2040 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2045 ADV - T. ROWE PRIC 52-2269240	0.40%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2050 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TRP RETIRE 2055 ADV - T. ROWE PRIC 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
L'OCCITANE, INC.

D Employer Identification Number (EIN)
13-3844764

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	174836	215974
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	311584	419218
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	12716276	12237283
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(2) Employer real property	1d(2)	0	0
e	Buildings and other property used in plan operation	1e	0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f	13202696	12872475
	Liabilities			
g	Benefit claims payable	1g	0	0
h	Operating payables	1h	0	0
i	Acquisition indebtedness	1i	0	0
j	Other liabilities	1j	8717	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	8717	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	13193979	12872475

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	875501	
	(B) Participants	2a(1)(B)	1435776	
	(C) Others (including rollovers)	2a(1)(C)	72081	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2383358
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	2673	
	(B) U.S. Government securities	2b(1)(B)	0	
	(C) Corporate debt instruments	2b(1)(C)	0	
	(D) Loans (other than to participants)	2b(1)(D)	0	
	(E) Participant loans	2b(1)(E)	18056	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		20729
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
	(B) Common stock	2b(2)(B)	0	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	858998	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		858998
	(3) Rents	2b(3)		0
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
	(B) Other	2b(5)(B)	0	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-1736041
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		1527044
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1813997	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		1813997
f Corrective distributions (see instructions)	2f		1174
g Certain deemed distributions of participant loans (see instructions)	2g		1234
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	385	
(4) Other	2i(4)	31758	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		32143
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1848548
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-321504
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: LOWEY, STOLZENBERG & EDELSTEIN, LLP **(2)** EIN: 11-3348703

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
L'OCCITANE, INC.

D Employer Identification Number (EIN)
13-3844764

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

L'OCCITANE, INC. 401(K)
PROFIT SHARING PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2018 AND 2017

TABLE OF CONTENTS

	Pages
Report of Independent Auditor	1-2
Financial Statements:	
Statement of Net Assets Available for Plan Benefits, December 31, 2018 and 2017	3
Statement of Changes in Net Assets Available for Plan Benefits, for the year ended December 31, 2018	4
Notes to Financial Statements	5-12
Supplementary Information:	
Schedule H, line 4i - Schedule of Assets Held For Investment Purposes, December 31, 2018	13

Report of Independent Auditor

To the Trustees
L'Occitane, Inc. 401(K) Profit Sharing Plan
New York, New York

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520, 103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company ("Fidelity"), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2018 and 2017 and for the year ended December 31, 2018, that the information provided to the plan administrator by trustee is complete and accurate.

Disclaimer of Opinion
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter
The supplemental schedule of Form 5500 Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes as of December 31, 2018 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Lowey, Holzenberg + Edelstein, LLP

Lake Success, New York
October 7, 2019

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Net Assets Available for Plan Benefits
December 31, 2018 and 2017

Assets:	**2018**	**2017**
Investments, at fair value:		
Registered investment companies	$ 12,237,283	$ 12,716,276
Interest-bearing cash	215,974	174,836
	12,453,257	12,891,112
Receivables:		
Promissory notes receivable from participants	419,218	311,584
Total Assets	$ 12,872,475	$ 13,202,696
Liabilities:		
Excess Participant Contributions	$ -	$ 8,717
NET ASSETS AVAILABLE FOR PLAN BENEFITS	**$ 12,872,475**	**$ 13,193,979**

See accompanying notes

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Changes in Net Assets Available for Plan Benefits
For the Year Ended December 31, 2018

Additions:		
Contributions		
Net depreciation in fair value of investments	$	(1,736,041)
Dividends and interest		861,671
Contributions		
Employer contributions		875,501
Employee contributions		1,507,857
Interest income from participant notes		18,056
Total Additions		1,527,044
Deductions:		
Administrative fees		32,143
Corrective distributions		1,174
Benefits paid to participants		1,815,231
Total Deductions		1,848,548
Net Increase		(321,504)
Assets available for benefits:		
Beginning of year		13,193,979
End of year	$	12,872,475

See accompanying notes

NOTE 1 – DESCRIPTION OF PLAN

The following description of the L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a qualified defined contribution plan covering all eligible employees of L'Occitane, Inc. (the "Company", "Employer" or "Plan Sponsor"). The Plan and the trust of which it is a part are intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA")

Eligibility

Employees who have attained the age of twenty-one and completed two months of employment are eligible to participate in the 401(k) savings and employer matching features of the Plan. The entry date is the first day of the month following after the date in which the employee meets all the entry requirements. Temporary and seasonal employees are not permitted to participate in the Plan unless they attain the age of twenty-one and complete at least 1,000 hours of service in a one-year period from hire date.

Plan Management

The Company, who is the Plan administrator, is empowered to appoint or remove the trustees, establish the Plan's funding policy and method, make contributions and amend or terminate the Plan.

Contributions

Beginning January 1, 2015, the Plan utilizes a "safe harbor" design under Internal Revenue Service ("IRS") 401(k) plan regulations in which employee pre-tax and employer matching contributions are not subject to discrimination testing. Each year, participants may make salary deferral contributions at any percentage up to 90% of pre-tax annual compensation, as defined in the Plan, subject to IRS limitations. The Company makes a matching contribution of 100% of the first 4% of the eligible participant's contribution to the Plan, as well as 50% of the next 2% of the eligible participant's contribution to Plan. The Company may also contribute a discretionary match to the Plan. Additional amounts may be contributed as a profit sharing contribution at the discretion of the Company. No such additional discretionary contributions were made for the year ended December 31, 2018. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

Participant Accounts
Individual accounts are maintained for each Plan participant. Participant accounts are credited with participant contributions, the Company's matching contribution, and allocations of Company discretionary contributions and Plan earnings, and charged with withdrawals and an allocation of Plan losses and administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested accounts.

Vesting
Vesting is based on the years of continuous service and whether the Plan has been top-heavy in the Plan year. Participants are immediately vested 100% in their voluntary contributions, safe harbor company matching contributions, and discretionary profit-sharing contributions, plus actual earnings thereon. Participants commence vesting in employer discretionary matching contributions in accordance with the following schedule:

Years of Service	Vested Interest	
		(Top-Heavy)
0	0%	0%
1	20%	20%
2	40%	40%
3	60%	60%
4	80%	80%
5 or more	100%	100%

Participants become fully vested upon the attaining their normal retirement age or in the event of death or total and permanent disability.

Plan Expenses
All Plan administrative expenses may be paid out of the Trust Fund.

Payment of Benefits
Upon termination of services due to death, disability or retirement, a participant may elect to receive either a lump sum distribution equal to the value of the participant's vested interest in his or her account or partial withdrawals of at least $100. For termination of services due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Participants may also make withdrawals prior to termination for hardship or upon attainment of age 59½.

Forfeitures
Participants who terminate employment, but have not become fully vested, must forfeit the unvested balance in their account. Forfeited amounts are retained in the Plan and shall be used to reduce the employer contribution for the Plan year

Participant Loans
A participant may request a withdrawal from his or her account in the form of a loan. The amount of the loan must be in excess of $1,000 and, when added to the outstanding balance of all other loans to the participant, shall not exceed the lesser of one half of the participants vested balance or $50,000, as adjusted by the Plan. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Plan's financial statements have been prepared in conformity with generally accepted accounting principles. A summary of the significant accounting principles and policies used by the Plan are as follows:

Basis of Accounting
The financial statements of the Plan are prepared under the accrual method of accounting.

Valuation of Investments and Income Recognition
The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements.

The Plan invests participants' account balances at the direction of the participant in any mutual funds administered by Fidelity Management Trust Company ("Fidelity"). These investments are valued at the net asset value reported by the fund managers. Fair values of the underlying investments are based upon the latest published market quotations. Principal loans are valued at cost, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a

reduction of net appreciation (depreciation) in fair market value of investments for such investments.

Use of Estimates
The preparation of the Plan's financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make significant estimates and assumptions that affect the reported amounts of net assets available for plan benefits at the date of the financial statements and the changes in net assets available for plan benefits during the reporting period and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results may differ from those estimates.

Notes Receivable from Participants
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2018 and 2017. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded based on the terms of the Plan agreement.

Recently Issued or Adopted Accounting Pronouncements
In August 2018, FASB issued ASU 2018-13, Fair Value Measurement -Disclosure Framework (Topic 820). The updated guidance improves the disclosure requirements on fair value measurements. The updated guidance is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. Early adoption is permitted for any removed or modified disclosures. The Plan is currently assessing the timing and impact of adopting this ASU.

Subsequent Events
Subsequent events were evaluated through October 7, 2019, the date the financial statements were available to be issued.

NOTE 3 – INFORMATION CERTIFIED BY CUSTODIAN

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Security Act of 1974. Accordingly, as

permitted under such election, the plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Fidelity Management Trust Company, the trustee of the Plan, as complete and accurate, except for comparing such information certified by the custodian to information included in the plan's financial statements and supplemental statements:

- All investments reflected on the accompanying statements of assets available for plan benefits as of December 31, 2018 and 2017 and the supplemental Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes, as of December 31, 2018 except for receivables;

- The following investment income certified by the custodian for the year ended December 31, 2018:

Dividends and interest	$ 861,671
Net depreciation of fair value	(1,736,041)
Administrative fees	(32,143)
	$ (906,513)

NOTE 4 – FAIR VALUE MEASUREMENTS

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1). Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 2 inputs are used for investments for which Level 1 inputs were not available. Level 3 inputs would only be used if Level 1 or Level 2 inputs were not available. There are no plan assets requiring the use of Level 2 or Level 3 inputs for the periods presented.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares as reported by the fund. The mutual funds held by the Plan are open-end mutual funds registered with the U.S. Securities and Exchange Commission. The funds must publish their daily net asset value and transact at that price. The mutual funds held by the Plan

are considered to be actively traded. The fair values of common stocks are based on the closing price reported on the active market where the individual securities are traded.

These methodologies may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	**Level 1**	**Level 2**	**Level 3**
December 31, 2018				
Mutual Funds:				
Small-Cap Funds	$ 646,977	$ 646,977		
Mid-Cap Funds	482,801	482,801		
Large-Cap Funds	1,519,254	1,519,254		
International Funds	250,335	250,335		
Balanced Funds	9,131,700	9,131,700		
Bond Funds	206,216	206,216		
Money Market Funds	215,974	215,974		
Total Mutual Funds	12,453,257	12,453,257	-	-
Total Assets at Fair Value	$ 12,453,257	$ 12,453,257	$ -	$ -

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2017				
Mutual Funds:				
Small-Cap Funds	$ 672,520	$ 672,520		
Mid-Cap Funds	486,486	486,486		
Large-Cap Funds	1,446,690	1,446,690		
International Funds	280,041	280,041		
Balanced Funds	9,651,152	9,651,152		
Bond Funds	179,387	179,387		
Money Market Funds	174,836	174,836		
Total Mutual Funds	12,891,112	12,891,112	-	-
Total Assets at Fair Value	$ 12,891,112	$ 12,891,112	$ -	$ -

NOTE 5 – PLAN TERMINATION

Although it has not expressed intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate its participation in the Plan, subject to the provisions of ERISA. In the event of a Plan termination, participants will become 100% vested in their account balance.

NOTE 6 – TAX STATUS

The Company has adopted a volume submitter plan. The underlying volume submitter plan has received an advisory letter from the Internal Revenue Service (IRS) dated March 31, 2014 stating that the form of the Plan is qualified under Section 401 of the Internal Revenue Code (IRC). Therefore, the Plan administrator believes that the Plan is designed and is currently operating in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require the Plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2015.

NOTE 7 – RISKS AND UNCERTAINTIES

The Plan provides for various investments in stocks, bonds and money markets which are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect participants' account balances and the amounts in the statement of net assets available for plan benefits.

NOTE 8 – RELATED PARTY TRANSACTIONS

Certain Plan investments are shares of various funds managed by Fidelity Management Trust Company and, therefore, any transactions between the Plan and Fidelity Management Trust Company are considered related party transactions.

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Supplemental Schedule
Form 5500, Schedule H, line 4i - Schedule of Assets Held for Investment Purposes
December 31, 2018
(Unaudited)

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost**	(e) Current Value
	American Beacon	Small Cap Value Fund		26,015
	Conestoga Capital Advisors	Small Cap Investment Fund		556,930
*	Fidelity Investments	500 Index Fund		552,637
*	Fidelity Investments	Blue Chip Growth Fund		529,274
*	Fidelity Investments	Extended Market Index Fund		243,632
*	Fidelity Investments	Global ex U.S Index Fund		82,547
*	Fidelity Investments	High Income Fund		128,659
*	Fidelity Investments	International Discovery Fund		55,419
*	Fidelity Investments	Large Cap Stock Fund		72,514
*	Fidelity Investments	Low Priced Stock Fund		107,106
*	Fidelity Investments	Money Market Trust Retirement		215,974
*	Fidelity Investments	Puritan Fund		28,622
*	Fidelity Investments	Total Bond Fund		39,492
*	Fidelity Investments	Total Market Index Fund		248,730
*	Fidelity Investments	US Bond Index Fund		38,065
	Franklin Templeton Investments	Foreign Fund		68,762
	Invesco	American Value Fund		87,940
	Invesco	Diversified Dividend Fund		116,099
	Invesco	International Growth Fund		43,607
	Invesco	Small Cap Equity Fund		64,032
	Neuberger Berman	MidCap Growth Trust Fund		44,123
	T. Rowe Price	Retirement 2005 Fund		7,881
	T. Rowe Price	Retirement 2010 Fund		11,302
	T. Rowe Price	Retirement 2015 Fund		76,541
	T. Rowe Price	Retirement 2020 Fund		141,033
	T. Rowe Price	Retirement 2025 Fund		782,964
	T. Rowe Price	Retirement 2030 Fund		1,394,925
	T. Rowe Price	Retirement 2035 Fund		1,511,373
	T. Rowe Price	Retirement 2040 Fund		1,446,920
	T. Rowe Price	Retirement 2045 Fund		1,772,617
	T. Rowe Price	Retirement 2050 Fund		1,037,879
	T. Rowe Price	Retirement 2055 Fund		918,753
	T. Rowe Price	Retirement Balanced Fund		890
				12,453,257
	Participant Loans	Rates Range from 5.25% to 7.25%		419,218

* Permitted party in interest under ERISA rules

** All investments are participant directed and cost disclosure is not required.

L'OCCITANE, INC. 401(K)
PROFIT SHARING PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2018 AND 2017

TABLE OF CONTENTS

	Pages
Report of Independent Auditor	1-2
Financial Statements:	
Statement of Net Assets Available for Plan Benefits, December 31, 2018 and 2017	3
Statement of Changes in Net Assets Available for Plan Benefits, for the year ended December 31, 2018	4
Notes to Financial Statements	5-12
Supplementary Information:	
Schedule H, line 4i - Schedule of Assets Held For Investment Purposes, December 31, 2018	13

Report of Independent Auditor

To the Trustees
L'Occitane, Inc. 401(K) Profit Sharing Plan
New York, New York

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520, 103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company ("Fidelity"), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2018 and 2017 and for the year ended December 31, 2018, that the information provided to the plan administrator by trustee is complete and accurate.

Disclaimer of Opinion
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter
The supplemental schedule of Form 5500 Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes as of December 31, 2018 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Lowey, Holzenberg + Edelstein, LLP

Lake Success, New York
October 7, 2019

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Net Assets Available for Plan Benefits
December 31, 2018 and 2017

Assets:	**2018**	**2017**
Investments, at fair value:		
Registered investment companies	$ 12,237,283	$ 12,716,276
Interest-bearing cash	215,974	174,836
	12,453,257	12,891,112
Receivables:		
Promissory notes receivable from participants	419,218	311,584
Total Assets	$ 12,872,475	$ 13,202,696
Liabilities:		
Excess Participant Contributions	$ -	$ 8,717
NET ASSETS AVAILABLE FOR PLAN BENEFITS	**$ 12,872,475**	**$ 13,193,979**

See accompanying notes

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Changes in Net Assets Available for Plan Benefits
For the Year Ended December 31, 2018

Additions:		
Contributions		
Net depreciation in fair value of investments	$	(1,736,041)
Dividends and interest		861,671
Contributions		
Employer contributions		875,501
Employee contributions		1,507,857
Interest income from participant notes		18,056
Total Additions		1,527,044
Deductions:		
Administrative fees		32,143
Corrective distributions		1,174
Benefits paid to participants		1,815,231
Total Deductions		1,848,548
Net Increase		(321,504)
Assets available for benefits:		
Beginning of year		13,193,979
End of year	$	12,872,475

See accompanying notes

NOTE 1 – DESCRIPTION OF PLAN

The following description of the L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a qualified defined contribution plan covering all eligible employees of L'Occitane, Inc. (the "Company", "Employer" or "Plan Sponsor"). The Plan and the trust of which it is a part are intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA")

Eligibility

Employees who have attained the age of twenty-one and completed two months of employment are eligible to participate in the 401(k) savings and employer matching features of the Plan. The entry date is the first day of the month following after the date in which the employee meets all the entry requirements. Temporary and seasonal employees are not permitted to participate in the Plan unless they attain the age of twenty-one and complete at least 1,000 hours of service in a one-year period from hire date.

Plan Management

The Company, who is the Plan administrator, is empowered to appoint or remove the trustees, establish the Plan's funding policy and method, make contributions and amend or terminate the Plan.

Contributions

Beginning January 1, 2015, the Plan utilizes a "safe harbor" design under Internal Revenue Service ("IRS") 401(k) plan regulations in which employee pre-tax and employer matching contributions are not subject to discrimination testing. Each year, participants may make salary deferral contributions at any percentage up to 90% of pre-tax annual compensation, as defined in the Plan, subject to IRS limitations. The Company makes a matching contribution of 100% of the first 4% of the eligible participant's contribution to the Plan, as well as 50% of the next 2% of the eligible participant's contribution to Plan. The Company may also contribute a discretionary match to the Plan. Additional amounts may be contributed as a profit sharing contribution at the discretion of the Company. No such additional discretionary contributions were made for the year ended December 31, 2018. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

Participant Accounts
Individual accounts are maintained for each Plan participant. Participant accounts are credited with participant contributions, the Company's matching contribution, and allocations of Company discretionary contributions and Plan earnings, and charged with withdrawals and an allocation of Plan losses and administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested accounts.

Vesting
Vesting is based on the years of continuous service and whether the Plan has been top-heavy in the Plan year. Participants are immediately vested 100% in their voluntary contributions, safe harbor company matching contributions, and discretionary profit-sharing contributions, plus actual earnings thereon. Participants commence vesting in employer discretionary matching contributions in accordance with the following schedule:

Years of Service	Vested Interest	
		(Top-Heavy)
0	0%	0%
1	20%	20%
2	40%	40%
3	60%	60%
4	80%	80%
5 or more	100%	100%

Participants become fully vested upon the attaining their normal retirement age or in the event of death or total and permanent disability.

Plan Expenses
All Plan administrative expenses may be paid out of the Trust Fund.

Payment of Benefits
Upon termination of services due to death, disability or retirement, a participant may elect to receive either a lump sum distribution equal to the value of the participant's vested interest in his or her account or partial withdrawals of at least $100. For termination of services due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Participants may also make withdrawals prior to termination for hardship or upon attainment of age 59½.

Forfeitures
Participants who terminate employment, but have not become fully vested, must forfeit the unvested balance in their account. Forfeited amounts are retained in the Plan and shall be used to reduce the employer contribution for the Plan year

Participant Loans
A participant may request a withdrawal from his or her account in the form of a loan. The amount of the loan must be in excess of $1,000 and, when added to the outstanding balance of all other loans to the participant, shall not exceed the lesser of one half of the participants vested balance or $50,000, as adjusted by the Plan. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Plan's financial statements have been prepared in conformity with generally accepted accounting principles. A summary of the significant accounting principles and policies used by the Plan are as follows:

Basis of Accounting
The financial statements of the Plan are prepared under the accrual method of accounting.

Valuation of Investments and Income Recognition
The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements.

The Plan invests participants' account balances at the direction of the participant in any mutual funds administered by Fidelity Management Trust Company ("Fidelity"). These investments are valued at the net asset value reported by the fund managers. Fair values of the underlying investments are based upon the latest published market quotations. Principal loans are valued at cost, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a

reduction of net appreciation (depreciation) in fair market value of investments for such investments.

Use of Estimates
The preparation of the Plan's financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make significant estimates and assumptions that affect the reported amounts of net assets available for plan benefits at the date of the financial statements and the changes in net assets available for plan benefits during the reporting period and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results may differ from those estimates.

Notes Receivable from Participants
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2018 and 2017. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded based on the terms of the Plan agreement.

Recently Issued or Adopted Accounting Pronouncements
In August 2018, FASB issued ASU 2018-13, Fair Value Measurement -Disclosure Framework (Topic 820). The updated guidance improves the disclosure requirements on fair value measurements. The updated guidance is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. Early adoption is permitted for any removed or modified disclosures. The Plan is currently assessing the timing and impact of adopting this ASU.

Subsequent Events
Subsequent events were evaluated through October 7, 2019, the date the financial statements were available to be issued.

NOTE 3 – INFORMATION CERTIFIED BY CUSTODIAN

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Security Act of 1974. Accordingly, as

permitted under such election, the plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Fidelity Management Trust Company, the trustee of the Plan, as complete and accurate, except for comparing such information certified by the custodian to information included in the plan's financial statements and supplemental statements:

- All investments reflected on the accompanying statements of assets available for plan benefits as of December 31, 2018 and 2017 and the supplemental Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes, as of December 31, 2018 except for receivables;

- The following investment income certified by the custodian for the year ended December 31, 2018:

Dividends and interest	$ 861,671
Net depreciation of fair value	(1,736,041)
Administrative fees	(32,143)
	$ (906,513)

NOTE 4 – FAIR VALUE MEASUREMENTS

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1). Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 2 inputs are used for investments for which Level 1 inputs were not available. Level 3 inputs would only be used if Level 1 or Level 2 inputs were not available. There are no plan assets requiring the use of Level 2 or Level 3 inputs for the periods presented.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares as reported by the fund. The mutual funds held by the Plan are open-end mutual funds registered with the U.S. Securities and Exchange Commission. The funds must publish their daily net asset value and transact at that price. The mutual funds held by the Plan

are considered to be actively traded. The fair values of common stocks are based on the closing price reported on the active market where the individual securities are traded.

These methodologies may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	**Level 1**	**Level 2**	**Level 3**
December 31, 2018				
Mutual Funds:				
Small-Cap Funds	$ 646,977	$ 646,977		
Mid-Cap Funds	482,801	482,801		
Large-Cap Funds	1,519,254	1,519,254		
International Funds	250,335	250,335		
Balanced Funds	9,131,700	9,131,700		
Bond Funds	206,216	206,216		
Money Market Funds	215,974	215,974		
Total Mutual Funds	12,453,257	12,453,257	-	-
Total Assets at Fair Value	$ 12,453,257	$ 12,453,257	$ -	$ -

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2017				
Mutual Funds:				
Small-Cap Funds	$ 672,520	$ 672,520		
Mid-Cap Funds	486,486	486,486		
Large-Cap Funds	1,446,690	1,446,690		
International Funds	280,041	280,041		
Balanced Funds	9,651,152	9,651,152		
Bond Funds	179,387	179,387		
Money Market Funds	174,836	174,836		
Total Mutual Funds	12,891,112	12,891,112	-	-
Total Assets at Fair Value	$ 12,891,112	$ 12,891,112	$ -	$ -

NOTE 5 – PLAN TERMINATION

Although it has not expressed intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate its participation in the Plan, subject to the provisions of ERISA. In the event of a Plan termination, participants will become 100% vested in their account balance.

NOTE 6 – TAX STATUS

The Company has adopted a volume submitter plan. The underlying volume submitter plan has received an advisory letter from the Internal Revenue Service (IRS) dated March 31, 2014 stating that the form of the Plan is qualified under Section 401 of the Internal Revenue Code (IRC). Therefore, the Plan administrator believes that the Plan is designed and is currently operating in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require the Plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2015.

NOTE 7 – RISKS AND UNCERTAINTIES

The Plan provides for various investments in stocks, bonds and money markets which are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect participants' account balances and the amounts in the statement of net assets available for plan benefits.

NOTE 8 – RELATED PARTY TRANSACTIONS

Certain Plan investments are shares of various funds managed by Fidelity Management Trust Company and, therefore, any transactions between the Plan and Fidelity Management Trust Company are considered related party transactions.

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Supplemental Schedule
Form 5500, Schedule H, line 4i - Schedule of Assets Held for Investment Purposes
December 31, 2018
(Unaudited)

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost**	(e) Current Value
	American Beacon	Small Cap Value Fund		26,015
	Conestoga Capital Advisors	Small Cap Investment Fund		556,930
*	Fidelity Investments	500 Index Fund		552,637
*	Fidelity Investments	Blue Chip Growth Fund		529,274
*	Fidelity Investments	Extended Market Index Fund		243,632
*	Fidelity Investments	Global ex U.S Index Fund		82,547
*	Fidelity Investments	High Income Fund		128,659
*	Fidelity Investments	International Discovery Fund		55,419
*	Fidelity Investments	Large Cap Stock Fund		72,514
*	Fidelity Investments	Low Priced Stock Fund		107,106
*	Fidelity Investments	Money Market Trust Retirement		215,974
*	Fidelity Investments	Puritan Fund		28,622
*	Fidelity Investments	Total Bond Fund		39,492
*	Fidelity Investments	Total Market Index Fund		248,730
*	Fidelity Investments	US Bond Index Fund		38,065
	Franklin Templeton Investments	Foreign Fund		68,762
	Invesco	American Value Fund		87,940
	Invesco	Diversified Dividend Fund		116,099
	Invesco	International Growth Fund		43,607
	Invesco	Small Cap Equity Fund		64,032
	Neuberger Berman	MidCap Growth Trust Fund		44,123
	T. Rowe Price	Retirement 2005 Fund		7,881
	T. Rowe Price	Retirement 2010 Fund		11,302
	T. Rowe Price	Retirement 2015 Fund		76,541
	T. Rowe Price	Retirement 2020 Fund		141,033
	T. Rowe Price	Retirement 2025 Fund		782,964
	T. Rowe Price	Retirement 2030 Fund		1,394,925
	T. Rowe Price	Retirement 2035 Fund		1,511,373
	T. Rowe Price	Retirement 2040 Fund		1,446,920
	T. Rowe Price	Retirement 2045 Fund		1,772,617
	T. Rowe Price	Retirement 2050 Fund		1,037,879
	T. Rowe Price	Retirement 2055 Fund		918,753
	T. Rowe Price	Retirement Balanced Fund		890
				12,453,257
	Participant Loans	Rates Range from 5.25% to 7.25%		419,218

* Permitted party in interest under ERISA rules

** All investments are participant directed and cost disclosure is not required.

L'OCCITANE, INC. 401(K)
PROFIT SHARING PLAN

FINANCIAL STATEMENTS

FOR THE YEARS ENDED
DECEMBER 31, 2018 AND 2017

TABLE OF CONTENTS

	Pages
Report of Independent Auditor	1-2
Financial Statements:	
Statement of Net Assets Available for Plan Benefits, December 31, 2018 and 2017	3
Statement of Changes in Net Assets Available for Plan Benefits, for the year ended December 31, 2018	4
Notes to Financial Statements	5-12
Supplementary Information:	
Schedule H, line 4i - Schedule of Assets Held For Investment Purposes, December 31, 2018	13

Report of Independent Auditor

To the Trustees
L'Occitane, Inc. 401(K) Profit Sharing Plan
New York, New York

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520, 103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company ("Fidelity"), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2018 and 2017 and for the year ended December 31, 2018, that the information provided to the plan administrator by trustee is complete and accurate.

Disclaimer of Opinion
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter
The supplemental schedule of Form 5500 Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes as of December 31, 2018 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Lowey, Holzenberg + Edelstein, LLP

Lake Success, New York
October 7, 2019

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Net Assets Available for Plan Benefits
December 31, 2018 and 2017

Assets:	**2018**	**2017**
Investments, at fair value:		
Registered investment companies	$ 12,237,283	$ 12,716,276
Interest-bearing cash	215,974	174,836
	12,453,257	12,891,112
Receivables:		
Promissory notes receivable from participants	419,218	311,584
Total Assets	$ 12,872,475	$ 13,202,696
Liabilities:		
Excess Participant Contributions	$ -	$ 8,717
NET ASSETS AVAILABLE FOR PLAN BENEFITS	**$ 12,872,475**	**$ 13,193,979**

See accompanying notes

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Statement of Changes in Net Assets Available for Plan Benefits
For the Year Ended December 31, 2018

Additions:		
Contributions		
Net depreciation in fair value of investments	$	(1,736,041)
Dividends and interest		861,671
Contributions		
Employer contributions		875,501
Employee contributions		1,507,857
Interest income from participant notes		18,056
Total Additions		1,527,044
Deductions:		
Administrative fees		32,143
Corrective distributions		1,174
Benefits paid to participants		1,815,231
Total Deductions		1,848,548
Net Increase		(321,504)
Assets available for benefits:		
Beginning of year		13,193,979
End of year	$	12,872,475

See accompanying notes

NOTE 1 – DESCRIPTION OF PLAN

The following description of the L'Occitane, Inc. 401(K) Profit Sharing Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a qualified defined contribution plan covering all eligible employees of L'Occitane, Inc. (the "Company", "Employer" or "Plan Sponsor"). The Plan and the trust of which it is a part are intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (the IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA")

Eligibility

Employees who have attained the age of twenty-one and completed two months of employment are eligible to participate in the 401(k) savings and employer matching features of the Plan. The entry date is the first day of the month following after the date in which the employee meets all the entry requirements. Temporary and seasonal employees are not permitted to participate in the Plan unless they attain the age of twenty-one and complete at least 1,000 hours of service in a one-year period from hire date.

Plan Management

The Company, who is the Plan administrator, is empowered to appoint or remove the trustees, establish the Plan's funding policy and method, make contributions and amend or terminate the Plan.

Contributions

Beginning January 1, 2015, the Plan utilizes a "safe harbor" design under Internal Revenue Service ("IRS") 401(k) plan regulations in which employee pre-tax and employer matching contributions are not subject to discrimination testing. Each year, participants may make salary deferral contributions at any percentage up to 90% of pre-tax annual compensation, as defined in the Plan, subject to IRS limitations. The Company makes a matching contribution of 100% of the first 4% of the eligible participant's contribution to the Plan, as well as 50% of the next 2% of the eligible participant's contribution to Plan. The Company may also contribute a discretionary match to the Plan. Additional amounts may be contributed as a profit sharing contribution at the discretion of the Company. No such additional discretionary contributions were made for the year ended December 31, 2018. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

Participant Accounts
Individual accounts are maintained for each Plan participant. Participant accounts are credited with participant contributions, the Company's matching contribution, and allocations of Company discretionary contributions and Plan earnings, and charged with withdrawals and an allocation of Plan losses and administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested accounts.

Vesting
Vesting is based on the years of continuous service and whether the Plan has been top-heavy in the Plan year. Participants are immediately vested 100% in their voluntary contributions, safe harbor company matching contributions, and discretionary profit-sharing contributions, plus actual earnings thereon. Participants commence vesting in employer discretionary matching contributions in accordance with the following schedule:

Years of Service	Vested Interest	
		(Top-Heavy)
0	0%	0%
1	20%	20%
2	40%	40%
3	60%	60%
4	80%	80%
5 or more	100%	100%

Participants become fully vested upon the attaining their normal retirement age or in the event of death or total and permanent disability.

Plan Expenses
All Plan administrative expenses may be paid out of the Trust Fund.

Payment of Benefits
Upon termination of services due to death, disability or retirement, a participant may elect to receive either a lump sum distribution equal to the value of the participant's vested interest in his or her account or partial withdrawals of at least $100. For termination of services due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Participants may also make withdrawals prior to termination for hardship or upon attainment of age 59½.

Forfeitures
Participants who terminate employment, but have not become fully vested, must forfeit the unvested balance in their account. Forfeited amounts are retained in the Plan and shall be used to reduce the employer contribution for the Plan year

Participant Loans
A participant may request a withdrawal from his or her account in the form of a loan. The amount of the loan must be in excess of $1,000 and, when added to the outstanding balance of all other loans to the participant, shall not exceed the lesser of one half of the participants vested balance or $50,000, as adjusted by the Plan. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Plan's financial statements have been prepared in conformity with generally accepted accounting principles. A summary of the significant accounting principles and policies used by the Plan are as follows:

Basis of Accounting
The financial statements of the Plan are prepared under the accrual method of accounting.

Valuation of Investments and Income Recognition
The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements.

The Plan invests participants' account balances at the direction of the participant in any mutual funds administered by Fidelity Management Trust Company ("Fidelity"). These investments are valued at the net asset value reported by the fund managers. Fair values of the underlying investments are based upon the latest published market quotations. Principal loans are valued at cost, which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a

reduction of net appreciation (depreciation) in fair market value of investments for such investments.

Use of Estimates
The preparation of the Plan's financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make significant estimates and assumptions that affect the reported amounts of net assets available for plan benefits at the date of the financial statements and the changes in net assets available for plan benefits during the reporting period and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results may differ from those estimates.

Notes Receivable from Participants
Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2018 and 2017. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded based on the terms of the Plan agreement.

Recently Issued or Adopted Accounting Pronouncements
In August 2018, FASB issued ASU 2018-13, Fair Value Measurement -Disclosure Framework (Topic 820). The updated guidance improves the disclosure requirements on fair value measurements. The updated guidance is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. Early adoption is permitted for any removed or modified disclosures. The Plan is currently assessing the timing and impact of adopting this ASU.

Subsequent Events
Subsequent events were evaluated through October 7, 2019, the date the financial statements were available to be issued.

NOTE 3 – INFORMATION CERTIFIED BY CUSTODIAN

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Security Act of 1974. Accordingly, as

permitted under such election, the plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Fidelity Management Trust Company, the trustee of the Plan, as complete and accurate, except for comparing such information certified by the custodian to information included in the plan's financial statements and supplemental statements:

- All investments reflected on the accompanying statements of assets available for plan benefits as of December 31, 2018 and 2017 and the supplemental Schedule H, Line 4i – Schedule of Assets Held for Investment Purposes, as of December 31, 2018 except for receivables;

- The following investment income certified by the custodian for the year ended December 31, 2018:

Dividends and interest	$ 861,671
Net depreciation of fair value	(1,736,041)
Administrative fees	(32,143)
	$ (906,513)

NOTE 4 – FAIR VALUE MEASUREMENTS

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1). Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 2 inputs are used for investments for which Level 1 inputs were not available. Level 3 inputs would only be used if Level 1 or Level 2 inputs were not available. There are no plan assets requiring the use of Level 2 or Level 3 inputs for the periods presented.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares as reported by the fund. The mutual funds held by the Plan are open-end mutual funds registered with the U.S. Securities and Exchange Commission. The funds must publish their daily net asset value and transact at that price. The mutual funds held by the Plan

are considered to be actively traded. The fair values of common stocks are based on the closing price reported on the active market where the individual securities are traded.

These methodologies may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	**Level 1**	**Level 2**	**Level 3**
December 31, 2018				
Mutual Funds:				
Small-Cap Funds	$ 646,977	$ 646,977		
Mid-Cap Funds	482,801	482,801		
Large-Cap Funds	1,519,254	1,519,254		
International Funds	250,335	250,335		
Balanced Funds	9,131,700	9,131,700		
Bond Funds	206,216	206,216		
Money Market Funds	215,974	215,974		
Total Mutual Funds	12,453,257	12,453,257	-	-
Total Assets at Fair Value	$ 12,453,257	$ 12,453,257	$ -	$ -

		Fair Value Measurements at the End of Reporting Period Using:		
	Fair Value	Level 1	Level 2	Level 3
December 31, 2017				
Mutual Funds:				
Small-Cap Funds	$ 672,520	$ 672,520		
Mid-Cap Funds	486,486	486,486		
Large-Cap Funds	1,446,690	1,446,690		
International Funds	280,041	280,041		
Balanced Funds	9,651,152	9,651,152		
Bond Funds	179,387	179,387		
Money Market Funds	174,836	174,836		
Total Mutual Funds	12,891,112	12,891,112	-	-
Total Assets at Fair Value	$ 12,891,112	$ 12,891,112	$ -	$ -

NOTE 5 – PLAN TERMINATION

Although it has not expressed intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate its participation in the Plan, subject to the provisions of ERISA. In the event of a Plan termination, participants will become 100% vested in their account balance.

NOTE 6 – TAX STATUS

The Company has adopted a volume submitter plan. The underlying volume submitter plan has received an advisory letter from the Internal Revenue Service (IRS) dated March 31, 2014 stating that the form of the Plan is qualified under Section 401 of the Internal Revenue Code (IRC). Therefore, the Plan administrator believes that the Plan is designed and is currently operating in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require the Plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2015.

NOTE 7 – RISKS AND UNCERTAINTIES

The Plan provides for various investments in stocks, bonds and money markets which are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect participants' account balances and the amounts in the statement of net assets available for plan benefits.

NOTE 8 – RELATED PARTY TRANSACTIONS

Certain Plan investments are shares of various funds managed by Fidelity Management Trust Company and, therefore, any transactions between the Plan and Fidelity Management Trust Company are considered related party transactions.

L'OCCITANE, INC. 401(K) PROFIT SHARING PLAN
Supplemental Schedule
Form 5500, Schedule H, line 4i - Schedule of Assets Held for Investment Purposes
December 31, 2018
(Unaudited)

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost**	(e) Current Value
	American Beacon	Small Cap Value Fund		26,015
	Conestoga Capital Advisors	Small Cap Investment Fund		556,930
*	Fidelity Investments	500 Index Fund		552,637
*	Fidelity Investments	Blue Chip Growth Fund		529,274
*	Fidelity Investments	Extended Market Index Fund		243,632
*	Fidelity Investments	Global ex U.S Index Fund		82,547
*	Fidelity Investments	High Income Fund		128,659
*	Fidelity Investments	International Discovery Fund		55,419
*	Fidelity Investments	Large Cap Stock Fund		72,514
*	Fidelity Investments	Low Priced Stock Fund		107,106
*	Fidelity Investments	Money Market Trust Retirement		215,974
*	Fidelity Investments	Puritan Fund		28,622
*	Fidelity Investments	Total Bond Fund		39,492
*	Fidelity Investments	Total Market Index Fund		248,730
*	Fidelity Investments	US Bond Index Fund		38,065
	Franklin Templeton Investments	Foreign Fund		68,762
	Invesco	American Value Fund		87,940
	Invesco	Diversified Dividend Fund		116,099
	Invesco	International Growth Fund		43,607
	Invesco	Small Cap Equity Fund		64,032
	Neuberger Berman	MidCap Growth Trust Fund		44,123
	T. Rowe Price	Retirement 2005 Fund		7,881
	T. Rowe Price	Retirement 2010 Fund		11,302
	T. Rowe Price	Retirement 2015 Fund		76,541
	T. Rowe Price	Retirement 2020 Fund		141,033
	T. Rowe Price	Retirement 2025 Fund		782,964
	T. Rowe Price	Retirement 2030 Fund		1,394,925
	T. Rowe Price	Retirement 2035 Fund		1,511,373
	T. Rowe Price	Retirement 2040 Fund		1,446,920
	T. Rowe Price	Retirement 2045 Fund		1,772,617
	T. Rowe Price	Retirement 2050 Fund		1,037,879
	T. Rowe Price	Retirement 2055 Fund		918,753
	T. Rowe Price	Retirement Balanced Fund		890
				12,453,257
	Participant Loans	Rates Range from 5.25% to 7.25%		419,218

* Permitted party in interest under ERISA rules

** All investments are participant directed and cost disclosure is not required.