



**SAFILO GROUP S.P.A.**  
**ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON APRIL 24, 2018**  
**SUMMARY REPORT OF THE VOTES**

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

SAFILO GROUP S.p.A. informs that at the ordinary and extraordinary Shareholders' Meeting held on April 24, 2018 the following proposals of resolution have been voted with the results indicated herein after:

**ORDINARY SESSION**

- 1. Separate Financial statements as at December 31, 2017; Presentation of the consolidated financial statements as at December 31, 2017; Reports of the Directors, the Board of Statutory Auditors and the Auditing Company; related and consequent resolutions**

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital. The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Share Capital</b>	<b>% of the Voting Capital</b>
<b>Votes in favour</b>	38,032,642	60.696877	88.127701
<b>Votes against</b>	18,500	0.029524	0.042867
<b>Abstained votes</b>	5,105,143	8.147376	11.829431
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved.

- 2. Exam of the Remuneration Report; resolutions pursuant to Article 123-ter of Legislative Decree 58/98**

Advisory vote on the "Session I" of the Report on the Remuneration.

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital. The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Share Capital</b>	<b>% of the Voting Capital</b>
<b>Votes in favour</b>	35,964,529	57.396344	83.335554
<b>Votes against</b>	2,366,613	3.776914	5.483820
<b>Abstained votes</b>	4,825,143	7.700520	11.180626
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved.

**3. Appointment of the Board of Directors, with the previous determination of the number of members; Determination of their remunerations for the entire term of their office; related and consequent resolutions**

3.1 With reference to the determination of the number of members.

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital.

The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Share Capital</b>	<b>% of the Voting Capital</b>
<b>Votes in favour</b>	40,692,395	64.941618	94.290774
<b>Votes against</b>	20,000	0.031918	0.046343
<b>Abstained votes</b>	2,443,890	3.900242	5.662883
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved: number of Directors increased to 9.

3.2 With reference to the appointment of the Board of Directors:

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital.

The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Share Capital</b>	<b>% of the Voting Capital</b>
<b>List No. 1 *</b>	26,916,504	42.956462	62.369836
<b>List No. 2 **</b>	11,115,038	17.738660	25.755317
<b>List No. 3 ***</b>	5,123,238	8.176254	11.871360
<b>Votes against</b>	0	0.000000	0.000000
<b>Abstained votes</b>	1,505	0.002402	0.003487
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

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

\*\* List presented by BDL Capital Management (manager of BDL funds Rempart Europe and BDL Convictions)

\*\*\* List presented by the shareholder Only 3T. S.r.l. in liquidation

List of the candidates appointed as members of the Board of Directors:

<b>Name</b>	<b>Office</b>	<b>List</b>
<b>Eugenio Razelli</b>	Chairman	List no. 1
<b>Angelo Trocchia</b>	Director	List no. 1
<b>Melchert F. Groot</b>	Director	List no. 1
<b>Jeffrey A. Cole</b>	Director	List no. 1
<b>Robert Polet</b>	Director	List no. 1
<b>Ines Mazzilli</b>	Director	List no. 1
<b>Cinzia Morelli-Verhoog</b>	Director	List no. 1
<b>Catherine Gérardin-Vautrin</b>	Director	List no. 1
<b>Guido Guzzetti</b>	Director	List no. 2



3.3 With reference to the determination of their remuneration:

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Share Capital	% of the Voting Capital
<b>Votes in favour</b>	36,830,799	58.778837	85.342839
<b>Votes against</b>	0	0.000000	0.000000
<b>Abstained votes</b>	2,743,890	4.379016	6.358031
<b>Not voting</b>	3,581,596	5.715924	8.299130
<b>Total</b>	43,156,285	68.873778	100.000000

Approved proposal: resolution to grant the directors, for the entire duration of their office, with an emolument equal to Euro 50,000.00.

**4. Authorization to the purchase and disposal of treasury shares pursuant to Article 2357 and following Articles of the Italian Civil Code as well as to Article 132 of Legislative Decree 58/1998 and related implementing provisions, subject to revocation of the authorisation granted by the ordinary Shareholders' meeting of April 26, 2017; related and consequent resolutions**

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Share Capital	% of the Voting Capital
<b>Votes in favour</b>	38,305,475	61.132296	88.759899
<b>Votes against</b>	27,167	0.043356	0.062950
<b>Abstained votes</b>	4,823,643	7.698126	11.177151
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved.

**5. Proposal for the amendment of some terms and conditions of the Stock Option Plan 2017-2020; related and consequent resolutions**

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital. The result of the vote was the following:

	Number of Shares	% of the Share Capital	% of the Voting Capital
<b>Votes in favour</b>	35,182,271	56.147926	81.522937
<b>Votes against</b>	3,147,771	5.023576	7.293888
<b>Abstained votes</b>	4,826,243	7.702275	11.183175
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved.



### EXTRAORDINARY SESSION

- 1. Proposal for the integration of the resolution of the capital increase, with exclusion of the option right pursuant to Article 2441, 4th paragraph, second part, of the Italian Civil Code, at the service of a stock option plan (Stock Option Plan 2017-2020) approved by the extraordinary Shareholders' Meeting on April 26, 2017, with the inclusion of a minimum issuance price; consequent amendments to Article 5 of the Articles of Association; related and consequent resolutions**

Total shares present at the moment of the resolution no. 43,156,285, equal to 68.873778% of the share capital.  
The result of the vote was the following:

	<b>Number of Shares</b>	<b>% of the Share Capital</b>	<b>% of the Voting Capital</b>
<b>Votes in favour</b>	35,980,087	57.421173	83.371604
<b>Votes against</b>	2,351,055	3.752085	5.447770
<b>Abstained votes</b>	4,825,143	7.700520	11.180626
<b>Not voting</b>	0	0.000000	0.000000
<b>Total</b>	43,156,285	68.873778	100.000000

The proposal has been approved.