

**First Supplement dated 26 March 2026  
to the Prospectus dated 18 March 2026**

*This document constitutes a supplement (the "**First Supplement**") within the meaning of Article 23(1) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, as amended (the "**Prospectus Regulation**") to the base prospectus of Henkel AG & Co. KGaA in respect of non-equity securities within the meaning of Article 2(c) of the Prospectus Regulation (the "**Debt Issuance Programme Prospectus**" or the "**Prospectus**").*

This First Supplement is supplemental to and should be read in conjunction with the Prospectus dated 18 March 2026. Therefore, with respect to future issues of Notes under the Programme of Henkel AG & Co. KGaA, references in the Final Terms to the Prospectus are to be read as references to the Prospectus as supplemented by this First Supplement.



## **Henkel AG & Co. KGaA**

*(Düsseldorf, Federal Republic of Germany)*

as Issuer

**EUR 10,000,000,000  
Debt Issuance Programme**

(the "**Programme**")

Henkel AG & Co. KGaA has requested the *Commission de Surveillance du Secteur Financier* of the Grand Duchy of Luxembourg (the "**CSSF**") in its capacity as competent authority under the Prospectus Regulation and the Luxembourg act relating to prospectuses for securities dated 16 July 2019 (*Loi du 16 juillet 2019 relative aux prospectus pour valeurs mobilières et portant mise en œuvre du règlement (UE) 2017/1129*), as amended (the "**Luxembourg Law**") to approve this First Supplement and to provide the competent authorities in the Federal Republic of Germany ("**Germany**"), the Republic of Ireland and the Republic of Austria with a certificate of approval attesting that the First Supplement has been drawn up in accordance with the Prospectus Regulation (each a "**Notification**"). The Issuer (as defined herein) may request the CSSF to provide competent authorities in additional host Member States within the European Economic Area with a Notification.

This First Supplement has been approved by the CSSF, has been filed with said authority and will be published in electronic form on the website of the Luxembourg Stock Exchange ([www.luxse.com](http://www.luxse.com)) and on the website of Henkel AG & Co. KGaA (<http://www.henkel.com/investors-and-analysts/creditor-relations/bonds>).

## RESPONSIBILITY STATEMENT

Henkel AG & Co. KGaA, with its registered office in Düsseldorf, Germany ("**Henkel**", or the "**Issuer**", together with its group of companies, the "**Henkel Group**") is solely responsible for the information given in this First Supplement.

The Issuer hereby declares that, to the best of its knowledge, the information contained in this First Supplement for which it is responsible is in accordance with the facts and that this First Supplement makes no omission likely to affect its import.

Terms defined or otherwise attributed meanings in the Prospectus have the same meaning in this First Supplement.

This First Supplement shall only be distributed in connection with the Prospectus. It should only be read in conjunction with the Prospectus.

To the extent that there is any inconsistency between any statement in this First Supplement and any other statement in or incorporated by reference into the Prospectus, the statements in this First Supplement will prevail.

Save as disclosed in this First Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Prospectus.

The Issuer has confirmed to the Dealers that the Prospectus as supplemented by this First Supplement contains all information with regard to Henkel and the Notes which is material in the context of the Programme and the issue and offering of Notes thereunder; that the information contained therein with respect to Henkel and the Notes is accurate in all material respects and is not misleading; that the opinions and intentions expressed therein with respect to Henkel and the Notes are honestly held; that there are no other facts with respect to Henkel or the Notes the omission of which would make the Prospectus as supplemented by this First Supplement as a whole or any of such information or the expression of any such opinions or intentions misleading; that Henkel has made all reasonable enquiries to ascertain all facts material for the purposes aforesaid.

No person has been authorised to give any information which is not contained in or not consistent with the Prospectus as supplemented by this First Supplement or any other document entered into in relation to the Programme or any information supplied by the Issuer or such other information as is in the public domain and, if given or made, such information must not be relied upon as having been authorised by the Issuer, the Dealers or any of them.

To the extent permitted by the laws of any relevant jurisdiction, neither the Arranger nor any Dealer nor any other person mentioned in the Prospectus as supplemented by this First Supplement, excluding the Issuer, is responsible for the information contained in the Prospectus as supplemented by this First Supplement or any Final Terms or any other document incorporated therein by reference, and accordingly, and to the extent permitted by the laws of any relevant jurisdiction, none of these persons accepts any responsibility for the accuracy and completeness of the information contained in any of these documents.

## RIGHT TO WITHDRAW

**In accordance with Article 23 (2) of the Prospectus Regulation, where the Prospectus as supplemented by this First Supplement relates to an offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes before this First Supplement was published and where the Notes had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted have the right, exercisable within three working days after the publication of this First Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 31 March 2026. Investors should contact the Issuer at the address specified on the last page of this First Supplement for the exercise of the right of withdrawal.**

**Supplemental information pertaining to the section DESCRIPTION OF THE ISSUER**

**The section "Recent Events" on page 34 of the Prospectus shall be supplemented by the following:**

"On 26 March 2026, Henkel has entered into a definitive agreement to acquire 100 per cent. of OLAPLEX at an offer price of U.S. dollar 2.06 per share; implying a total transaction value of U.S. dollar 1.4 billion. The transaction has been unanimously approved by OLAPLEX's Board of Directors and Advent, OLAPLEX's controlling shareholder has entered into a written consent, undertaking to approve the transaction. This acquisition marks another important milestone in Henkel's purposeful growth agenda and further expands hair care as a core category within its Consumer Brands business. OLAPLEX is a well-established, premium channel hair care brand with a curated portfolio of science-based, high-performance products. Its focus on science-driven products, consistent quality, and meaningful relationships within the professional community has resonated strongly with stylists and consumers alike. OLAPLEX maintains a balanced global footprint, with sales split between the United States and key international markets. In the fiscal year 2025, OLAPLEX generated around EUR 370 million in sales and delivered a strong gross margin. The acquisition is subject to customary closing conditions, including regulatory approvals."

**NAMES AND ADDRESSES**

**REGISTERED OFFICE OF THE ISSUER**

**Henkel AG & Co. KGaA**

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