

Multibrands Italy B.V.  
Weena 696  
3012 CN – Rotterdam  
The Netherlands

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*Delivered by  
certified e-mail to safilogroupspa@legalmail.it*

SAFILO GROUP S.p.A.

- Legal and Corporate Department -  
Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the  
Chairman of the Board of Directors

July 12, 2012

**Re:** *Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session: Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association*

Dear Sirs,

in view of the SAFILO GROUP S.p.A. Shareholders' Meeting - Ordinary Session - to be held at its secondary office in Padua, Settima Strada n. 15, on the day of August 7<sup>th</sup>, 2012 at 11:00 a.m., in single call, to discuss and deliberate over "*Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions*", the undersigned Robert van Heeren, acting as legal representative of Multibrands Italy B.V. (hereinafter, "**Multibrands Italy**"), with registered office in Weena 696, Rotterdam (The Netherlands), owner of no. 26,073,783 ordinary shares in SAFILO GROUP S.p.A., representing 42.23% of the share capital thereof, in compliance with Article 14 of the Company's Articles of Association:

- a) proposes to set the number of members of the Board of Directors at 9 (nine);
- b) presents and submits the following list of candidates for the appointment of the new Board of Directors, with the following sequential numbers:
  1. **Robert Polet**, born in Kuala Lumpur (Malaysia) on July 25<sup>th</sup>, 1955, Dutch citizen, resident in [REDACTED];

2. **Roberto Vedovotto**, born in Bassano del Grappa (VI) on September 30<sup>th</sup>, 1965, resident in [REDACTED], Italian Fiscal Code no. VDVRT65P30A703O;
3. **Giovanni Ciserani**, born in Verona on July 8<sup>th</sup>, 1962, Italian citizen, resident in [REDACTED], Italian Fiscal Code no. CSRGNN62LO8L781Q, who satisfies the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A.;
4. **Jeffrey A. Cole**, born in Cleveland, Ohio (USA), on May 20<sup>th</sup>, 1941, U.S. citizen, resident in [REDACTED], who satisfies the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A.;
5. **Luisa Deplazes de Andrade Delgado**, born in Rabiis, Canton of Graubunden, (Switzerland) on August 9<sup>th</sup>, 1966, resident in [REDACTED], who satisfies the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A.;
6. **Melchert F. Groot**, born in The Hague (Netherlands) on October 22<sup>nd</sup>, 1959, Dutch citizen, resident in [REDACTED];
7. **Marco Jesi**, born in Milan on October 12<sup>th</sup>, 1949, Italian citizen, resident in [REDACTED], Italian Fiscal Code no. JSEMRC49R12F205V, who satisfies the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A.;
8. **Eugenio Razelli**, born in Genoa on June 18<sup>th</sup>, 1950, Italian citizen, resident in [REDACTED], Italian Fiscal Code no. RZLGNE50H18D969M, who satisfies the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO

GROUP S.p.A.;

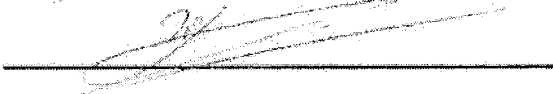
9. Robert van Heeren, born in Jakarta (Indonesia) on June 25<sup>th</sup>, 1974, Dutch citizen, resident in [REDACTED]

In accordance with article 14 of the Company's Articles of Association, this list is filed today at the registered office of SAFILO GROUP S.p.A. accompanied by the following documents:

- A) certification issued by the legally registered intermediary attesting the ownership by Multibrands Italy of no. 26,073,783 shares equal to 42.23% of the share capital of SAFILO GROUP S.p.A.;
- B) statement of each candidate accepting the candidature as member of the Board of Directors of SAFILO GROUP S.p.A. and attesting, under his own responsibility, that there is no cause for ineligibility, decadence or incompatibility provided for by the law, as well as the meeting of the requirements of honour and professionalism as envisaged by the regulations in force for the appointment as member of the Board of Directors of a listed Company, therein including the statements of Mr. Giovanni Ciserani, Mr. Jeffrey A. Cole, Mrs. Luisa Deplazes de Andrade Delgado, Mr. Marco Jesi and Mr. Eugenio Razelli on satisfaction of the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A.;
- C) *curricula* containing the personal and professional characteristics of each candidate, and the number of offices held in other companies.

Yours faithfully,

Robert van Heeren (on behalf of Multibrands Italy  
B.V.)



**Attachment A)**

Certification issued by the legally registered intermediary attesting the ownership by Multibrands Italy of no. 26,073,783 shares equal to 42.23% of the share capital of SAFILO GROUP S.p.A.

**SAFILO GROUP S.p.A.**

**CERTIFICAZIONE DI PARTECIPAZIONE AL SISTEMA  
DI GESTIONE ACCENTRATA MONTE TITOLI**  
(D.Lgs 24 febbraio 1998, n. 58 e D.Lgs 24 giugno 1998, n. 213)

N. d'ordine  
**1**

Data della Richiesta 12/07/2012

Luogo e data del rilascio Milano, 12/07/2012

Data di Riferimento 13/07/2012

N. progr. annuo <b>1</b>	Codice Cliente <b>900001</b>	MULTIBRANDS ITALY BV WEENA 696 3012 CN ROTTERDAM EE
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luogo di nascita  
data di nascita  
codice fiscale

La presente certificazione, con efficacia al **13/07/2012**, attesta la partecipazione al sistema di gestione accentrata del nominativo sopraindicato con i seguenti strumenti finanziari:

Codice	descrizione strumenti finanziari	quantità
<b>IT0004604762</b>	<b>Az. Ordinarie raggruppate SAFILO GROUP S.p.A.</b>	<b>26.073.783</b>

Su detti strumenti finanziari risultano le seguenti annotazioni:

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La presente certificazione viene rilasciata per l'esercizio del seguente diritto:

<b>Certificazione di possesso per la presentazione della lista per la nomina del Consiglio di Amministrazione.</b>
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**SAFILO GROUP S.p.A.**

\_\_\_\_\_  
Firma

## Attachment B)

Statements of each candidate accepting the candidature and attesting, under his/her own responsibility, that there is no cause for ineligibility, decadence or incompatibility provided for by the law, as well as the possession of the requirements of honour and professionalism as envisaged by the regulations in force for the appointment as member of the Board of Directors of a listed Company, therein including the statements of Mr. Giovanni Ciserani, Mr. Jeffrey A. Cole, Mrs. Luisa Deplazes de Andrade Delgado, Mr. Marco Jesi and Mr. Eugenio Razelli on satisfaction of the independence requirements set forth pursuant to the joint application of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Italian Financial Act and the application of Article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. as adopted by SAFILO GROUP S.p.A..

- B/1 Statement of Mr. Robert Polet
- B/2 Statement of Mr. Roberto Vedovotto
- B/3 Statement of Mr. Giovanni Ciserani
- B/4 Statement of Mr. Jeffrey A. Cole
- B/5 Statement of Mrs. Luisa Deplazes de Andrade Delgado
- B/6 Statement of Mr. Melchert F. Groot
- B/7 Statement of Mr. Marco Jesi
- B/8 Statement of Mr. Eugenio Razelli
- B/9 Statement of Mr. Robert van Heeren

## Robert Polet

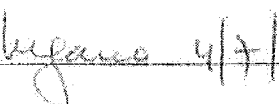
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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Board of Directors

 , 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, **Robert Polet**, born in Kuala Lumpur (Malaysia) on July 25<sup>th</sup>, 1955, Dutch citizen, resident in [REDACTED] taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "*Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions*" (hereinafter, the "**Ordinary Shareholders' Meeting**");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 1 of the List;

declare

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;



2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment;
3. to accept the office as Chairman of the Board of Directors of the Company in the event the List receives the majority of the votes at the Ordinary Shareholders' Meeting, pursuant to Article 14 of the Articles of Association.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

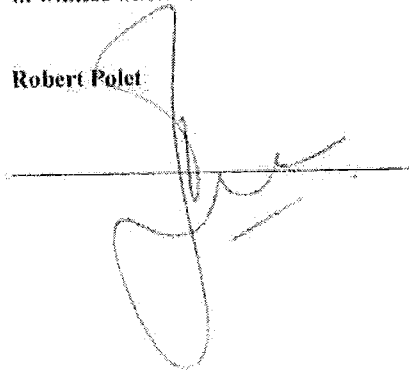
1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-a-vis the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

Robert Polet

A handwritten signature in black ink, appearing to be 'Robert Polet', written over a horizontal line.

bylaws 4/7/2012



## Roberto Vedovotto

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padova

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

PADUA, 11<sup>th</sup> JULY, 2012

Dear Sirs,

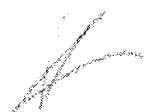
**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, **Roberto Vedovotto**, born in Bassano del Grappa (VI) on September 30<sup>th</sup>, 1965, Italian citizen, resident in [REDACTED], Italian Fiscal Code no. VDVRRT65P30A7030, taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "**Company**") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "*Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions*" (hereinafter, the "**Ordinary Shareholders' Meeting**");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "**List**") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to nominate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 2 of the List;

**declare**

1. to accept the nomination as member of the Board of Directors of the Company proposed by the



shareholder Multibrands Italy B.V. by means of the List;

2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

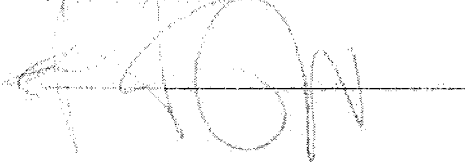
1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Roberto Vedovotto**

A handwritten signature in blue ink, appearing to read 'R. Vedovotto', is written over a horizontal line. The signature is stylized and somewhat cursive.

## Giovanni Ciserani

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

July 6<sup>th</sup>, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, Giovanni Ciserani, born in Verona on July 8<sup>th</sup>, 1962, Italian citizen, resident in [REDACTED], Italian Fiscal Code no. CSRGN62LO8L781Q, taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 3 of the List;

**declare**

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;
2. to accept the office as director of the Company, in the event of my appointment as director of the

Company by the Ordinary Shareholders' Meeting, with effect as of same appointment

Under my responsibility for the following statements, I, the undersigned, also.

attest

1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company;

and state

to meet the requirements to be qualified as an Independent Director in accordance with the provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 24 February 1998 no. 58 and in accordance with article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

Giovanni Ciserani



## Jeffrey A. Cole

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

July 5 \_\_\_\_\_, 2012

Palm Beach, Florida  
U.S.A

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, Jeffrey A. Cole, born in Cleveland, Ohio (USA), on May 20<sup>th</sup>, 1941, U.S. citizen, resident in [REDACTED] taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 4 of the List;

**declare**

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;

2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company;

**and state**

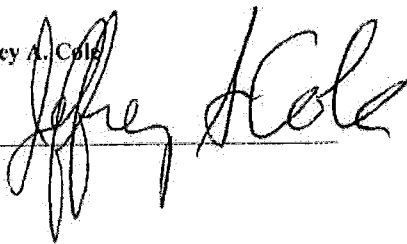
to meet the requirements to be qualified as an Independent Director in accordance with the provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 24 February 1998 no. 58 and in accordance with article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

Jeffrey A. Cole

A handwritten signature in black ink, appearing to read "Jeffrey A. Cole", is written over a horizontal line. The signature is stylized and cursive.

## Luisa Deplazes de Andrade Delgado

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

Djursholm, July 10<sup>th</sup>, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, **Luisa Deplazes de Andrade Delgado**, born in Rabius, Canton of Graubunden, (Switzerland) on August 9<sup>th</sup>, 1966, resident in [REDACTED],

[REDACTED] taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands-Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 5 of the List;

declare

1. to accept the nomination as member of the Board of Directors of the Company proposed by the



shareholder Multibrands Italy B.V. by means of the List;

2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company;

**and state**

to meet the requirements to be qualified as an Independent Director in accordance with the provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 24 February 1998 no. 58 and in accordance with article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Luisa Deplazes de Andrade Delgado**





## Melchert F. Groot

---

To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

Monte Carlo, 5-7, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, Melchert F. Groot, born in The Hague (Netherlands) on October 22<sup>nd</sup>, 1959, Dutch citizen, resident in [REDACTED] taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 6 of the List;

declare

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;

2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

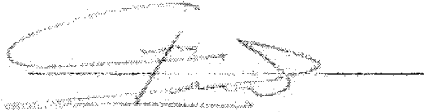
1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Melchert F. Groot**

A handwritten signature in dark ink, appearing to be 'M. Groot', is written over a horizontal line. The signature is stylized and somewhat cursive.

## Marco Jesi

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

Milano 9/7, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session -; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, Marco Jesi, born in Milan on October 12<sup>th</sup>, 1949, Italian citizen, resident in [REDACTED] Italian Fiscal Code no. JSEMRC49R12F205V, taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 7 of the List;

### declare

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;
2. to accept the office as director of the Company, in the event of my appointment as director of the

Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company;

**and state**

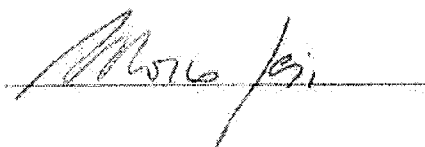
to meet the requirements to be qualified as an Independent Director in accordance with the provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 24 February 1998 no. 58 and in accordance with article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Marco Jesi**

A handwritten signature in black ink, appearing to read 'Marco Jesi', is written over a horizontal line.

## Eugenio Razelli

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors:

MILAN, 06 07, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, **Eugenio Razelli**, born in Genoa on June 18<sup>th</sup>, 1950, Italian citizen, resident in [REDACTED]  
[REDACTED] Italian Fiscal Code no. RZLGNE50H18D969M, taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions" (hereinafter, the "Ordinary Shareholders' Meeting");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "List") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 8 of the List;

**declare**

1. to accept the nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;
2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company;

**and state**

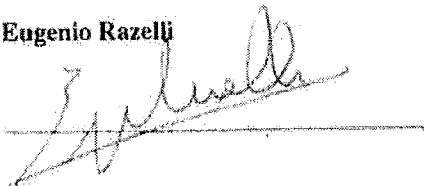
to meet the requirements to be qualified as an Independent Director in accordance with the provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 24 February 1998 no. 58 and in accordance with article 3 of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Eugenio Razelli**

A handwritten signature in dark ink, appearing to read 'Eugenio Razelli', is written over a horizontal line. The signature is cursive and somewhat stylized.

## Robert van Heeren

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To:  
SAFILO GROUP S.p.A.

Settima Strada n. 15  
35129 Padua

Piazza Tiziano n. 8  
32044 Pieve di Cadore (BL)

To the kind attention of the Chairman of the Board of Directors

5/7/, 2012

Dear Sirs,

**Re: Shareholders' Meeting of SAFILO GROUP S.p.A. - Ordinary Session; Presentation of a list for the appointment of the Board of Directors pursuant to article 14 of the Company's Articles of Association**

I, the undersigned, **Robert van Heeren**, born in Jakarta (Indonesia) on June 25<sup>th</sup>, 1974, Dutch citizen, resident in [REDACTED], taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinafter, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on August 7<sup>th</sup>, 2012 at 11:00 am, in single call, in order to discuss and resolve upon the "*Appointment of the Board of Directors and its Chairman following the determination of the number of the members and remuneration for the entire duration of the period of office; Related and consequent resolutions*" (hereinafter, the "**Ordinary Shareholders' Meeting**");
- the shareholder Multibrands Italy B.V. intends to file a list of candidates to the appointment of the Board of Directors of the Company (hereinafter, the "**List**") to be resolved by the Ordinary Shareholders' Meeting pursuant to and for the purposes of Article 14 of the Company's Articles of Association; and
- in relation to the above, the shareholder Multibrands Italy B.V. intends to candidate me, the undersigned, as member of the Board of Directors and indicate the name of same undersigned at no. 9 of the List;

**declare**

1. to accept his nomination as member of the Board of Directors of the Company proposed by the shareholder Multibrands Italy B.V. by means of the List;

2. to accept the office as director of the Company, in the event of my appointment as director of the Company by the Ordinary Shareholders' Meeting, with effect as of same appointment.

Under my responsibility for the following statements, I, the undersigned, also,

**attest**

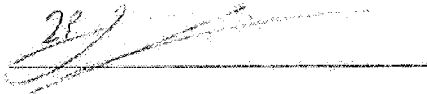
1. that there are no reasons for ineligibility, forfeiture and incompatibility provided for by the law;
2. to meet the requirements of integrity and professionalism required by the law for the acceptance of the position as member of the Board of Directors of a listed company;
3. not to hold any interest on an unlimited liability basis in any company carrying out competing activity vis-à-vis the Company, nor to conduct, for my own account or on behalf of third parties, any competing activity to those carried out by the Company nor to have been appointed director or general manager of companies carrying out competing activities vis-à-vis the Company.

*Curriculum vitae* is herein attached providing also for a list of the offices held in other companies.

I undertake to promptly inform the Company of any changes in circumstance that modify the above information and statements.

In witness whereof

**Robert van Heeren**



A handwritten signature in dark ink, appearing to read 'R. van Heeren', is written over a solid horizontal line.



**Attachment C)**

*Curricula* containing the personal and professional characteristics of each candidate, and the number of offices held in other companies.

- C/1 *Curriculum vitae* of Mr. Robert Polet
- C/2 *Curriculum vitae* of Mr. Roberto Vedovotto
- C/3 *Curriculum vitae* of Mr. Giovanni Ciserani
- C/4 *Curriculum vitae* of Mr. Jeffrey A. Cole
- C/5 *Curriculum vitae* of Mrs. Luisa Deplazes de Andrade Delgado
- C/6 *Curriculum vitae* of Mr. Melchert F. Groot
- C/7 *Curriculum vitae* of Mr. Marco Jesi
- C/8 *Curriculum vitae* of Mr. Eugenio Razelli
- C/9 *Curriculum vitae* of Mr. Robert van Heeren

## ROBERT POLET

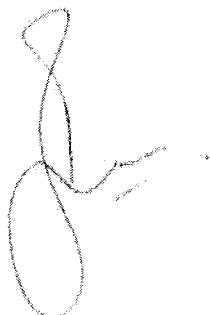
Robert Polet (born in Kuala Lumpur, Malaysia, on July 25, 1955), Chairman of the Board of directors of Safilo Group since October 5, 2011.

He has been, from 2004 to 2011, Chairman and Chief Executive Officer of the Management Board of the Gucci Group contributing to the successful consolidation and growth of the Group and its brands. He previously spent 26 years in the Unilever Group where he was President of Unilever's Worldwide Ice Cream and Frozen Foods division, a \$ 7.8 billion business consisting of over 40 operating companies.

Prior to that position, Mr. Polet worked in a variety of executive roles within Unilever, including Chairman of Unilever Malaysia, Chairman of Van den Bergh's and Executive Vice President of Unilever's European Home and Personal Care division.

Mr. Polet is also a non executive Director of Reed Elsevier PLC/NV, Wilderness Holdings Ltd and Philip Morris International Inc.

and William GRANT & SONS



byjus 4/7/2012

## **ROBERTO VEDOVOTTO**

Born in Bassano del Grappa (VI) on September 30<sup>th</sup>, 1965.

He has been the Chief Executive Officer of Safilo Group since 2009.

He graduated in Business Administration from Bocconi University in Milan and then gained his Master Degree in Finance at the London Business School.

From 1991 he worked for Morgan Stanley for 11 years.

From 2002 to 2006 he was Chief Executive Officer of Safilo Group and was responsible, amongst other duties, for restructuring of the Group and its subsequent listing on the Stock Exchange.

From 2006 to December 2008 he was Head of Investment Banking Italy at Lehman Brothers, subsequently Nomura, in addition to being a member of the European Executive Committee and Chairman of Luxury Goods.

Since May 2011, he has also been an Independent Director of Morgan Stanley Huaxin Securities Company Limited (Shanghai).



## GIOVANNI CISERANI

Giovanni Ciserani (born in Verona on July 8, 1962), Director of the Board of Directors of Safilo Group since March 29, 2010.

He graduated in Business Administration from Bocconi University in Milan.

In 1987 he joined Procter & Gamble Group, where he today holds the role of President, Global Fabric Care, P&G Geneva, Switzerland.

Previously Giovanni Ciserani gained various important management positions in the companies of P&G Group.

Amongst his various Association positions, Giovanni Ciserani is Vice - President of the Board of the Swiss - American Chamber of Commerce, Zurich and Member of the Committee of the Club Diplomatique de Genève (Diplomatic Club of Geneva).

*G. Ciserani*

*July 6th, 2012*

## **JEFFREY A. COLE**

Jeffrey A. Cole (born in Cleveland, Ohio, USA, on May 20th, 1941), Director of the Board of Directors of Safilo Group since March 29, 2010.

He graduated from Harvard College and Harvard Business School.

Mr. Cole was Chairman and CEO, from 1983 to 2003, of Cole National Corporation, a leading United States optical and gift retailer with sales including franchisees of over \$1 billion. Major brands included Pearle Vision, Sears Optical, Target Optical, Cole Managed Vision Care and Things Remembered. Cole National also owned a minority interest in optical retailer, Pearle Europe, now GrandVision B.V.

Mr. Cole built the strategic platform of Cole National through acquisitions and internal growth including the start-up of Pearle Europe in late 1996 in partnership with HAL INVESTMENTS of Rotterdam, the Netherlands. Cole National was acquired in October 2004 by Luxottica, an eyewear company based in Milan, Italy.

Mr. Cole has served as a Supervisory Board Member, since 1996, of Pearle Europe (now GrandVision BV), a leading optical retailer in Europe and Latin America with over 4000 locations in 42 countries. In 2010, Mr. Cole co-founded and became Chairman and CEO of Framiz LLC, a start-up internet prescription eyewear business, operating under the name Lookmatic.com.

In the past, Mr. Cole has served as a Director of Hartmarx Corporation, ReFac Optical, Fortunoff, Trimaran Capital, Edison Brothers, American Consumer Products, Victoria Financial Corporation, Tri-American Corporation, Harris-Info Source, Professional Sports Publications, MB Associates and Independent Savings.

ok  
J. Cole July 5, 2012

## LUISA DEPLAZES DE ANDRADE DELGADO

Luisa Deplazes de Andrade Delgado (born in Rabius, Canton of Graubunden, Switzerland, on August 9, 1966), Vice President, Nordic, Procter & Gamble.

She took a *Licence en Droit* from Université de Genève (Switzerland), a Master of Laws *LLM*, from King's College/London School of Economics (University of London) and a Postgraduate Diploma of European Studies from Universidade Lusiana (Lisbon, Portugal).

She attended Academic summer schools in History, Arts and Political Science in Italy (Florence), Ireland (Dublin), Spain (Santander), Holland (The Hague-International Court of Justice) and some Language schools in Ireland, US, Canada, France, Mexico, Italy, Spain, Portugal and Sweden.

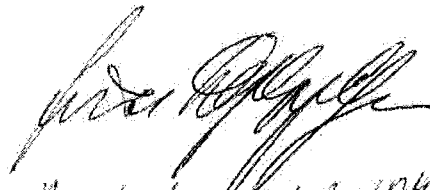
She joined Procter & Gamble in early 1991, and held, amongst others, roles of increasing responsibility in the Human Resources Department of Procter and Gamble before assuming, between 1999 and 2007, responsibility for the Group's entire Human Resources Department for the Western European area.

Since mid 2007, she has been General Manager and Vice President, for Procter & Gamble Nordic (Sweden, Denmark, Finland, Norway) based in Stockholm, Sweden.

She has been a member of the Board of Directors of AmCham (Sweden) and of the Board of Directors of KTF/Chemical Industry Trade Association (Sweden), since 2007.

Furthermore, she actively participated, between 2009 and 2011, in the Mentor Program for Women in International Business of the Swedish Chamber of Commerce/Stockholm-New York. She is a member of the Editorial Advisory Board of the "Strategic Human Resources" publication and a regular speaker on Leadership and Innovation, Female Business Leader Development, HR strategy and Nordic business management.

She speaks Raetoromanisch (4th Swiss national language), English, French, Italian, Portuguese, German, Spanish, and very basic Swedish.

  
Stockholm, July 10th, 2012

## MELCHERT FRANS GROOT

Melchert Frans Groot (born in The Hague, Netherlands, on October 22, 1959), was the Chairman of the Board of Directors of Safilo Group from March 29, 2010 to October 5, 2011, when he handed over his position, remaining as a non-executive member of the Board of Directors.

He graduated in Civil Engineering from the Technical University of Delft, and subsequently gained a Master's in Business Administration from Columbia University in New York.

After his first work experience with Philips, in 1989 he joined HAL Holding N.V. where he has been a member of the Executive Committee since 2003.

Presently he is also Member of the Supervisory Board of GrandVision B.V. (non-executive), Chairman of Stichting HAL Pensionfund (executive) and Chairman of Supervisory Board of Audionova BV (non-executive).

In the past, Mel Groot held important roles in different companies of the HAL Group among these, he was CEO of Pearle Europe B.V. (2001-2003) and GrandVision S.A. (2005-2006), Supervisory Board member of Pearle Europe BV (1996 - 2010) and Chairman of Supervisory Board GrandVision SA (2004 - 2010).



Melchert Frans Groot

5-7-2012

## MARCO JESI

Marco Jesi (born in Milano on October 12, 1949), Director of the Board of Directors of Safilo Group S.p.A. since March 29, 2010.

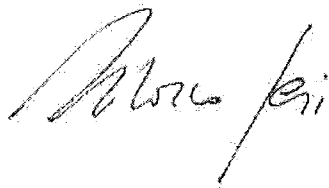
He graduated in Law from the Università Statale in Milan. He started his management career in marketing schools like Unilever, Kraft and S.C. Johnson, where he spent 8 years including an overseas experience in US. Subsequently became Sales and Operations director in GS, a National chain of supermarkets.

He has held European top management position in Pepsi Cola, Seagram and Frito-Lay, until became President of Europe for all PepsiCo businesses from Portugal to Russia.

In 2006 was appointed Chairman and CEO of Galbani, until the business was sold to Lactalis group.

He has been Chairman of Board of Directors of Argenta S.p.A. (non-executive), the leading vending company in Italy, and Arcaplanet, the biggest retail chain of pet care and food products, since 2008.

He is also a member of the board of Autogrill S.p.A. (independent director) and LSB Barcelona (independent director); he has been also a member of the Board of Directors of Parmalat S.p.A. (independent director) since June 2011.





## **EUGENIO RAZELLI**

Eugenio Razelli (born in Genova on June 18th, 1950), Director of the Board of Directors of Safilo Group since March 29, 2010

He graduated in Electrical Engineering from Genova University. He began his career in Fiat Auto and Zanussi, and became CEO of Gilardini Industriale in 1983. Subsequently, he held positions of growing responsibility with Comind (General Manager of Stars and Politecna) and Magneti Marelli. In particular, in the Components Sector of the Fiat Group he held the positions of General Manager of the Electronic Components Division, of Executive Vice President Manufacturing of the Electromechanical Components Group and, later on, of General Manager of this same Group. In 1991 he was appointed President of the Engine Control Systems.

He moved to Pirelli Cavi in 1993 as Vice President Manufacturing, and was later appointed President & CEO of Pirelli Cable North America.

Upon his return to Italy in 1997 he continued to work at Pirelli Cavi first serving as Senior Executive Vice President, Telecom Division and then as Senior Executive Vice President, Energy Division.

From 2001 to 2003 he held the position of President & CEO of Fiamm, a leading company in the market of batteries.

From May 2003 to March 2005 he was Senior Vice President for Business Development of Fiat S.p.A. in charge of Mergers and Acquisitions, Innovation and ICT strategies.

In April 2005 he was appointed Chief Executive Officer of Magneti Marelli.

From 2005 to 2011 he was President of the Italian Association of the Automotive Industry (ANFIA) that has been representing since 1912 the whole automotive sector in Italy; and from 2006 to 2011 Member of the Board of CONFINDUSTRIA (General Confederation of the Italian Industry).

Since 2009 he has been Vice President of OICA (International Organization of Motor Vehicle Manufacturers) and from 2009 to 2011 President of FEDERVEICOLI, the Federation of the Italian Motor Vehicles and Components Associations of the transport sector, established after an agreement among ANCMA (National Association for the Bicycle, Motorcycle and Accessory Industry), ANFIA and UNACOMA (Italian Farm Machinery Manufacturers Association).



## ROBERT VAN HEEREN

Robert van Heeren (born in Jakarta, Indonesia on June 25th, 1974), investment manager of HAL Investments B.V. (Rotterdam, the Netherlands).

He graduated in MSC Mechanical Engineering from the Delft University of Technology and he took a MBA Programme from INSEAD.

From January 2001 to December 2004 he was *associate* of HAL Investments B.V. (Rotterdam, the Netherlands), and in 2006 he became investment manager.

From January 2007 to June 2009 he was Chief Representative of HAL Investments Asia B.V. (Shanghai, China).

He has been board member of Shanghai Red Star Optical Company Ltd. (Shanghai, China) since 2007 and of Flight Simulation Company B.V. (Schiphol, the Netherlands) since 2010. Since 2011 he has been board member of Imprima Group B.V. (Amsterdam, the Netherlands).

He speaks Dutch (Native), English (Fluent), Italian (Business), French (Business), German (Basic), Indonesian (Basic), Mandarin (Basic).



HAL

**POWER OF ATTORNEY**

I, the underwritten Jaap van Wiechen, and

I, the underwritten Arie van 't Hof.

**Whereas**

- (A) The undersigned are acting in their capacity of director A and director B respectively of HAL Investments 2 B.V. ("HAL"), a company incorporated and duly existing under the laws of the Netherlands, having its registered office at Weena 696, 3012 CN Rotterdam, the Netherlands, registered with the Register of Commerce and Companies in Rotterdam, the Netherlands, under nr. 24418449;
- (B) In accordance with the articles of association of HAL, the undersigned Jaap van Wiechen and Arie van 't Hof, acting together, are authorised to represent HAL;
- (C) HAL is the sole director of Multibrands Italy B.V. ("Multibrands"), a company incorporated and duly existing under the laws of the Netherlands, having its registered office at Weena 696, 3012 CN Rotterdam, the Netherlands, registered with the Register of Commerce and Companies in Rotterdam, the Netherlands, under nr 24481543;
- (D) In accordance with the articles of association of Multibrands, HAL acting alone is authorised to represent Multibrands;

hereby grants power of attorney to:

- Mr. Robert van Heeren, born in Jakarta, Indonesia on June 25<sup>th</sup>, 1974;

To sign on behalf of Multibrands a letter containing a proposal for the appointment of the Board of Directors of Safilo Group S.p.A. at the Ordinary Shareholders' meeting on August 7th, 2012.

Signed at Rotterdam on \_\_\_\_\_ 2012

\_\_\_\_\_  
Mr. Jaap van Wiechen

Director A

Date: \_\_\_\_\_

\_\_\_\_\_  
Mr. Arie van 't Hof

Director B

Date: July 6, 2012