

**Certificate of Approval of a Prospectus
in accordance with Articles 17 and 18 of Directive 2003/71/EC**

To :

COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (CSSF)
FINANCIAL CONDUCT AUTHORITY (FCA)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BAFIN)
FINANCIAL SERVICES AND MARKETS AUTHORITY (FSMA)
CENTRAL BANK OF IRELAND
AUTORITEIT FINANCIÈLE MARKTEN (AFM)
FINANZMARKTAUFSICHT (FMA)
FINANSTILSYNET (Norway)

From :

Autorité des marchés financiers (AMF)
17, place de la Bourse
75002 PARIS
FRANCE

We hereby certify that the base prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC as amended by the Directive 2010/73/EU and was approved by us on April 6, 2016.

Name of Issuer : KLEPIERRE

Registered Office : 21 avenue Kléber 75016 Paris

Type of Securities (references to the annexes of regulation EC 809/2004 according to which the prospectus was drawn up) : Annexes 4, 5, 22 and 30

Guarantor : not applicable

We have authorised, in accordance with Article 8 of Directive 2003/71/EC as amended by the Directive 2010/73/EU or national law transposing Directive 2003/71/EC, the omission of the information required under on the following grounds: not applicable

Date : April 6, 2016
Reference : 16-0122/047-16



Benoît de JUVIGNY
Secrétaire Général
Autorité des marchés financiers
(AMF)
17, place de la Bourse
75002 PARIS

Attachments :

- (1) Base prospectus approved on April 6, 2016.
- (2) Translation of the summary.