

ADOREBEAUTY

GROUP

Adore Beauty Group Limited
ABN 78 636 138 988

ASX ANNOUNCEMENT

29 July 2024

Adore Beauty Appoints Highly Experienced Omni-Channel Retail Executive as CEO

Adore Beauty Group Limited (ASX: ABY) (**Adore Beauty** or **Company**) is pleased to announce the appointment of highly experienced omni-channel retail executive Mr Sacha Laing to lead the business as Chief Executive Officer, effective 1 October 2024.

Mr Laing brings more than 25 years of physical, online, and wholesale retail industry experience to Adore Beauty, including as Group CEO and Director of Alquemie Group, a premium omni-channel retail group that owns and operates retail brands. Previously, Mr Laing was CEO of General Pants Co and CEO of Colette by Colette Hayman. He has also held executive leadership roles with several iconic Australian retail brands, including Country Road Group and David Jones.

While at General Pants Co, Mr Laing led the turnaround of the business and ultimately the successful sale of the company to Alquemie Group in 2022. Post the acquisition, he was appointed Group CEO of Alquemie Group overseeing all their businesses including Lego Certified Stores, Surfstitch, Ginger & Smart and General Pants Co.

Commenting on the appointment, Chair Marina Go said, "Sacha's extensive retail and omni-channel experience aligns with our strategic initiatives and will be invaluable in driving Adore Beauty's future growth. He is an accomplished retail leader and brand manager, with significant experience across e-commerce, retail operations, private label development, product management, loyalty, as well as marketing and communications strategy. Sacha's appointment further strengthens our leadership team, and ensures we are well-positioned to grow revenue and market share."

Mr Laing said, "I am delighted to be joining Adore Beauty at this exciting time as the Company embarks on its next chapter of growth. Adore Beauty has a well established and significant loyal customer base underpinned by its core brand purpose to encourage and enable current and future consumers to step out every day with confidence. We will continue to focus on accelerating our strategic growth pillars, including stand-alone Adore Beauty physical stores, further expansion of our own private label brands, and the integration and expansion of the iKOU business, expected to complete later this month."

"I'm privileged to have led and worked with some of Australia's premium retail brands and thank Marina and the Board for the opportunity to now lead Adore Beauty, Australia's number one pureplay online beauty retailer."¹

¹ Adore Beauty is the leading pureplay online beauty retailer in Australia, based on management estimates.

Adore Beauty Group Limited
ABN 78 636 138 988

Level 1, 421 High Street, NORTHCOTE, VIC, 3070, AUSTRALIA
e: investor.relations@adorebeauty.com.au | w: www.adorebeautygroup.com.au

ADOREBEAUTY

GROUP

Mr Laing's appointment follows a comprehensive executive search process. He replaces CEO Tamalin Morton, who will step down from the role on 27 September 2024.

Mr Laing holds a Bachelor of Commerce (Management), a Graduate Diploma Accounting & Finance, and is a member of the Australian Institute of Company Directors.

Key terms of the appointment are summarised in Appendix A.

This announcement was authorised by the Board of Directors.

For more information, please contact:

Tamalin Morton/Stephanie Carroll
CEO/CFO
Investor.relations@adorebeauty.com.au

Mark Hawthorne
Media
Mark.hawthorne@civicpartners.com.au

About Adore Beauty

Launched in 2000 as Australia's first beauty focused e-commerce website, with a vision to help customers feel more confident every day by delivering an empowering and engaging beauty shopping experience personalised to their needs. Adore Beauty has evolved to an integrated content, marketing and e-commerce retail platform that partners with a broad and diverse portfolio of more than 270 brands and over 13,000 products.

Adore Beauty Group Limited
ABN 78 636 138 988

Level 1, 421 High Street, NORTHCOTE, VIC, 3070, AUSTRALIA
e: investor.relations@adorebeauty.com.au | w: www.adorebeautygroup.com.au

ADOREBEAUTY

GROUP

Appendix A – Summary of Material Terms and Conditions of Employment of Sacha Laing

Item	Term
1 Position	Chief Executive Officer
2 Commencement Date	1 October 2024
3 Term	No fixed term, ongoing until terminated by either party in accordance with the Executive Service Agreement.
4 Probation Period	6 months
5 Remuneration	\$600,000 per annum (exclusive of superannuation)
6 Short Term Incentive	Subject to the discretion of the Board, Sacha Laing may be eligible to participate in any Short Term Incentive plan (STI) established by Adore Beauty in which senior executives of the Group will be eligible to participate. In respect of FY25, there will be an opportunity for the Executive to participate in the STI Plan and receive a maximum of 70% target STI to be paid in cash. The award of the STI will be subject to financial results and individual performance, as determined by the Board.
7 Restraint	Sacha Laing is subject to restraint and non-solicitation restrictions for up to 12 months.
8 Termination	Either party can terminate Sacha Laing's employment by giving the other party 6 months' notice in writing (or payment in lieu of notice of part or all of the notice period). The employment may be terminated immediately in certain prescribed circumstances.
9 Long Term Incentive	Subject to the discretion of the Board, Sacha Laing will be eligible to participate in any long term incentive plan, subject to the rules (Rules) of the Equity Incentive Plan (Plan) established by Adore Beauty in which senior executives of the Group will be eligible to participate from time to time.
10 Long Term Incentive – Options	<ul style="list-style-type: none"> Sacha Laing will be invited by Adore Beauty to receive 500,000 Options with an exercise price equivalent to the volume weighted average price of Adore Beauty shares for the 30 days up to and including the trading date immediately prior to the execution date of the Executive Service Agreement (Exercise Price). Subject to Sacha Laing's continued employment with the Group, the Options will vest over a three year period from the Commencement Date: <ul style="list-style-type: none"> 180,000 Options to vest on the one year anniversary of the Commencement Date; and

Adore Beauty Group Limited
ABN 78 636 138 988

Level 1, 421 High Street, NORTHCOTE, VIC, 3070, AUSTRALIA
e: investor.relations@adorebeauty.com.au | w: www.adorebeautygroup.com.au

ADOREBEAUTY

GROUP

Item	Term
	<ul style="list-style-type: none"> the remaining 320,000 Options to vest on a quarterly basis following the one year anniversary of the Commencement Date. Following vesting, Adore Beauty will issue Sacha Laing a vesting notice confirming the vesting of the Options. Subject to the Options not having lapsed in accordance with the Rules, vested Options may be exercised at any time (subject to the Adore Beauty Securities Trading Policy and applicable law) from the date specified in the vesting notice until the Expiry Date (which is 10 years after the grant date of Options) by Sacha Laing giving an exercise notice to the Company and paying the Exercise Price. Unless the Board determines otherwise, if Sacha Laing ceases to be employed by the Group in 'good leaver' circumstances (including due to death, terminal illness, total and permanent disablement, mental illness, genuine redundancy or retirement), Sacha Laing will be entitled to retain a pro-rata amount of his unvested Options based on the proportion of the Performance Period which has elapsed at the date that employment ceases, and all other unvested Options will be forfeited or lapse. Any retained Options will remain subject to any applicable conditions. If Sacha Laing ceases to be employed by the Group in 'bad leaver' circumstances (ie where Sacha Laing is not a 'good leaver'), unless the Board determines otherwise, all of Sacha Laing's unvested Options will lapse, and Sacha Laing will be required to exercise any vested Options within 60 days or they will also lapse. The Board has discretion to determine the treatment of Sacha Laing's unvested and vested Options and the timing of such treatment, in accordance with the Rules – note the following provisions: reorganisation of capital, change of control or a divestment of a material business.
11 Long Term Incentive – Performance Rights	<p>Sacha Laing will be invited by Adore Beauty to receive:</p> <ul style="list-style-type: none"> Tranche 1 – 350,000 Performance Rights that vest if the volume weighted average price of Adore Beauty shares for any consecutive 60 day period is \$1.80 or higher. Tranche 2 – 500,000 Performance Rights that vest if the volume weighted average price of Adore Beauty shares for any consecutive 60 day period is \$2.50 or higher.

Adore Beauty Group Limited
ABN 78 636 138 988

Level 1, 421 High Street, NORTHCOTE, VIC, 3070, AUSTRALIA
e: investor.relations@adorebeauty.com.au | w: www.adorebeautygroup.com.au

ADOREBEAUTY

GROUP

Item	Term
	<ul style="list-style-type: none"> • Tranche 3 – 650,000 Performance Rights that vest if the volume weighted average price of Adore Beauty shares for any consecutive 60 day period is \$3.15 or higher. • If the Tranche 1, Tranche 2 or Tranche 3 Performance Rights vest, shares will be allocated to Sacha Laing as soon as practicable following confirmation of vesting. • Subject to Performance Rights not having lapsed in accordance with the Rules, Performance Rights will lapse on the Expiry Date (which is 90 days after the date at which the full year results for FY27 are released to ASX by Adore Beauty). • Generally, if Sacha Laing ceases employment for any reason, all of Sacha Laing's unvested Performance Rights will automatically lapse on cessation of employment. • The Board has the discretion to determine that a different treatment should apply at the time of cessation of employment. • The Board has discretion to determine the treatment of Sacha Laing's Performance Rights and the timing of such treatment, in accordance with the Rules – note the following provisions: reorganisation of capital, a change of control or a divestment of a material business.

Adore Beauty Group Limited
ABN 78 636 138 988

Level 1, 421 High Street, NORTHCOTE, VIC, 3070, AUSTRALIA
e: investor.relations@adorebeauty.com.au | w: www.adorebeautygroup.com.au