

## 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

Published in the French *Bulletin des Annonces Légales Obligatoires (BALO)*  
on Wednesday, July 30, 2025

The shareholders are informed that they will be convened to a Combined General Meeting to be held at **3 p.m. (Paris time) on Tuesday, September 9, 2025, at Kering's head office at 40 rue de Sèvres, 75007 Paris**, to deliberate on the following agenda:

## AGENDA

### *Ordinary resolutions*

1. Approval of the remuneration policy for the Chief Executive Officer for the period from September 15 to December 31, 2025
2. Approval of the remuneration policy for the Chairman of the Board of Directors for the period from September 15 to December 31, 2025
3. Approval of the amendment of the remuneration policy for directors for the period from September 15 to December 31, 2025

### *Extraordinary resolutions*

4. Appointment of Luca de Meo as Director for a period other than the four-year period provided for by Article 10 of the Company's articles of association
5. Amendment of Articles 12 and 15 of the Company's articles of association in order to change the age limit for the Chairman of the Board of Directors to 80 and the age limit for the Chief Executive Officer to 70

### *Ordinary resolution*

6. Powers to carry out formalities

## DRAFT RESOLUTIONS

### **Resolutions within the authority of the Ordinary General Meeting**

**First resolution (*Approval of the remuneration policy for the Chief Executive Officer for the period from September 15 to December 31, 2025*)** — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the General Meeting approves, pursuant to the provisions of Article L. 22-10-8(II) of the French Commercial Code, the remuneration policy for the Chief Executive Officer (executive corporate officer) for 2025 as described in the notice of meeting relating to the present General Meeting and published on the Company's website.

**Second resolution (Approval of the remuneration policy for the Chairman of the Board of Directors for the period from September 15 to December 31, 2025).** — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the General Meeting approves, pursuant to the provisions of Article L. 22-10-8(II) of the French Commercial Code, the remuneration policy for the Chairman of the Board of Directors (non-executive corporate officer) for 2025 as described in the notice of meeting relating to the present General Meeting and published on the Company's website.

**Third resolution (Approval of the amendment of the remuneration policy for directors for the period from September 15 to December 31, 2025).** — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings and having reviewed the Board of Directors' report, the General Meeting approves, pursuant to the provisions of Article L. 22-10-8(II) of the French Commercial Code, the change in the director remuneration policy for 2025 as described in the notice of meeting relating to the present General Meeting and published on the Company's website.

### Resolutions within the authority of the Extraordinary General Meeting

**Fourth resolution (Appointment of Luca de Meo as Director for a period other than the four-year period provided for by Article 10 of the Company's articles of association).** — Deliberating in accordance with the rules of quorum and majority applicable to extraordinary general meetings and having reviewed the Board of Directors' report, the General Meeting resolves to appoint Luca de Meo as a director for a period that will expire at the end of the ordinary Annual General Meeting convened to approve the financial statements for the financial year ended December 31, 2028.

**Fifth resolution (Amendment of Articles 12 and 15 of the Company's articles of association in order to change the age limit for the Chairman of the Board of Directors to 80 and the age limit for the Chief Executive Officer to 70).** — Deliberating in accordance with the rules of quorum and majority applicable to extraordinary general meetings and having reviewed the Board of Directors' report, the General Meeting resolves to amend the wording of Article 12 (Chairman of the Board of Directors – Honorary Chairman – Vice-Chairman – Secretary) and Article 15 (Managing Director – Appointment – Powers) of the Company's articles of association in order to change the age limit for the Chairman of the Board of Directors from 65 to 80 and the age limit for the Chief Executive Officer from 65 to 70, as follows:

Article 12 CHAIRMAN OF THE BOARD OF DIRECTORS – HONORARY CHAIRMAN – VICE-CHAIRMAN – SECRETARY	
Previous wording	Amended wording
<p><b>1. (...)</b></p> <p>Persons aged over <u>sixty-five</u> are ineligible for appointment as Chairman of the Board of Directors. Once the Chairman has passed the age of <u>sixty-five</u>, s/he shall be deemed to have resigned automatically.</p>	<p><b>1. (...)</b></p> <p>Persons aged over <u>80</u> are ineligible for appointment as Chairman of the Board of Directors. Once the Chairman has passed the age of <u>80</u>, s/he shall be deemed to have resigned automatically.</p>

The other provisions of Article 12 remain unchanged.

Article 15 MANAGING DIRECTOR – APPOINTMENT – POWERS	
Previous wording	Amended wording
<p><b>1. (...)</b></p> <p>Persons who have passed the age of <b>65</b> are ineligible for appointment as Managing Director. Once the Managing Director has passed the age of <b>65</b>, s/he shall be deemed to have resigned automatically.</p>	<p><b>1. (...)</b></p> <p>Persons who have passed the age of <b>70</b> are ineligible for appointment as Managing Director. Once the Managing Director has passed the age of <b>70</b>, s/he shall be deemed to have resigned automatically.</p>

The other provisions of Article 15 remain unchanged.

### Resolution within the authority of the Ordinary General Meeting

**Sixth resolution (Powers to carry out formalities).** — Deliberating in accordance with the rules of quorum and majority applicable to ordinary general meetings, the 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 General Meeting

Any shareholder, regardless of the number or form (registered or bearer) of shares held, is entitled to participate in the 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 an account in the name of the shareholders or, in the case of non-residents, in the name of the financial intermediary registered on their behalf pursuant to Article L. 228-1 of the French Commercial Code, on the second business day preceding the Meeting, i.e., at midnight (Paris time) on **Friday, September 5, 2025**:

- **for registered shareholders:** in the registered share accounts maintained on behalf of the Company by its agent, Société Générale Securities Services;
- **for bearer shareholders:** in the bearer share accounts maintained by an authorized intermediary.

Registration of the shares in the bearer share accounts maintained by an authorized intermediary is evidenced by a participation certificate issued by said intermediary, thereby providing proof of shareholder status.

### II. – Methods of participating in the General Meeting

Shareholders may take part in the Meeting either by attending in person, by voting by post prior to the Meeting, or by being represented by the Chair or by a proxy, under the conditions set out below.

## **1 – Methods of attending the General Meeting in person**

Shareholders must request an admission card, which is required in order to be admitted to the Meeting and vote.

### 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 brochure. To request an admission card using this form, they must tick the appropriate box, complete and sign the form, and return it using the prepaid envelope enclosed with the notice of meeting. To be taken into account, the form must be received by Société Générale Securities Services no later than three calendar days before the date of the Meeting, i.e., by **Saturday, September 6, 2025**.

Registered shareholders may also request their admission card online by logging into the Votaccess platform via the Sharinbox website: [www.sharinbox.societegenerale.com](http://www.sharinbox.societegenerale.com). Once logged in, they should follow the on-screen instructions to access Votaccess and request an admission card.

Registered shareholders who have not received their admission card by the second business day preceding the Meeting (i.e., **Friday, September 5, 2025**), must report to the designated reception desks on the day of the Meeting with a proof of identity.

### Bearer shareholders

Bearer shareholders must request an admission card from the financial intermediary managing their shares account.

Bearer shareholders whose financial intermediary is connected to the Votaccess platform may request their admission card online by logging into their intermediary's online portal using their usual access credentials. Once logged in, they should click on the icon corresponding to their Kering shares and follow the on-screen instructions to access Votaccess and request an admission card.

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

Bearer shareholders who have not received their admission card by the second business day preceding the General Meeting (i.e., **Friday, September 5, 2025**), must request a participation certificate from their financial intermediary. This certificate will serve as proof of shareholder status as of Friday, September 5, 2025, and allow them to attend the Meeting.

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

## **2 – Methods of voting online or by mail, granting a proxy to the Chair of the Meeting, or being 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 brochure. They may vote remotely or appoint the Chair of the Meeting or another person to act as their proxy by completing 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 considered valid, the completed and signed voting form and, if applicable, the designation or revocation of a proxy, must be received by Société Générale Securities Services no later than three calendar days before the Meeting, i.e., by 11:59 p.m. (Paris time) on **Saturday, September 6, 2025**.

#### Bearer shareholders

Bearer shareholders shall request the voting form from the financial intermediary managing their shares account.

Once completed and signed, this form must be returned to their financial intermediary, who shall then forward it, along with a participation certificate, to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 – 44308 NANTES Cedex 3.

Bearer shareholders should allow sufficient time for their completed and signed form and, if applicable, the designation or revocation of a proxy, to be received by Société Générale Securities Services no later than three calendar days before the date of the Meeting, i.e., by 11:59 p.m. (Paris time) on **Saturday, September 6, 2025**.

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 shall log in to the Votaccess platform via the Sharinbox website: [www.sharinbox.societegenerale.com](http://www.sharinbox.societegenerale.com). Once logged in, they shall follow the on-screen instructions to access Votaccess and vote, or grant or revoke a proxy.

#### Bearer shareholders

Bearer shareholders must enquire with their financial intermediary managing their shares account to determine whether it has subscribed to the Votaccess service and, if so, whether any specific terms of use apply.

– **If the financial intermediary has subscribed to the Votaccess service**, the bearer shareholder shall log in to the intermediary's online portal using their usual login credentials, then click on the icon corresponding to their Kering shares and follow the on-screen instructions to access Votaccess and vote, grant proxy to the Chair of the Meeting, or designate/revoke a proxy.

– **If the financial intermediary has not subscribed to the Votaccess service**, the bearer shareholder cannot vote online and must submit their voting form to their financial intermediary in accordance with the mail-vote instructions at paragraph 2.1 above.

However, proxy designations or revocations may be notified by email to the following address: [assemblees.generales@sgss.socgen.com](mailto:assemblees.generales@sgss.socgen.com). This email must mandatorily include the following details: the name of the company (Kering), the date of the Meeting (September 9, 2025), the bearer shareholder's first name, last name, address, and bank account details, as well as the proxy holders' first name, last name, and if possible, address.

The bearer shareholder must also ensure their financial intermediary sends written confirmation to Société Générale Securities Services either:

- by post no later than three calendar days before the Meeting (**Saturday, September 6, 2025**), to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44308 NANTES Cedex 3;
- by email no later than one calendar day before the Meeting (**Monday, September 8, 2025**), by 3 p.m. (Paris time) to the following address: [assemblees.generales@sgss.socgen.com](mailto:assemblees.generales@sgss.socgen.com).

Only proxy designations or revocations correctly completed, signed and received within these deadlines will be accepted. Furthermore, only such notifications may be sent to the aforementioned email address; any other requests or notifications for any other purposes will not be considered or processed.

The Votaccess platform will be open from **Friday, August 22, 2025, at 9 a.m.** (Paris time) and will close on the eve of the Meeting, i.e., on **Monday, September 8, 2025, at 3 p.m.** (Paris time). To avoid potential overloading of the Votaccess website, shareholders are advised not to wait until the last day to submit their instructions.

Additionally, for any proxy given by a shareholder without indicating a specific proxy holder, the Chair of the Meeting will vote in favor of the draft resolutions presented or approved by the Board of Directors, and against the adoption of any other draft resolutions.

### **III. – Transfer of shares by shareholders prior to the General Meeting**

In accordance with Article R. 22-10-28 of the French Commercial Code, any shareholder who has already cast a vote remotely, granted a proxy, or requested an admission card or a participation certificate may no longer choose another method of participating in the General Meeting. However, shareholders may still transfer all or part of their shares. It should be noted that:

- if the transfer occurs before **Friday, September 5, 2025**, at midnight (Paris time), the Company will accordingly invalidate or amend, as the case may be, the remote vote, proxy, admission card or participation certificate.
- any transfer taking place after **Friday, September 5, 2025**, at midnight (Paris time), regardless of the method used, will not be notified by the intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code or taken into account by the Company, notwithstanding any contrary agreement.

### **IV. – Live broadcast and recording of the General Meeting**

In accordance with Articles L. 22-10-38-1 and R. 22-10-29-1 of the French Commercial Code, the General Meeting will be broadcast live in full on the Company's website ([www.kering.com](http://www.kering.com)), on the page dedicated to the General Meeting, at the following address: <https://www.kering.com/en/finance/shareholders-information/general-meeting/>, unless technical reasons make such broadcast impossible or severely disrupt it.

A recording of the broadcast will also be made available on the Company's website on the page dedicated to the General Meeting, within the timeframes provided by applicable regulations.

### **V. – Written questions**

In accordance with Articles L. 225-108 and R. 225-84 of the French Commercial Code, shareholders may submit written questions no later than the fourth business day prior to the date of the General Meeting, i.e., no later than **Wednesday, September 3, 2025**, at midnight

(Paris time).

Written questions should preferably be sent by email to the following address: [ag2025proxy@kering.com](mailto:ag2025proxy@kering.com), or alternatively by registered letter with acknowledgment of receipt to the Company's registered office at the following address: Kering, Direction juridique, 40 rue de Sèvres, 75007 Paris.

To be considered, such written questions must be accompanied by a shareholding certificate.

A response to a written question shall be deemed to have been provided if it is published on the Company's website ([www.kering.com](http://www.kering.com)) in the dedicated Q&A section available at the following address: <https://www.kering.com/en/finance/shareholders-information/general-meeting/>. A combined response may be provided to written questions on the same subject matter.

## **VI. – Communication right**

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

Shareholders may request, within the applicable legal time periods, the documents referred to in Articles R. 225-81 and R. 225-83 of the French Commercial Code from Société Générale Securities Services.

The documents and information detailed in Article R. 22-10-23 of the French Commercial Code may be consulted on the Company's website ([www.kering.com](http://www.kering.com)) on the page dedicated to the General Meeting, at the following address: <https://www.kering.com/en/finance/shareholders-information/general-meeting/>, no later than 21 days before the Meeting, i.e., by **Tuesday, August 19, 2025**, at the latest.

## **VII. – Request for inclusion of items or draft resolutions to the agenda**

In accordance with the provisions of Articles L. 225-105 and R. 225-73 of the French Commercial Code, requests by shareholders meeting the conditions set forth in Article R. 225-71 of the French Commercial Code to include items or draft resolutions to the agenda must be received at the Company's registered office (Direction Juridique – 40 rue de Sèvres, 75007 Paris), by registered letter with acknowledgment of receipt, or by email to: [ag2025proxy@kering.com](mailto:ag2025proxy@kering.com), no later than 25 days before the date of the General Meeting, i.e., by **Friday, August 15, 2025**.

A request to include an item on the agenda must be substantiated. A request to include draft resolutions must be accompanied by the text of the draft resolutions, a brief statement of reasons and, where applicable, information provided for in the ninth paragraph of Article R. 225-71 of the French Commercial Code.

The shareholders making the request must provide evidence, as of the date of the request, that they hold or represent the share capital fraction required by Article R. 225-71 of the French Commercial Code. The request must be accompanied by a shareholding certificate.

The inclusion of these items or resolutions to the agenda of the General Meeting is subject to the shareholders sending a new shareholding certificate confirming that the shares are still held in the same accounts as of **Friday, September 5, 2025**, at midnight (Paris time).

In accordance with Article R. 22-10-23 of the French Commercial Code, the list of items added to the agenda and the text of the draft resolutions submitted by shareholders under the conditions described above will be published on the Company's website ([www.kering.com](http://www.kering.com)) on the page dedicated to the General Meeting available at the following address: <https://www.kering.com/en/finance/shareholders-information/general-meeting/>.

**The Board of Directors**