## COMMUNIQUÉ DE PRESSE



# GROUPE FNAC OBTAINS FRENCH FINANCIAL MARKETS AUTHORITY'S VISA ON ITS FRENCH PROSPECTUS FOR THE LISTING OF ITS SHARES

26 April 2013 – Groupe Fnac (the "Company") announced today that it has obtained the *visa* from the French Financial Markets Authority (*Autorité des Marchés Financiers*, "AMF") dated April 25, 2013 with respect to its French prospectus in view of the admission to trading on the regulated market of NYSE Euronext in Paris of its shares (as well as allotment rights to its shares) in the context of the distribution of Groupe Fnac shares to Kering<sup>1</sup> shareholders.

#### **Terms and Conditions of the Transaction**

Obtaining the AMF *visa* with respect to the prospectus of Groupe Fnac is the first stage in the process of the admission to trading of the Company's shares on Euronext Paris. On June 18, 2013, Kering's annual combined shareholders' meeting will be called upon to approve, among other items, the proposed distribution in kind of Groupe Fnac shares, a precursor for the listing of the Company. Trading of Groupe Fnac shares is expected to commence on 20 June 2013.

#### **Artemis Group Agreement**

Upon the distribution in-kind, Artemis Group will hold approximately 38.9% of the share capital and voting rights of the Company. The revolving credit facility in a maximum principal amount of €250 million executed by Groupe Fnac on April 19, 2013 in the context of the group's separation from the Kering group requires the early prepayment in the event that Artemis ceases to hold determined floors of shareholdings. Artemis Group has consented to an undertaking in respect of this revolving credit facility for the benefit of Groupe Fnac (the terms of which are described in Section 18.1 of the French prospectus).

#### **Publicly available Information**

Groupe Fnac's French prospectus, approved by the AMF under *visa* number 13-179 on April 25, 2013, is available on the websites of the Company (<a href="www.groupe-fnac.com">www.groupe-fnac.com</a>) and of the AMF (<a href="www.amf-france.org">www.amf-france.org</a>). An English free translation of the prospectus and an Information Document for U.S. shareholders of Kering are also available on the Company's website. Each of these documents is available free of charge and upon request to the Company at 9, rue des Bateaux-Lavoirs, ZAC Port d'Ivry, 94200 Ivry-sur-Seine. Groupe Fnac draws the public's attention to Chapter 4 "Risk Factors" of the French prospectus. These risk factors are those which, as of the date of the visa on the French prospectus, in the Group's opinion, should they materialize, could have a material adverse effect on the Group's business, image, results of operations, financial condition and prospects. Investors should note that the risks found in Chapter 4 of the French prospectus are not the only risks facing the Group. Additional risks that are not known at the date hereof, or that the Group currently considers immaterial based on the information available to it, may have a material adverse effect on the Group, its business, image, financial position, results of operations or growth prospects.

### **About Groupe Fnac**

Groupe Fnac is the leading French retail distributor of entertainment and leisure products (including consumer electronics) and a major market player in the other countries in which it operates (i.e. Spain, Portugal, Brazil, Belgium, Switzerland and Morocco). At year-end 2012, Groupe Fnac's multi-format network included a total of 170 stores (103 of which were located in France). The Group's network also includes e-commerce websites, including Fnac.com, the third largest French e-commerce website based on average unique visitors (750,000 unique visitors per day). A benchmark omni-channel player, Groupe Fnac's consolidated revenues totaled €4.1 billion in 2012 and it had more than 16,000 employees.

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<sup>&</sup>lt;sup>1</sup> PPR will become Kering, subject to approval at the annual combined shareholders' meeting of 18 June 2013.