COTY INC.
CHARTER OF THE REMUNERATION AND NOMINATION COMMITTEE
As adopted on June 25, 2026.

I. PURPOSE

The Remuneration and Nomination Committee (the "Committee") is appointed by the Board of Directors (the "Board") of Coty Inc. (the "Company") to:

- identify individuals qualified to become Board members (consistent with criteria approved by the Board);
- recommend to the Board Director nominees for election at the annual meeting of stockholders;
- review and make recommendations to the Board concerning size, structure, composition, and functioning of the Board and its committees;
- discharge the Board's responsibilities relating to the remuneration of the Company's officers (for purposes of this Charter, "officers" are as defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or any successor rule);
- approve and evaluate the executive remuneration plans, policies and programs of the Company and see that these plans, policies and programs are designed to enable the Company to attract and retain exceptional talents and incentivize them to achieve exceptional performance;
- annually review the corporate governance principles applicable to the Company and recommend changes to the Board as appropriate; and
- oversee the evaluation of the Board and management performance.

II. COMPOSITION

The Committee shall consist of no fewer than two members consisting entirely of independent directors. Each member should possess the qualifications necessary to carry out the responsibilities of the Committee, including possessing analytical abilities, reputation, ethical standards, communication skills and experience. For purposes hereof, an "independent" director is a director who meets the NYSE standards of "independence" for directors and compensation committee members, as determined by the Board. Additionally, at least two members of the Committee must qualify as "non-employee directors" for purposes of Rule 16b-3 under the Exchange Act and as "outside directors" for purposes of Section 162(m) of the Internal Revenue Code of 1986, as amended, for so long as any related exemption is available under Section 162(m) and the Company expects to take advantage of such exemption. A subsequent determination that any member of the Committee does not qualify as a "non-employee director" or an "outside director" will not invalidate any previous actions by the Committee except to the extent required by law or determined appropriate to satisfy regulatory standards.

The members of the Committee, including the chair, shall be appointed by the Board of Directors and may be replaced by the Board. The members of the Committee may be removed by the Board in its complete discretion, provided that any such changes are made in a manner consistent with the composition requirements set forth in the Company's Amended and Restated By-Laws. The chair shall be responsible for leadership of the Committee, including scheduling and presiding over meetings, preparing agendas, and making regular reports to the Board.

III. <u>COMMITTEE MEETINGS</u>

The Committee shall meet at least two times a year, or more frequently as the Committee considers necessary. The chair, any member of the Committee, or any member of the Board may call meetings of the Committee upon notice given at least forty-eight hours prior to the meeting, or upon such shorter notice as shall be approved by the Committee. Meetings may be held in person or by conference call. A majority of the Committee members shall constitute a quorum.

The Chief Executive Officer ("CEO") and the Chief People and Purpose Officer of the Company will attend meetings and from time-to-time other executives may be invited to participate, provided that the CEO may not be present during any portion of a Committee meeting in which deliberation or any vote regarding his or her compensation occurs. Unless otherwise determined by the Committee, the General Counsel or her/his designee will serve as the Secretary and minutes of all meetings of the Committee shall be prepared. The Committee will meet in executive session without management present at each meeting unless the chair deems otherwise. The chair will report regularly to the Board regarding the Committee's activities.

IV. <u>DUTIES AND RESPONSIBILITIES</u>

Although the Committee may also have other duties as may be assigned to it by the Board from time to time, the general recurring activities of the Committee in carrying out its role are described below.

Responsibilities Relating to Compensation

1. Review the Company's overall remuneration philosophy and human capital management strategies, and review all executive remuneration policies and programs to determine whether they are properly coordinated and achieve the intended objectives.

2. Provide that the remuneration philosophy, policies and programs reflect straight principles of pay for performance, collaboration and meritocracy with a view to align the interests of the Company's employees with those of the stockholders and enable the Company to:

   a. attract and retain exceptional talents,
   b. nurture the Company culture and values, and
   c. encourage the permanent quest for constantly improving results.

3. Approve an executive remuneration structure to compensate officers, including any special arrangements outside of the normal operation of the programs.

4. Review the criteria and sources for benchmarking, assessing performance and determining remuneration levels.

5. Annually review and approve individual and corporate goals and objectives relevant to the CEO's compensation, evaluate the CEO's performance in light of those goals and objectives, and set the CEO's remuneration level based on this evaluation. In determining CEO's compensation, the Committee will consider the Company's financial performance, including total stockholder return, the value of similar packages of CEOs at comparable companies, and historic remuneration levels, as well as the results of the Company's most recent advisory vote on executive compensation.

6. Annually review and approve individual goals and objectives relevant to the remuneration of the Company's executives other than the CEO, evaluate the executives' performance in light of those goals and objectives, and set the executives' remuneration based on this evaluation. In determining the remuneration levels, the Committee will consider the recommendations of the CEO, the Company's financial performance, including total stockholder return, the value of similar packages of executives at comparable companies, and historic remuneration levels, as well as the results of the Company's most recent advisory vote on executive compensation.

7. Administer and make recommendations to the Board with respect to the Company's incentive compensation and equity-based compensation plans that are subject to Board approval.

8. Review and make amendments to benefit plans pertaining to officers, short- and long-term incentive and other remuneration arrangements that are required by law or that are determined necessary or advisable by the Committee or its delegate from a tax, administrative or regulatory perspective.

9. Review, consider, and approve all grants of equity-based incentives to executives, employees and Directors.

10. Review and approve the design of other benefit plans pertaining to officers.

11. Review and approve any employment and severance arrangements for officers and other executives (which shall include all direct reports of the CEO other than executive assistants), including employment agreements and change-in-control provisions in plans or agreements.

12. Review, administer, adopt, amend and/or terminate any clawback policy of the Company, including any such clawback policy that may be required by, or in addition to, the NYSE listing standards from time to time.

13. Review and discuss with management the Company's Compensation Discussion and Analysis ("CD&A") and related disclosures that Securities and Exchange Commission ("SEC") rules require be included in the Company's annual report and proxy statement, recommend to the Board based on the review and discussions whether the CD&A should be included in the annual report and proxy statement, and prepare the compensation committee report required by SEC rules for inclusion in the Company's annual report and proxy statement.

14. Assess the results of the Company's most recent advisory vote on executive compensation.

15. Oversee the assessment of the risks related to the Company's remuneration plans, policies and practices applicable to officers and employees, and review the results of this assessment.

16. Annually review and make recommendations to the Board with respect to the remuneration of all Directors.

17. Annually review compliance with the Company's stock ownership guidelines.

18. At least annually, assess whether the work of compensation consultants involved in determining or recommending officer or director compensation has raised any conflict of interest that is required to be disclosed in the Company's annual report and proxy statement.

19. Oversee the Company's engagement efforts with stockholders on the subject of compensation of officers and human capital management policies.

Responsibilities Relating to Nominating and Corporate Governance

20. Assist the Board by identifying individuals qualified to become Board members consistent with the criteria approved by the Board, and recommend to the Board, for the next annual meeting of stockholders, the Director nominees to be elected or appointed to the Board and as necessary to fill vacancies and newly created directorships.

21. Assess the performance of incumbent Directors, and consider attendance, participation, independence and other relevant factors in determining whether to recommend such Directors for reelection to the Board.

22. Establish procedures for the consideration of Board candidates recommended for the Committee's consideration by the Company's stockholders.

23. Make recommendations to the Board regarding Director membership on each of the Board committees and the filling of any vacancy on Board committees.

24. Develop and periodically review criteria and qualifications to be reviewed and approved by the Board for Director nominees.

25. Make recommendations to the Board concerning the size, structure, composition and functioning of the Board and its committees.

26. Assess annually the independence of each Director and make recommendations to the Board regarding its determination of independence.

27. Oversee the evaluation of the performance of the Board, its committees and management and report such evaluation to the Board.

28. Develop and recommend to the Board corporate governance principles applicable to the Company, and annually review these principles and recommend changes to the Board as appropriate.

29. Review directorships at other for-profit organizations offered to Directors and senior executives.

30. Review the continuation on the Board of any Director who has tendered a letter of proposed retirement or resignation from the Board and recommend to the Board whether, in light of all the circumstances, the Board should accept such proposed retirement or resignation or request that the Director continue to serve.

31. Oversee the orientation process for new Directors and assess the need for, and recommend as appropriate, continuing education for Directors.

32. Establish procedures for the review of any stockholder proposals.

Other Responsibilities

33. Evaluate the Committee's performance and assess the adequacy of the Committee Charter on an annual basis and recommend changes to the Board as appropriate.

34. Review management's assessment of compliance with the laws and regulations, including NYSE corporate governance requirements, as they pertain to responsibilities under this Charter, report any material findings to the Board and recommend any appropriate changes.

35. Review and assess the channels through which the Board receives information, and the quality and timeliness of information received.

36. Periodically review, assess, and make reports and recommendations to the Board as appropriate relating to succession planning for senior executives and the CEO.

37. Review and assess the Company's strategies and policies relating to Company culture, human capital and talent management, and review and monitor strategic initiatives associated with the Company's people and culture.

V. OUTSIDE ADVISERS; SUBCOMMITTEES

38. The Committee shall have the authority, in the Committee's sole discretion, to retain or obtain the advice of such consultants, outside counsel and other advisers as it determines appropriate to assist it in the full performance of its functions, including any compensation consultant used to assist in the evaluation of director, CEO or officer compensation. The Committee will be directly responsible for the appointment, compensation and oversight of the work of any consultants, outside counsel and other advisers retained by the Committee, and will receive appropriate funding, as determined by the Committee, from the Company for payment of reasonable compensation to any such advisers. The Committee will assess the independence of consultants, outside counsel and other advisers (whether retained by the Committee or management) that provide advice to the Committee, in accordance with NYSE listing standards (including prior to selecting or receiving advice from such advisers). The Committee shall also have the authority to request management to perform studies and to furnish other information, to obtain advice from external legal, accounting, compensation, or other advisers and to make such decisions or recommendations to the Board based thereon as the Committee deems appropriate.

39. The Committee shall have the sole authority to retain or terminate any search firm to be used to identify director candidates, including sole authority to approve the search firm's fees and other retention terms, such fees to be borne by the Company.

40. The Committee shall have the authority to make recommendations to the boards of directors of subsidiaries of the Company with respect to such of the above matters as the Committee deems appropriate.

41. The Committee at its discretion and as appropriate from time to time may delegate duties and responsibilities to a member of the Committee or to a subcommittee.