

KERING

Société anonyme (*French corporation*) with a share capital of €493,683,112

Registered office: 40, rue de Sèvres - 75007 Paris

552 075 020 R.C.S. Paris

Preliminary Notice of Meeting

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on March 18, 2024

The shareholders are informed that they will be convened to a Combined General Meeting to be held at 3 p.m. (Central European Time) on Thursday, April 25, 2024, at Kering's head office at 40 rue de Sèvres, 75007 Paris, to deliberate on the following agenda:

AGENDA

Ordinary business

1. Approval of the parent company financial statements for the year ended December 31, 2023;
2. Approval of the consolidated financial statements for the year ended December 31, 2023;
3. Appropriation of net income for 2023 and setting of the dividend;
4. Ratification of Maureen Chiquet's cooption as Director;
5. Renewal of Jean-Pierre Denis's term of office as Director;
6. Appointment of Rachel Duan as Director;
7. Appointment of Giovanna Melandri as Director;
8. Appointment of Dominique D'Hinnin as Director;
9. Appointment of Deloitte & Associés as Statutory Auditor in charge of certifying sustainability information;
10. Appointment of PricewaterhouseCoopers Audit as Statutory Auditor in charge of certifying sustainability information;
11. Approval of the related-party agreement between the Company and Maureen Chiquet, Director;
12. Approval of the information referred to in Article L. 22-10-9(I) of the French Commercial Code relating to remuneration paid during or awarded in respect of the year ended December 31, 2023 to corporate officers;
13. Approval of the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to François-Henri Pinault, Chairman and Chief Executive Officer;
14. Approval of the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to Jean-François Palus, Group Managing Director until October 3, 2023;
15. Approval of the remuneration policy for the executive corporate officer;
16. Approval of the remuneration policy for Directors;
17. Authorization for the Board of Directors to purchase, retain and transfer the Company's shares;

Extraordinary business

18. Authorization for the Board of Directors to award free ordinary shares in the Company, either existing or to be issued, subject as the case may be to performance conditions, to members of the salaried staff and executive corporate officers of Company and related companies, or to certain categories thereof, with shareholders' preferential subscription rights being canceled in respect of the shares to be issued;

19. Delegation of authority to the Board of Directors to decide to increase the share capital by issuing ordinary shares reserved for employees, former employees and eligible corporate officers who are members of an employee savings plan, with shareholders' preferential subscription rights canceled (only to be used outside of public offer periods);

20. Delegation of authority to the Board of Directors to decide to increase the share capital by issuing ordinary shares reserved for named categories of beneficiaries, with shareholders' preferential subscription rights canceled in their favor (only to be used outside of public offering periods);

Ordinary business

21. Powers for formalities.

PRESENTATION OF DRAFT RESOLUTIONS

Ordinary resolutions

First resolution (Approval of the parent company financial statements for the year ended December 31, 2023) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, and having reviewed the parent company financial statements, the Board of Directors' reports including the Management Report and the report on corporate governance, and the Statutory Auditors' report on the financial statements, the Annual General Meeting approves in full and without reservation the parent company financial statements for the year ended December 31, 2023, as presented, showing accounting net income of €1,855,170,877.52, as well as the transactions represented in those statements and summarized in those reports.

Second resolution (Approval of the consolidated financial statements for the year ended December 31, 2022) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, and having reviewed the Board of Directors' report on the Group's management presented in the Management Report for the year ended December 31, 2023 pursuant to Article L. 233-26 of the French Commercial Code, and the Statutory Auditors' report on the 2023 consolidated financial statements, the Annual General Meeting approves in full and without reservation the consolidated financial statements for the year ended December 31, 2023, as presented, as well as the transactions represented in those statements and summarized in the report on the Group's management.

Third resolution (Appropriation of net income for 2023 and setting of the dividend) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, and having reviewed the Board of Directors' report and the Statutory Auditors' reports, the Annual General Meeting:

1. Notes that the financial statements for the year ended December 31, 2023, as approved by this Meeting, show (i) net income of €1,855,170,877.52, (ii) no requirement for any further appropriation to the statutory reserve as it already amounts to 10% of the share capital, and (iii) retained earnings before appropriation of €2,982,884,802.66, resulting in distributable net income of €4,838,055,680.18;

2. Resolves to appropriate the distributable net income of €4,838,055,680.18 as follows:

Net income for the year		€1,855,170,877.52
Appropriation to the legal reserve ⁽¹⁾		-
Retained earnings before appropriation	(+)	€2,982,884,802.66
Distributable net income	(=)	€4,838,055,680.18

(1) The amount of the legal reserve has reached 10% of the share capital.

Distribution of dividends		
Dividend		€1,727,890,892.00
Including interim dividend ⁽¹⁾		€551,605,077.00
Appropriation to retained earnings	(=)	€3,110,164,788.18

(1) Interim dividend of €4.50 per share paid on January 17, 2024.

3. Thus resolves to pay a dividend of €14 per share, i.e., €1,727,890,892, the balance being appropriated to retained earnings. In the event of a change in the number of shares carrying dividend rights compared to the 123,420,778 shares making up the share capital as of December 31, 2023, the total amount of the dividend would be adjusted accordingly and the amount appropriated to retained earnings would be calculated on the basis of the dividend actually paid;

4. States that canceled shares and shares held in treasury on the date of the dividend payment will be excluded from this distribution and that the corresponding amounts will be appropriated to retained earnings;

5. Formally notes that an interim dividend of €4.50 per share was paid on January 17, 2024, and resolves that the final dividend of €9.50 per share will be paid on May 6, 2024, with an ex-dividend date of May 2, 2024;

6. Formally notes that the cash dividend (including the interim dividend) payable to shareholders will be treated as a distribution for tax purposes subject, for individual shareholders whose tax residence is in France, to the 30% flat-rate withholding tax (*prélèvement forfaitaire unique*) as provided for in Article 200 A-1 of the French General Tax Code or, subject to an election, (i) to personal income tax under the progressive rate system after the 40% tax relief (Articles 200 A,2 and 158,3,2° of the French General Tax Code) and (ii) social security contributions;

7. Recalls that the dividends paid out in respect of the three years preceding financial year 2023 were as follows:

Fiscal year	Total number of shares making up the share capital	Dividend per share (in €)	Total (in € millions)
2020	125,017,916	8.00 ⁽¹⁾	1,000.1
2021	124,692,916	12.00 ⁽¹⁾	1,496.3
2022	124,070,778	14.00 ⁽¹⁾	1,737.0

(1) Distributions qualifying for the 40% tax relief, as applicable.

Fourth resolution (Ratification of Maureen Chiquet's cooption as Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, pursuant to the provisions of Article L. 225-24 of the French Commercial Code, the Annual General Meeting ratifies the appointment made on a provisional basis by the Board of Directors in its meeting of July 18, 2023 with effect from September 1, 2023, of Maureen Chiquet as Director, replacing Daniela Riccardi, who has resigned, for the remainder of the latter's term of office, i.e., until the end of the Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2025.

Fifth resolution (Renewal of Jean-Pierre Denis's term of office as Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, noting that Jean-Pierre Denis's term of office as Director expires at the end of the present Annual General Meeting, the Annual General Meeting resolves to renew his term of office for the four-year period provided for by the Articles of Association, i.e., until the end of the

Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2027.

Sixth resolution (Appointment of Rachel Duan as Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the Annual General Meeting resolves to appoint Rachel Duan as Director for the four-year period provided for by the Articles of Association, i.e., until the end of the Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2027.

Seventh resolution (Appointment of Giovanna Melandri as Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the Annual General Meeting resolves to appoint Giovanna Melandri as Director for the four-year period provided for by the Articles of Association, i.e., until the end of the Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2027.

Eighth resolution (Approval of Dominique D'Hinnin as Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the Annual General Meeting resolves to appoint Dominique D'Hinnin as Director for the four-year period provided for by the Articles of Association, i.e., until the end of the Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2027.

Ninth resolution (Appointment of Deloitte & Associés as Statutory Auditor in charge of certifying sustainability information) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, having reviewed the Board of Directors' report and in accordance with Articles L. 821-44 et seq. of the French Commercial Code and French government order no. 2023-1142 of December 6, 2023, particularly Article 38 thereof, the Annual General Meeting resolves to appoint Deloitte & Associés as Statutory Auditor in charge of certifying sustainability information for a term of two financial years, i.e., for the remainder of its term as Statutory Auditor in charge of certifying the financial statements. The term of its appointment will expire at the end of the Ordinary Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2025.

Tenth resolution (Appointment of PricewaterhouseCoopers Audit as Statutory Auditor in charge of certifying sustainability information) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, having reviewed the Board of Directors' report and in accordance with Articles L. 821-44 et seq. of the French Commercial Code and French government order no. 2023-1142 of December 6, 2023, particularly Article 38 thereof, the Annual General Meeting resolves to appoint PricewaterhouseCoopers Audit as Statutory Auditor in charge of certifying sustainability information for a term of four financial years, i.e., for the remainder of its term as Statutory Auditor in charge of certifying the financial statements. The term of its appointment will expire at the end of the Ordinary Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2027.

Eleventh resolution (Approval of the related-party agreement between the Company and Maureen Chiquet, Director) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report on related-party agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code, the Annual General Meeting approves the related-party agreement that received prior authorization from the Board of Directors on July 18, 2023 and was formed between the Company and Maureen Chiquet in accordance with that authorization.

Twelfth resolution (Approval of the information referred to in Article L. 22-10-9(I) of the French Commercial Code relating to remuneration paid during or awarded in respect of the year ended December 31, 2023 to corporate officers) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and in application of the provisions of Article L. 22-10-34, I of the French Commercial Code, the Annual General Meeting, having reviewed the Board of

Directors' report on corporate governance, approves the information referred to in Article L. 22-10-9, I of the French Commercial Code relating to the remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to corporate officers, as described in the aforementioned report, which is included in the 2023 Universal Registration Document, Chapter 3 "Corporate governance", section 5.3 "Report on the remuneration paid during or awarded in respect of 2023 to corporate officers in respect of their duties (*ex-post* vote)".

Thirteenth resolution (Approval of the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to François-Henri Pinault, Chairman and Chief Executive Officer) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, in application of the provisions of Article L. 22-10-34, II of the French Commercial Code, and having reviewed the Board of Directors' report on corporate governance, the Annual General Meeting approves the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to François-Henri Pinault in respect of his duties as Chairman and Chief Executive Officer. These components are presented in the 2023 Universal Registration Document in Chapter 3, "Corporate governance", section 5.3.1, "Remuneration paid during or awarded in respect of 2023 to the Chairman and Chief Executive Officer and the Group Managing Director who was in post until October 3, 2023 (executive corporate officers) in respect of their duties".

Fourteenth resolution (Approval of the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to Jean-François Palus, Group Managing Director until October 3, 2023) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, in application of Articles L. 22-10-34, II of the French Commercial Code, and having reviewed the Board of Directors' report on corporate governance, the Annual General Meeting approves the fixed, variable and exceptional components of total remuneration and benefits in kind paid during or awarded in respect of the year ended December 31, 2023 to Jean-François Palus in respect of his duties as Group Managing Director until October 3, 2023. These components are presented in the 2023 Universal Registration Document in Chapter 3, "Corporate governance", section 5.3.1, "Remuneration paid during or awarded in respect of 2023 to the Chairman and Chief Executive Officer and the Group Managing Director who was in post until October 3, 2023 (executive corporate officers) in respect of their duties".

Fifteenth resolution (Approval of the remuneration policy for the executive corporate officer) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report on corporate governance, the Annual General Meeting approves, pursuant to the provisions of Article L. 22-10-8 of the French Commercial Code, the remuneration policy for the executive corporate officer as described in the aforementioned report, which is included in the 2023 Universal Registration Document, Chapter 3 "Corporate governance", section 5.1 "Remuneration policy applicable to the Chairman and Chief Executive Officer (executive corporate officer) for 2024 subject to approval by the Annual General Meeting of April 25, 2024 (*ex-ante* vote)".

Sixteenth resolution (Approval of the remuneration policy for Directors) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report on corporate governance, the Annual General Meeting approves, pursuant to the provisions of Article L. 22-10-8 of the French Commercial Code, the remuneration policy for Directors as described in the aforementioned report, which is included in the 2023 Universal Registration Document, Chapter 3 "Corporate governance", section 5.2 "Remuneration policy applicable to Directors for 2024 subject to approval by the Annual General Meeting of April 25, 2024 (*ex-ante* vote)".

Seventeenth resolution (Authorization for the Board of Directors to purchase, retain and transfer the Company's shares) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, having reviewed the Board of Directors' report, and in accordance with Articles 241-1 et seq. of the AMF General Regulations, the Annual General Meeting:

1. Authorizes the Board of Directors, with the option to sub-delegate such authorization under the conditions determined by law or in the Articles of Association, to purchase or arrange for the purchase of the Company's shares, on one or more occasions, at times it considers appropriate, limited to a

number of shares representing a maximum of 10% of the capital at any time, in accordance with Articles L. 225-210 et seq. and L. 22-10-62 et seq. of the French Commercial Code and Regulation (EU) 596/2014 of the European Parliament and of the Council of April 16, 2014 on market abuse. This percentage will apply to the capital adjusted to take into account transactions with regard to the capital carried out after this Annual General Meeting (for information purposes, at March 1, 2024, this would represent 12,342,077 shares). In accordance with statutory provisions, in the case of shares purchased under a liquidity agreement, (i) the number of shares included for the calculation of the 10% ceiling corresponds to the number of shares purchased less any shares sold during the authorization period, and (ii) the maximum percentage of shares purchased by the Company with the aim of retaining and subsequently exchanging them or tendering them as payment in connection with an external growth transaction, a merger, demerger or contribution will be limited to 5% of the share capital at all times. Shares acquired by the Company may under no circumstances result in it holding, directly or indirectly through subsidiaries, more than 10% of the share capital;

2. Resolves that purchases, disposals, exchanges and transfers of shares may be made in any way permitted under current or future regulations, on all markets, including through multilateral trading systems (MTF) or a systematic internalizer or over-the-counter, including through the acquisition or sale of blocks (without limiting the portion of the share buyback program that may be carried out in this way), such means including the implementation of option strategies (purchase and sale of call and put options, and all combinations thereof, in accordance with the regulations in force), through a public offering at any time, except in the case of a third party exchange or tender offer for the Company's shares;

3. Resolves that shares may be purchased, sold, exchanged or transferred in order to:

- ensure liquidity or maintain an active secondary share market, using an investment services provider acting independently under the terms of a liquidity agreement complying with an Ethics Charter recognized by the AMF, or

- use some of all of the shares acquired to meet obligations related to stock purchase option plans, free share plans (for existing shares), the allotment of shares under the French statutory profit-sharing plan and any other allotment to employees and executive corporate officers, including the implementation of savings plans for employees and executive corporate officers of the Company and of affiliated French or foreign companies under the terms and in accordance with arrangements provided for by law, and to transfer or allocate shares to them in accordance with applicable laws and regulations in France or any other jurisdiction, or

- enable investment or financing by subsequently tendering shares (in connection with an exchange, payment or otherwise) as part of an external growth transaction, merger, demerger or contribution, or

- deliver shares in relation to the exercise of rights attached to securities carrying rights to shares in the Company through redemption, conversion, exchange, presentation of a warrant or in any other way, or

- cancel some or all of the shares acquired according to the terms and subject to the limits provided for in Article L. 22-10-62 of the French Commercial Code;

4. Resolves that the maximum purchase price will be set at €700 per share (or the equivalent of this amount in any other currency on the same date), excluding acquisition fees. The Annual General Meeting further delegates powers to the Board of Directors, which may sub-delegate such powers on terms determined by the Articles of Association or by law, in the event of a change in the par value of the shares, an increase in the share capital through the capitalization of reserves, a free share award, or a share split or reverse share split, to adjust this amount to account for the impact of these transactions on the share price;

5. Pursuant to Article R. 225-151 of the French Commercial Code, sets the total maximum amount of the share buyback program, authorized above, at €8,639,453,900 (excluding acquisition costs) given the maximum purchase price of €700 per share applicable to the maximum number of 12,342,077 shares that may theoretically be acquired based on the share capital at March 1, 2024 and excluding treasury shares;

6. Grants full powers to the Board of Directors, which may be delegated in accordance with the law, to place any and all buy and sell orders on or off the market, except during the period of a public offer to buy the Company's shares, use or re-use the shares purchased for various objectives in accordance with applicable laws and regulations, enter into agreements, in particular with a view to keeping registers of share purchases and sales, prepare all documents, complete all formalities, make all disclosures and filings with the AMF and any other bodies regarding the transactions carried out under this resolution, set the terms and conditions for protecting, where appropriate, the rights of holders of securities carrying rights to shares in the Company and beneficiaries of options in accordance with applicable regulations and, generally, do all that will be necessary, including signing all sale or transfer agreements, entering into liquidity or other agreements, making the relevant disclosures and completing all the necessary formalities;
7. Further grants full powers to the Board of Directors, which may delegate them on terms determined by the Articles of Association or by law, if the objectives authorized for share buyback programs were to be extended or supplemented by law or by the AMF, to inform the public of any possible changes in the program in relation to the changed objectives in accordance with applicable laws and regulations;
8. Formally notes that the Board of Directors must inform the Annual General Meeting of transactions carried out within the scope of this resolution;
9. Sets at 18 months, from the date of this Annual General Meeting, the period of validity of this authorization;
10. Formally notes that this authorization cancels, from the date of this Annual General Meeting, the unused part of the authorization for the same purpose granted to the Board of Directors by the Ordinary General Meeting of April 27, 2023, in its ninth resolution.

Extraordinary resolutions

Eighteenth resolution (Authorization for the Board of Directors to award free ordinary shares in the Company, either existing or to be issued, subject as the case may be to performance conditions, to members of the salaried staff and executive corporate officers of Company and related companies, or to certain categories thereof, with shareholders' preferential subscription rights being canceled in respect of the shares to be issued) —

Deliberating in accordance with the rules of quorum and majority applicable to extraordinary general meetings and with the provisions of Articles L. 225-129-1, L. 225-197-1 et seq. and L. 22-10-59 et seq. of the French Commercial Code, and having reviewed the Board of Directors' report and the Statutory Auditors' special report, the Annual General Meeting:

1. Authorizes the Board of Directors, under Articles L. 225-197-1 et seq. and L. 22-10-59 et seq. of the French Commercial Code, to award, on one or more occasions, in amounts and at times it shall deem appropriate, free ordinary shares in the Company, existing or to be issued, to beneficiaries it shall determine from among the salaried personnel and eligible executive corporate officers of the Company (meeting the conditions set out in Article L. 225-197-1, II of the French Commercial Code) and of companies or groups related to it in accordance with Article L. 225-197-2 of the French Commercial Code or certain categories of them;
2. Resolves that the awards made under the present authorization may not exceed 1% of the number of shares, existing or to be issued, making up the Company's share capital on the date the Board of Directors decides to award them, it being stipulated that that number does not take into account any adjustments that may be made in accordance with applicable legislative and regulatory provisions and, as the case may be, contractual stipulations that provide for other cases of adjustment, in order to preserve the rights of beneficiaries in the event of financial transactions or transactions on the Company's capital or equity;
3. Resolves that awards made under the present authorization may be made, on terms provided for by law, in favor of eligible executive corporate officers of the Company (who meet the conditions provided

for in Article L. 225-197-1, II of the French Commercial Code), provided that the number of ordinary shares definitively awarded does not represent more than 20% of all shares awarded free of charge in each financial year by the Board of Directors;

4. Resolves that awards of ordinary shares to their beneficiaries shall be definitive after a vesting period of at least three years determined by the Board of Directors;

5. Resolves that, where a beneficiary suffers a disability falling into the second or third category provided for by Article L. 341-4 of the French Social Security Code (or the equivalent outside France), the ordinary shares shall vest in that beneficiary before the end of the vesting period mentioned in the previous paragraph, and will then be fully assignable from the time of their delivery;

6. Resolves that the vesting of ordinary shares under the present authorization is subject to all beneficiaries complying with conditions and, as the case may be, award criteria that may be set by the Board of Directors;

7. Resolves that the vesting of ordinary shares under the present authorization in the eligible executive corporate officers of the Company (who meet the conditions provided for in Article L. 225-197-1, II of the French Commercial Code) is also subject to the fulfillment of performance conditions determined by the Board of Directors on the date the award decision is made;

8. Authorizes the Board of Directors to carry out one or more capital increases through the capitalization of additional paid-in capital, reserves or profits in order to issue shares under the terms provided for in the present authorization and notes that if an award is made of shares yet to be issued, this authorization entails the cancellation, in favor of the beneficiaries of the ordinary shares awarded free of charge, of shareholders' preferential subscription rights, since the corresponding capital increase will be definitively carried out simply through the vesting of the ordinary shares in the beneficiaries;

9. Resolves that the Company may, during the vesting period, as the case may be, make any necessary adjustments to the number of ordinary shares awarded free of charge in order to preserve the rights of beneficiaries, depending on any transactions relating to the Company's capital in circumstances provided for in Article L. 225-181 of the French Commercial Code;

10. Grants all powers to the Board of Directors, with the power to sub-delegate under the terms provided for by the texts in force, to implement the present authorization and particularly in order to:

- determine whether the ordinary shares awarded free of charge will be existing shares of the Company or shares to be issued,

- determine the award date(s) on which ordinary shares will be awarded in accordance with regulations in force on the dates of the relevant transactions,

- determine all conditions and, as the case may be, criteria for ordinary share awards, including the terms under which the shares will be awarded (particularly service and performance conditions), and determine the identity of beneficiaries or the category or categories of beneficiaries of ordinary share awards and determine the number of ordinary shares awarded to each of them, it being stipulated that the awarding of ordinary shares to eligible executive corporate officers of the Company (who meet the conditions under Article L. 225-197-1, II of the French Commercial Code) will take place in accordance with the remuneration policy for corporate officers established in accordance with Article L. 22-10-8 of the French Commercial Code,

- as the case may be, increase the capital through the capitalization of reserves or additional paid-in capital in order to issue ordinary shares in the Company awarded free of charge and deduct, as the case may be, the sums required to pay up those shares from reserves, profits or additional paid-in capital,

- carry out during the vesting period, if it deems it necessary, adjustments to the number of shares awarded free of charge in order to preserve the rights of beneficiaries, in accordance with regulations in force on the dates of the relevant transactions, depending on any financial transactions relating to the

Company's equity, it being stipulated that ordinary shares awarded through those adjustments will be deemed to be awarded on the same day as the ordinary shares initially awarded,

- set (possibly retroactively) the dividend entitlement date for the new ordinary shares to be issued,
- provide for the ability to suspend award rights temporarily in the event of financial transactions,
- as regards the Company's executive corporate officers, either resolve that performance shares will not be assignable by the relevant persons before they leave their roles, or determine the quantity of performance shares that they will be required to hold in registered form until they leave their roles,
- note the vesting dates and the dates from which the ordinary shares will be freely assignable, given statutory restrictions,
- and, more generally, do whatever is useful or necessary such as forming any agreements, drafting any documents, including in order to complete planned transactions, carrying out any acts and formalities in order to record the completion of any capital increases resulting from the awarding of ordinary shares in the Company free of charge, amending the articles of association accordingly, and carrying out all formalities required to admit the issued shares to trading;

11. Notes that this authorization renders any previous authorization with the same purpose ineffective in respect of its unused portion. The present authorization is granted for a period of 38 months from the date of the present Annual General Meeting, i.e., until June 25, 2027.

The Board of Directors will inform the Annual General Meeting every year of transactions carried out under this authorization, in accordance with and under the terms provided for in Article L. 225-197-4 of the French Commercial Code.

Nineteenth resolution (Delegation of authority to the Board of Directors to decide to increase the share capital by issuing ordinary shares reserved for employees, former employees and eligible corporate officers who are members of an employee savings plan, with shareholders' preferential subscription rights canceled (only to be used outside of public offer periods) — Deliberating in accordance with the rules of quorum and majority applicable to extraordinary general meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and in accordance with Articles L. 225-129-6, L. 225-138, L. 225-138-1 et seq. and L. 22-10-49 of the French Commercial Code, and Articles L. 3332-18 et seq. of the French Labor Code, the Annual General Meeting:

1. Delegates authority to the Board of Directors, with the possibility to sub-delegate such authorization in accordance with the law or the Articles of Association, acting at its sole discretion, on one or more occasions, to increase the share capital by issuing ordinary shares in the Company, in the amounts and at the times it deems appropriate, subject to a maximum nominal amount equal to 0.5% of the share capital as of the date of the present Meeting, it being stipulated that:

- this upper limit is common to the twentieth resolution of the present Annual General Meeting,
- the nominal amount of any capital increase carried out under this delegation of authority will count toward the overall nominal upper limit for capital increases determined by the eleventh resolution of the Annual General Meeting of April 27, 2023;

2. Reserves the subscription of shares to be issued for employees, former employees and eligible corporate officers who are members of an employee savings plan (or members of any other plan for whom Articles L. 3332-1 et seq. of the French Labor Code or any similar law or regulation allow a share capital increase to be reserved under equivalent conditions) established within a French or foreign company or group of companies within the scope of consolidation of the Company pursuant to Article L. 3344-1 of the French Labor Code;

3. Resolves that the issue price of new shares to be issued under this resolution will be determined in accordance with Articles L. 3332-18 et seq. of the French Labor Code, it being specified that the discount set in accordance with the aforementioned Articles L. 3332-18 et seq. may not exceed 30% of the Reference Price; for the purposes of this paragraph, the Reference Price means the average of Kering's opening share prices on the Euronext Paris regulated market during the 20 trading days preceding the

date of the decision setting the opening date of the subscription period for members of a company savings plan (or similar plan). However, the Annual General Meeting expressly authorizes the Board of Directors, should it deem it appropriate, when implementing this delegation of authority, to reduce or cancel the amount of the discount on a case-by-case basis due to legal, tax, or social security constraints applicable outside France, in certain countries in which the Kering group entities participating in the share capital increases are located;

4. Resolves that this delegation of authority entails the cancellation of the shareholders' preferential subscription rights in respect of the shares to be issued in favor of the employees, former employees and eligible corporate officers mentioned above, for whom they are reserved. Shareholders waive their right to any free allocation of shares that may be issued pursuant to this resolution relating to the discount or the Company's contribution in accordance with the paragraph below;

5. Resolves that the Board of Directors will have full powers, with the possibility to sub-delegate said powers on terms determined by the Articles of Association or by law, to grant newly issued or existing shares to the beneficiaries referred to above, in order to replace all or part of the discount on the Reference Price referred to above and/or the Company's contribution, provided that the benefit resulting from such grant remains within the statutory and regulatory limits pursuant to Articles L. 3332-1 to L. 3332-21 of the French Labor Code;

6. States that no share capital increase may exceed the amount of the shares subscribed by employees, former employees and eligible corporate officers, individually or via an employee investment fund (FCPE) or any other structure or entity as may be permitted under the applicable legal or regulatory provisions;

7. Grants full powers to the Board of Directors, which may sub-delegate such powers on terms determined by the Articles of Association or by law, to implement this delegation of authority, in particular in order to:

- draw up, in accordance with the law, a list of companies whose employees are members of company savings plans (or similar plans) and thus eligible to subscribe the shares and benefit, where applicable, from the free allocation of shares in respect of the discount and/or Company contribution,

- set the opening date and the closing date of the subscription period,

- set the amounts of issues made pursuant to this delegation of authority and determine the issue prices, dates, timeframes and the terms and conditions for the subscription, payment, delivery and dividend entitlement of securities (which may be retroactive), as well as other terms and conditions of issue, subject to the statutory and regulatory limits in force,

- in the event that shares are awarded free of charge, in respect of the discount and/or Company contribution, decide to deduct the sums required to pay up those shares from reserves, profits or additional paid-in capital,

- formally note the capital increases to the extent of the shares subscribed (after any reduction in the event that an issue is oversubscribed),

- and enter into agreements, carry out all transactions, either directly or through an agent, including formalities relating to the capital increases and corresponding amendments of the Articles of Association, at its sole initiative and if it deems it appropriate, deduct the costs of capital increases from the additional paid-in capital relating to those capital increases and deduct the sums necessary from that amount to increase the statutory reserve to one tenth of the new capital after each capital increase, and generally, enter into agreements, in particular in order to successfully complete the contemplated issues, take such measures and decisions and carry out such formalities as may be appropriate for the issuance, listing and financial servicing of securities issued pursuant to this delegation of authority and the exercise of the rights associated therewith and all formalities related to the capital increases;

8. Resolves that the Board of Directors may not, unless previously authorized to do so by the Annual General Meeting, use this delegation of authority from the date on which a third party files a proposed public tender offer for the Company's shares until the end of the offer period;

9. Formally notes that the present delegation of authority cancels, from the date of this Annual General Meeting, the unused part of the delegation of authority for the same purpose granted to the Board of

Directors by the Ordinary General Meeting of April 27, 2023, in its eighteenth resolution.

This delegation of authority is granted to the Board of Directors for a term of 26 months from the date of the present Meeting.

Twentieth resolution (Delegation of authority to the Board of Directors to decide to increase the share capital by issuing ordinary shares reserved for named categories of beneficiaries, with shareholders' preferential subscription rights canceled in their favor (only to be used outside of public offering periods)) — Deliberating in accordance with the rules of quorum and majority applicable to extraordinary general meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and in accordance with Articles L. 225-129, L. 225-129-2, L. 22-10-49 and L. 225-138 of the French Commercial Code, the Annual General Meeting:

1. Delegates authority to the Board of Directors, with the possibility to sub-delegate such authorization in accordance with the law or the Articles of Association, acting at its sole discretion, on one or more occasions, to increase the share capital by issuing shares reserved for a category of beneficiaries defined below;

2. Resolves to set the maximum nominal amount of the capital increase that may take place under the present delegation of authority at 0.5% of the share capital on the date of the present Annual General Meeting, it being stipulated that:

- this upper limit is common to the nineteenth resolution of the present Annual General Meeting,
- the nominal amount of any capital increase carried out under this delegation of authority will count toward the overall nominal upper limit for capital increases determined by the eleventh resolution of the Annual General Meeting of April 27, 2023;

3. Resolves that the issue price of new shares to be issued under this resolution will be at least equal to 70% of the Reference Price, which means the average of Kering's opening share prices on the Euronext Paris regulated market during the 20 trading days preceding the date of the decision setting the opening date of the subscription period; however, the Annual General Meeting expressly authorizes the Board of Directors, should it deem it appropriate, when implementing this delegation of authority, to reduce or cancel the amount of the aforementioned discount on a case-by-case basis due to legal, tax, or social security constraints applicable outside France and applicable locally to a category of beneficiaries defined below;

4. Resolves that this delegation of authority entails the cancellation of the shareholders' preferential subscription right in respect of the shares to be issued and reserves the right to subscribe them for a category of beneficiaries with the following characteristics: (i) employees and corporate officers of companies that are related to the Company under Articles L. 225-180 and L. 233-16 of the French Commercial Code and that have their registered office outside of France so that they can subscribe shares in the Company on terms that are economically equivalent to those offered to members of company savings plans as part of a capital increase carried out under the nineteenth resolution of the present Annual General Meeting; and/or (ii) undertakings for the collective investment in transferable securities (UCITS) or other employee share ownership entities invested in the Company's securities, whether or not they are legal entities, whose unitholders or shareholders consist of the persons mentioned in (i) above;

5. Grants full powers to the Board of Directors, which may sub-delegate them on the terms determined by the Articles of Association or by law, to implement this delegation of authority, subject to the limits and conditions set out above, in particular in order to:

- decide to issue shares in the Company,
- determine all conditions and arrangements of such issues and in particular set the amounts of issues made pursuant to this delegation of authority, determine the list of persons benefiting from the cancellation of preferential subscription rights within the category defined above and the number of shares to be subscribed by each of them, and in particular determine the issue prices, dates, timeframes and the terms and conditions for the subscription, payment, delivery and dividend entitlement of securities (which may be retroactive), as well as other terms and conditions of issue, subject to the legal and regulatory limits in force,

- formally note the capital increases to the extent of the shares subscribed (after any reduction in the event that an issue is oversubscribed),

- and enter into agreements, carry out all transactions, either directly or through an agent, including formalities relating to the capital increases and corresponding amendments of the Articles of Association, at its sole initiative and if it deems it appropriate, deduct the costs of capital increases from the additional paid-in capital relating to those capital increases and deduct the sums necessary from that amount to increase the statutory reserve to one tenth of the new capital after each capital increase, and generally, enter into agreements, in particular in order to successfully complete the contemplated issues, take such measures and decisions and carry out such formalities as may be appropriate for the issuance, listing and financial servicing of securities issued pursuant to this delegation of authority and the exercise of the rights associated therewith and all formalities related to the capital increases;

6. Resolves that the Board of Directors may not, unless previously authorized to do so by the Annual General Meeting, use this delegation of authority from the date on which a third party files a proposed public tender offer for the Company's shares until the end of the offer period;

7. Formally notes that the present delegation of authority cancels, from the date of this Annual General Meeting, the unused part of the delegation of authority for the same purpose granted to the Board of Directors by the Ordinary General Meeting of April 27, 2023, in its nineteenth resolution.

This delegation of authority is granted to the Board of Directors for a term of 18 months from the date of the present Meeting.

Ordinary resolutions

Twenty-first resolution (Powers for formalities) — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, the Annual General Meeting grants full powers to the bearer of an original, a copy or certified extract of the minutes of this meeting to complete or procure the completion of any and all filings, publication or other formalities as may be required.

I. – Formalities to be complied with to take part in the Annual General Meeting

Any shareholder, regardless of the number of shares they hold and the form (registered or bearer) in which they hold them, can take part in the Annual General Meeting in accordance with the applicable statutory and regulatory provisions.

In accordance with Article R. 22-10-28 of the French Commercial Code, that right is subject to the registration of the shares in the name of the shareholders or, pursuant to Article L. 228-1 of the French Commercial Code, in the name of the financial intermediary registered on their behalf if they are non-resident, on the second business day preceding the Meeting, i.e. on **Tuesday April 23, 2024** at 12 a.m. (Central European Time), either in the accounts of registered securities held for the Company by its representative, Société Générale Securities Services, or in the accounts of bearer securities held by an intermediary as specified under Article L. 211-3 of the French Monetary and Financial Code.

The registration of securities in the registry of bearer securities maintained by the authorized intermediary shall be established by a shareholding certificate issued by the intermediary, as the case may be by electronic means, under the conditions set forth in Article R. 22-10-28 of the French Commercial Code (with reference to Article R. 225-61 of the same Code), and enclosed with:

- the voting or proxy form; or
- the admission card request;

prepared in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary.

A shareholding certificate may also be issued to any shareholder who wish to attend the Annual General Meeting in person and has not received an admission card on the second business day preceding the Meeting, i.e., on **Tuesday, April 23, 2024** at 12 a.m. (Central European Time).

II. – Modalities for taking part in the Annual General Meeting

Shareholders may choose one of the three following methods to take part in the Annual General Meeting:

- attend the Annual General Meeting in person;
- using mail, by voting or being represented by granting a proxy to the Chair of the Meeting or to any other person of their choice;
- online, by voting or being represented by granting a proxy to the Chair of the Meeting or to any other person of their choice;

It is recommended to shareholders not to wait the last few days preceding the Meeting to express their mode of participation in the Annual General Meeting.

We inform you that the Annual General Meeting will be broadcast live at:

<https://www.kering.com/en/finance/shareholders-information/annual-general-meeting/>.

1 – Modalities to attend the Annual General Meeting in person:

Registered shareholders

Registered shareholders who have not opted to receive notices of meeting electronically will receive the voting form by post, enclosed with the notice of meeting. They may request their admission card by filling in the appropriate box on the form and returning it duly completed and signed using the prepaid envelope enclosed with the notice of meeting.

Registered shareholders may also request their admission card online. To do so, they shall connect to the Votaccess platform accessible through the Sharinbox website: www.sharinbox.societegenerale.com. Once logged in, the instructions on-screen will allow to connect to Votaccess and request an admission card.

Registered shareholders who have not received their admission card on the second business day preceding the Annual General Meeting (i.e., on **Tuesday, April 23, 2024**), may attend the Meeting in person upon presentation of an ID document.

Bearer shareholders

Bearer shareholders are invited to ask their account-keeping institution for an admission card to be sent to them.

Bearer shareholders whose account-keeping institution has signed up to the Votaccess service may request their admission card online by connecting to the internet portal of their account-keeping institution using their usual access details. Then simply click on the icon that appears on the row corresponding to your Kering shares and follow the instructions on-screen to connect to Votaccess and request an admission card.

Under no circumstances should requests for an admission card be sent directly to Kering.

Bearer shareholders who have not received their admission card by the second business day preceding the Annual General Meeting, i.e., on **Tuesday, April 23, 2024**, shall request a shareholding certificate from their account-keeping institution.

On the day of the Annual General Meeting, all shareholders shall prove their status as shareholder and identity during the registration formalities.

2 – Modalities to vote online or by mail, or to give a proxy to the Chair of the Annual General Meeting or to be represented at the Meeting:

2.1 – By post (using the paper form)

Registered shareholders

Registered shareholders who have not opted to receive notices of meeting electronically will receive the voting form by post, enclosed with the notice of meeting. They may vote remotely or appoint the Chair of the Meeting or another person to act as their proxy in the Meeting by filling in the appropriate box on the form and returning it duly completed and signed using the prepaid envelope enclosed with the notice of meeting.

To be taken into account, the fully completed and signed voting form, including the designation or revocation of a proxy as the case may be, must be received by Société Générale Securities Services at the latest three days before the Annual General Meeting, i.e., by 11:59 p.m. (Central European Time) on **Monday, April 22, 2024**.

Bearer shareholders

Bearer shareholders shall request the voting form to their account-keeping institution. Once completed and signed, this voting form should be returned to their account-keeping institution, which will send that form together with a shareholding certificate to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 – 44308 NANTES Cedex 3.

To be taken into account, the fully completed and signed voting form, including the designation or revocation of a proxy as the case may be, must be sent to the account-keeping institution early enough to be received by Société Générale Securities Services at the latest three days before the Annual General Meeting, i.e., by 11:59 p.m. (Central European Time) on **Monday, April 22, 2024**.

Under no circumstances should voting forms be sent directly to Kering.

2.2. – Online (using the Votaccess service)

Registered shareholders

Registered shareholders who wish to vote online or appoint the Chair of the Meeting or another person to act as their proxy should connect to the Votaccess platform via the Sharinbox website: www.sharinbox.societegenerale.com.

Once connected, they shall follow the instructions on-screen to access the Votaccess service and vote or appoint or revoke a proxy.

Bearer shareholders

Bearer shareholders shall consult their account-keeping institution in order to know whether it has signed up or not to the Votaccess service and, in such case, whether this access is subject to specific terms of use.

– If the account-keeping institution has signed up to the Votaccess service:

Shareholders shall connect to the online portal of their account-keeping institution using their usual access details and then click on the icon that appears on the row corresponding to the Kering shares to access the Votaccess platform and vote, grant or revoke a proxy.

– If the account-keeping institution has not signed up to the Votaccess service;

Notification of the designation or revocation of a proxy may be sent by email to the following address: assemblees.generales@sgss.socgen.com. This email shall contain the following information: name of the company concerned (Kering), date of the Annual General Meeting, first name, last name, address and bank account details of the bearer shareholder and first name, last name and if possible address of the proxy.

Shareholders shall instruct their account-keeping instruction to send written confirmation to Société Générale Securities Services:

- by post, at the latest three days before the Annual General Meeting, i.e., on **Monday, April 22,**

- 2024**, to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44308 NANTES Cedex 3; or
- by email, by 3 p.m. (Central European Time) at the latest the day before the Annual General Meeting, i.e., on **Monday, April 22, 2024**, to assemblees.generales@sgss.socgen.com.

Only notifications regarding the designation or revocation of a proxy may be sent to the aforementioned email address. Any other request or notification for any other purpose will not be taken into account and/or dealt with.

It is recalled that, in accordance with Article R. 22-10-28 of the French Commercial Code, any shareholder who has already voted remotely, granted a proxy or requested the admission card, can no longer choose another method of participation, but may nevertheless transfer all or part of his/her/its shares. However, if the transfer takes place before 12 a.m. (Central European Time) on the second business day preceding the Annual General Meeting, i.e., on **Tuesday, April 23, 2024**, the Company will invalidate or amend, as the case may be, the remote vote, the proxy, the admission card or the certificate of shareholding. No transfer made after 12 a.m. (Central European Time) on the second business day preceding the Meeting, i.e., on **Tuesday, April 23, 2024**, regardless of the means used, will be notified by the intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code or taken into consideration by the Company, notwithstanding any agreement to the contrary.

The Votaccess website will be open from 9 a.m. on **Monday, April 8, 2024**, until 3 p.m. on **Wednesday, April 24, 2024** (Central European Time). To avoid any possible congestion of the Votaccess website, shareholders are advised not to wait until the day before the Annual General Meeting to enter their instructions.

In addition, it is specified that, for any proxy given by a shareholder without indication of a proxy, the Chair of the Meeting will vote in favor of the adoption of the draft resolutions presented or approved by the Board of Directors, and against the adoption of all other draft resolutions.

III. – Written questions

In accordance with Articles L. 225-108 and R. 225-84 of the French Commercial Code, shareholders may ask written questions. Such questions must be sent by the latest on the fourth business day preceding the Annual General Meeting, i.e. on Friday April 19, 2024 (at 12 a.m. Central European Time), by registered letter with acknowledgment of receipt to the Chairman of the Board of Directors at the following address: Kering, Direction Juridique, 40 rue de Sèvres, 75007 Paris, or by e-mail to the following address: aq2024proxy@kering.com.

To be taken into account, such written questions must be accompanied by a certificate stating that the shares are registered either in the Company's registry of registered shares or in the registry of bearer shares maintained by the authorized intermediary.

The response to a written question shall be deemed to have been given if it appears on the Company's website in a dedicated Q&A section. A combined response may be given to written questions with the same content.

IV. – Communication right

The documents that shall be made available to shareholders for this Annual General Meeting will be available at Kering's registered office in accordance with statutory and regulatory provisions.

Within the applicable legal time periods, shareholders may obtain the documents referred to in Articles R.225-81 and R.225-83 of the French Commercial Code by requesting them from Société Générale Securities Services.

Documents and information detailed in Article R.22-10-23 of the French Commercial Code will be published on the Company's website www.kering.com (Finance/Shareholders Information/Annual General Meeting), no later than from the twenty-first day preceding the Annual General Meeting.

V. – Request for inclusion of items or draft resolutions in the agenda

In accordance with the provisions of Articles L. 225-105 and R. 225-73 of the French Commercial Code, requests for the inclusion of items or draft resolutions in the agenda by one or more shareholders meeting the conditions set forth in Article R. 225-71 of the French Commercial Code or by an association of shareholders meeting the conditions set forth in Article L. 22-10-44 of the French Commercial Code, must be received, in accordance with regulatory provisions in force, at Kering's registered office – Direction Juridique – 40 rue de Sèvres, 75007 Paris, by registered letter with acknowledgment of receipt, at the latest 25 days prior to the Annual General Meeting (i.e. by **Sunday, March 30, 2024**).

The request must be accompanied by:

- the item(s) to be added to the agenda and a brief statement of reasons;
- the text of the draft resolution(s), which may be accompanied by a brief statement of reasons and, as the case may be, information provided for in the ninth paragraph of Article R. 225-71 of the French Commercial Code; and
- a certificate of entry in the share register showing that the person making the request owns or represents the proportion of capital required by Article R. 225-71 of the French Commercial Code.

In addition, for items on the agenda or draft resolutions submitted by shareholders to be examined in the Annual General Meeting, those making the requests must provide a new certificate showing that their shares were entered in the same share register on the second business day preceding the Annual General Meeting, i.e., at 12 a.m. (Central European Time) on **Tuesday April 23, 2024**.

The list of items added to the agenda and the text of draft resolutions presented by shareholders in the manner set out above will be published on the Company's website (www.kering.com Finance/Shareholders information/Annual General Meeting section) in accordance with Article R. 22-10-23 of the French Commercial Code.

The Board of Directors