<u>Delivered by</u> <u>certified e-mail to safilogroupspa@legalmail.it</u>

## SAFILO GROUP S.p.A.

- Legal and Corporate Department -Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

March 27, 2015

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 April 27th, 2015 at 10:00 a.m., in single call, to discuss and deliberate over "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remunerations for the entire term of their office; inherent and consequent resolutions", the undersigned Gerben van de Rozenberg, 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 41.69% of the share capital thereof, in compliance with Article 14 of the Company's Articles of Association:

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 25th, 1955, Dutch citizen, resident in
- 2. Luisa Deplazes de Andrade Delgado, born in Rabius, Canton of Graubuenden,

+

- 3. Jeffrey A. Cole, born in Cleveland, Ohio (USA), on May 20<sup>th</sup>, 1941, U.S. citizen, resident in the 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.;
- Melchert F. Groot, born in The Hague (Netherlands) on October 22<sup>nd</sup>, 1959, Dutch citizen, resident in
- 5. Marco Jesi, born in Milan on October 12<sup>th</sup>, 1949, Italian citizen, resident in the 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. Eugenio Razelli, born in Genoa on June 18<sup>th</sup>, 1950, Italian citizen, resident in 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.;
- 7. Ines Mazzilli, born in Milan on May 5<sup>th</sup>, 1962, Italian citizen, resident in 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. Gerben van de Rozenberg, born in Enschede (Netherlands) on July 5<sup>th</sup>, 1976, Dutch citizen, resident in

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 41.69% 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. Jeffrey A. Cole, Mr. Marco Jesi, Mr. Eugenio Razelli and Mrs. Ines Mazzilli 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..
- curricula containing the personal and professional characteristics of each candidate, and the number of offices held in other companies.

Yours faithfully,

Gerben van de Rozenberg (on behalf of Multibrands Italy B.V.)

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# Attachment A)

Certification issued by the legally registered intermediary attesting the ownership by Multibrands Italy of no. 26,073,783 shares equal to 41.69% of the share capital of SAFILO GROUP S.p.A.

# COMUNICATIONS EX ARTICLES 23/24 OF THE REGULATION ON POST-TRADING SYSTEMS

SAFILO GROUP Sede in Pleve di Cadore, Pia:			PROG. N. 1
DATE OF REQUEST  DATE OF TRANSMISSION	26/03/2015 27/03/2015	Client Code: N. 900001  MULTIBRANDS ITALY BV WEENA 696 3012 CN ROTTERDAM EE	
CODE No		DESCRIPTION OF THE FINANCIAL INSTRUMENTS	QUANTITY
IT000460476200		Az. Ordinarie raggruppate	26.073.783
DATE OF REFERENCE 27/03/2015		BEAR THE FOLLOWING NOTATIONS:  EFFECTIVENESS EXERCISABLE 02/04/2015 DEP  RCISE OF THE FOLLOWING RIGHT:	RIGHT
Presentations of lists for the election of Board of Director			
		SAFILO	GROUP S.p.A.

## 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. Jeffrey A. Cole, Mr. Marco Jesi, Mr. Eugenio Razelli and Mrs. Ines Mazzilli 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 Mrs. Luisa Deplazes de Andrade Delgado
- B/3 Statement of Mr. Jeffrey A. Cole
- B/4 Statement of Mr. Melchert F. Groot
- B/5 Statement of Mr. Marco Jesi
- B/6 Statement of Mr. Eugenio Razelli
- B/7 Statement of Mrs. Ines Mazzilli
- B/8 Statement of Mr. Gerben van de Rozenberg

## Robert Polet

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

To the kind attention of the Board of Directors

Norch 18th , 2015

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 25th, 1955, Dutch citizen, resident in taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinaster, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada n. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent and consequent resolutions" (hereinaster, 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

 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;

- 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;
- 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;
- 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 Polet

# Luisa Deplazes de Andrade Delgado

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

19th marizett , 2015

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 Graubuenden, (Switzerland) on August 9th, 1966, Swiss citizen, resident in 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 no. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent 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. 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;

 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;
- 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

Luisa Deplazes de Andrade Delgado

## Jeffrey A. Cole

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tizlano no. 8 32044 Pieve di Cadore (BL)

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

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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 taking note that:

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinaster, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada no. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent and consequent resolutions" (hereinaster, 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

 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; 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;
- 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

# Melchert F. Groot

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

March 18 -, 2015

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 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 no. 15, on April 27<sup>th</sup>, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent 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

 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;

 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;
- 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

# Marco Jesi

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

<u> March 17<sup>1</sup> , 2015</u>

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 12th, 1949, Italian citizen, resident in

- 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 no. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent 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

- 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;
- 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;
- 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

Mores Jeri

Marco Jesi

# Eugenio Razelli

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

Milan, 19th March, 2015

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

- the Ordinary Shareholders' Meeting of SAFILO GROUP S.p.A. (hereinaster, the "Company") has been called at the secondary office of the Company located in Padova, Settima Strada no. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent and consequent resolutions" (hereinaster, 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

- 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;
- 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;
- 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

Lulli

## Ines Mazzilli

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

20 Monch, 2015

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, Ines Maria Lina Mazzilli, born in Milan on May 5<sup>th</sup>, 1962, Italian citizen, resident in 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 no. 15, on April 27<sup>th</sup>, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent 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

- 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;
- 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

Ines Mazzilli

Omes Wazzille

# Gerben van de Rozenberg

To: SAFILO GROUP S.p.A.

Settima Strada no. 15 35129 Padua

Piazza Tiziano no. 8 32044 Pieve di Cadore (BL)

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

March 18th, 2015

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, Gerben van de Rozenberg, born in Enschede (Netherlands) on July 5<sup>th</sup>, 1976, Dutch citizen, resident in 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 no. 15, on April 27th, 2015 at 10:00 am, in single call, in order to discuss and resolve upon the "Appointment of the Board of Directors and its Chairman, with the previous determination of the number of the members; determination of their remuneration for the entire term of their office; inherent 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

- 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;
- 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

Gerben van de Rozenberg

## 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 Mrs. Luisa Deplazes de Andrade Delgado
- C/3 Curriculum vitae of Mr. Jeffrey A. Cole
- C/4 Curriculum vitae of Mr. Melchert F. Groot
- C/5 Curriculum vitae of Mr. Marco Jesi
- C/6 Curriculum vitae of Mr. Eugenio Razelli
- C/7 Curriculum vitae of Mrs. Ines Mazzilli
- C/8 Curriculum vitae of Mr. Gerben van de Rozenberg



# 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 was, 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, Philip Morris International Inc., William Grant & Sons, Rituals B.V. and Scotch & Soda. He is also a board member of Crown Topco, the holding company of Vertu.

March 184, 2015



# LUISA DEPLAZES DE ANDRADE DELGADO

Luisa Deplazes de Andrade Delgado (born in Rabius, Canton of Graubuenden, Switzerland, on August 9, 1966), is Chief Executive Officer of Safilo Group and Safilo SpA as of October 15, 2013. She was previously an independent Director of Safilo Group.

She holds a Licence en Droit from the 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 the Universidade Lusiada (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 various Language schools in Ireland, the 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 Human Resources at Procter & Gamble before assuming, between 1999 and 2007, responsibility for the Group's Human Resources function for the Western European region.

From mid-2007 to mid-2012, she was General Manager and Vice President for Procter & Gamble Nordic (Sweden, Denmark, Finland, and Norway) based in Stockholm, Sweden.

From September 2012 to July 2013, Luisa worked for SAP A.G. as Member of the Global Executive Board, in charge of Global Human Resources and Labour Relations Director, based in Germany.

Since 2012 she has been a member of the Supervisory Board of INGKA Holding B.V. (also called the IKEA Group), Leiden, Netherlands, which counts 147,000 employees worldwide and whose annual turnover in 2014 amounted to € 28,7MM.

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

19th ALARGH, 2015



## 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 optical retailer in North America and a leading provider of managed vision care service, as well as owning the gift store chain "Things Remembered", with sales, including franchisees, of over \$1billion. 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 B.V., 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 B.V. 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, at Grandvision B.V. and its predecessor, a leading optical retailer in Europe and Latin America with 5000 locations in 45 countries. Since 2014 he has been a board member of Hilco, a US based manufacturer and distributor of eyewear accessories.

Mr Cole is a trustee of the Cole Eye Institute of the Cleveland Clinic one of the top ranked eye research and treatment centers in the USA.

Mr Cole has been the founder and principal shareholder of numerous companies in the USA and has served on the Board of Directors at various times of 10 publicly traded companies in the USA.

Jeffrey Cole

# Safilo

## MEL GROOT

Mel 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.

In 1984 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 is the Chairman of the Executive Board since October 2014,

Presently he is also Vice-chairman of the Supervisory Board of GrandVision N.V. (non-executive), Vice-chairman of Supervisory Board of Royal Vopak N.V. (non-executive) and member of the Supervisory Board of Anthony Veder N.V..

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 B.V. (1996 – 2010), Chairman of the Supervisory Board of GrandVision SA (2004 – 2010), Chairman of the Supervisory Board of Audionova B.V. and Chairman of Stichting HAL Pensionfund (2002-2015).

19/3/2015



## 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 Johnson Wax, holding top management positions both in Italy and in Europe. In 1987-89 became Sales and Operations director in GS Supermercati, a national chain of supermarkets.

He has held European top management positions in Pepsi Cola, Seagram and Frito-Lay Western Europe.

From 2002 to 2006 he was President of PepsiCo Europe for all PepsiCo businesses in Europe, from Portugal to Russia.

From 2006 to 2007 was appointed Chairman and CEO of Galbani, until the business was sold to Lactalis group. From 2011 to 2014 he has been a member of the Board of Directors of Autogrill S.p.A. (independent director) and a member of Board of Directors of Parmalat S.p.A. (independent director).

Currently he is Chairman of the Board of Directors of Arcaplanet, the biggest Italian retail chain of pet care and food products. He is also a member of the Advisory Board of Gallina Blanca Star.



## **EUGENIO RAZELLI**

Eugenio Razelli (born in Genova on June 18, 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 President and 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).





## INES MAZZILLI

Ines Mazzilli (born in Milan on May 5<sup>th</sup>, 1962) is Senior Finance Director, Global Business Services at HEINEKEN.

Ines graduated in Business and Administration, major in Finance, from Università Bocconi in Milan and she attended a Management course at the INSEAD University in France.

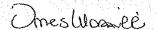
Ines is a deeply experienced Finance Director. Ines has 28 years of experience in a variety of senior finance positions; since 2006, Ines has been Senior Finance Director, Western Europe Region.

Ines joined HEINEKEN in 1993 as Planning & Control Manager of the Italian Operating Company and moved to Finance Director in 2001.

Prior to joining HEINEKEN, Ines spent the early part of her career in finance jobs in Elizabeth Arden, being part of Eli Lilly first, and Unilever after.

In the current position Ines is responsible for Business Partnering to Global Business Services, HEINEKEN Global Shared Services (HGSS), Global Process and Control Improvement (P&CI) and Finance Business Process Management.

Ines is active in a variety of roundtables with multinationals (e.g. Global Finance Transformation Forum, Finance Leaders' Summit, Finance Director Europe (FDE) Briefings and benchmarking sessions) and, since June 2014, member of the Advisory Board of Corso di Laurea Magistrale in Economia e Legislazione d'Impresa University of Pavia (Italy).



# Safilo

# GERBEN VAN DE ROZENBERG

Gerben van de Rozenberg (born in Enschede, the Netherlands, on July 5<sup>th</sup>, 1976), investment manager of HAL Investments B.V. (Rotterdam, the Netherlands).

He holds a Master of Science (MSc) in Econometrics and Operational Research and a Master of Laws (LLM) in Dutch Law, both from the University of Groningen.

From 2002 to 2006 he was associate of HAL Investments B.V. (Rotterdam, the Netherlands), and in 2007 he became investment manager. From 2009 to 2014 he was based in São Paulo (Brazil), where he was responsible for the M&A activities of HAL Investments B.V. in Latin America.

In the past, Gerben van de Rozenberg has been member of the Board (non-executive) of Grupo Óptico Lux S.A. de C.V. (Mexico), Sunglass Island (Mexico) and Reliance-Vision Express Pvt. Ltd. (India). Presently, he is member of the Supervisory Board (non-executive) of AudioNova B.V.

He speaks Dutch (Native), English (Fluent), Portuguese (Business), German (Basic), French (Basic) and Japanese (Basic).

March 18th, 2015

# POWER OF ATTORNEY

- I, the underwritten Jaap van Wiechen, and
- I, the underwritten Ruben Kers,

## Whereas

- (A) The undersigned are acting in their capacity of director A and director B respectively of <u>HAL</u> <u>Investments 2 B.V.</u> ("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 Ruben Kers, acting together, are authorised to represent HAL;
- (C) HAL is the sole director of <u>Multibrands Italy B.V.</u> ("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. Gerben van de Rozenberg, born in Enschede, the Netherlands on July 5th, 1976;

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 April 27th, 2015.

Signed at Rotterdam on 18/3/2015

Mr. Jaap van Wiechen

Director A

Date: 18/3/2015

Mr. Ruben Kers

Director B

Date:  $\frac{10}{3} - 2015$