



SAFILO GROUP S.p.A.

Legal seat: 32044 Pieve di Cadore (BL), Piazza Tiziano n. 8

Share capital Euro 284.109.827,50 fully paid-up

C.F., VAT and Companies Register of Belluno number 03032950242 - R.E.A. CCIAA of Belluno 90811

**CALL OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS'
MEETING**

The Shareholders are hereby invited to attend the Ordinary and Extraordinary Shareholders' Meeting to be held at the secondary office of Safilo Group S.p.A. (hereinafter, the "**Company**") in Padua, Settima Strada no. 15 – as far as the ordinary and extraordinary session is concerned – on April 29, 2010, at 10.00, in first call and, if necessary, on April 30, 2010, at 10.00, in second call and – as far as the extraordinary session only is concerned –, if necessary, also on May 3, 2010, at 10.00, in third call, in order to discuss and resolve on the following

AGENDA

Ordinary session:

- 1. Financial statements as of December 31, 2009; Presentation of the consolidated financial statements as of December 31, 2009; Reports of the Board of Directors, the Board of Statutory Auditors and the Auditing company; Pertinent and consequent resolutions***
- 2. Amendments to the Shareholders' Meetings Rules***

Extraordinary session:

- 1. Proposal to group the shares of Safilo Group S.p.A.; Amendments to article 5 of the Company's Bylaws; Pertinent and consequent resolutions***
- 2. Amendments to articles 5, 14, 15, 17, 21, 22, 24, and 29 of the Company's Bylaws, Pertinent and consequent resolutions***

Pursuant to Section 126-*bis* of the Legislative Decree no. 58/1998, the Shareholders that, on their own or jointly with other Shareholders, own a shareholding representing at least 2.5% of share capital of the Company may request, within 5 working days from the publication of this notice, that the Agenda be integrated with additional items, specifying the latter in such request.

In accordance with the law and article 10 of the Company's Bylaws, the Shareholders are entitled to attend the Shareholders' Meeting if they have filed the appropriate communication issued by authorised intermediaries at the Company's registered office at least two working days prior to the date of the Shareholders'



Meeting and have not withdrawn the same before the Meeting takes place, pursuant to article 85, paragraph 4 of Legislative Decree no. 58/1998, and in any case in compliance with applicable laws. Each Shareholder may be represented in the Meeting by written proxy, in the cases and to the extent allowed by the law. In particular, the entities and companies may be represented by, in addition to their legal representative, a special attorney-in-fact vested with a written proxy, which may be a simple letter signed by the legal representative. The form at the bottom of the communication of the authorised intermediaries may be used as proxy form.

The share capital is divided into no. 1.136.439.310 ordinary shares, of a nominal amount equal to 0.25 Euro each; each share gives the right to one vote.

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The Company's Bylaws and the Shareholders' Meeting Rules, whose current versions can be consulted by the Shareholders at the Company's registered office, are also available online on the Company's web site: www.safilo.com/it/investors.html.

The documentation relating to the items of the Agenda of both the Ordinary and Extraordinary sessions will be made available to the public, in accordance with the timeline set forth by the applicable laws, at the Company's registered office and at Borsa Italiana S.p.A. (at the Italian Stock Exchange), as well as online on the Company's web site: www.safilo.com/it/investors.html. The Shareholders are also entitled to obtain a copy thereof.

Padua, March 30, 2010

**For the Board of Directors
Melchert Frans Groot
Chairman**