



SAFILO GROUP S.p.A.

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

Share capital Euro 284.109.825, 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 November 4, 2010, at 10.00, in first call and, if necessary, on November 5, 2010, at 10.00, in second call and – as far as the extraordinary session only is concerned –, if necessary, also on November 8, 2010, at 10.00, in third call, in order to discuss and resolve on the following:

AGENDA

Ordinary session

- 1. Proposal for the approval of a new Stock Option Plan addressed to certain directors and/or employees of Safilo Group S.p.A. and/or her companies within the Safilo group; Pertinent and consequent resolutions.***

Extraordinary session

- 1. Amendments to articles 9, 10 and 23 and introduction of new articles 24, 25 and 26 of the Company's Bylaws with consequent re-numbering of the following articles of the current Bylaws; Pertinent and consequent resolutions;***
- 2. Proposal for a capital increase in cash, in more tranches, with exclusion of the option right pursuant to article 2441, paragraph 4, second part, of the Italian Civil Code, functional to a Stock Option Plan addressed to certain directors and/or employees of Safilo Group S.p.A. and/or her companies within the Safilo group, up to maximum no. 1,700,000 ordinary shares with a nominal value of Euro 5.00 each, and thus up to maximum Euro 8,500,000; Consequent amendments to article 5 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, in compliance with applicable laws. Each Shareholder who has the right to intervene in the Meeting 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. A proxy form drawn up in accordance with current law must be reproduced at the bottom of the page of each copy of the communication that the intermediary is required to give the Shareholder. The form at the bottom of the communication of the authorised intermediaries may be used as proxy form. A proxy form is also available on the website of the Company at the address www.safilo.com, as well as at the Company's registered office.

The share capital is divided into no. 56.821.965 ordinary shares, of a nominal amount equal to 5.00 Euro each; each share gives the right to one vote in the Ordinary and Extraordinary Shareholders' Meeting.

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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, 5 October, 2010

For the Board of Directors
Melchert Frans Groot
Chairman