



**SAFILO GROUP S.P.A.**

**ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON APRIL 28, 2020**  
**SUMMARY REPORT OF THE VOTES**

*(ex Article 125-quater Legislative Decree 24.2.1998 no. 58 T.U.F.)*

SAFILO GROUP S.p.A. informs that at the ordinary and extraordinary Shareholders' Meeting held on April 28, 2020 the following proposals of resolution have been voted with the results indicated herein after:

**ORDINARY SESSION**

**1. Appointment of the Board of Statutory Auditors for the 2020-2022 term**

**1.1 Appointment of the members of the Board of Statutory Auditors and its Chairman**

**1.2 Determination of the annual remuneration of the Board of Statutory Auditors**

**1.1 Appointment of the members of the Board of Statutory Auditors and its Chairman**

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Voting Capital</b>	<b>% of the Share Capital</b>
<b>List No. 1*</b>	138,961,972	68.825814	50.402624
<b>List No. 2**</b>	62,941,884	31.174186	22.829527
<b>Votes against</b>	0	0.000000	0.000000
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

\* Majority List presented by the shareholder Multibrands Italy B.V.

\*\* Minority List presented by the shareholder BDL Capital Management (through the funds BDL Rempart Europe, BDL Convictions, R BDL and BDL Navarre.

The proposal has been approved.

List of the candidates appointed as members of the Board of Statutory Auditors:

<b>Name</b>	<b>Office</b>	<b>List</b>
<b>Carmen Pezzuto</b>	Chairman of the Board of Statutory Auditors	List no. 2
<b>Bettina Solimando</b>	Standing Statutory Auditor	List no. 1
<b>Roberto Padova</b>	Standing Statutory Auditor	List no. 1
<b>Marzia Barbara Reginato</b>	Alternate Statutory Auditor	List no. 1
<b>Marco Prandin</b>	Alternate Statutory Auditor	List no. 2

**1.2 Determination of the annual remuneration of the Board of Statutory Auditors**

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:



	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	201,903,856	100.000000	73.232151
<b>Votes against</b>	0	0.000000	0.000000
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.

**2. Separate Financial statements as at December 31, 2019; Presentation of the consolidated financial statements as at December 31, 2019; Reports of the Directors, the Board of Statutory Auditors and the Auditing Company; related and consequent resolutions**

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	201,903,856	100.000000	73.232151
<b>Votes against</b>	0	0.000000	0.000000
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.

**3. Report on the remuneration policy and on the remuneration paid:**

**3.1 resolution pursuant to Article 123-ter, Paragraph 3-ter, of Legislative Decree 58/98 on Section I of the Report**

**3.2 resolution pursuant to Article 123-ter, Paragraph 6, of Legislative Decree 58/98 on Section II of the Report**

**3.1 resolution pursuant to Article 123-ter, Paragraph 3-ter, of Legislative Decree 58/98 on Section I of the Report**

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	180,306,698	89.303246	65.398688
<b>Votes against</b>	21,597,158	10.696754	7.833463
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.



### 3.2 resolution pursuant to Article 123-ter, Paragraph 6, of Legislative Decree 58/98 on Section II of the Report

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	180,306,698	89.303246	65.398688
<b>Votes against</b>	21,597,158	10.696754	7.833463
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.

### 4 Proposal for the approval of a new Stock Option Plan 2020-2022 reserved to executive directors who are also employees and other employees of Safilo Group S.p.A. and/or other companies within the Safilo Group; related and consequent resolutions

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	187,220,224	92.727414	67.906279
<b>Votes against</b>	14,683,632	7.272586	5.325871
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.

### 5 Appointment of a Director; related and consequent resolutions

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Voting Capital	% of the Share Capital
<b>Votes in favour</b>	194,919,797	96.540899	70.698976
<b>Votes against</b>	6,984,059	3.459101	2.533174
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.

Mrs. Katia Buja has been appointed as a member of the Board of Directors.



#### EXTRAORDINARY SESSION

- 6 **Proposal of issuance in cash, without capital increase, up to a maximum number of 7,000,000 ordinary shares without any indication of par value, with exclusion of the pre-emption right pursuant to Article 2441, Paragraph 8, of the Italian Civil Code, at the service of a stock option plan (Stock Option Plan 2020-2022) reserved to executive directors who are also employees and other employees of Safilo Group S.p.A. and/or other companies within the Safilo Group; consequent amendments to Article 5 of the Articles of Association; related and consequent resolutions**

Total shares present at the moment of the resolution no. 201,903,856, equal to 73.232151% of the share capital. The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Voting Capital</b>	<b>% of the Share Capital</b>
<b>Votes in favour</b>	187,220,224	92.727414	67.906279
<b>Votes against</b>	14,683,632	7.272586	5.325871
<b>Abstained votes</b>	0	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	201,903,856	100.000000	73.232151

The proposal has been approved.