

MARY KAY: The Company

2012 Corporate Fact Sheet

Mary Kay Ash founded Beauty by Mary Kay in Dallas, Texas, U.S.A., on Friday, Sept. 13, 1963, with her life savings of \$5,000 (USD) and the support of her 20-year-old son, Richard Rogers. Today, Mary Kay is one of the largest direct sellers of skin care and color cosmetics in the world with worldwide wholesale sales of \$3 billion. Mary Kay® products are sold in more than 35 countries, and there are more than 2.4 million Mary Kay Independent Beauty Consultants around the world. Led by President and Chief Executive Officer David Holl and the company's global executive team, Mary Kay employees and Independent Beauty Consultants continue to fulfill Mary Kay Ash's mission of enriching women's lives. The world headquarters is located in Dallas, Texas, U.S.A.

The Opportunity

More than 2.4 million Independent Beauty Consultants sell Mary Kay® products worldwide. All Mary Kay Independent Beauty Consultants are direct sellers. They purchase products directly from Mary Kay and sell the products to their customers through a variety of methods including face-to-face, small party settings or online. Independent Beauty Consultants often take advantage of technology to help reach their customers and manage their businesses. Mary Kay offers a variety of tools including personal e-commerce sites for Independent Beauty Consultants, online virtual makeovers for consumers, e-catalogs, business management tools for mobile devices and social media messaging. These digital tools help Independent Beauty Consultants broaden their reach, strengthen their customer network and increase awareness about their businesses – all of which appeal to one of the fastest-growing groups of Independent Beauty Consultants - Generation Y. The leaders in the independent sales force are Independent National Sales Directors and Independent Sales Directors. Throughout the company's nearly 50-year history, more than 600 Independent Beauty Consultants worldwide have risen to become Independent National Sales Directors, the pinnacle of achievement among Mary Kay Independent Beauty Consultants. Approximately 42,000 people across the world are Independent Sales Directors.

The Products

Mary Kay is a premier beauty company that produces more than 200 premium products in its state-of-the-art manufacturing facilities in Dallas, Texas, and Hangzhou, China. In a typical year, Mary Kay spends millions of dollars and conducts more than a half million tests to ensure that Mary Kay® products meet the highest standards of quality, safety and performance.

The Heart

Mary Kay Ash founded her company on the Golden Rule and emphasized the importance of giving back to others. Because of this commitment, Mary Kay is changing the lives of women and children around the world through its corporate social responsibility initiative known as Pink Changing Lives®. Through its *Beauty That Counts*® campaign, Mary Kay has donated millions of dollars from the worldwide sale of *Beauty That Counts*® products to causes that change the lives of women and children around the world.

The World

Mary Kay enjoys a reputation as a respected beauty company and direct seller around the world. Mary Kay® products are sold in more than 35 global markets. Mary Kay opened its first international market in Australia in 1971. Since 1990, Mary Kay has experienced significant growth, opening in more than 20 new markets around the world. The company's most recent openings include India in 2007, Singapore in 2009 and Armenia in 2010. Mary Kay's largest markets include China, Mexico, Russia and the United States. Women around the world know that Mary Kay offers products they can trust from a company in which they can believe.

About Mary Kay

Mary Kay is one of the world's largest direct selling companies with more than \$3 billion in annual wholesale sales worldwide. Mary Kay was founded in 1963 by Mary Kay Ash with the goal of helping women achieve personal growth and financial success. Mary Kay remains committed to enriching women's lives, and today more than 2.4 million people of all backgrounds are enjoying the advantages of being Mary Kay Independent Beauty Consultants. Mary Kay's high-quality skin care and color cosmetics products are sold in more than 35 countries around the world. To learn more about Mary Kay, visit www.marykay.com.

MARY KAY

MARY KAY: The Heritage

Company Milestones

Few companies can speak of a rich heritage like Mary Kay Inc. Mary Kay Ash's business acumen, combined with her desire to help women achieve personal growth and financial success, led her to develop the company that has grown into one of the largest global direct sellers of skin care and color cosmetics. Mary Kay employees and Mary Kay Independent Beauty Consultants have committed to enriching women's lives by following the Golden Rule, exhibiting a giving spirit, maintaining balanced priorities and making others feel important. Since 1963, Mary Kay Ash and her company have set the example for others to follow by adhering to those guiding principles. Take a glimpse at the company's milestones to see how "The Mary Kay Way" has impacted the world.

- 1963 Beauty by Mary Kay opens on Friday, Sept. 13, in a 500-square-foot storefront in Dallas, Texas. Company founder Mary Kay Ash establishes her dream company which she envisions will offer women unprecedented opportunities for financial independence, advancement and personal fulfillment. Mary Kay Ash opens her company with the help of her 20-year-old son Richard Rogers, her life savings of \$5,000 (USD) and nine Independent Beauty Consultants.
- 1969 The concept for the Mary Kay Career Car program begins when Mary Kay Ash awards the use of the first pink Cadillacs to the top five Independent Sales Directors.
- 1971 Mary Kay expands by opening its first international subsidiary in Australia.
- 1973 Mary Kay celebrates its 10th anniversary and the Mary Kay independent sales force exceeds 20,000.
- 1976 Mary Kay is listed on the New York Stock Exchange.
- 1983 Mary Kay celebrates 20 years, and the company's wholesale sales exceed \$300 million (USD).
- 1984 Mary Kay Inc. is featured in the first edition of *Fortune* magazine's *The 100 Best Companies to Work For in America*.
- 1985 Mary Kay Inc. returns to private, family ownership in a leveraged buyout.
- 1988 Mary Kay continues its global expansion and opens in Mexico. Today, Mary Kay Mexico is one of the company's largest international markets.
- 1989 Mary Kay Inc. initiates a corporate recycling program for paper, plastic, glass and aluminum.
- 1990 Mary Kay continues its global expansion. Mary Kay® products are sold in 10 countries.
- 1991 Consolidated global wholesale sales reach \$500 million (USD).
- 1992 Mary Kay Inc. is listed as a Fortune 500 company for 1992. (The list is released in 1993.)
- 1993 Mary Kay opens in Russia. Today, Mary Kay Russia is one of the company's largest markets.
- 1993 Mary Kay Inc. is again listed in *Fortune* magazine's *The 100 Best Companies to Work For in America*.
- 1995 *Fortune* magazine includes Mary Kay Inc. on its Most Admired Corporations in America list.
- 1996 Consolidated global wholesale sales surpass \$1 billion (USD) for the first time in company history.

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Company Milestones

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- 1996 The Mary Kay Ash Charitable Foundation is established. The Foundation, now known as The Mary Kay FoundationSM, is a nonprofit public foundation dedicated to providing funding for research of cancers affecting women, funding for preventing violence against women through awareness programs and grants to women's shelters across the United States.
- 1996 Mary Kay Inc. is one of 20 companies featured in the book, *Forbes Greatest Business Stories of All Time*, and Mary Kay Ash is the only woman profiled in the book.
- 1998 Mary Kay Inc. is included for the third time in *The 100 Best Companies to Work For in America* published by *Fortune* magazine.
- 1998 Mary Kay Inc. celebrates its 35th anniversary. The company changes the color on the coveted pink Cadillac to a pearlized pink.
- 1999 Mary Kay Ash is recognized as a Texas Woman of the Century – one of the 100 most influential women in the state.
- 2000 Lifetime Television names Mary Kay Ash the most outstanding woman in business in the 20th century based on yearlong, online voting in 1999.
- 2001 Mary Kay Inc. is awarded the Direct Selling Association's "Industry Innovation Award" for the Mary Kay® Personal Web Site program, which provides each Independent Beauty Consultant with the opportunity to have a website of her own. This award recognizes the company that has developed a pioneering approach to an aspect of direct selling.
- 2001 Richard Rogers, son of Mary Kay Ash and company co-founder, resumes role of CEO.
- 2001 Beloved founder Mary Kay Ash passes away Nov. 22, 2001, on Thanksgiving Day – her favorite holiday.
- 2002 Mary Kay Inc. is awarded the Direct Selling Association's "Vision for Tomorrow Award" for its community outreach regarding the prevention of violence against women.
- 2002 Mary Kay Inc. is awarded the 2002 Humanitarian of the Year Corporate Award from the Los Angeles Commission on Assaults Against Women for its efforts to help eliminate violence against women and children.
- 2002 Mary Kay Ash is named a 2002 Dallas Business Hall of Fame Laureate and is inducted posthumously into The Academy of Achievement of Sales and Marketing Executives.
- 2003 Mary Kay Inc. celebrates its 40th anniversary, and the Mary Kay independent sales force grows to 1 million people around the world.
- 2003 Mary Kay Ash is named the Greatest Female Entrepreneur in American History in an academic study led by Baylor University.
- 2004 Mary Kay Ash is named one of the "25 Most Influential Business Persons of the Past 25 Years" by PBS's *Nightly Business Report* in conjunction with the prestigious Wharton School of Business.

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- 2004 Mary Kay Ash posthumously receives the Humanitarian Rose Award from Kensington Palace in London, England, for the work she inspired through The Mary Kay FoundationSM and the impact she had on lives of women around the world.
- 2005 Mary Kay Inc. reaches \$2 billion in consolidated global wholesale sales.
- 2005 Mary Kay China celebrates its 10th anniversary.
- 2005 Richard Rogers assumes the role of Executive Chairman, and David Holl is named President and Chief Executive Officer.
- 2006 A&E Television Networks airs the biopic documentary “Mary Kay” on the Biography Channel.
- 2007 Mary Kay® products are sold in more than 35 markets worldwide.
- 2008 Mary Kay Inc. celebrates its 45th anniversary and launches its formal global corporate social responsibility initiative Pink Changing Lives® with the sole purpose of changing the lives of women and children around the world.
- 2008 Mary Kay debuts *Beauty That Counts*®, the company’s first global cause-related marketing program supporting women and children.
- 2008 The *Dallas Business Journal* names Mary Kay to its list of top local corporate philanthropists. Mary Kay continues to make the list each year.
- 2009 Mary Kay achieves \$2.5 billion in global wholesale sales, and the independent sales force grows to 2 million people around the world.
- 2010 Mary Kay Argentina celebrates its 30th anniversary. Mary Kay celebrates 10 years in Kazakhstan, Malaysia, Philippines and Slovakia and 5 years in Moldova. Mary Kay opens operations in Armenia.
- 2011 Through its 2008, 2009 and 2010 *Beauty That Counts*® campaigns, Mary Kay marks the donation of nearly \$4 million (USD) to causes impacting women and children around the world.
- 2011 Mary Kay launches Global Month of Service and donates nearly 500,000 volunteer hours around the world.

About Mary Kay

Mary Kay is one of the world’s largest direct selling companies with more than \$3 billion in annual wholesale sales worldwide. Mary Kay was founded in 1963 by Mary Kay Ash with the goal of helping women achieve personal growth and financial success. Mary Kay remains committed to enriching women’s lives, and today more than 2.4 million people of all backgrounds are enjoying the advantages of being Mary Kay Independent Beauty Consultants. Mary Kay’s high-quality skin care and color cosmetics products are sold in more than 35 countries around the world. To learn more about Mary Kay, visit www.marykay.com.

MARY KAY

MARY KAY: The Woman

Mary Kay Ash

Smart. Charming. Caring. A one-of-a-kind success story.

Over the years, there have been many successful business leaders, but none as unique as Mary Kay Ash, founder of Mary Kay Inc. Mary Kay Ash founded a company that put people before profits. She believed that the key to success came from building lasting relationships. Her accomplishments left an unforgettable mark on business and opened the door for women around the world to experience success on their own terms.

When Mary Kay Ash “retired” from a successful 25-year career in direct sales in early 1963, she decided to write a book to help women survive in the male-dominated business world. She had grown tired of watching as young men she had trained were promoted over her time and again. Sitting at her kitchen table, Mary Kay made two lists: one contained things the companies for which she had worked had done right; the other included the things she felt they could have done better. When she reviewed the lists, Mary Kay realized that she had inadvertently created a marketing plan for a dream company – one which would provide women with unlimited potential to achieve personal and financial success.

With her life savings of \$5,000 (USD) and the help of her 20-year-old son, Richard Rogers, Mary Kay launched her dream company on Friday, Sept. 13, 1963. From its humble start in a 500-square-foot storefront in Dallas, Texas, U.S.A., Mary Kay has grown into a premiere beauty brand and an international cosmetics powerhouse. Today, Mary Kay® products are sold in more than 35 markets worldwide, and there are more than 2.4 million Mary Kay Independent Beauty Consultants around the world.

Mary Kay Ash’s founding principles were simple and time-tested. She adopted the Golden Rule as her guiding philosophy, determining that the best course of action in virtually any situation could be easily discerned by doing unto others as you would have them do unto you. She also steadfastly believed that life’s priorities should be kept in their proper order, which to her meant that a woman could run a successful business and still put her faith first, family second and career third.

Mary Kay Ash encouraged all Independent Beauty Consultants who sold her company’s products to be giving and supportive. She stressed the importance of recognizing the accomplishments of others. It was through this recognition-focused environment that women began to achieve goals they had never before dreamed possible. She constantly encouraged both the corporate staff and the independent sales force to act as if each person they met was wearing a sign around his or her neck that read, “Make me feel important.”

Few companies can point to such simple yet poignant founding philosophies. Still fewer can point to the lasting impact of a founder like Mary Kay Ash. She received numerous, prestigious awards during her lifetime and many more following her death on Nov. 22, 2001. Today, Mary Kay remains true to the principles Mary Kay Ash jotted down at her kitchen table nearly 50 years ago. Countless business leaders, authors, politicians and education professionals have recognized the pure brilliance and determination of Mary Kay Ash.

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MARY KAY

MARY KAY: The Opportunity

Enriching Women's Lives®

The Mary Kay business model is simple. All Independent Beauty Consultants purchase Mary Kay® products from the Company at established wholesale prices and then sell the products directly to consumers at suggested retail prices. This is direct sales. Worldwide, approximately 2.4 million Independent Beauty Consultants are taking advantage of the direct sales business opportunity by having their own Mary Kay businesses.

With flexible hours, a clearly defined business plan and an open-ended opportunity to achieve personal growth and financial success, a Mary Kay business is the ideal choice for individuals of all backgrounds. Mary Kay Independent Beauty Consultants are in business for themselves, set their own schedules, build their own customer bases and determine their own levels of success -- they are their own bosses.

Independent Beauty Consultants are empowered to conduct their business anytime and anywhere with Mary Kay's smart, convenient and easy-to-use business tools. Mary Kay offers a variety of digital tools including personal e-commerce sites for Independent Beauty Consultants, online virtual makeovers for consumers, e-catalogs, business management tools for mobile devices and social media messaging. Independent Beauty Consultants have 24/7 access to real-time, business-enhancing information they can use to provide their customers with more personalized service and connect with them more efficiently. These digital tools help Independent Beauty Consultants broaden their outreach, strengthen their customer network and increase awareness about their businesses.

Mary Kay Independent Beauty Consultants provide their customers with one-on-one beauty advice that includes the latest information and instruction on skin care, color cosmetics and application techniques. This consultation can be done in the privacy of the customer's own home or office or through various digital tools offered by Mary Kay. Mary Kay Independent Beauty Consultants teach their customers how to apply the products themselves so they can easily replicate the results.

Every Mary Kay independent sales force member starts her Mary Kay business as an Independent Beauty Consultant. An Independent Beauty Consultant can advance her business and become an Independent Sales Director, a leader within the independent sales force. Independent Sales Directors can become eligible for even greater financial rewards. Independent Sales Directors who choose to fully maximize their earning potential can progress to become Independent National Sales Directors, the pinnacle of success among Mary Kay Independent Beauty Consultants.

Independent Beauty Consultant

Independent Beauty Consultants focus on the fundamentals of building a Mary Kay business which include establishing a customer base, selling Mary Kay® products and operating a profitable business while sharing the Mary Kay opportunity. Some individuals become Independent Beauty Consultants to earn extra money for their families, while others have bigger goals, such as replacing full-time income with a flexible opportunity that puts them in greater control of their lives.

Independent Sales Director

Independent Beauty Consultants who have proven their abilities in selling and team-building can choose to advance in their Mary Kay businesses by becoming Independent Sales Directors. Independent Sales Directors continue to build and maintain their customer bases, sell Mary Kay® products and share the Mary Kay opportunity with others. Independent Sales Directors have the opportunity to mentor other Independent Beauty Consultants by offering ongoing leadership, guidance and recognition. Independent Sales Directors can earn additional income through independent contractor commissions paid directly by Mary Kay. Approximately 42,000 women worldwide are Mary Kay Independent Sales Directors.

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Enriching Women's Lives®

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Independent National Sales Director:

At the highest pinnacle within the Mary Kay independent sales force are Independent National Sales Directors. Although Independent National Sales Directors can and do maintain their customer bases, sell Mary Kay® products and share the Mary Kay opportunity with others, they generally devote a majority of their time to teaching, motivating and mentoring other members of the independent sales force. Many travel extensively to conduct workshops and classes where they offer their expertise to other independent sales force members. In addition, they have been instrumental in establishing and building Mary Kay's presence in global markets. To date, more than 600 women worldwide have achieved this prestigious title. Independent National Sales Directors also earn additional income through independent contractor commissions paid directly by Mary Kay.

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MARY KAY

MARY KAY: The Products

Products You Can Trust From a Company You Can Believe In

Irresistible products. That is why women love Mary Kay. Mary Kay's product portfolio is known for innovative skin care, tempting color and pampering body care that all deliver beautiful benefits. Women of all ages know that they can trust Mary Kay® products because we consistently deliver on every promise that we make. Mary Kay Independent Beauty Consultants around the world help women discover their individual beauty with remarkable products and customized service.

Consumers who use Mary Kay® products are among the most loyal in the world because Mary Kay® products are safe, effective and deliver the benefits customers want. In a typical year, Mary Kay spends millions of dollars and conducts more than a half million tests to ensure that Mary Kay® products meet the highest standards of quality, safety and performance. As part of the ongoing commitment to ensure that Mary Kay® products consistently meet or exceed consumer expectations, every year thousands of women use and evaluate Mary Kay® products worldwide to help Mary Kay better understand the benefits women want from the products they use. Mary Kay's goal is for every woman to say, "I love my Mary Kay."

Skin Care That Works

Skin care is at the heart of Mary Kay and is the foundation of a woman's beauty routine. The Mary Kay® skin care collection includes benefit-driven, customized formulas for women of all ages and skin types. The skin care portfolio includes the TimeWise® collection of proven-effective age-fighting products and the new Botanical Effects™ collection that brings out skin's healthy radiance with the goodness of botanicals. All skin care systems offer women products that pamper and indulge their skin while meeting their specific needs. Plus, the MKMen® Collection offers products and benefits geared to meet the unique needs of men's skin.

The Creativity of Color

The Mary Kay® color collection is always on-trend, providing inspiration in all the right shades that capture the beauty of women worldwide. With the latest cosmetics for eyes, lips and cheeks from the Mary Kay® color collection, the perfect look is a just a brush stroke away. From mineral-based formulas to fabulous foundations to lipsticks that captivate with color, there is no end to the ways a woman can make the most of her individual style. No matter what each day brings, Mary Kay's customizable, eco-chic, refillable compacts make it easy to be beautiful on the go.

The Perfect Fragrance

Mary Kay has distinctive scents that are popular with her and perfect for him. Mary Kay's collection of fragrances for women and men range from romantic floral to energetic fruity to woody musk. Nothing creates a signature style like fragrance from Mary Kay.

The Body Beautiful

Whatever the skin care need is Mary Kay has it covered. TimeWise Body™ products deliver age-fighting benefits to every inch of skin. Plus, the popular Satin Hands® Collection will make hands feel luxuriously pampered. From the face to the toes, Mary Kay helps make the body beautiful.

Sun Protection Is Key

Too much sun can cause premature aging and skin cancer, which is why Mary Kay believes that sunscreen products should be an essential part of a daily routine. From TimeWise® to MKMen® to the Mary Kay® Sun Care Collection, the wide range of products and formulas give skin the UV protection it needs.

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MARY KAY

MARY KAY: The Heart

Pink Changing Lives®

Mary Kay Ash was known as an innovative business leader with a big heart. She founded her company on the philosophy of treating others as you would like to be treated and emphasized the importance of giving back. Through its global corporate social responsibility initiative, Pink Changing Lives®, Mary Kay is changing the lives of women and children around the world.

For nearly 50 years, Mary Kay has remained committed to “doing well by doing good.” Mary Kay’s largest global cause marketing initiative is its *Beauty That Counts*® campaign. Through this campaign, Mary Kay has donated millions of dollars from the worldwide sale of *Beauty That Counts*® products to causes that change the lives of women and children around the world. In addition, Mary Kay encourages volunteerism with its Global Month of Service where Mary Kay Independent Beauty Consultants, corporate employees, customers and friends unite to help others.

Mary Kay’s corporate social responsibility initiatives also extend into the environment. Through its Pink Doing GreenSM program, Mary Kay continuously seeks opportunities to improve its environmental performance and to find ways to be even more sustainable and green. From helping refurbish national forests in the United States to annual tree plantings in China, Mary Kay is helping the environment around the world. With their employees’ help, Mary Kay Russia, Mary Kay Mexico and Mary Kay Malaysia are involved with tree-planting programs.

Mary Kay’s global manufacturing facility in Dallas strives to make Mary Kay products in an environmentally responsible way and recently achieved zero-landfill status. Even packaging for the latest skin care line, Mary Kay® Botanical Effects™, was developed with the environment in mind. The tubes are made from 50 percent post-consumer resin and the caps and outer carton are made from 100 percent post-consumer recycled materials. Plus, Mary Kay uses environmentally friendly packing peanuts in product orders.

The commitment to sustainability and giving back can be felt across the globe. Here’s just a glimpse at how Mary Kay is changing the lives of women and children in communities around the world.

U.S.A. and Canada

Since 1996, The Mary Kay FoundationSM has awarded nearly \$28 million (USD) to shelters and domestic violence prevention programs and \$16 million (USD) to cancer researchers and related causes throughout the United States. In Canada, the Mary Kay Ash Charitable Foundation also addresses domestic violence and cancers affecting women. More than \$500,000 (CAD) has been awarded to women’s shelters and community outreach programs across Canada, while more than 100,000 women fighting cancer have benefitted from the Foundation’s work with *Look Good Feel Better*®.

Europe

Europe’s charitable focus also remains steadfast on women and children. Efforts include Mary Kay Ukraine’s commitment to breast cancer awareness and care and Mary Kay Spain’s work with an anti-trafficking organization. The European region’s focus on children’s issues includes Mary Kay Germany’s support of children with disabilities, Mary Kay Kazakhstan’s contributions to help with surgeries for children with limited auditory abilities and Mary Kay Russia’s donations to support free operations for children with facial injuries. This list represents only a small sample of the extraordinary caring Mary Kay shows in markets throughout Europe.

Latin America

Latin America dedicates its time and resources to helping end domestic violence. Funds have been donated to provide refuge for children. Free psychological, medical and legal support is given to help women and children suffering from domestic violence. Mary Kay Mexico also co-sponsored an international education seminar for shelters and a campaign to create awareness about violence against women, and helped establish a hotline. Mary Kay continues to give back in Latin America to help ensure a better world for women and children.

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Pink Changing Lives®

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Asia-Pacific

The Asia-Pacific region takes to heart its support for various women's issues, education for girls and efforts to end domestic violence. From donating funds to support computer literacy among underprivileged girls in India, to building libraries for children in Korea, to partnering with the United Nations Development Programme and the China Women's Development Foundation to promote female entrepreneurship in China, the Mary Kay subsidiaries in the region have made significant contributions in making a difference for women and children.

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