



## Interim Management Statement 1 January – 30 September 2024

|               | LC SALES | EURO SALES | ADJUSTED EBITDA    |
|---------------|----------|------------|--------------------|
| Third quarter | -16%     | -19%       | €5.4m (€4.1m PY)   |
| Year-to-date  | -17%     | -21%       | €18.1m (€32.8m PY) |

Three months ended 30 September 2024

### Strategic progress

- Sales remained challenging during the quarter and ended at -19% in Euro, which was similar to the previous quarter.
- The uncertain macroeconomic and geopolitical situation and adverse foreign exchange (FX) movements in several markets had a continued negative impact on the performance of the group in the third quarter.
- Adjusted EBITDA ended higher both in absolute and relative terms compared to the same quarter previous year, despite lower sales, where important savings from restructuring continues to support the results.
- The Beauty Community Model (BCM) was at the end of the quarter implemented in 36 markets showing continued satisfactory results. Sales in implemented BCM markets accounted for 60% of the Group's sales during the quarter.
- The quarter ended with a cash balance of €57.0m compared to €78.3m at the start of the quarter and €80.6m at year-end 2023. The Revolving Credit Facility (RCF) remained unchanged at a €15.5m drawdown throughout the quarter.

### Operational highlights

- Sales in Euro decreased by 19% and by 16% in local currencies with some sequential improvements in the total registered active members. The Euro sales decline was seen in all regions due to less members, while Türkiye and Africa was the only region showing a growth increase of 5% in local currency sales.
- Gross margin remained largely in line with the same quarter prior year, where negative FX and product cost inflation impacts were offset by positive price increases and mix impacts.
- Management's cost reduction programme, implemented in the third quarter 2023, led to €10.2m reduction in adjusted administrative expenses costs year on year, partially supported by certain accrual reversals during the quarter.
- Adjusted EBITDA margin increased from 2.5% to 4.2% where continued negative FX impacts were more than offset by savings in overhead expenses.
- Adjusted cash flow before financing activities was €-13.0m versus €-13.9m in the same quarter last year where seasonal build-up of inventory and lower payables impacted the cash flow.



## Significant events during and after the quarter

- The Board of directors of Oriflame Holding Limited, the Company and its advisers are proactively exploring options to address its capital structure and are evaluating potential recapitalisation opportunities. In connection with such efforts, the Company is in constructive and active discussions with a group of investors who are majority holders of the Company's Euro and USD senior secured notes. No assurance can be given with respect to the outcome of any such negotiations.
- During the quarter the land and property of Cetes Hungary, reported as "assets held for sale" in the balance sheet since year end 2023, was sold for €3.5m and generated a cash inflow of the same amount. It did not generate a profit as the carrying amount was adjusted to this value as of 30 June 2024.
- Oriflame incorporated a subsidiary in South Africa during the quarter with sales expected to start in the second quarter of 2025.



### This report has not been audited by the company's auditors.

**"Adjusted"** figures exclude non-recurring and purchase price allocation (PPA) related items. For additional information refer to the condensed consolidated income statements on pages 15 and 16.

## Three months ended 30 September 2024

- Euro sales decreased by 19% to €130.8m (€161.7m) and local currency sales decreased by 16%.
- The adjusted EBITDA amounted to €5.4m (€4.1m) and the adjusted EBITDA margin was 4.2% (2.5%). The currency impact on the adjusted EBITDA was 170 bps negative.
- The adjusted operating profit was €0.2m (€-1.7m) and the adjusted operating margin was 0.2% (-1.1%).
- The adjusted net profit was €6.9m (€-54.2m).
- The adjusted cash flow from operating activities was €-10.9m (€-6.9m) and adjusted cash flow before financing activities was €-13.0m (€-13.9m).
- Additional non-recurring costs amounting to €1.5m (€20.3m) were recorded during the quarter and excluded from the operating profit (adjusted operating profit).

## Nine months ended 30 September 2024

- Euro sales decreased by 21% to €435.5m (€551.9m) and local currency sales decreased by 17%.
- The adjusted EBITDA amounted to €18.1m (€32.8m) and the adjusted EBITDA margin was 4.1% (5.9%). The currency impact on the adjusted EBITDA was 190 bps negative.
- The adjusted operating profit was €1.5m (€14.5m) and the adjusted operating margin was 0.4% (2.6%).
- The adjusted net profit was €-36.5m (€-62.2m).
- The adjusted cash flow from operating activities was €-9.8m (€-12.2m) and the adjusted cash flow before financing activities was €-21.7m (€-31.7m).
- Non-recurring costs amounting to €4.0m (€25.2m) were recorded during the year and excluded from the operating profit (adjusted operating profit).

## Financial summary

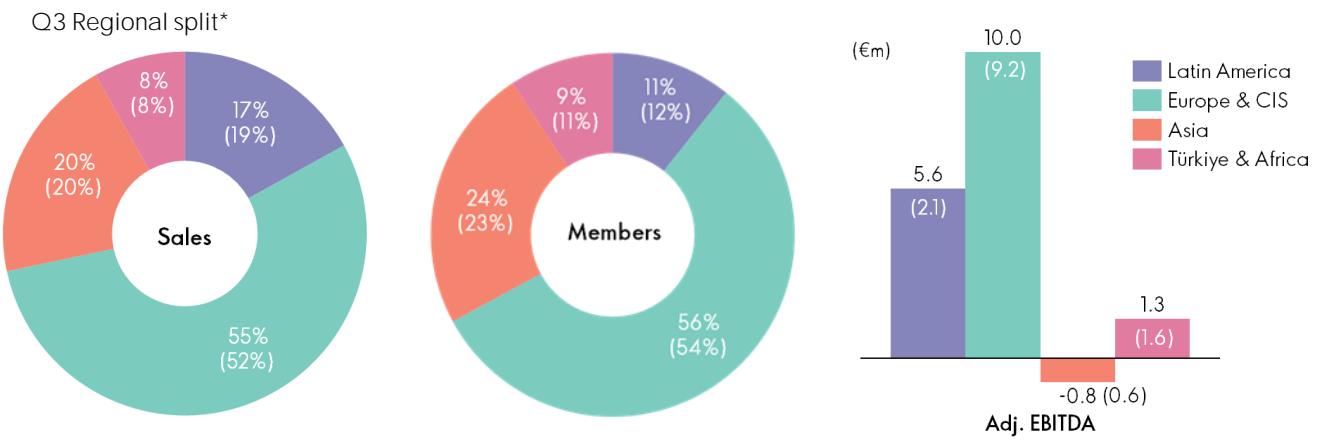
| (€m)                                       | three months<br>ended 30 September |       |          | nine months<br>ended 30 September |       |          | twelve months<br>ended |         |          |
|--|------------------------------------|-------|----------|-----------------------------------|-------|----------|------------------------|---------|----------|
|  | 2024                               | 2023  | Change % | 2024                              | 2023  | Change % | Sep '24                | Dec '23 | Change % |
| Sales                                      | 130.8                              | 161.7 | -19%     | 435.5                             | 551.9 | -21%     | 634.5                  | 750.9   | -15%     |
| Adj. EBITDA                                | 5.4                                | 4.1   | 32%      | 18.1                              | 32.8  | -45%     | 24.2                   | 39.0    | -38%     |
| Adj. Operating profit                      | 0.2                                | -1.7  |          | 1.5                               | 14.5  | -89%     | 1.8                    | 14.8    | -88%     |
| Adj. Net profit                            | 6.9                                | -54.2 |          | -36.5                             | -62.2 | -41%     | -56.1                  | -81.8   | 31%      |
| Adj. Cash flow from operating activities   | -10.9                              | -6.9  | -59%     | -9.8                              | -12.2 | 19%      | 38.1                   | 35.7    | 7%       |
| Adj. Cash flow before financing activities | -13.0                              | -13.9 | 6%       | -21.7                             | -31.7 | 32%      | 21.6                   | 11.6    | 86%      |
| Cash and cash equivalents                  | 57.0                               | 63.7  | -11%     | 57.0                              | 63.7  | -11%     | 57.0                   | 80.6    | -29%     |
| Total debt                                 | 783.4                              | 803.6 | -3%      | 783.4                             | 803.6 | -3%      | 783.4                  | 784.1   | 0%       |
| Secured debt                               | 756.7                              | 769.2 | -2%      | 756.7                             | 769.2 | -2%      | 756.7                  | 751.7   | 1%       |
| Net Secured debt                           | 699.8                              | 705.4 | -1%      | 699.8                             | 705.4 | -1%      | 699.8                  | 671.1   | 4%       |
| Adj. Gross margin                          | 65.8%                              | 65.7% |          | 65.9%                             | 66.7% |          | 63.5%                  | 64.5%   |          |
| Adj. EBITDA margin                         | 4.2%                               | 2.5%  |          | 4.1%                              | 5.9%  |          | 3.8%                   | 5.2%    |          |
| Adj. Operating margin                      | 0.2%                               | -1.1% |          | 0.4%                              | 2.6%  |          | 0.3%                   | 2.0%    |          |
| Net Secured Debt ratio                     | 28.9                               | 10.0  |          | 28.9                              | 10.0  |          | 28.9                   | 17.2    |          |

### Oriflame in brief

Founded in 1967, Oriflame is a social selling beauty company with sales in more than 60 countries. Its portfolio of Swedish, nature-inspired, innovative beauty products is marketed through more than 1.5 million members, generating annual sales of 750 million Euro. Respect for people and nature underlies Oriflame's operating principles and is reflected in its social and environmental policies. Oriflame supports numerous charities worldwide and is a Co-founder of the World Childhood Foundation.



## Regional development



\*Excluding manufacturing and franchisees

### Q3 Regional Sales Progression

| Q3                 | Latin America | Europe & CIS  | Asia         | Türkiye & Africa** | Group       |
|--------------------|---------------|---------------|--------------|--------------------|-------------|
| EUR growth         | -31%          | -17%          | -19%         | -23%               | -19%        |
| LC growth          | -25%          | -17%          | -17%         | 5%                 | -16%        |
| Adj. EBITDA margin | 26.4% (6.9%)  | 14.8% (11.3%) | -3.1% (1.9%) | 12.7% (12.4%)      | 4.2% (2.5%) |

#### Latin America

In Latin America Euro sales decreased by 31% while local currency sales dropped by 25%. The sales drop came from fewer members due to weaker recruitment, which was partially offset by improved productivity levels in local currencies. Gross margins were significantly higher versus the same quarter prior year, with positive impacts from price increases and category mix impacts. EBITDA improved significantly, both in absolute and relative terms, from administrative restructuring savings, lower sales and marketing expenses and additional positive accrual reversals during the quarter.

#### Europe & CIS

In Europe & CIS Euro and local currency sales dropped by 17% due to fewer members and recruits versus the same quarter previous year. Most markets had a negative sales trend versus prior year while a positive trend shift in total active members was seen compared to the previous quarter this year. The incubator market United Kingdom continues to show very positive sales and recruitment results. Higher costs and investments in sales and marketing were more than offset by positive impacts from higher gross margin from price increases and savings in administrative costs. EBITDA margin improved by 3.5pp versus the same quarter previous year.

#### Asia

In Asia Euro sales dropped by 19% while sales in local currency decreased by 17% due to fewer members and lower productivity. India and Indonesia saw improving sales trends while the situation in China and Vietnam is more challenging. EBITDA margins were negatively impacted by the sales decline, a weaker gross margin from inventory clearances and higher inventory provisions, as well as higher sales and marketing expenses versus the same quarter previous year.

#### Türkiye & Africa

In Türkiye & Africa Euro sales decreased by 23% due to significantly weaker local currencies in Türkiye and Nigeria. Sales in local currencies increased by 5%\*\* where negative impact from fewer members was offset by inflationary driven price increases and positive sales momentum with members' growth in Nigeria. The EBITDA margin for the quarter improved to 12.7% (12.4%), where negative FX related impact on gross margin was offset by price increases and lower overhead expenses as a result of restructuring and savings initiatives.

\*\* LC sales growth calculation has been adjusted for Türkiye hyperinflation.



## Three months ended 30 September 2024

**Items below focus on “Adjusted” figures and exclude** non-recurring and purchase price allocation (PPA) related items.

### Sales and gross margin

Euro sales decreased by 19%, or €30.9m, to €130.8m for the three months ended 30 September 2024 compared with €161.7m for the same period last year. Local currency sales decreased by 16% mainly due to a decline in the average number of members to 1.4m (1.6m). Unit sales decreased by 18% and the price/mix effect was positive by 2%. Manufacturing sales to third parties increased by 23% due to higher volumes during the quarter partially as result of timing of external orders.

#### Gross margin (65.8% of sales compared to 65.7% prior year)

The gross margin decreased by 19.0%, or €20.2m, to €86.0m for the three months ended 30 September 2024 from €106.3m for the same period in 2023. In relative terms, the gross margin increased from 65.7% to 65.8% despite negative foreign exchange impact of 90 bps. Excluding foreign exchange impacts, the underlying gross margin improved by 100 bps compared to prior year thanks to positive effects from price/mix and lower inventory provisions.

### Costs and expenses

#### Selling and marketing expenses (31.1% of sales compared to 32.0% prior year)

Selling and marketing expenses decreased by 21.3%, or €11.0m, to €40.7m for the three months ended 30 September 2024 from €51.7m for the same period in 2023. As a percentage of sales, the selling and marketing expenses decreased by 90 bps from lower marketing, print and collection costs versus prior year.

#### Distribution and infrastructure expenses (3.3% of sales compared to 3.3% prior year)

Distribution and infrastructure expenses decreased by 17.7% to €4.3m for the three months ended 30 September 2024 from €5.3m for the same period in 2023. As a percentage of sales, the distribution and infrastructure expenses during the quarter remained stable compared to 2023.

#### Administrative expenses (31.2% of sales compared to 31.5% prior year)

Administrative expenses decreased by 20.0%, or €10.2m, to €40.8m for the three months ended 30 September 2024 from €51.0m the same period last year. Administrative expenses continued to significantly decrease during the quarter compared to prior year, driven mainly by lower staff costs and certain accrual reversals during the quarter.

#### Net financing income / costs (4.8% of sales (income) compared to -31.1% of sales (costs) prior year)

Net financing costs decreased by €56.6m to €6.3m income for the three months ended 30 September 2024 from €-50.3m costs for the same period in 2023. The income during this quarter is mainly explained by an unrealised foreign exchange gain of €22.5m on the USD bond revaluation due to the weakening of the USD against the EUR. Last year there was a high unrealised loss on foreign exchange due to recognising the FX movements since inception of the bonds due to the sale of the FX swap elements.

Other FX movements on intercompany balances had a €4.3m negative impact on unrealised FX movements. Interest costs on bonds and RCF were slightly lower than in the previous year partially due to a decrease in the Euribor 3 month rate.

#### *Adjusted income tax expenses (€0.5m income compared to €-2.1m expense prior year)*

The tax expense for the three months ended 30 September 2024 was lower by €2.6m versus prior year mainly due to lower profit before tax. During the third quarter 2024, it resulted in a net tax income of €0.5m due to the recognition of deferred tax assets on losses to be carried forward.

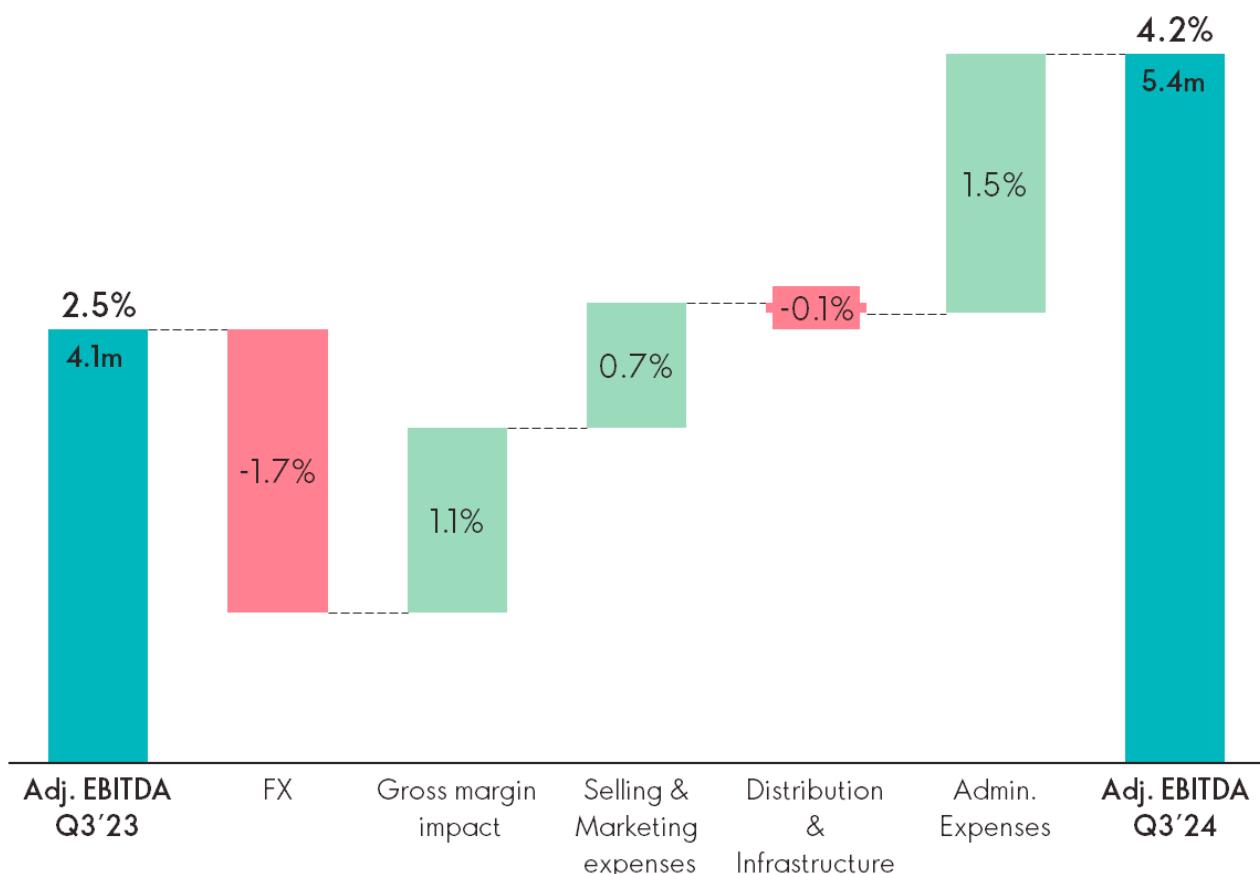


## Adjusted EBITDA

**"Adjusted"** figures exclude non-recurring and purchase price allocation (PPA) related items. For additional information refer to the condensed consolidated income statements on pages 15 and 16.

Adjusted EBITDA increased by 32.4%, or €1.3m, to €5.4m for the three months ended 30 September 2024 from €4.1m for the same period in 2023. The improvement is explained primarily by improvements of the gross margin coming from better price/mix and lower inventory provisions and lower overhead expenses in sales, marketing and administrative costs from savings initiatives. The positive margin impacts were partially offset by 170 bps negative impact on foreign exchange differences in cost of sales and administrative expenses. The adjusted EBITDA margin was 4.2% compared to 2.5% prior year.

## ADJUSTED EBITDA MARGIN VS. PRIOR YEAR





## Nine months ended 30 September 2024

**Items below focus on “Adjusted” figures and exclude non-recurring and purchase price allocation (PPA) related items.**

### Sales and gross margin

Sales for the nine months ended 30 September 2024 decreased by 21%, or €116.4m, to €435.5m compared with €551.9m in 2023. Local currency sales decreased by 17% mainly due to a decline in the average number of members to 1.5m (1.7m). Unit sales decreased by 22% and the price/mix effect was positive by 5%. External sales from Cetes Manufacturing decreased by 9%.

Gross margin (65.9% of sales compared to 66.7% prior year)

The gross margin dropped by 22.1%, or €81.6m, to €286.8m for the nine months ended 30 September 2024 from €368.3m for the same period in 2023 due to lower sales. In relative terms, the gross margin decreased from 66.7% prior year to 65.9% mainly due to 130 bps from negative foreign exchange impacts. Positive effects from price/mix were offset by product cost inflation including under-recoveries from lower volumes.

### Costs and expenses

Selling and marketing expenses (32.0% of sales compared to 32.1% prior year)

Selling and marketing expenses decreased by 21.4%, or €37.9m, to €139.3m for the nine months ended 30 September 2024 from €177.2m in 2023. As a percentage of sales, the selling and marketing expenses remained stable with a slight decrease of 10 bps. The increase in marketing expenses was offset by lower costs in sales support thanks to more digital communication and lower print cost.

Distribution and infrastructure expenses (3.3% of sales compared to 3.0% prior year)

Distribution and infrastructure expenses decreased by 12.3%, or €2.0m, to €14.3m for the nine months ended 30 September 2024 from €16.3m for the same period last year. The increase in relative terms is mainly related to fixed cost elements of distribution hubs increasing as percent of lower sales.

Administrative expenses (30.2% of sales compared to 29.0% prior year)

Administrative expenses decreased by 17.9%, or €28.6m, to €131.6m for the nine months ended 30 September 2024 from €160.2m the same period last year. The decrease was due to savings from restructuring programmes initiated during the second half of 2023, mainly in staff costs, IT & communications and travel expenses. As a percentage of sales, the adjusted administrative expenses were higher by 120 bps since the decrease in sales was higher than the drop in administrative expenses.

Net financing costs (8.4% of sales compared to 14.0% prior year)

Net financing costs decreased by €40.7m to €36.6m for the nine months ended 30 September 2024 from €77.3m for the same period in 2023. The decrease came mainly from the unrealised foreign exchange difference on the USD bond which resulted in a gain of €6.5m this year, versus a loss of €-50.1m during the same period last year when the FX swaps were sold. Net interest expense on the bonds and RCF increased during 2024 to €30.5m compared to €25.2m in 2023. Other net foreign exchange losses amounted to €9.0m in 2024 compared to a €3.1m gain in 2023.

*Adjusted income tax expenses (€3.7m compared to €7.5m prior year)*

The tax expense for the nine months ended 30 September 2024 was lower by €3.8m mainly due to lower profit before tax and higher deferred tax assets recognised on losses carry forward.

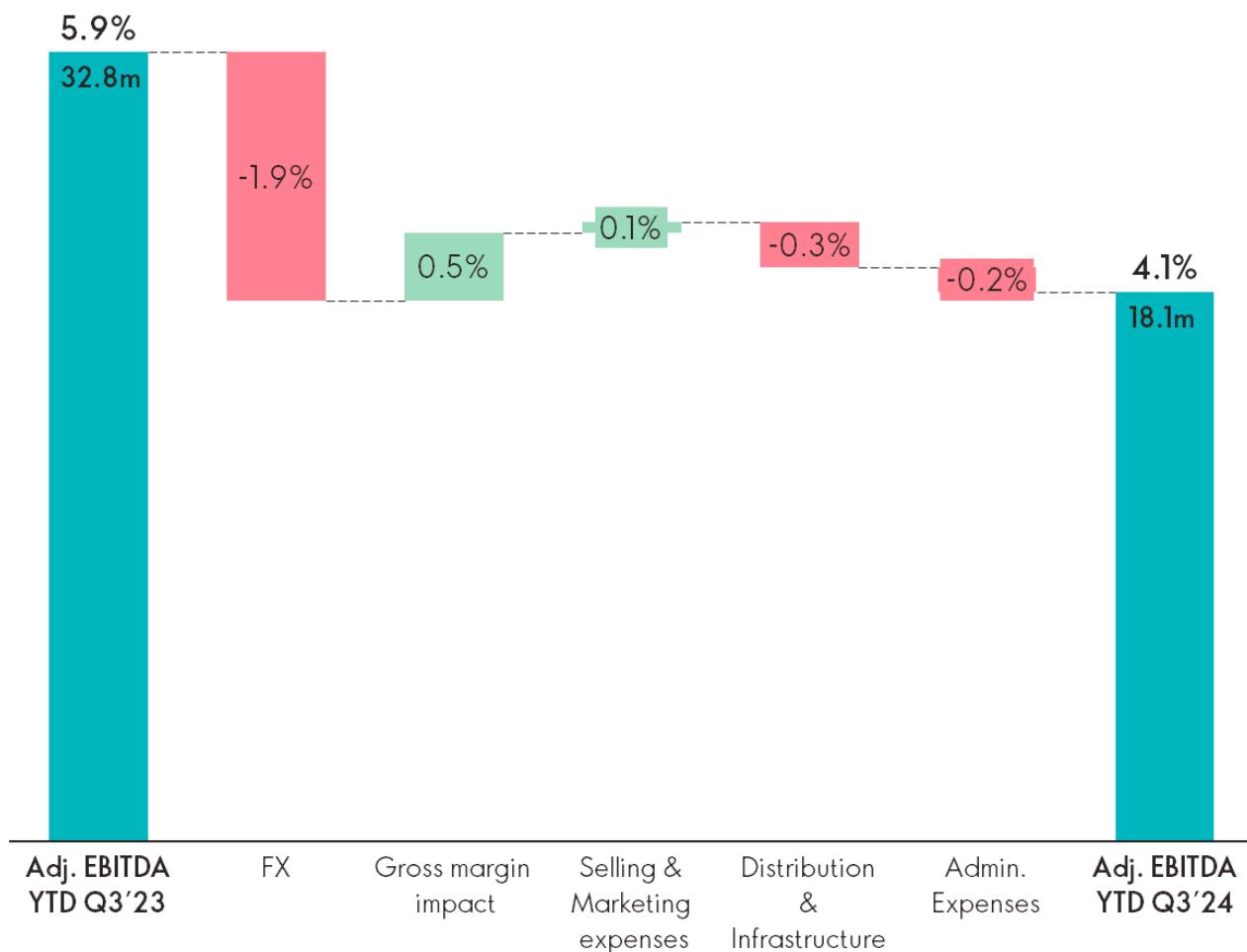


## Adjusted EBITDA

**"Adjusted"** figures exclude non-recurring and purchase price allocation (PPA) related items. For additional information refer to the condensed consolidated income statements on pages 15 and 16.

Adjusted EBITDA decreased by 45.0%, or €14.8m, to €18.1m for the nine months ended 30 September 2024 from €32.8m for the same period in 2023. The EBITDA margin decreased primarily due to lower sales, negative FX impacts and administrative expenses decreasing less than sales. Excluding FX impact, administrative expenses within EBITDA decreased by €24.7m. The adjusted EBITDA margin was 4.1% compared to 5.9% the same period last year.

## ADJUSTED EBITDA MARGIN VS. PRIOR YEAR





## Cash flow three months ended 30 September 2024

**"Adjusted" figures exclude non-recurring and purchase price allocation (PPA) related items.** For additional information refer to the condensed consolidated income statements on pages 15 and 16.

### Cash position

The quarter ended with a cash balance of €57m compared to €78.3m at the start of the quarter.

### Adjusted cash flow before financing activities

Adjusted cash flow before financing activities was €-13.0m in the three months ended 30 September 2024 compared to €-13.9m for the same period in 2023.

During the period, the positive impacts came from a €5.4m adjusted EBITDA and from a €2.6m positive cash flow from investing activities thanks to the sale of a land and property in Hungary for €3.5m. This positive cash inflow was mainly offset by a negative movement on net working capital of €15.2m due to an increase of inventories (€11.4m) resulting from building up inventories for the high season sales in Q4, increase in receivables (€1.8m) and reduction in payables (2.0m). Payment of lease interests and liabilities remained stable at €4.5m.

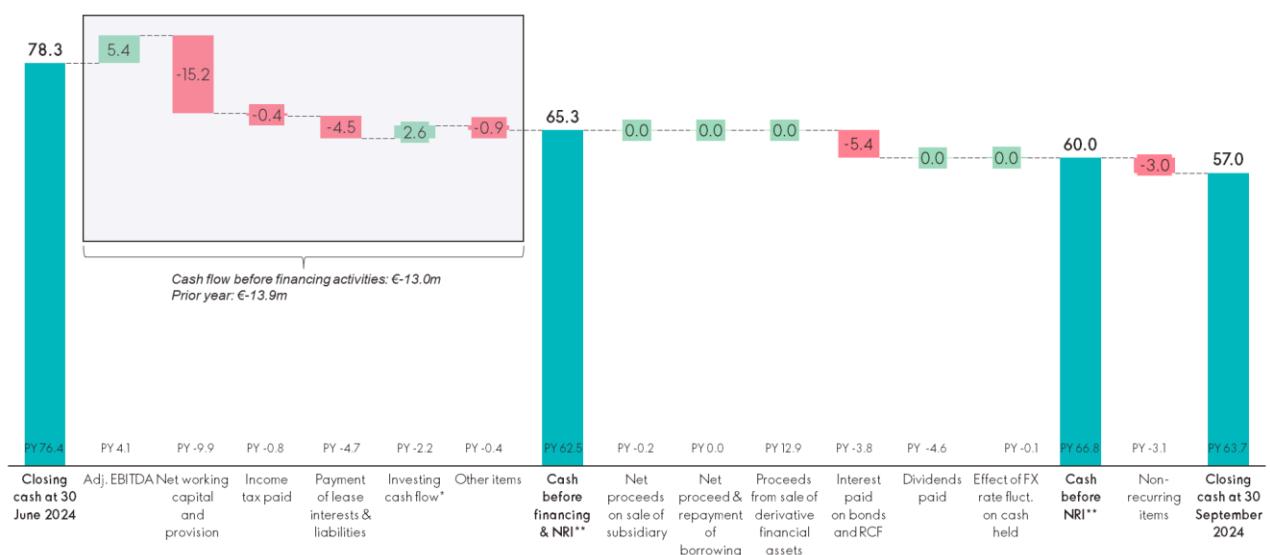
In the same period last year the negative cash flow before financing activities of €-13.9m showed a lower adjusted EBITDA of €4.1m, a cash flow used in investing activities of €-2.2m, payment of lease interests and liabilities of €-4.7m and better net working capital movement of €-9.9m. The main impact in the net working capital came from a €-20.9m change in trade payables due to less purchase of goods/raw materials. It was offset by positive impacts on change in inventories of €3.5m and change in receivables of €6.9m.

### Cash flow from financing activities excluding leasing and other interest paid

Cash flow from financing activities excluding leasing (payment of lease liabilities and interest paid on lease liabilities) and other interest paid for the three months ended 30 September 2024 amounted to €-5.4m, compared to €4.6m for the same period in 2023.

During this period, the amount of €-5.4m covered only interest paid on bonds and RCF, while last year the positive cash flow of €4.6m resulted from the sale of the currency exchange (FX) element of the cross-currency interest rate swaps (CCIRS) for €12.9m offset by the payment of the bonds and RCF interests of €-3.8m and by a dividend payment of €-4.6m.

### Cash flow development – Quarter 3, 2024 (€m)



\* Excluding "net proceeds on sale of a subsidiary" / \*\* NRI = Non-recurring items



## Cash Flow nine months ended 30 September 2024

**"Adjusted"** figures exclude non-recurring and purchase price allocation (PPA) related items. For additional information refer to the condensed consolidated income statements on pages 15 and 16.

### Cash position

The quarter ended with a cash balance of € 57m compared to €80.6m at year-end 2023.

### Adjusted cash flow before financing activities

For the nine months ended 30 September 2024 the adjusted cash flow before financing activities amounted to €-21.7m compared to €-31.7m for the same period in 2023.

The improvement compared to prior year is mainly explained by the change in net working capital which amounted to €-15.3m versus €-32.2m in 2023 and positive investing cash flow (excluding net proceeds on sale of subsidiary) of €0.9m versus €-5.2m prior year, offset by a lower EBITDA of €18.1m compared to €32.8m during 2023.

Change in trade payables moved from €-36.7m during last year period to €-11.9m in 2024 notably due to lower sales and lower activity in 2024. Change in inventories remained constant with a €-1.3m movement during 2024 versus €-5.7m during the same period in 2023. This progress was offset by the change in receivables which remained stable during 2024 (€0.4m) compared to a positive impact of €10.9m in 2023.

Payment of lease liabilities and interest on lease liabilities and income tax paid amounted to respectively €-12.4m and €-9.8m during this period versus €-14.2m and €-8.1m in 2023.

### Net proceeds from sale of a subsidiary

Net proceeds on sale of a subsidiary contributed to a positive cash balance of €3.5m following the successful completion of the sale of Oriflame Property Investments in Poland during the second quarter of 2024 (€25.6m during the second quarter of 2023 from the sale of Cetes Cosmetics Russia).

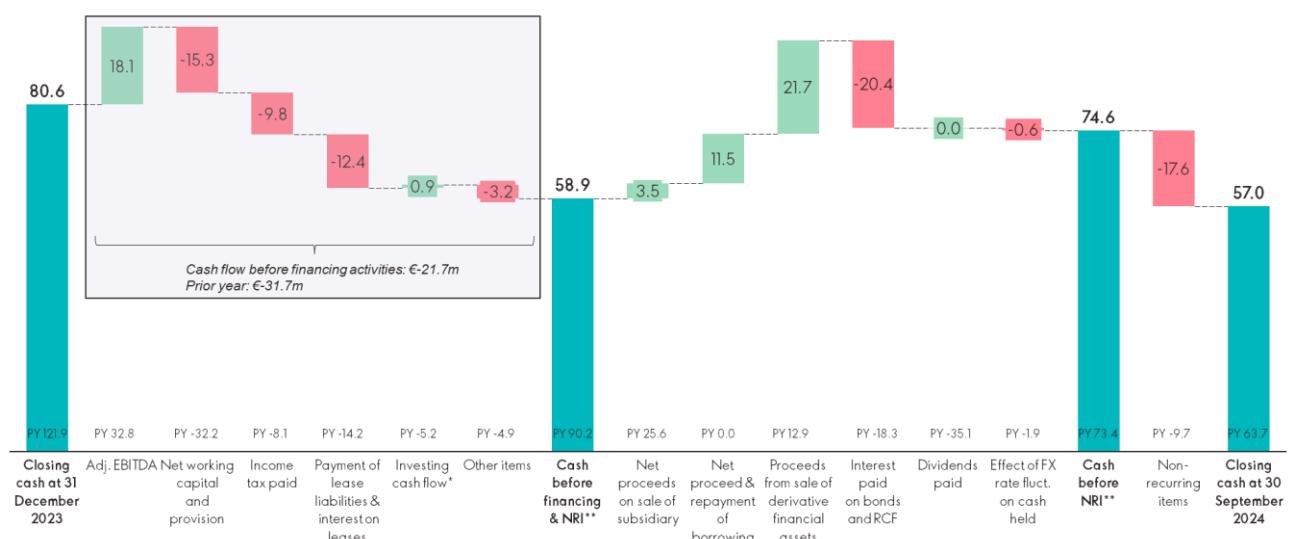
### Cash flow used in financing activities excluding leasing and other interest paid

For the nine months period ended 30 September 2024 the cash flow from financing activities excluding leasing (payment of lease liabilities and interest paid on lease liabilities) and other interest paid amounted to €12.8m compared to a cash outflow of €-40.5m in the same period in 2023.

This positive variance is primarily explained by proceeds from disposal of derivative financial assets generating a total cash inflow of €24.0m (€21.7m recognised as "proceeds from sale of derivative financial assets and €2.4m within "interest paid on bonds and RCF") and the net drawdown on the RCF of €11.5m offset by the payment of interests on bonds and RCF of €-20.4m

In 2023, beside the interests paid on the bonds and RCF of €18.3m, dividends of €35.1m were settled and an amount of €12.9m was received from the sale of derivative financial assets.

### Cash flow development – Year to date 2024 (€m)





## Funding and financial position

As of 30 September 2024, total debt amounted to €783.4m (€803.6m as of 30 September 2023), secured debt amounted to €756.7m (€769.2m), net secured debt amounted to €699.8m (€705.4m), Net Secured Debt ratio was 28.9 (10.0) where the increase is mainly driven by the lower rolling 12 months EBITDA (€24.2m) versus the previous period (€70.7m).

Oriflame's long-term debt as of 30 September 2024 amounts to €756.7m carrying amount, excluding capitalised front-end fees. It consists of €250m Floating Rate Senior Secured Notes due 2026 (the "Euro Notes") and \$550m Senior Secured Notes (the "Dollar Notes") due 2026. The Euro Notes bear interest at a rate of the sum of (i) three-month EURIBOR (with 0% floor) reset quarterly, plus (ii) 4.25% fixed per annum. The Dollar Notes bear interest at a rate of 5.125% per annum. During the second quarter, the interest rate swaps were terminated, effectively leaving the debt unhedged going forward. The unwinding of the interest rate swaps generated a cash inflow of €24.0m, of which €21.7m, corresponding to the mark to market value of the interest rate swaps, were booked in other comprehensive income. This amount is going to be released gradually into the profit and loss account and will mitigate the interest expenses on the Notes until the maturity of the debt or until it is repaid.

As of 30 September 2024, €15.5m from the RCF was drawn down and the cash and cash equivalents amounted to €57.0m. The current corporate and notes ratings are respectively CCC/CCC- from Fitch and CCC/CCC from S&P Global. The company complied with all its covenants related to the outstanding debt as of 30 September 2024.

| 30 September 2024 | € Note                   | \$ Note  | Revolving Credit Facility |
|-------------------|--------------------------|----------|---------------------------|
| Total amount      | €250m                    | \$550m   | €100m                     |
| Interest rate     | 3 months Euribor + 4.25% | 5.125%   | Euribor +200-300 bps      |
| Maturity          | May 2026                 | May 2026 | October 2025              |
| RCF draw down     |                          |          | €15.5m                    |

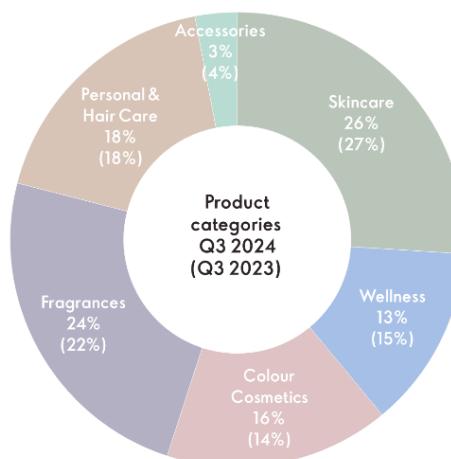
### Brand and Innovation

Within Skincare Novage+ had a positive development, while the classic product Royal Velvet had a challenging quarter.

In Wellness, the launch of a Wellosophy skin care range was well received at the end of the quarter. Building on the Wellness pack concept, a trial started in Spain in September, with personalised wellness packs on subscription.

In Colour Cosmetics, the lip category is outperforming the other makeup sectors. The value brand On Colour grew, helping to drive overall activity and number of units sold.

Fragrances increased its share of sales versus the same quarter in the previous year and the premium brands Possess, All or Nothing and GG Essenza performed relatively better. A new launch concept within the Oh Sweet! fragrance positively contributed to results.





## Other

The report in full together with a presentation of the third quarter results by Anna Malmhake, CEO and President, and Carl Rogberg, CFO, are available on Oriflame's investor website: <https://investors.oriflame.com/en/interim-reports>.

Financial calendar for 2024

The date for the fourth quarter 2024 report will be communicated at a later stage.

For further information, please contact: Janice Wood, [IR@oriflame.com](mailto:IR@oriflame.com)



## Definitions

### Adjusted EBITDA

Operating profit before financial items, taxes, depreciation and amortisation, excluding non-recurring items and purchase price allocation items.

### Adjusted gross profit

Gross profit excluding purchase price allocation items.

### Adjusted net profit

Net profit excluding non-recurring items and purchase price allocation items.

### Adjusted operating profit

Operating profit excluding non-recurring items and purchase price allocation items.

### Adjusted Cash flow before financing activities

Adjusted Cash flow from operating activities less cash flow used in investing activities (excluding net proceeds on sale of a subsidiary), payment of lease liabilities, interest paid on leases and other interest and other financial charges paid.

### Independent Brand Partners

Independent Brand Partners (also referred as Brand Partners) correspond to registered actives who are eligible to benefit and earn from the Oriflame Success Plan (business/commission plan).

### Members

Members are all Independent Brand Partners and online customers who have placed at least one order within the last three months.

### Net Secured Debt ratio

Secured Debt less cash and cash equivalents divided by Adjusted EBITDA.

### Secured Debt

Non-current and current interest-bearings loans secured by a Lien, excluding front end fees (Senior Secured Notes and Revolving Credit facility).

### Total debt

Non-current and current interest-bearings loans (excluding front end fees), bank overdraft and lease liabilities.



## Quarterly Figures

**"Adjusted"** figures exclude non-recurring and purchase price allocation (PPA) related items. For additional information refer to the condensed consolidated income statements on pages 15 and 16.

| Financial summary, €m                                     | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
|---|-------|-------|-------|-------|-------|-------|
| Sales   | 181.9 | 161.7 | 199.1 | 156.5 | 148.2 | 130.8 |
| Adj. Gross margin   | 68.4% | 65.7% | 58.4% | 64.9% | 66.9% | 65.8% |
| Adj. EBITDA   | 11.9  | 4.1   | 6.2   | 6.7   | 6.0   | 5.4   |
| Adj. EBITDA margin  | 6.6%  | 2.5%  | 3.1%  | 4.3%  | 4.0%  | 4.2%  |
| Adj. Operating profit                                     | 5.9   | -1.7  | 0.3   | 0.9   | 0.4   | 0.2   |
| Adj. Operating margin                                     | 3.3%  | -1.1% | 0.1%  | 0.6%  | 0.3%  | 0.2%  |
| Adj. Net profit   | -1.2  | -54.2 | -19.6 | -24.3 | -19.2 | 6.9   |
| Adj. Cash flow from op. activities                        | 4.2   | -6.9  | 47.9  | -1.0  | 2.1   | -10.9 |
| Adj. Cash flow before financing activities                | -1.7  | -13.9 | 43.3  | -6.0  | -2.8  | -13.0 |
| Cash flow used in investing activities                    | 24.7  | -2.4  | -0.7  | -0.7  | 2.5   | 2.6   |
| Cash and cash equivalents                                 | 76.4  | 63.7  | 80.6  | 57.3  | 78.3  | 57.0  |
| Total debt  | 792.4 | 803.6 | 784.1 | 789.0 | 808.4 | 783.4 |
| Secured debt  | 756.2 | 769.2 | 751.7 | 758.7 | 779.3 | 756.7 |
| Net Secured Debt ratio                                    | 7.4   | 10.0  | 17.2  | 24.3  | 30.6  | 28.9  |
| Sales, €m   | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
| Latin America   | 30.3  | 30.3  | 27.7  | 24.7  | 22.8  | 21.0  |
| Europe & CIS  | 94.3  | 81.8  | 111.0 | 81.0  | 80.4  | 67.8  |
| Asia  | 35.7  | 30.9  | 36.2  | 30.2  | 28.0  | 25.0  |
| Türkiye & Africa  | 15.0  | 13.1  | 13.7  | 11.1  | 11.2  | 10.1  |
| Manufacturing   | 5.2   | 4.2   | 9.0   | 8.1   | 4.5   | 5.1   |
| Other   | 1.5   | 1.4   | 1.5   | 1.4   | 1.4   | 1.6   |
| Oriflame  | 181.9 | 161.7 | 199.1 | 156.5 | 148.2 | 130.8 |
| € Sales growth in %                                       | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
| Latin America   | -6%   | -9%   | -19%  | -20%  | -25%  | -31%  |
| Europe & CIS  | -11%  | -28%  | -29%  | -27%  | -15%  | -17%  |
| Asia  | -26%  | -36%  | -22%  | -24%  | -22%  | -19%  |
| Türkiye & Africa  | -12%  | -27%  | -28%  | -28%  | -26%  | -23%  |
| Oriflame  | -14%  | -26%  | -25%  | -25%  | -19%  | -19%  |
| Adjusted EBITDA, €m                                       | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
| Latin America   | 1.7   | 2.1   | 1.8   | 4.1   | 4.8   | 5.6   |
| Europe & CIS  | 13.6  | 9.2   | 14.8  | 13.1  | 10.8  | 10.0  |
| Asia  | 1.5   | 0.6   | 1.4   | -0.6  | -0.1  | -0.8  |
| Türkiye & Africa  | 1.5   | 1.6   | 2.0   | 1.6   | 1.2   | 1.3   |
| Manufacturing   | 3.0   | 2.0   | 1.0   | 2.7   | 3.0   | 5.6   |
| Other   | -9.5  | -11.5 | -14.9 | -14.3 | -13.8 | -16.3 |
| Oriflame  | 11.9  | 4.1   | 6.2   | 6.7   | 6.0   | 5.4   |
| Adjusted EBITDA margin, %                                 | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
| Latin America   | 5.5%  | 6.9%  | 6.5%  | 16.8% | 21.1% | 26.4% |
| Europe & CIS  | 14.5% | 11.3% | 13.3% | 16.2% | 13.4% | 14.8% |
| Asia  | 4.3%  | 1.9%  | 3.9%  | -1.9% | -0.4% | -3.1% |
| Türkiye & Africa  | 10.3% | 12.4% | 14.9% | 14.5% | 10.8% | 12.7% |
| Oriflame  | 6.6%  | 2.5%  | 3.1%  | 4.3%  | 4.0%  | 4.2%  |
| Registered Active Members, '000<br>(as of end of quarter) | Q2'23 | Q3'23 | Q4'23 | Q1'24 | Q2'24 | Q3'24 |
| Latin America   | 194   | 182   | 171   | 149   | 143   | 148   |
| Europe & CIS  | 878   | 834   | 956   | 872   | 766   | 779   |
| Asia  | 363   | 356   | 371   | 331   | 296   | 326   |
| Türkiye & Africa  | 179   | 167   | 169   | 156   | 152   | 128   |
| Oriflame  | 1,614 | 1,538 | 1,668 | 1,507 | 1,356 | 1,382 |



## Condensed consolidated income statements

### Three months ended 30 September

| €'000                                | 2024    | Non-recurring items* | PPA items** | Adjusted |         | Non-recurring items* | PPA items** | Adjusted |
|--------------------------------------|---------|----------------------|-------------|----------|---------|----------------------|-------------|----------|
|                                      |         |                      |             | 2024     | 2023    |                      |             |          |
| Sales                                | 130,774 |                      |             | 130,774  | 161,699 |                      |             | 161,699  |
| Cost of sales                        | -44,722 | -20                  |             | -44,742  | -55,447 |                      |             | -55,447  |
| Gross profit                         | 86,052  | -20                  | -           | 86,032   | 106,252 | -                    | -           | 106,252  |
| Selling and marketing expenses       | -40,844 | 167                  |             | -40,677  | -51,685 |                      |             | -51,685  |
| Distribution and infrastructure      | -4,350  |                      |             | -4,350   | -4,117  | -1,168               |             | -5,285   |
| Administrative expenses              | -42,174 | 1,369                |             | -40,804  | -74,349 | 21,468               | 1,876       | -51,004  |
| Operating profit / loss (-)          | -1,315  | 1,516                | -           | 201      | -23,899 | 20,300               | 1,876       | -1,722   |
| Financial income                     | 20,092  |                      |             | 20,092   | 8,512   |                      |             | 8,512    |
| Financial expenses                   | -13,817 |                      |             | -13,817  | -58,835 |                      |             | -58,835  |
| Net financing income / costs (-)     | 6,275   | -                    | -           | 6,275    | -50,323 | -                    | -           | -50,323  |
| Net gain on disposal of a subsidiary | -       |                      |             | -        | -27     |                      |             | -27      |
| Loss from associates                 | -       |                      |             | -        | -0      |                      |             | -0       |
| Profit / loss (-) before tax         | 4,959   | 1,516                | -           | 6,476    | -74,249 | 20,300               | 1,876       | -52,073  |
| Income tax expense                   | 729     | -263                 |             | 465      | -875    | -1,067               | -181        | -2,123   |
| Net profit / loss (-)                | 5,688   | 1,253                | -           | 6,941    | -75,124 | 19,233               | 1,695       | -54,196  |

\* Non-recurring items cover:

2024: Restructuring costs, reorganisational costs and other one-off costs

2023: Restructuring costs and employee related costs

\*\* Purchase Price Allocation (PPA) items cover the income statement impact from the purchase price allocation on the 2019 business combination. These elements, mainly amortisation of newly identified intangible assets during the PPA, are excluded to normalise the performance of the Group. For additional information refer to the document "Purchase Price Allocation – summary" available on the investors page or through the following link:

[https://vp233.alertir.com/sites/default/files/report/oriflame\\_purchase\\_price\\_allocation\\_summary.pdf?v2assets](https://vp233.alertir.com/sites/default/files/report/oriflame_purchase_price_allocation_summary.pdf?v2assets).  
As of 30 June 2024, all intangible assets identified during the PPA with definite useful life were amortised.



## Condensed consolidated income statements

### Nine months ended 30 September

| €'000                                | 2024     | Non-      | PPA   | Adjusted | 2024     | 2023   | Non-      | PPA | Adjusted |
|--------------------------------------|----------|-----------|-------|----------|----------|--------|-----------|-----|----------|
|                                      |          | recurring |       |          |          |        | recurring |     |          |
| Sales                                | 435,480  |           |       | 435,480  | 551,867  |        |           |     | 551,867  |
| Cost of sales                        | -148,697 | -9        |       | -148,706 | -183,527 |        |           |     | -183,527 |
| Gross profit                         | 286,783  | -9        | -     | 286,774  | 368,340  |        | -         | -   | 368,340  |
| Selling and marketing expenses       | -139,509 | 209       |       | -139,301 | -177,243 |        |           |     | -177,243 |
| Distribution and infrastructure      | -14,334  |           |       | -14,334  | -15,167  | -1,168 |           |     | -16,335  |
| Administrative expenses              | -139,115 | 3,770     | 3,753 | -131,593 | -192,246 | 26,386 | 5,629     |     | -160,231 |
| Operating profit / loss (-)          | -6,175   | 3,969     | 3,753 | 1,547    | -16,316  | 25,217 | 5,629     |     | 14,531   |
| Financial income                     | 18,325   |           |       | 18,325   | 24,837   |        |           |     | 24,837   |
| Financial expenses                   | -54,921  |           |       | -54,921  | -102,146 |        |           |     | -102,146 |
| Net financing costs                  | -36,596  | -         | -     | -36,596  | -77,309  | -      | -         |     | -77,309  |
| Net gain on disposal of a subsidiary | 2,217    |           |       | 2,217    | 8,047    |        |           |     | 8,047    |
| Loss from associates                 | -1       |           |       | -1       | -40      |        |           |     | -40      |
| Loss before tax                      | -40,556  | 3,969     | 3,753 | -32,834  | -85,618  | 25,217 | 5,629     |     | -54,772  |
| Income tax expense                   | -2,803   | -342      | -563  | -3,708   | -4,981   | -1,938 | -544      |     | -7,464   |
| Net loss                             | -43,359  | 3,628     | 3,190 | -36,541  | -90,600  | 23,279 | 5,085     |     | -62,236  |

\* Non-recurring items cover:

2024: Restructuring costs, reorganisational costs, impairment of property, plant and equipment (note 4) and other one-off costs

2023: Restructuring costs and employee related costs

\*\* Purchase Price Allocation (PPA) items cover the income statement impact from the purchase price allocation on the 2019 business combination. These elements, mainly amortisation of newly identified intangible assets during the PPA, are excluded to normalise the performance of the Group. For additional information refer to the document "Purchase Price Allocation – summary" available on the investors page or through the following link:

[https://vp233.alertir.com/sites/default/files/report/oriflame\\_purchase\\_price\\_allocation\\_summary.pdf?v2assets](https://vp233.alertir.com/sites/default/files/report/oriflame_purchase_price_allocation_summary.pdf?v2assets).  
As of 30 June 2024, all intangible assets identified during the PPA with definite useful life were amortised.



## Condensed consolidated statements of comprehensive income

| €'000   | three months ended<br>30 September |                | nine months ended<br>30 September |                |
|---|------------------------------------|----------------|-----------------------------------|----------------|
|   | 2024                               | 2023           | 2024                              | 2023           |
| Net profit / loss (-)   | 5,688                              | -75,124        | -43,359                           | -90,600        |
| Other comprehensive income  |                                    |                |                                   |                |
| <i>Items that will not be reclassified subsequently to profit or loss:</i>        |                                    |                |                                   |                |
| Remeasurements of net defined liability, net of tax                               | -                                  | -              | -                                 | -60            |
| <i>Total items that will not be reclassified subsequently to profit or loss</i>   | -                                  | -              | -                                 | -60            |
| <i>Items that are or may be reclassified subsequently to profit or loss:</i>      |                                    |                |                                   |                |
| Foreign currency translation differences for foreign operations                   | 1,975                              | -3,071         | 4,662                             | -23,512*       |
| Cash flow hedges – effective portion of changes in fair value, net of tax         | -2,509                             | 22,263         | -989                              | 19,332         |
| <i>Total items that are or may be reclassified subsequently to profit or loss</i> | -534                               | 19,192         | 3,673                             | -4,180         |
| Other comprehensive income, net of tax  | -534                               | 19,192         | 3,673                             | -4,241         |
| <b>Total comprehensive income</b>   | <b>5,154</b>                       | <b>-55,932</b> | <b>-39,686</b>                    | <b>-94,840</b> |

\* An amount of €7.8m currency translation differences was recycled to the income statement following the sale of Cetes Cosmetics LLC, Russia, in April 2023.



## Condensed consolidated statements of financial position

| €'000   | 30 September<br>2024 | 31 December<br>2023 | 30 September<br>2023 |
|---|----------------------|---------------------|----------------------|
| <b>Assets</b>   |                      |                     |                      |
| Property, plant and equipment                             | 38,479               | 42,121              | 43,112               |
| Right-of-use assets                                       | 25,663               | 30,675              | 32,816               |
| Intangible assets   | 534,176              | 538,016             | 557,488              |
| Goodwill  | -                    | -                   | 231,573              |
| Investment in associates                                  | 0                    | 1                   | 48                   |
| Investment property                                       | -                    | -                   | 5,494                |
| Deferred tax assets                                       | 21,025               | 17,320              | 28,810               |
| Other long-term receivables                               | 4,522                | 4,599               | 4,746                |
| Derivative financial assets                               | 3                    | -                   | 26,521               |
| <b>Total non-current assets</b>                           | <b>623,866</b>       | <b>659,253</b>      | <b>941,660</b>       |
| Inventories   | 88,812               | 90,449              | 127,793              |
| Trade and other receivables                               | 36,269               | 39,400              | 42,972               |
| Tax receivables   | 11,834               | 13,645              | 15,202               |
| Prepaid expenses  | 14,977               | 13,528              | 17,151               |
| Derivative financial assets                               | 222                  | 30                  | 175                  |
| Cash and cash equivalents*                                | 56,984               | 80,166              | 63,734               |
| Assets held for sale                                      | 4                    | 382                 | 8,619                |
| <b>Total current assets</b>                               | <b>209,480</b>       | <b>245,837</b>      | <b>267,026</b>       |
| <b>Total assets</b>                                       | <b>833,346</b>       | <b>905,090</b>      | <b>1,208,686</b>     |
| <b>Equity</b>   |                      |                     |                      |
| Share capital   | 653,081              | 653,081             | 653,081              |
| Reserves  | -2,613               | -6,286              | -16,579              |
| Retained earnings   | -830,520             | -787,161            | -481,122             |
| <b>Total equity</b>                                       | <b>-180,052</b>      | <b>-140,366</b>     | <b>155,380</b>       |
| <b>Liabilities</b>  |                      |                     |                      |
| Interest-bearing loans                                    | 5                    | 736,182             | 760,816              |
| Employee benefits   |                      | 4,410               | 3,481                |
| Lease liabilities   |                      | 17,255              | 21,034               |
| Other long-term liabilities                               |                      | 1,908               | 1,924                |
| Deferred income   |                      | 53                  | -                    |
| Provisions  |                      | 2,325               | 4,500                |
| Deferred tax liabilities                                  |                      | 77,759              | 49,196               |
| <b>Total non-current liabilities</b>                      | <b>839,892</b>       | <b>846,219</b>      | <b>842,956</b>       |
| Current portion of interest-bearing loans                 | 5                    | 15,500              | -                    |
| Lease liabilities   |                      | 9,367               | 11,357               |
| Trade and other payables                                  |                      | 70,169              | 76,242               |
| Contract liabilities                                      |                      | 5,383               | 6,980                |
| Tax payables  |                      | 6,406               | 10,672               |
| Accrued expenses  |                      | 62,977              | 72,109               |
| Derivative financial liabilities                          |                      | 7                   | 580                  |
| Provisions  |                      | 3,699               | 15,073               |
| Liabilities directly associated with assets held for sale | 4                    | -                   | 2,502                |
| <b>Total current liabilities</b>                          | <b>173,507</b>       | <b>199,237</b>      | <b>210,350</b>       |
| <b>Total liabilities</b>                                  | <b>1,013,398</b>     | <b>1,045,456</b>    | <b>1,053,306</b>     |
| <b>Total equity and liabilities</b>                       | <b>833,346</b>       | <b>905,090</b>      | <b>1,208,686</b>     |

\* Cash & cash equivalents including cash in assets held for sale



## Condensed consolidated statements of changes in equity

| €'000                                     | Share capital | Reserves | Retained earnings | Total Equity |
|---|---------------|----------|-------------------|--------------|
| At 31 December 2022                       | 653,081       | -12,398  | -356,133          | 284,549      |
| IAS 29 Hyperinflation adjustment          |               |          | 733               | 733          |
| At 1 January 2023                         | 653,081       | -12,398  | -355,400          | 285,282      |
| Net loss                                  |               |          | -90,600           | -90,600      |
| Other comprehensive income, net of tax    |               | -4,180   | -60               | -4,241       |
| Total comprehensive income for the period | -             | -4,180   | -90,660           | -94,840      |
| Dividends                                 |               |          | -35,062           | -35,062      |
| Total contributions and distributions     |               |          | -35,062           | -35,062      |
| At 30 September 2023                      | 653,081       | -16,579  | -481,122          | 155,380      |

| €'000                                  | Share capital | Reserves | Retained earnings | Total Equity |
|--|---------------|----------|-------------------|--------------|
| At 1 January 2024                      | 653,081       | -6,286   | -787,161          | -140,366     |
| Net loss                               |               |          | -43,359           | -43,359      |
| Other comprehensive income, net of tax |               | 3,673    |                   | 3,673        |
| Total comprehensive income             | -             | 3,673    | -43,359           | -39,686      |
| At 30 September 2024                   | 653,081       | -2,613   | -830,520          | -180,052     |



## Condensed consolidated statements of cash flows – three months ended 30 September

| €'000   | 2024                   |                                    | 2024     |         | 2023                   |                                    | 2023<br>Adjusted |
|---|------------------------|------------------------------------|----------|---------|------------------------|------------------------------------|------------------|
|   | Non-recurring<br>items | Purchase Price<br>allocation items | Adjusted | 2023    | Non-recurring<br>items | Purchase Price<br>allocation items |                  |
| <b>Operating activities</b>   |                        |                                    |          |         |                        |                                    |                  |
| Profit / loss (-) before tax  | 4,959                  | 1,516                              | -        | 6,476   | -74,249                | 20,300                             | 1,876            |
| Adjustments for:  |                        |                                    |          |         |                        |                                    |                  |
| Depreciation of property, plant and equipment and right-of-use assets                 | 5,207                  |                                    |          | 5,207   | 5,951                  | -280                               | 5,671            |
| Amortisation of intangible assets   | 34                     |                                    |          | 34      | 2,037                  |                                    | -1,876           |
| Change in fair value of borrowings and derivatives financial instruments              | 55                     |                                    |          | 55      | 1,149                  |                                    | 1,149            |
| Deferred income   | -84                    |                                    |          | -84     | 161                    |                                    | 161              |
| Gain on sale of derivative financial assets   | -                      |                                    |          | -       | -12,945                |                                    | -12,945          |
| Unrealised exchange rate differences  | -18,072                |                                    |          | -18,072 | 51,655                 |                                    | 51,655           |
| Profit on disposal of property, plant and equipment, intangible assets, leased assets | -127                   |                                    |          | -127    | -9                     |                                    | -9               |
| Net gain on sale of subsidiary  | -                      |                                    |          | -       | 27                     |                                    | 27               |
| Loss from associates, net of tax  | -                      |                                    |          | -       | 0                      |                                    | 0                |
| Interest and other financial income   | -2,997                 |                                    |          | -2,997  | -8,312                 |                                    | -8,312           |
| Interest and other financial expense  | 13,932                 |                                    |          | 13,932  | 18,082                 |                                    | 18,082           |
|   | 2,908                  | 1,516                              | -        | 4,425   | -16,453                | 20,020                             | -                |
| Increase (-) / Decrease in trade and other receivables, prepaid expenses              | -1,523                 | -258                               |          | -1,780  | 6,907                  |                                    | 6,907            |
| Increase (-) / Decrease in inventories  | -11,411                |                                    |          | -11,411 | 3,463                  |                                    | 3,463            |
| Decrease in trade and other payables, accrued expenses                                | -2,193                 | 168                                |          | -2,026  | -20,323                | -530                               | -20,853          |
| Increase / Decrease (-) in provisions   | -1,582                 | 1,562                              |          | -20     | 16,929                 | -16,391                            | 538              |
| Cash generated from operations  | -13,801                | 2,988                              | -        | -10,813 | -9,478                 | 3,099                              | -                |
| Interest received   | 296                    |                                    |          | 296     | 254                    |                                    | 254              |
| Income taxes paid   | -430                   |                                    |          | -430    | -771                   |                                    | -771             |
| Cash flow from / used in (-) operating activities                                     | -13,935                | 2,988                              | -        | -10,947 | -9,995                 | 3,099                              | -                |
|   |                        |                                    |          |         |                        |                                    | -6,896           |



## Condensed consolidated statements of cash flows – three months ended 30 September (continued)

| €'000  | 2024    |                        |                                    | 2024<br>Adjusted | 2023    |                        |                                    | 2023<br>Adjusted |
|--|---------|------------------------|------------------------------------|------------------|---------|------------------------|------------------------------------|------------------|
|  |         | Non-recurring<br>items | Purchase Price<br>allocation items |                  |         | Non-recurring<br>items | Purchase Price<br>allocation items |                  |
| Cash flow from / used in (-) operating activities  | -13,935 | 2,988                  | -                                  | -10,947          | -9,995  | 3,099                  | -                                  | -6,896           |
| <b>Investing activities</b>  |         |                        |                                    |                  |         |                        |                                    |                  |
| Proceeds on sale of property, plant and equipment, intangible assets and investment properties | 4       | 3,696                  |                                    | 3,696            | 28      |                        |                                    | 28               |
| Purchases of property, plant, equipment  |         | -920                   |                                    | -920             | -2,178  |                        |                                    | -2,178           |
| Purchases of intangible assets   |         | -193                   |                                    | -193             | -0      |                        |                                    | -0               |
| Net proceeds on sale of a subsidiary   |         | -                      |                                    | -                | -216    |                        |                                    | -216             |
| Cash flow from / used in (-) investing activities  | 2,583   | -                      | -                                  | 2,583            | -2,367  | -                      | -                                  | -2,367           |
| <b>Financing activities</b>  |         |                        |                                    |                  |         |                        |                                    |                  |
| Interest and other financial charges paid  |         | -6,288                 |                                    | -6,288           | -4,746  |                        |                                    | -4,746           |
| Proceeds from disposal of derivative financial assets  |         | -                      |                                    | -                | 12,945  |                        |                                    | 12,945           |
| Payment of lease liabilities   |         | -3,750                 |                                    | -3,750           | -3,875  |                        |                                    | -3,875           |
| Dividends paid   |         | -                      |                                    | -                | -4,562  |                        |                                    | -4,562           |
| Cash flow from / used in (-) financing activities  | -10,038 | -                      | -                                  | -10,038          | -237    | -                      | -                                  | -237             |
| Change in cash and cash equivalents  | -21,390 | 2,988                  | -                                  | -18,402          | -12,599 | 3,099                  | -                                  | -9,500           |
| Cash and cash equivalents at the beginning of the period net of bank overdrafts                | 78,335  |                        |                                    | 78,335           | 76,401  |                        |                                    | 76,401           |
| Effect of exchange rate fluctuations on cash held  | 39      |                        |                                    | 39               | -68     |                        |                                    | -68              |
| Cash and cash equivalents at the end of the period, net of bank overdrafts                     | 56,984  | 2,988                  | -                                  | 59,972*          | 63,734  | 3,099                  | -                                  | 66,833*          |

\* Represents the cash that Oriflame would have had without the non-recurring items at the end of the period (without considering impacts in previous periods).



## Condensed consolidated statements of cash flows – nine months ended 30 September

| €'000   | 2024    | Non-recurring items | Purchase Price allocation items | 2024     | 2023    | Non-recurring items | Purchase Price allocation items | 2023     |
|---|---------|---------------------|---------------------------------|----------|---------|---------------------|---------------------------------|----------|
|   |         |                     |                                 | Adjusted |         |                     |                                 | Adjusted |
| Operating activities  |         |                     |                                 |          |         |                     |                                 |          |
| Loss before tax   | -40,556 | 3,969               | 3,753                           | -32,834  | -85,618 | 25,217              | 5,629                           | -54,772  |
| Adjustments for:  |         |                     |                                 |          |         |                     |                                 |          |
| Depreciation of property, plant and equipment and right-of-use assets                 | 16,158  |                     |                                 | 16,158   | 18,488  | -720                |                                 | 17,768   |
| Amortisation of intangible assets   | 4,099   |                     | -3,753                          | 346      | 6,164   |                     | -5,629                          | 535      |
| Impairment  | 4       | 1,416               | -1,416                          | -        | -       |                     |                                 | -        |
| Change in fair value of borrowings and derivatives financial instruments              | 5,082   |                     |                                 | 5,082    | 3,045   |                     |                                 | 3,045    |
| Deferred income   | -1,293  |                     |                                 | -1,293   | -1,771  |                     |                                 | -1,771   |
| Gain on sale of derivative financial assets   | -       |                     |                                 | -        | -12,945 |                     |                                 | -12,945  |
| Unrealised exchange rate differences  | -481    |                     |                                 | -481     | 57,000  |                     |                                 | 57,000   |
| Profit on disposal of property, plant and equipment, intangible assets, leased assets | -271    |                     |                                 | -271     | -1,498  | 641                 |                                 | -857     |
| Net gain on sale of subsidiary  | 4       | -2,217              |                                 | -2,217   | -8,047  |                     |                                 | -8,047   |
| Loss from associates, net of tax  | 1       |                     |                                 | 1        | 40      |                     |                                 | 40       |
| Interest and other financial income   | -18,144 |                     |                                 | -18,144  | -24,750 |                     |                                 | -24,750  |
| Interest and other financial expense  | 48,032  |                     |                                 | 48,032   | 52,001  |                     |                                 | 52,001   |
|   | 11,826  | 2,554               | -                               | 14,380   | 2,109   | 25,138              | -                               | 27,247   |
| Increase (-) / Decrease in trade and other receivables, prepaid expenses              | -111    | -258                |                                 | -369     | 10,867  |                     |                                 | 10,867   |
| Increase in inventories   | -1,304  |                     |                                 | -1,304   | -5,679  |                     |                                 | -5,679   |
| Decrease in trade and other payables, accrued expenses                                | -17,434 | 5,507               |                                 | -11,928  | -34,004 | -2,701              |                                 | -36,705  |
| Increase / Decrease (-) in provisions   | -11,480 | 9,775               |                                 | -1,705   | 12,073  | -12,743             |                                 | -670     |
| Cash generated from operations  | -18,503 | 17,578              | -                               | -926     | -14,634 | 9,694               | -                               | -4,940   |
| Interest received   | 895     |                     |                                 | 895      | 885     |                     |                                 | 885      |
| Income taxes paid   | -9,769  |                     |                                 | -9,769   | -8,103  |                     |                                 | -8,103   |
| Cash flow from / used in (-) operating activities                                     | -27,378 | 17,578              | -                               | -9,801   | -21,851 | 9,694               | -                               | -12,157  |



## Condensed consolidated statements of cash flows – nine months ended 30 September (continued)

| €'000  | 2024    |                        |                                    | 2024<br>Adjusted | 2023    |                        |                                    | 2023<br>Adjusted |         |
|--|---------|------------------------|------------------------------------|------------------|---------|------------------------|------------------------------------|------------------|---------|
|  |         | Non-recurring<br>items | Purchase Price<br>allocation items |                  |         | Non-recurring<br>items | Purchase Price<br>allocation items |                  |         |
| Cash flow from / used in (-) operating activities  | -27,378 | 17,578                 | -                                  | -9,801           | -21,851 | 9,694                  | -                                  | -12,157          |         |
| <b>Investing activities</b>  |         |                        |                                    |                  |         |                        |                                    |                  |         |
| Proceeds on sale of property, plant and equipment, intangible assets and investment properties | 4       | 3,851                  |                                    | 3,851            | 1,419   |                        |                                    | 1,419            |         |
| Purchases of property, plant, equipment  |         | -2,690                 |                                    | -2,690           | -6,567  |                        |                                    | -6,567           |         |
| Purchases of intangible assets   |         | -305                   |                                    | -305             | -48     |                        |                                    | -48              |         |
| Net proceeds on sale of a subsidiary   | 4       | 3,494                  |                                    | 3,494            | 25,619  |                        |                                    | 25,619           |         |
| Cash flow from investing activities  |         | 4,349                  | -                                  | 4,349            | 20,423  | -                      | -                                  | 20,423           |         |
| <b>Financing activities</b>  |         |                        |                                    |                  |         |                        |                                    |                  |         |
| Proceeds from borrowings   | 5       | 15,500                 |                                    | 15,500           | -       |                        |                                    | -                |         |
| Repayment of borrowings  |         | -4,000                 |                                    | -4,000           | -       |                        |                                    | -                |         |
| Interest and other financial charges paid  |         | -22,845                |                                    | -22,845          | -21,260 |                        |                                    | -21,260          |         |
| Proceeds from disposal of derivative financial assets  | 3       | 21,668                 |                                    | 21,668           | 12,945  |                        |                                    | 12,945           |         |
| Payment of lease liabilities   |         | -10,361                |                                    | -10,361          | -11,481 |                        |                                    | -11,481          |         |
| Dividends paid   |         | -                      |                                    | -                | -35,062 |                        |                                    | -35,062          |         |
| Cash flow from / used in (-) financing activities  |         | -38                    | -                                  | -38              | -54,858 | -                      | -                                  | -54,858          |         |
| Change in cash and cash equivalents  |         | -23,067                | 17,578                             | -                | -5,490  | -56,287                | 9,694                              | -                | -46,593 |
| Cash and cash equivalents at the beginning of the period net of bank overdrafts                |         | 80,645                 |                                    | 80,645           | 121,936 |                        |                                    | 121,936          |         |
| Effect of exchange rate fluctuations on cash held  |         | -594                   |                                    | -594             | -1,915  |                        |                                    | -1,915           |         |
| Cash and cash equivalents at the end of the period, net of bank overdrafts                     |         | 56,984                 | 17,578                             | -                | 74,562* | 63,734                 | 9,694                              | -                | 73,428* |

\* Represents the cash that Oriflame would have had without the non-recurring items at the end of the period (without considering impacts in previous periods).



## Notes to the condensed consolidated financial statements of Oriflame Holding Limited

### 1 Status and principal activity

Oriflame Holding Limited (the "Company") is a holding company incorporated under the laws of Jersey on 20 May 2019 with a registration number 129092 and registered office address of 47 Esplanade, St Helier, Jersey JE1 OBD. The principal activity of the Company's subsidiaries is the sale of cosmetics. The condensed consolidated financial statements of the Company as at and for the nine months ended 30 September 2024 comprise the Company and its subsidiaries (together referred to as the "Group").

### 2 Basis of preparation and summary of material accounting policies

#### Statement of compliance

The condensed consolidated financial statements for the nine months period ended 30 September 2024 have been prepared by management in accordance with the measurement and recognition principles of IFRS and should be read in conjunction with the published consolidated financial statements of the Group as at and for the year ended 31 December 2023.

The condensed consolidated financial statements were authorised for issue by the Directors on 23 October 2024.

#### Change in material accounting policies, use of judgements and estimates

In preparing these condensed consolidated financial statements, management has made judgements and estimates that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual financial statements.

The accounting policies applied in these condensed consolidated financial statements are the same as those applied in the Group's consolidated financial statements as at and for the year ended 31 December 2023. Other new or amended IFRS standards which became effective January 2024 have had no material effect on the Group's financial statements.

### 3 Derivative financial assets

All derivative financial assets, made of interest rate swaps, were closed out during the second quarter of 2024.

In May, certain interest rate swaps were terminated following an embedded mandatory break that has not been extended by the banks. In June, the Oriflame Board decided to sell the remaining interest rate swaps. These two transactions generated a total cash inflow of €24.0m and made both Senior Secured Notes of €250.0m and \$550.0m fully unhedged going forward. Out of the €24.0m received, €21.7m corresponded to the mark to market value of the swaps at the time of the termination and were recognised in Other Comprehensive Income. This amount will be amortised periodically until the maturity of the debt, or until the debt is repaid. The remaining €2.4m covered interests, which were recognised against financial expenses.

### 4 Assets held for sale and liabilities directly associated with assets held for sale

As of 31 December 2023, these positions covered two investment properties and certain fixed assets.

During the second quarter, one of the two investment properties, Oriflame Property Investments SP z.o.o. in Poland, was sold. The consideration received amounted to €3.6m, less €0.1m transaction costs recognised and paid during the period. A gain on disposal of a subsidiary, net of disposal costs, of €2.2m was recognised from the sale of this entity.

On 16 August 2024, the land and property of Cetes Hungary kft was sold for €3.5m and generated a cash inflow of the same amount. It did not generate a profit as the carrying amount was adjusted to this value with an impairment of €1.4m recognised within administrative expenses as of 30 June 2024. The scope of the sale slightly changed during the negotiations as the buyer only purchased the land and building and not the entire entity. Hence, the remaining assets of the entity as of 31 December 2023, consisting of cash (€0.5m), receivables (€2.3m) and liabilities (€2.5m) were removed from the "assets held for sale" and "liabilities directly associated with the held for sale".



## 5 Interest-bearing loans

As of 30 September 2024, an amount of €15.5m was drawn down from the Revolving Credit Facility (RCF). At the same period last year, nothing was drawn down from the RCF.

The terms and conditions of outstanding loans were as follows as at 30 September 2024.

| €'000                                 | Interest rate           | Year of maturity | Book value | Non-current | Current |
|---------------------------------------|-------------------------|------------------|------------|-------------|---------|
| Revolving credit facility             | Euribor + margin        | 2025             | 15,500     | -           | 15,500  |
| Senior Secured Notes - €250.0m        | 3 month Euribor + 4.25% | 2026             | 250,000    | 250,000     | -       |
| Senior Secured Notes - \$550.0m       | 5.125%                  | 2026             | 491,247    | 491,247     | -       |
| Front end fees deducted from proceeds | -                       | 2025- 2026       | -5,065     | -5,065      | -       |
| Total interest-bearing liabilities    |                         |                  | 751,682    | 736,182     | 15,500  |



## 6 Additional information

### Consolidated financial statements – Restricted and Unrestricted subsidiaries

The following consolidated financial statements present, on a supplemental basis, the results of operations and the financial position for those subsidiaries of Oriflame which have been designated unrestricted subsidiaries for purposes of the Indenture and the Revolving Facility Agreement.

The Group's Russian subsidiaries Cetes Cosmetics LLC and Oriflame Cosmetics LLC were designated as unrestricted subsidiaries on 21 March 2022. Cetes Cosmetics LLC was subsequently sold in April 2023.

The Group is in full compliance with current sanctions relating to Russia, and continues to closely monitor the evolving situation.

The Board of Directors of Oriflame Holding Limited resolved on 29 August 2024 and 1 September 2024 to designate the following entities as Unrestricted Subsidiaries under and in accordance with the indenture governing the senior secured notes due 2026 and the Oriflame Group's revolving credit facility agreement:

1. Cetes Cosmetics Poland sp. z o.o;
2. Cetes Cosmetics AG;
3. Oriflame Cosmetics AG;
4. Oriflame Software S.R.O;
5. Glow Topco Limited; and
6. Glow Holdco Limited.

In this section, the Unrestricted Subsidiaries are excluded from the Oriflame's financial results as if they were unrestricted subsidiaries as of and for the period ended 30 September 2024.

## Consolidated income statement

Nine months ended 30 September 2024

| €'000                                      | Oriflame Group<br>Consolidated | "Restricted"<br>subsidiaries | "Unrestricted"<br>subsidiaries |
|--|--------------------------------|------------------------------|--------------------------------|
| Sales                                      | 435,480                        | 358,982                      | 76,498                         |
| Cost of sales                              | -148,697                       | -101,146                     | -47,551                        |
| Intercompany Sales*                        | -                              | -52,329                      | 52,329                         |
| Intercompany Cost of sales*                | -                              | 47,611                       | -47,611                        |
| <b>Gross profit</b>                        | <b>286,783</b>                 | <b>253,118</b>               | <b>33,665</b>                  |
| <br>Selling and marketing expenses         | <br>-139,509                   | <br>-120,883                 | <br>-18,626                    |
| Distribution and infrastructure            | -14,334                        | -12,576                      | -1,757                         |
| Administrative expenses                    | -139,115                       | -111,850                     | -27,265                        |
| Intercompany expenses / income**           | -                              | -20,973                      | 20,973                         |
| <b>Operating profit / loss (-)</b>         | <b>-6,175</b>                  | <b>-13,164</b>               | <b>6,989</b>                   |
| <br>Financial income                       | <br>18,325                     | <br>18,185                   | <br>141                        |
| Financial expenses                         | -54,921                        | -54,147                      | -774                           |
| Intercompany expenses / income**           | -                              | 98                           | -98                            |
| <b>Net financing costs</b>                 | <b>-36,596</b>                 | <b>-35,865</b>               | <b>-731</b>                    |
| <br>Net gain from disposal of a subsidiary | <br>2,217                      | <br>2,217                    | <br>-                          |
| Loss from associates, net of tax           | -1                             | -1                           | -                              |
| <b>Profit / loss (-) before tax</b>        | <b>-40,556</b>                 | <b>-46,813</b>               | <b>6,258</b>                   |
| <br>Income tax expense                     | <br>-2,803                     | <br>276                      | <br>-3,079                     |
| <b>Net profit / loss (-)</b>               | <b>-43,359</b>                 | <b>-46,537</b>               | <b>3,179</b>                   |

\* Intercompany Sales and Intercompany Cost of sales (COS) represent Sales and COS from "unrestricted subsidiaries" to "restricted subsidiaries".

\*\* Intercompany expenses / income consist of intercompany transactions between "restricted subsidiaries" and "unrestricted subsidiaries".



## Consolidated statement of financial position

| 30 September 2024                         | Oriflame Group<br>Consolidated | "Restricted"<br>subsidiaries | "Unrestricted"<br>subsidiaries |
|---|--------------------------------|------------------------------|--------------------------------|
| €'000                                     |                                |                              |                                |
| <b>Assets</b>                             |                                |                              |                                |
| Property, plant and equipment             | 38,862                         | 14,366                       | 24,496                         |
| Right-of-use assets                       | 25,663                         | 24,382                       | 1,281                          |
| Intangible assets                         | 534,176                        | 528,947                      | 5,229                          |
| Deferred tax assets                       | 21,025                         | 19,922                       | 1,103                          |
| Other long-term receivables               | 4,522                          | 4,522                        | -                              |
| Total non-current assets**                | 624,248                        | 592,139                      | 32,110                         |
|   |                                |                              |                                |
| Inventories                               | 88,812                         | 69,047                       | 19,765                         |
| Trade and other receivables               | 36,269                         | 31,680                       | 4,589                          |
| Intercompany receivables*                 | -                              | -28,240                      | 28,240                         |
| Tax receivables                           | 11,834                         | 11,174                       | 660                            |
| Prepaid expenses                          | 14,977                         | 12,922                       | 2,055                          |
| Derivative financial assets               | 222                            | 222                          | -                              |
| Cash and cash equivalents                 | 56,984                         | 49,216                       | 7,769                          |
| Total current assets                      | 209,098                        | 146,020                      | 63,077                         |
|   |                                |                              |                                |
| Total assets                              | 833,346                        | 738,159                      | 95,187                         |
|   |                                |                              |                                |
| Total Equity**                            | -180,052                       | -145,147                     | -34,905                        |
|   |                                |                              |                                |
| <b>Liabilities</b>                        |                                |                              |                                |
| Interest-bearing notes                    | 736,182                        | 736,182                      | -                              |
| Intercompany loans*                       | -                              | -79,514                      | 79,514                         |
| Employee benefits                         | 4,410                          | 4,102                        | 308                            |
| Lease liabilities                         | 17,255                         | 16,991                       | 264                            |
| Other long-term liabilities               | 1,908                          | 1,908                        | -                              |
| Deferred income                           | 53                             | 53                           | -                              |
| Provisions                                | 2,325                          | 2,325                        | -                              |
| Deferred tax liabilities                  | 77,759                         | 75,672                       | 2,087                          |
| Total non-current liabilities             | 839,892                        | 757,719                      | 82,172                         |
|   |                                |                              |                                |
| Current portion of interest-bearing loans | 15,500                         | 15,500                       | -                              |
| Lease liabilities                         | 9,367                          | 8,252                        | 1,115                          |
| Trade and other payables                  | 70,169                         | 47,253                       | 22,916                         |
| Intercompany payables*                    | -                              | -13,651                      | 13,651                         |
| Contract liabilities                      | 5,383                          | 4,809                        | 574                            |
| Tax payables                              | 6,406                          | 5,175                        | 1,231                          |
| Accrued expenses                          | 62,977                         | 54,934                       | 8,042                          |
| Derivative financial liabilities          | 7                              | 7                            | -                              |
| Provisions                                | 3,699                          | 3,309                        | 390                            |
| Total current liabilities                 | 173,507                        | 125,587                      | 47,920                         |
| Total liabilities                         | 1,013,398                      | 883,306                      | 130,092                        |
|   |                                |                              |                                |
| Total equity and liabilities              | 833,346                        | 738,159                      | 95,187                         |

\* Intercompany balances represent outstanding balances between "unrestricted subsidiaries" and "restricted subsidiaries".

\*\* The negative "Total Equity" within the "unrestricted subsidiaries" group is due to the elimination of investments in subsidiaries within the unrestricted group of €75.0m, for which Total current assets and Total Equity were decreased by this amount.