

Information Statement

Important information about your participation in the Kingfisher plc 1 + 1 Sharing in Our Future Plan

This document sets out some important information which Kingfisher are required to make available to you in respect of the offer of participation in the Kingfisher 1 + 1 Sharing in our Future Plan (“1+1 Plan”).

The sections of this document which are relevant for you will vary depending upon the country in which you work.

France, Ireland, Poland, Portugal, Romania, Spain, United Kingdom

Information Statement

This Information Statement is supplied to you for information purposes, in addition to the information contained in the rules of the “1 + 1 Sharing in Our Future Plan” (“**1+1 Plan**”) and the terms and conditions of the 1+1 Plan. It is being provided to you in accordance with Article 1.4(i) of the European Union Prospectus Regulation (Regulation (EU) 2017/1129).

Kingfisher plc (“**Kingfisher**”) relies on the exemptions provided in the above-mentioned Regulation regarding the offer of shares to its employees and employees of its affiliated undertakings in the context of the 1+1 Plan.

1. The issuer of the securities is Kingfisher plc, a public limited company existing under the laws of England & Wales, whose registered address is 3 Sheldon Square, Paddington, London, W2 6PX.

The shares of Kingfisher are traded on the main market of the London Stock Exchange.

Additional financial information (including Kingfisher’s current share price) is available at: <https://www.kingfisher.com/en/investors.html>

2. The securities subject to the 1+1 Plan are fully paid up ordinary shares (“Shares”) in the capital of Kingfisher which ordinarily entitle the holder of the Shares to (i) vote at general meetings of shareholders and (ii) receive dividends on those Shares. Shares will be admitted to trading on the London Stock Exchange.
3. The Shares are to be offered as a colleague benefit in order to promote colleague long-term shareholding in Kingfisher under preferential conditions and to provide colleagues of Kingfisher with the opportunity to participate in and benefit from Kingfisher’s future.

4. The details of how Shares may be acquired by employees under the 1+1 Plan are as follows:
 1. eligible colleagues of Kingfisher will be invited to make contributions (Contributions) under the 1+1 Plan between 1 January and 30 June 2021 via payroll (Contribution Period);
 2. the maximum amount of Contributions that may be made by all employees will be £10 million in aggregate (Maximum Contribution Amount);
 3. the Contributions will be used to acquire Shares on behalf of the participants in the 1+1 Plan at the end of the Contribution Period (Purchased Shares). Purchased Shares may only be acquired through the transfer of existing Shares purchased in the market;
 4. if any dividends are paid on the Purchased Shares, such dividends will be used to acquire further Shares (Dividend Purchased Shares);
 5. a matching share award (Matching Share Award) will be granted to participants over a number of Shares (Matching Shares) equal to the number of Purchased Shares acquired by each participant;
 6. the Matching Share Award will vest at the end of a one year vesting period, provided that the participants continue to hold their Purchased Shares and their Dividend Purchased Shares and they remain employed by Kingfisher and its subsidiaries; and
 7. any dividends paid on the Matching Shares prior to vesting will be used to acquire further Shares (Dividend Matching Shares) which will be transferred to participants at the same time as their Matching Shares.

5. The approximate number of Shares that may be available to employees in this offering is 7,300,000 Shares including 3,650,000 Matching Shares. However, this may : (a) be reduced to reflect the number of participants who participate in the cash based “phantom” version scheme as contributions under that scheme count towards the Maximum Contribution Amount; (b) be increased to reflect any Dividend Purchased Shares and/or Dividend Matching Shares (if dividends are paid on the Purchased Shares and/or Matching Shares); and/or (c) vary due to movements in the price of the Shares.

Note: This document is not a Prospectus. The information set out above is provided solely for the purposes of complying with the Prospectus Regulation and is a summary of certain terms of the 1+1 Plan and complies with the ESMA Recommendations (formerly “CESR”). The United Kingdom left the European Union on 31 January 2020. This took place under a Withdrawal Agreement, and there is an implementation period during which the laws of the European Union will continue substantially to apply. The transition period will last until 31 December 2020 unless extended for up to one or two years. If there is a conflict between the summary above and the rules of the 1+1 Plan, the rules of 1+1 Plan will prevail. A copy of the rules of the 1+1 Plan is available from Kingfisher upon request.

Hong Kong

WARNING

The contents of this document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the offer. If you are in doubt about any of the contents of this document, you should obtain independent professional advice.

The offer of participation in the 1+1 Plan does not constitute and this document does not contain an offer or invitation to the public (a) to enter into an agreement to acquire, dispose, purchase, subscribe for or underwrite securities or debentures; (b) to enter into or offer to enter into a regulated investment agreement; or (c) to acquire an interest in or participate in, or offer to acquire an interest in or participate in, a collective investment scheme under the Companies Ordinance or the Securities and Futures Ordinance. The investments to which this document relates are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such investments will be engaged in only with, persons whom are eligible participants of the Kingfisher “1+1 Sharing in Our Future” Plan. Other persons should not act or rely on this document or any of its contents.

Turkey

This document is for information purposes only and no information herein is provided for the purpose of offering, marketing and sale by any means of any capital market instruments in the Republic of Turkey. Therefore, this document may not be considered as an offer made or to be made to Turkish residents. Kingfisher Shares offered under the 1+1 Plan have not been and will not be registered with the Turkish Capital Markets Board and accordingly the Kingfisher Shares may not be offered or sold within the Republic of Turkey under prevailing capital markets regulations. There is, however, no restriction on the purchase or sale of the Kingfisher Shares by residents of the Republic of Turkey, provided that they purchase or sell such Kingfisher Shares in the financial markets outside of the Republic of Turkey and such sale and purchase is made through banks, and/or licensed brokerage institutions in the Republic of Turkey.