

3 May 2022

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**). For these purposes, a **retail investor** means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, **MiFID II**); (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the **Insurance Distribution Directive**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (**UK**). For these purposes, a **retail investor** means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**); (ii) a customer within the meaning of the provisions of the FMSA and any rules or regulations made thereunder to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the **UK PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**MIFID II product governance / Professional investors and ECPs only target market** – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

**UK MIFIR product governance / Professional investors and ECPs only target market** – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**) and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (**UK MiFIR**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer’s target market assessment; however, a distributor subject to UK MiFIR is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels

## Kering

Legal Entity Identifier (LEI): 549300VGEJKB7SVUZR78

Issue of €750,000,000 1.875 per cent. Fixed Rate Notes due 5 May 2030  
under the €6,000,000,000

### Euro Medium Term Note Programme

#### PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 3 December 2021 and the supplements to it dated 12 April 2022 and 25 April 2022 which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**) (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus and these Final Terms have been published on the Issuer's website at [www.kering.com](http://www.kering.com) and the AMF's website at [www.amf-france.org/fr](http://www.amf-france.org/fr).

1. (a) Series Number: 28
- (b) Tranche Number: 1
- (c) Date on which the Notes will be consolidated and form a single Series: Not Applicable
2. Specified Currency or Currencies: Euro (€)
3. Aggregate Nominal Amount:
  - (a) Series: €750,000,000
  - (b) Tranche: €750,000,000
4. Issue Price: 99.530 per cent. of the Aggregate Nominal Amount
5. (a) Specified Denomination(s): €100,000
- (b) Calculation Amount: €100,000
6. (a) Issue Date: 5 May 2022
- (b) Interest Commencement Date (if Issue Date different from the Issue Date):
7. Maturity Date: 5 May 2030
8. Interest Basis: 1.875 per cent. Fixed Rate  
*(further particulars specified below)*
9. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the

		Maturity Date at 100 per cent. of their nominal amount.
10.	Change of Interest Basis:	Not Applicable
11.	Put/Call Options:	Investor Put (Change of Control) Make-Whole Redemption by the Issuer Residual Maturity Call Option Issuer Clean-up Call Option (further particulars specified below)
12.	Date(s) of corporate authorisation(s) for issuance of Notes:	Decision dated 28 April 2022 of Mr. Jean-François Palus, in his capacity as <i>Directeur Général Délégué</i> of the Issuer in respect of the issue of the Notes.

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	Applicable
	(a) Rate of Interest:	1.875 per cent. <i>per annum</i> payable in arrear on each Interest Payment Date
	(b) Interest Payment Dates:	5 May in each year from and including 5 May 2023 to and including the Maturity Date
	(c) Fixed Coupon Amount:	€1,875 per Calculation Amount
	(d) Broken Amounts:	Not Applicable
	(e) Day Count Fraction (Condition 5(a)):	Actual/Actual ICMA
	(f) Determination Dates (Condition 5(a)):	5 May in each year
14.	Floating Rate Provisions:	Not Applicable
15.	Zero Coupon Note Provisions:	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

16.	Issuer Call:	Not Applicable
17.	Issuer Clean-up Call Option:	Applicable
	Notice period (if other than as set out in the Conditions):	As set out in the Conditions
18.	Redemption following an Acquisition Event	Not Applicable
19.	Investor Put:	Not Applicable
20.	Investor Put (Change of Control):	Applicable
	(a) Optional Redemption Dates:	As set out in the Conditions

	(b)	Optional Redemption Amount:	€100,000 per Calculation Amount
	(c)	Notice period (if other than as set out in the Conditions):	As set out in the Conditions
21.		Final Redemption Amount:	€100,000 per Calculation Amount
22.		Make-Whole Redemption by the Issuer:	Applicable
	(a)	Reference Bond:	Calculated by reference to a reference security being the German DBR 0% February 2030 (DE0001102499)
	(b)	Reference Screen Rate:	As determined by the Make-whole Calculation Agent
	(c)	Make-whole Margin:	0.20 per cent.
	(d)	Make-whole Calculation Agent:	Aether Financial Services
	(e)	Partial Redemption:	Applicable
23.		Residual Maturity Call Option:	Applicable
	(a)	Call Option Date:	Each Business Day from, and including, 5 February 2030 to, but excluding, the Maturity Date
	(b)	Notice period:	As set out in the Conditions
24.		Early Redemption Amount:	
	(a)	Early Redemption Amount(s) payable on redemption for taxation reasons (Condition 6(i)), for illegality (Condition 6(m)) or an Event of Default (Condition 9):	€100,000 per Calculation Amount
	(b)	Redemption for taxation reasons permitted on days other than Interest Payment Dates (Condition 6(i)):	Yes
	(c)	Unmatured Coupons to become void upon early redemption (Materialised Bearer Notes only) (Condition 7(b)):	Not applicable

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.		Forms of Notes:	Dematerialised Notes
	(a)	Form of Dematerialised Notes:	Bearer dematerialised form ( <i>au porteur</i> )
	(b)	Registration Agent:	Not Applicable
	(c)	Temporary Global Certificate:	Not Applicable

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|-----|---|---|
| 26. | Additional Financial Centre(s)<br>(Condition 7(g)):   | Not Applicable  |
| 27. | Talons for future Coupons to be attached to<br>Definitive Notes:  | Not Applicable  |
| 28. | Redenomination, renominatisation and<br>reconventioning provisions:   | Not Applicable  |
| 29. | Consolidation provisions:   | Not Applicable  |
| 30. | Purchase in accordance with applicable laws<br>and regulations:   | Applicable  |
| 31. | Exclusion of the possibility to request<br>identification information of the Noteholders<br>as provided by Condition 1(a)(i): | Not Applicable  |
| 32. | <i>Masse</i> (Condition 11):  | <p>Name and address of the Representative:</p> <p>Aether Financial Services<br/>2 Square La Bruyère<br/>75009 Paris<br/>France</p> <p>The Representative will receive a remuneration of<br/>€400.</p> |
| 33. | RMB Provisions:   |   |
|     | (a) RMB Currency Event:<br>(As referred to under Condition 7(i))  | Not Applicable  |
|     | (b) Relevant Currency for Condition 7(i):   | Not Applicable  |
|     | (c) Relevant Spot Rate Screen Pages for<br>Condition 7(i):  |   |
|     | (i) Relevant Spot Rate Screen<br>Page (Deliverable Basis):  | Not Applicable  |
|     | (ii) Relevant Spot Rate Screen<br>Page (Non-deliverable Basis):   | Not Applicable  |
|     | (d) Party responsible for calculating the<br>Spot Rate for Condition 7(i):  | Not Applicable  |

Signed on behalf of the Issuer:

By: .....

Duly authorised

## PART B - OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (a) Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be listed and admitted to trading on Euronext Paris S.A. with effect from the Issue Date.
- (b) Estimate of total expenses related to admission to trading: €7,100.00

### 2. RATINGS

Ratings: The Notes to be issued have been rated: A by S&P Global Ratings Europe Limited (**S&P**).

S&P is established in the European Union and is registered under the Regulation (EC) No. 1060/2009 (as amended) (the **CRA Regulation**).

According to S&P's definitions, an obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitments on the obligation is still strong.

### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for the fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Lead Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. YIELD

Indication of yield: 1.939 per cent. *per annum*

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 5. USE AND ESTIMATED NET AMOUNT OF THE PROCEEDS

- (a) Estimated net amount of proceeds: €744,450,000

- (b) Use of proceeds: The proceeds will be used for general corporate purposes, including the partial refinancing of the Maui Jim acquisition.

## 6. OPERATIONAL INFORMATION

- (a) ISIN: FR001400A5M7
- (b) FISN: KERING/Bd 20300505 Sr
- (c) CFI: DBFNFB
- (d) Common Code: 247663550
- (e) Depositories:
- (i) Euroclear France to act as Central Depository: Yes
- (ii) Common Depository for Euroclear and Clearstream: No
- (f) Any clearing system(s) other than Euroclear and Clearstream and the relevant identification number(s): Not Applicable
- (g) Delivery: Delivery against payment
- (h) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

## 7. DISTRIBUTION

- (a) If syndicated, names of Joint Lead Managers: Banco Santander, S.A.  
Crédit Agricole Corporate and Investment Bank  
Deutsche Bank Aktiengesellschaft  
Natixis  
Société Générale  
UniCredit Bank AG
- (b) Date of Subscription Agreement: 3 May 2022
- (c) Stabilising Manager (if any): Société Générale
- (d) If non-syndicated, name of relevant Dealer: Not Applicable
- (e) U.S. Selling Restrictions: The Issuer is Category 2 for the purposes of Regulation S under the U.S. Securities Act of 1933,

as amended.

TEFRA Not Applicable

- (f) Prohibition of Sales to EEA Retail Investors: Applicable
- (g) Prohibition of Sales to UK Retail Investors: Applicable