



**THE SHAREHOLDERS' MEETING OF SAFILO GROUP S.P.A.  
APPROVES THE FINANCIAL STATEMENTS AS AT DECEMBER 31, 2023  
AND APPOINTS THE NEW BOARD OF DIRECTORS**

**Padua, April 24, 2024** – The Shareholders' Meeting of Safilo Group S.p.A., held today in single call, has approved the Company's 2023 financial statements and the Board of Directors' report and, furthermore, viewed the consolidated financial statements.

The Ordinary Shareholders' Meeting has also:

- 1) approved the first section of the Report on the remuneration policy and on the remuneration paid, relating to the Company's policy on the remuneration of the members of the Board of Directors, managers with strategic responsibilities and the Board of Statutory Auditors for the 2024 financial year and the procedures used for the adoption and implementation of this policy, and favourably resolved upon the second section of the Report on the remuneration policy and on the remuneration paid, relating to the items that make up the remuneration of the members of the Board of Directors, managers with strategic responsibilities and the Board of Statutory Auditors, as well as the remuneration paid to them for any reason during the 2023 financial year;
- 2) in relation to the appointment of the new Board of Directors, which will hold office until the approval of the financial statements at 31<sup>st</sup> December 2026, resolved to keep at 10 the number of members and appointed the related members based on the lists of candidates presented by the shareholders. In particular:
  - from the list obtaining the majority of the votes, presented by the shareholder Multibrands Italy B.V. (company controlled by HAL Holding N.V.), holder of a total of 206,126,958 ordinary shares of the Company, equal to 49.817% of the share capital, Eugenio Razelli, Angelo Trocchia, Melchert F. Groot, Cinzia Morelli-Verhoog, Ines Mazzilli, Gerben van de Rozenberg, Robert Polet, Katia Buja and Irene Boni were elected.  
This list collected 210,416,420 votes, equal to 61.9% of the Company's share capital present at the Shareholders' Meeting;
  - from the second list by number of votes, presented by BDL Capital Management (manager of the funds BDL Rempart, BDL Convictions e RBDL), holder of a total of 62,017,088 ordinary shares of the Company, equal to 14.99% of the share capital, Matthieu Brisset was elected.  
This list collected 118,968,731 votes, equal to 34.998% of the Company's share capital present at the Shareholders' Meeting.

In accordance with article 14 of the Company Articles of Association, the position of Chairman of the Board of Directors is to be held by Eugenio Razelli, first candidate of the majority list.

The Board of Directors thanks the outgoing Director Jeffrey A. Cole for his important contribution during his mandate as member of the Board of Directors.

The elected members, Ines Mazzilli, Cinzia Morelli-Verhoog, Irene Boni and Matthieu Brisset have stated that they hold the requirements of independence established by law (Articles 147- *ter*, paragraph 4, and 148, paragraph 3, of the Decree Legislative 24 February 1998, n. 58), and in accordance with the Articles of Association, and the Corporate Governance Code of Listed Companies.

As of today, and according to the information available to the Company, the Board members Angelo Trocchia and Katia Buja own respectively 422,500 and 33,000 ordinary shares of Safilo Group S.p.A.

In the extraordinary session, the Shareholders' meeting approved the proposal to amend Articles 8, 10, 17 and 27 of the Articles of Association, relating to the procedures for participation and representation at the Shareholders' Meeting, as well as the procedures for convening and holding the meetings of the Board of Directors and the meetings of the Board of Statutory Auditors.

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Moreover, it should also be noted that the ordinary shareholders' meeting of the subsidiary Safilo S.p.A., held today, unanimously resolved to authorize the purchase and disposal of ordinary shares of the parent company Safilo Group S.p.A., inter alia to service the Stock Option Plan 2023-2025, for a maximum number of 16,000,000 shares equal to approximately 3.9% of the shares currently issued by Safilo Group S.p.A.. The authorization for the purchase of the parent company's shares is granted for the maximum duration allowed by law, provided for by article 2359-bis, paragraph 2 and by article 2357, paragraph 2, of the Italian Civil Code for a period of eighteen months, starting from the approval of the resolution. The transactions of purchase of the parent company's shares shall be carried out on regulated markets, in compliance with current legislation and, in particular, with Article 132 of the TUF - with reference to the principle of equal treatment of shareholders – with Article 144-bis and Article 144-bis.1 of the Issuers' Regulation, with the EU and national regulations on market abuse applicable from time to time, and in compliance with the conditions set forth in the market practices permitted under Article 13 MAR and in compliance with Article 5 MAR, as well as with the applicable provisions of Delegated Regulation (EU) No. 1052 of 8 March 2016. The shareholders' meeting of Safilo S.p.A. also gave the mandate to the Sole Director to identify, for the purpose of the purchase, the amount of shares to be purchased prior to the commencement of each purchase program as well as the unit price, which may not, in any case, be 10% lower in minimum and 10% higher in maximum with respect to the official price recorded by Safilo Group's share on the Euronext Milan market organized and managed by Borsa Italiana S.p.A. on the trading day prior to that on which the purchase transaction will be carried out. This resolution replaces the authorization issued to the Sole Director by the Shareholders' Meeting of Safilo S.p.A. on April 27, 2023.

All the documentation relating to the Shareholders' meeting, including the CVs of the members of the Board of Directors, is available on the company's internet website at the section Governance/ Shareholders' meeting, <https://www.safilogroup.com/en/governance/shareholders-meeting>.

#### **About Safilo Group**

Safilo is a global player in the eyewear industry that has been creating, producing, and distributing for over 90 years sunglasses, prescription frames, outdoor eyewear, goggles and helmets. Thanks to a data-driven approach, Safilo goes beyond the traditional boundaries of the eyewear industry: in just one company it brings together Italian design, stylistic, technical and industrial innovation, and state-of-the-art digital platforms, developed in its digital hubs in Padua and Portland, and made available to Opticians and Clients for an unmatched customer experience. Guided by its purpose, See the world at its best, Safilo is leading its Group legacy, founded on innovation and responsibility, onwards towards the future.

With an extensive global presence, Safilo's business model enables it to monitor its entire production and distribution chain. From research and development in five prestigious design studios, located in Padua, Milan, New York, Hong Kong and Portland, to its company-owned production facilities and network of qualified manufacturing partners, Safilo Group ensures that every product offers the perfect fit and meets high quality standards. Reaching approximately 100,000 selected points of sale worldwide with an extensive wholly owned network of subsidiaries in 40 countries and more than 50 partners in 70 countries, Safilo's well-established traditional wholesale distribution model, which encompasses eyecare retailers, chains, department stores, specialized retailers,

## *Press Release*

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boutiques, duty free shops and sporting goods stores, is complemented by Direct-to-Consumer and Internet pure player sales platforms, in line with the Group's development strategies.

Safilo Group's portfolio encompasses home brands: Carrera, Polaroid, Smith, Blenders, Privé Revaux and Seventh Street. Licensed brands include: Banana Republic, BOSS, Carolina Herrera, Dsquared2, Etro, Eyewear by David Beckham, Fossil, havaianas, HUGO, Isabel Marant, Juicy Couture, Kate Spade New York, Levi's, Liz Claiborne, Love Moschino, Marc Jacobs, Missoni, M Missoni, Moschino, Pierre Cardin, PORTS, rag&bone, Stuart Weitzman, Tommy Hilfiger, Tommy Jeans and Under Armour.

The parent company, Safilo Group S.p.A., is listed on the Euronext Milan organized and managed by Borsa Italiana (ISIN code IT0004604762, Bloomberg SFL.IM, Reuters SFLG.MI). In 2023, Safilo Group recorded net revenues for Euro 1,024.7 million.

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