



News Release

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Henkel to further strengthen its Adhesive Technologies portfolio

Henkel submits binding offer to acquire Darex Packaging Technologies for 1,050 million US dollars

- Acquisition would strengthen Henkel's leading market position
- Combined businesses would have strong position in the attractive metal packaging market with high-impact solutions
- Opportunity to further expand businesses globally

Düsseldorf – Henkel has entered into exclusive negotiations with GCP Applied Technologies to acquire their global Darex Packaging Technologies business for 1,050 million US dollars (around 995 million euros) on a cash and debt free basis.

Today Henkel has submitted a binding offer for the Darex Packaging Technologies business. Darex is based in Cambridge, MA, USA and supplies high-performance sealants and coatings for the metal packaging industry around the world. It serves various global customers producing beverage, food or aerosol cans, ensuring with its solutions the highest quality standards for many best-known brands. In fiscal 2016, Darex Packaging Technologies generated sales of around 300 million US dollars (around 285 million euros). Darex has about 700 employees and 20 sites in 19 countries.

“The intended transaction is in line with our strategy to strengthen our portfolio through targeted acquisitions and would reinforce the position of our Adhesive Technologies business as a global market and technology leader,” said Henkel CEO Hans Van Bylen.

“We are excited about the opportunity to add the high-performance Darex business to our existing Adhesives Technologies portfolio. We are glad that we are now entering into exclusive negotiations about a possible acquisition. Darex’s experience in developing innovative, high-performance sealants and coatings will underpin our commitment to provide our global customers with best-in-class solutions. This business is the perfect fit for our existing portfolio serving the metal packing industry and would therefore strengthen our position in this highly attractive and non-cyclical business. We would be happy to welcome to Henkel such a successful and experienced strong team with long-standing business expertise,” said Jan-Dirk Auris, Executive Vice President Adhesive Technologies at Henkel.

In connection with this binding offer, GCP will begin a consultation process with the relevant Works Councils and Labor Unions. Upon completion of that process, it is intended to enter into a definitive purchase and sale agreement in respect of the proposed sale. The proposed transaction will also be subject to customary closing conditions, including regulatory approvals.

In fiscal 2016, Henkel’s Adhesive Technologies business unit generated sales of around 9 billion euros, making Henkel the leading solution provider for adhesives, sealants and functional coatings.

About Henkel

Henkel operates globally with a well-balanced and diversified portfolio. The company holds leading positions with its three business units in both industrial and consumer businesses thanks to strong brands, innovations and technologies. Henkel Adhesive Technologies is the global leader in the adhesives market – across all industry segments worldwide. In its Laundry & Home Care and Beauty Care businesses, Henkel holds leading positions in many markets and categories around the world. Founded in 1876, Henkel looks back on more than 140 years of success. In 2016, Henkel reported sales of 18.7 billion euros (around 19.7 billion US dollars), adjusted operating profit of 3.2 billion euros (around 3.4 billion US dollars). Its three top brands, Persil (detergent), Schwarzkopf (hair care) and

Loctite (adhesive) generated more than 6 billion euros (around 6.3 billion US dollars) in combined sales. Henkel employs around 50,000 people globally – a passionate and highly diverse team, united by a strong company culture, a common purpose to create sustainable value, and shared values. As a recognized leader in sustainability, Henkel holds top positions in many international indices and rankings. Henkel's preferred shares are listed in the German stock index DAX. For more information, please visit www.henkel.com

About GCP Applied Technologies

GCP Applied Technologies is a leading global provider of products and technology solutions for customers in the specialty construction chemicals, specialty building materials, and packaging sealants and coatings industries. For more information, please visit www.gcpat.com

About Darex Packaging Technologies

Darex Packaging Products is a leader in can sealants and is a leading supplier of can coatings and closure sealants for the food and beverage packaging industry, as well as personal care and industrial containers. Darex developed the first can sealants to replace lead solder in 1921. Today, Darex helps protect the products of many of the world's most recognized consumer brands.

This document contains forward-looking statements which are based on the current estimates and assumptions made by the corporate management of Henkel AG & Co. KGaA. Forward-looking statements are characterized by the use of words such as expect, intend, plan, predict, assume, believe, estimate, anticipate, forecast and similar formulations. Such statements are not to be understood as in any way guaranteeing that those expectations will turn out to be accurate. Future performance and the results actually achieved by Henkel AG & Co. KGaA and its affiliated companies depend on a number of risks and uncertainties and may therefore differ materially from the forward-looking statements. Many of these factors are outside Henkel's control and cannot be accurately estimated in advance, such as the future economic environment and the actions of competitors and others involved in the marketplace. Henkel neither plans nor undertakes to update forward-looking statements.

Contact

Investors & Analysts

Renata Casaro

Phone: +49 211 797 - 1631

E-Mail: renata.casaro@henkel.com

Dr. Eva Sewing

Phone: +49 211 797 - 5277

E-Mail: eva.sewing@henkel.com

Christopher Huesgen

Phone: +49 211 797 - 4314

E-Mail: christopher.huesgen@henkel.com

Ewa Wachonin

Phone: +49 211 797 - 7151

E-Mail: ewa.wachonin@henkel.com

Press & Media

Lars Witteck

Phone: +49 211 797 - 2606

E-Mail: lars.witteck@henkel.com

Wulf Klüppelholz

Phone: +49 211 797 - 1875

E-Mail: wulf.klueppelholz@henkel.com

Jennifer Ott

Phone: +49 211 797 - 2756

E-Mail: jennifer.ott@henkel.com

Sebastian Hinz

Phone: +49 211 797 - 8594

E-Mail: sebastian.hinz@henkel.com

Wilson Solano (in North America)

Phone: +1-860-571-5393

Email: wilson.solano@henkel.com

www.henkel.com/ir

www.henkel.com/press