

# LUXOTTICA GROUP ORDINARY STOCKHOLDERS MEETING APRIL 19 2018

# APPOINTMENT OF LUXOTTICA GROUP S.P.A. BOARD OF DIRECTORS

LIST PRESENTED BY DELFIN S.à R.L. (1)

LUXOTTICA GROUP S.p.A. Piazzale Cadorna 3 20123, Milano Italy

March 21, 2018

# List for the appointment of Luxottica Group S.p.A. Board of Directors

With reference to the Ordinary Stockholders Meeting of Luxottica Group S.p.A. convened in Milan, Italy, at Piazzale Cadorna 3, on April 19, 2018, on single call to resolve, among other things, upon the following items:

- 3. Appointment of the Board of Directors
  - a) Determination of the number of members of the Board of Directors;
  - b) Determination of the term of office of the Directors;
  - c) Appointment of the Directors;
  - d) Determination of the remuneration of the Directors.

Delfin S.à. r.l., with its corporate seat at Lussemburg – 7 rue de la Chapelle, holder as of today of 302,846,957 Luxottica Group shares representing 62.44% % of the issued share capital:

- i) proposes to set the number of directors of the Luxottica Group S.p.A. Board of Directors at 12, precising that, if a minority list is not presented for the appointment of the Board of Directors, it will propose to set the number of directors at 11;
- ii) upon the approval by the extraordinary Stockholders' Meeting of the amendment of Article 18 of the By-Laws, proposes to set the term of office of the Board of Directors in 1 year, until the approval of Statutory Financial Statements as of and for the year ended December 31, 2018;
- iii) presents, in accordance with article 17 of the Luxottica Group S.p.A. By-Laws, the following list of 11 candidates for appointment;
  - 1. Leonardo del Vecchio born in Milan on May 22, 1935
  - 2. Luigi Francavilla born in Palagianello (Taranto) on June 12, 1937
  - 3. Francesco Milleri born in Città di Castello (PG) on December 21, 1959
  - 4. Stefano Grassi born in Rome on July 28, 1973

Tel.: +352 26 26 16 1 – Fax: +352 26 26 16 36 VAT Number LU 23679656 Share capital: EUR 682.960.000-R.C.S. Luxembourg: B 117 420

7 rue de la Chapelle L-1325 Luxembourg

- 5. Elisabetta Magistretti born in Busto Arsizio (Varese) on July 21, 1947 (i)
- 6. Maria Pierdicchi born in Schio (Vicenza) on September 18, 1957 (i)
- 7. Sabrina Pucci born in Rome on August 30, 1967 (i)
- 8. Karl Heinz Salzburger born in Bolzano on March 13, 1957 (i)
- 9. Luciano Santel born in Venezia on October 12, 1956 (i)
- 10. Cristina Scocchia born in Sanremo (Imperia) on December 4, 1973 (i)
- 11. Andrea Zappia born in Tripoli (Libia) on September 24, 1963 (i)

iii) proposes for approval at the meeting an aggregate compensation for the Board, for the entire term of the office, in the amount of Euro 1,100,000 if the number of directors will be 11, or Euro 1,200,000 if the number of directors will be 12, such compensation to be divided in accordance with resolutions taken by the Board itself.

The relevant documentation required by the Luxottica Group S.p.A. By - Laws and by the law in force are attached:

- a statement from each candidate declaring that he/she accepts his/her candidacy and confirming, under his/her own responsibility, that there are no grounds in accordance with law or regulation for his/her ineligibility or incompatibility, that he/she is independent according to the applicable provisions and that he/she meets any qualifications required by law;
- the professional CVs of the proposed candidates with a list of offices held in other companies.

The certification proving ownership by Delfin S.à r.l. of the minimum number of shares required for the submission of the list is here attached.

(i) Candidate that has declared to have the independence requirements set forth under article 148, paragraph 3, Legislative Decree 58/1998, as mentioned under article 147- ter Legislative Decree 58/1998, and under article 3 of the Code of Conduct issued by Borsa Italiana S.p.A.

Delfin S.à r.l.

Leonardo Del Vecchio

Tel.: +352 26 26 16 1 - Fax: +352 26 26 16 36

VAT Number LU 23679656 Share capital: EUR 682.960.000-R.C.S. Luxembourg: B 117 420 RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Leonardo Del Vecchio, born in Milan on May 22, 1935, tax code DLVLRD35E22F205X, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

		15 <b>7</b> 0	al director in any icle 2390 of the Ita	₹₹ ->-2000 (000)		petitors of Li	axottica, for
-		I meet		⊠ I do n			
	the		requirements proving inancial Act, as rinancial Act;			- 19	
(5		I meet		<b>ġ</b> ∏ do n	ot meet		
	Gov	11 10 <del>1</del> 10 10 10 10 10 10 10 10 10 10 10 10 10	requirements pr of Conduct issu				20 St. 40 St.
	3.050 000		d, authorize the ve Decree no. 196	•			
	ess o	f everything de	so required - to peclared herein, as	-	27.0	-	

Milan, March 6, 2018

Yours faithfully

# **Attachments**

#### LEONARDO DEL VECCHIO

## Company founder and Executive Chairman

He was born in Milan in 1935.

He is the founder of Luxottica Group and has been Chairman of the Board since it was formed in 1961. He has been appointed Executive Chairman on January 29, 2016.

In 1986, the President of the Republic of Italy conferred on Mr. Del Vecchio the honor of Cavaliere dell'Ordine al "Merito del Lavoro" (Knight of the Order for Labor Merit).

In May 1995, he received an honorary degree in Business Administration from the Venice Cà Foscari University. In 1999, he received a Master *honoris causa* in International Business from MIB-Management School in Trieste, and in 2002 he received an honorary degree in Managerial Engineering from the University of Udine. In March 2006, Mr. Del Vecchio received another honorary degree in Materials Engineering from Politecnico of Milan.

In December 2012 the Foundation CUOA awarded him an honorary master's degree in Business Administration.

Mr. Del Vecchio is Chairman of Delfin S.à r.l. and Aterno S.à r.l., Deputy Chairman of Foncière des Régions S.A. and Chairman of the Strategic and Investment Committee of the same; he is also Director of Beni Stabili S.p.A. SIIQ, of GiVi Holding S.p.A. and of IEO European Institute of Oncology.

RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A.

and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Luigi Francavilla, born in Palagianello (TA) on June 12, 1937, tax code FRNLGU37H12G251T, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

## **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

	a director or general d	lirector in any companies that	are competitors of Luxottica, for
	the purposes of article	2390 of the Italian Civil Cod	e;
-	☐ I meet	⊠,I do not mee	et
	the independency req	uirements provided for under	r article 148, sub-paragraph 3, of
	the Consolidated Fina	incial Act, as referred to in ar	ticle 147-ter, sub-paragraph 4, of
	the Consolidated Fina	ncial Act;	
A=1	☐ I meet	∏I do not med	et
	the independency re-	quirements provided for un	nder article 3 of the Corporate
	Governance Code of	Conduct issued by Borsa	Italiana S.p.A. and adopted by
	Luxottica.		

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Agordo, HARCH & 2018

Yours faithfully

by processible

## Attachments

#### **LUIGI FRANCAVILLA**

Nato nel 1937, è entrato nel Gruppo Luxottica nel 1968, ed è Consigliere della Società dal 1985, Vice Presidente dal 1991. Nel corso della sua lunga carriera nel Gruppo è stato, tra gli altri incarichi, Chief Quality Officer, Product & Design Director, Technical General Manager. Nell'aprile del 2000 ha ricevuto una laurea ad honorem in "Business Administration" da parte della Constantinian University di Providence, Rhode Island, U.S.A. Nel 2011 è stato nominato Grande Ufficiale della Repubblica Italiana e nel 2012 Cavaliere del Lavoro.

Nell'ambito del Gruppo Luxottica è Presidente di Luxottica S.r.l. e di Luxottica Tristar (Dongguan) Optical Co Ltd, tra le principali controllate operative del Gruppo, nonché componente del Consiglio di Amministrazione di Ray Ban Sun Optics India Private Ltd.

RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Francesco Milleri, born in Città di Castello (PG) on December 21, 1959, tax code MLLFNC59T21C745E, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### DECLARE

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code:
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

	a director or ger	neral director in any companies that are competitors of Luxottica, for
	the purposes of	article 2390 of the Italian Civil Code;
	☐ I meet	✓I do not meet
	the independence	by requirements provided for under article 148, sub-paragraph 3, of
	the Consolidated	d Financial Act, as referred to in article 147-ter, sub-paragraph 4, of
	the Consolidated	d Financial Act;
.=	☐ I meet	∡ I do not meet
	the independen	cy requirements provided for under article 3 of the Corporate
	Governance Co	de of Conduct issued by Borsa Italiana S.p.A. and adopted by
	Luxottica.	

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, March 6, 2018

Yours faithfully

July III.

## Attachments

#### FRANCESCO MILLERI

Born in 1959.

Coopted on March 1, 2016, as Director with deputy functions, on April 29, 2016, he was appointed Deputy Chairman of Luxottica Group S.p.A., to assist the Executive Chairman in carrying out the various functions associated with his current role. On 15 December 2017 he was appointed CEO of the Group, maintaining the position of Deputy Chairman.

In 1983, Mr. Milleri graduated with honors in Law at the University of Florence, where he worked as Assistant Professor of political economy from 1984 until 1986. He later earned in 1987 an MBA in Business Administration with high merit at the school of management at the Bocconi University in Milan, followed by two years of specialization in Corporate Finance at the Stern School of Business at New York University as the assignee of the "Donato Menichella" scholarship from Banca d'Italia.

Mr. Milleri began his career as a business consultant for Italian groups and multinationals in 1988. He gained international experience working in a variety of industries, from mechanics to consumer goods, from financial institutions to pharmaceuticals.

Alongside business consulting activities, he founded and currently leads since 2000 a group of companies focused on technology and digital automation platforms

Within Luxottica Group he is also Chairman of Salmoiraghi & Viganò S.p.A.

RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Stefano Grassi, born in Rome on July 28, 1973, tax code GRSSFN73L28H501X, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

	a director or gene	ral director in any companies that are competitors of Luxottica, for
	the purposes of ar	ticle 2390 of the Italian Civil Code;
-	☐ I meet	☑ I do not meet
	the independency	requirements provided for under article 148, sub-paragraph 3, of
	the Consolidated	Financial Act, as referred to in article 147-ter, sub-paragraph 4, of
	the Consolidated	Financial Act;
-	☐ I meet	I do not meet
	the independency	requirements provided for under article 3 of the Corporate
	Governance Code	e of Conduct issued by Borsa Italiana S.p.A. and adopted by
	Luxottica.	

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, March 6, 2018

Yours faithfully

## Attachments

#### STEFANO GRASSI

Born on July 28, 1973, he was coopted by the Luxottica Group S.p.A. Board on December 15, 2017.

He earned a degree in Business Administration at the La Sapienza University in Rome.

He started his professional career in 1998 in General Electric in Italy attending the Financial Management Program. He then moved to the Headquarter of GE in Fairfield working for the prestigious organization Corporate Audit Staff and then for GE Energy as Finance Manager-Business Development based in Atlanta. In 2005 he became Finance Director of General Electric Capital Commercial Finance Italy.

Mr. Grassi joined the Group in 2007 as Finance Manager in Luxottica Retail North America based in Mason and from 2008 to 2012 he served as Group Retail Financial Controller, establishing the Corporate Finance Control function for Retail. In 2012, he became Group Controlling & Forecasting Director and then Group Chief Financial Officer on October 29, 2014. He recently extended his responsabilities leading the Risk Management, Compliance and Assett Protection department as well as of the Legal and Corporate Affairs department of the Group.

In the Luxottica Group, he is Director in various companies among which Luxottica S.r.l., Salmoiraghi & Viganò S.p.A., Oakley Inc. and Luxottica Retail North America Inc.



RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Elisabetta Magistretti, born in Busto Arsizio onJuly 21, 1947, tax code MGSLBT47L61B300X, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan in single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### DECLARE

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years, according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not



a director or general director in any companies that are competitors of Luxottica, for
the purposes of article 2390 of the Italian Civil Code;
XX I meet
the independency requirements provided for under article 148, sub-paragraph 3, of
the Consolidated Financial Act, as referred to in article 147-ter, sub-paragraph 4, of
the Consolidated Financial Act;
XX I meet
the independency requirements provided for under article 3 of the Corporate
Governance Code of Conduct issued by Borsa Italiana S.p.A. and adopted by

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milano March 6, 2018

Luxottica.

Yours faithfully

## Attachments

#### **ELISABETTA MAGISTRETTI**

#### **Independent Director**

She was born in 1947.

She has been a Director of Luxottica Group S.p.A. since April 27, 2012.

She graduated with honors from Luigi Bocconi University with a degree in Business and Economics. She is a certified Chartered Public Accountant and Auditor.

She began her career in Arthur Andersen in 1972, where she became a partner in 1984. In 2001 she joined Unicredit Group as Head of Administrative Government; from 2006 to 2009 she was responsible for the Group Internal Audit Department.

From 2011 to February 2016 she was a member of the Board of Directors of Pirelli & C S.p.A. From 2003 to the beginning of 2013, she was Director of Unicredit Audit; from 2010 until 2012 she was member of Unicredit Bulbank Audit Committee and of the Supervisory Board of Zao Unicredit Russia. In 2011 and 2012 she was also independent director in Gefran S.p.A. From 2002 to 2011 she was in the management "Board of Organismo Italiano di contabilità", from 2002 to 2009 she was in the in Board of "Fondo Interbancario di Tutela dei Depositi" and from 2006 to 2009 she was member of the Supervisory Body of Unicredit S.p.A.

She is an independent and not executive member of the Board of Directors of Mediobanca S.p.A. and SMEG S.p.A.

She is member of the Board of Statutory Auditors of Unicredit Foundation, Unicredit & Universities Foundation and Fondazione Italiana Accenture, not for profit organizations

\* flacoher

March 6, 2018

RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Maria Pierdicchi, born in Schio (VI) on September 18, 1957, tax code PRDMRA57P58I531O, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

	a director or genera	a director in any compar	mes that are competitors of Luxottica, for	or
	the purposes of arti-	cle 2390 of the Italian Ci	ivil Code;	
-	I meet	□ I do	not meet	
	the independency r	equirements provided for	or under article 148, sub-paragraph 3, o	of
	the Consolidated F	inancial Act, as referred	to in article 147-ter, sub-paragraph 4,	of
	the Consolidated Fi	nancial Act;		
-	I meet	□ I do	not meet	
	the independency	requirements provided	for under article 3 of the Corpora	te
	Governance Code	of Conduct issued by	Borsa Italiana S.p.A. and adopted b	οу
	Luxottica.			

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, 7/3/18

Yours faithfully
How Pludul

## Attachments

## MARIA PIERDICCHI

## **EDUCATION**

New York University, Stern Graduate School of Business Administration, New York . M.B.A. Finance. With Honors, 1988.

Visiting Scholar, PhD Program in Finance, 1986.

## Università Commerciale "L. Bocconi", Milano

BA Economics (Laurea in Economia Politica), Summa cum Laude, 1982. Awarded 2 graduate assistantships

In the Boadroom, Special Program for NED offered by Linklaters and Egon Zehnder in collaboration with Valore D, 2015. Several Professional courses in financial markets and leadership (INSEAD, Columbia University, S&P Global)

#### PRESENT

**AUTOGRILL SPA**, Independent Board Member and Chaiman of Human Resource Committee, since May 2017

LUXOTTICA GROUP, Independent Board Member, since April 2015.

S&P Global Srl, Non executive Board Member, 2015/april 2018

## PROFESSONIAL EXPERIENCE

BANCA TEATINA, former Nuova Cassa di Risparmio di Chieti, controlled by UBI Bank; Independent Board Member, may 2017/February 2018.

Nuova Banca delle Marche, Nuova Banca Popolare dell'Etruria e del Lazio, Nuova Cassa di Risparmio della Provincia di Chieti, Independent Board Member, since November 2015. Appointed by the Resolution Unit of Bank of Italy to implement the resolution and sale plan of the four 'good banks', as per Decree 180 November 16, 2015 and in line with BRRD EU Directive. The role has been maintained within the UBI Group following the acquisition of the 3 banks and will terminate with their merger into UBI expected to be completed in February 2018.

STANDARD & POOR'S, McGraw Hill Financial Group. Managing Director, S&P Rating Services Italy, Head of Southern Europe, 2003 /2015.

Responsible for managing and developing S&P activities and franchise in Italy and Iberia. CEO of S&P Credit Market Services Italy Srl (ESMA recognized rating agency).

• Managed consistent growth of the rating and non rating business in the region, achieving double digit growth and building leadership positions among rating agencies. Coordinated and managed two teams of approximately 70 professionals based in Milan and Madrid, supporting the expansion of the rating business in all practices and the introduction and development of other activities in the area of investment services (indexes, fixed income data and solutions, risk solutions, equity research etc). Responsible for strategic plans for the

- region in coordination with all the business units and their execution through team work combining regional capabilities with product expertise and local client knowledge.
- Responsible for the overall S&P franchise, establishing senior relationships with market
  participants and leading communication plans and outreach programs with investors,
  regulators, policy makers and key stakeholders, domestically and at European level.
  Achieved consistent recognition for S&P as the leader rating agency through surveys
  conducted with issuers, investors and annual media mapping. Key spoke person for the
  region.
- Conducted specific outreach programs and task forces following the financial markets crisis
  to protect the reputation and engage in leadership actions to improve the integrity and
  transparency of S&P activity. Led public affairs programs to monitor implementation of
  specific regulations affecting S&P role in the financial markets and established long term
  dialogue with all major stakeholders, networks and business associations.

## BORSA ITALIANA SPA, 1998-2003

Senior Director, Head of Nuovo Mercato

Designed, launched and developed the equity markets for high growth companies in coordination with other major European exchanges. Nuovo Mercato became in few months the second high growth European market for capitalization and market volumes, with 45 listings of mostly IT companies in two years and a strong domestic and international recognition among issuers, investors and intermediaries. Designed and managed research effort and marketing campaigns to identify candidates for listings and to promote the market to institutional investors. Managed the introduction of the road show concept in Borsa Italiana, a model which became a standard for the promotion of Italian equity markets, together with other innovative ways to aggregate interests around Italian financial markets. Managed outreach programs in the Us, Israel, UK also in association with Italian diplomatic delegations, local investors and analyst associations. Managed all communications activities on the market and other SMEs related projects for Borsa Italiana. Advised international development banks on how to set p and develop equity markets for SMEs.

Participated to international programs with stock exchanges and market participants to develop new platforms and common initiatives to improve the primary and secondary markets.

## PREMAFIN SPA, Milano 1991-1998

Director of strategic planning and control. Managed investments in industrial companies controlled by the holding in the area of construction, motorways and insurance. Monitored financial performance and implemented plans for recommendations to shareholders. Member of the Board of Autostrade Torino Milano. Conducted restructuring, M&A, debt renegotiations and other activities to streamline the business and assure execution of strategic plans of the subs. Set up and managed the Investor relation function for the Group and some of its listed subs, including all relationships with international investors.

## CITIBANK N.A., Milano, 1988-1991

Resident Vice Presidente (condirettore), Senior Financial Analyst.

Conducted M&A activity and financial strategic analysis for the corporate clients of the bank, including origination and execution in corporate finance products and services. Developed strategic target market for Citibank in Italy and related segmentation of products and services offered.

## THE WORLD BANK, Washington D.C., 1985-1986

Consultant on debt rescheduling packages for Latin America countries .

UNIVERSITA' COMMERCIALE L. BOCCONI, Milano 1981-1985

Research Assistant in banking and international Financial intermediaries. Assistant Professor of international banking for the University and SDA Business School. Published several articles and essays on financial innovation and international banking topics.

## **AWARDS & RECOGNITIONS**

Marisa Bellisario Award for Women in Finance, 2001 International Leadership Award by The McGraw Hill Companies /Standard &Poor's, 2004 Career Award. Sponsored by Italian Minister for Equal Opportunities, 2001. International Corporate Finance Award for best global transactions, Citibank, New York, 1991

#### **OTHER**

- Member of the Board and Vice Chairman of the Italian American Chamber of Commerce, 2009/2017
- Founding member and member of the Exceutive Board of Valore D, association for the promotion of women leadership in Italian corporations comprising 150 major corporations
- Member of the Board of Collegio San Carlo, since 2011
- · Member of the Bocconi Alumni Association Advisory Board
- Member of the Scientific Committee of Collegio Internazionale Ca' Foscari, since 2014
- Member of the Advisory Board, Accenture Foundation (2007/2012)

Published several articles on financial topics in Italian and English.

Teaching activity conducted for several Italian universities. Runner with significant track record in half and full marathons.

Married, one child. Italian citizen. Fluent in English, working knowledge of French and Spanish

Horris Reichal

RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Sabrina Pucci, born in Rome on 30 August 1967 tax code PCCSRN67M70H501N, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan in single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

## **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years, according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

#### CERTIFY that

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

4

а	a director or general director in any	companies that are competitors of Luxottica, for
t	he purposes of article 2390 of the Ita	alian Civil Code;
- 🗡	I meet	☐ I do not meet
t	he independency requirements prov	rided for under article 148, sub-paragraph 3, of
t	he Consolidated Financial Act, as r	eferred to in article 147-ter, sub-paragraph 4, of
t	he Consolidated Financial Act;	
- >	I meet	☐ I do not meet
t	he independency requirements pr	ovided for under article 3 of the Corporate
(	Governance Code of Conduct issu	ued by Borsa Italiana S.p.A. and adopted by
I	Luxottica.	
Furthermore, I	, the undersigned, authorize the	processing of my personal data collected in
compliance wit	th Italian Legislative Decree no. 196	5/2003, for purposes for which this declaration is
issued.		
I, the undersign	ned, undertake - if so required - to	provide any documentation necessary to confirm
		well as to communicate any possible facts that
	such declaration.	6
		20
D 16/00/0	010	
Rome, 16/03/20	018	
		Yours faithfully

Sobralco

<u>Attachments</u>



# **CURRICULUM VITAE**

## 1. Personal Information

Name: Sabrina Pucci

Date and place of birth: 30.08.1967, Rome

Nationality: Italian

Languages: Italian, English

# 2. Academic Curriculum and Professional Qualifications

Full Professor of Accounting and Financial Reporting in the Department of Business Studies (Roma Tre University)

January 2013 to December 2013, Coordinator of PhD in Business Research (Roma Tre University)

2005 – 2012, Coordinator of first level Master in Companies Administration and Evaluation, Faculty of Economics (Roma Tre University)

1998 – 2005, Associate Professor of Business Economics, Faculty of Economics (Roma Tre University)

Member of Institute of Chartered Accountants (Rome)

PhD in Actuarial Science (La Sapienza University, Rome)

Degree in Economics with 110/110 cum laude (La Sapienza University, Rome)

## 3. Employment, counseling and participation in national and international bodies

Since November 2008, member of the Insurance Accounting Working Group of EFRAG (European Financial Reporting Advisory Group)

Since 2006, member, and later Chairman, of the Insurance Commission constituted by the OIC (the Italian Accounting Standard Setter)

## 4. Position in listed company

Independent non-executive board member of Assicurazioni Generali, member of Audit and Risk Committee, member of Appointing Committee

# 5. Previous work experience

1990-1998, employee with ISVAP (today IVASS), first as accountant in the life office then as manager of the actuarial non-life office

Representative of ISVAP (today IVASS) at the OECD and at EUROSTAT regarding supplementary pension regimes

Consultant for courts as accounting expert

## 6. Research Interests

International accounting standards, risk, insurance, banking, securities, intangible assets, pension funds

# Offices held in listed companies

Assicurazioni Generali

Indipendent non executive board member

Member of the Risk and Audit Committee

Member of the Appointments Committee



RE:

Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Karl Heinz Salzburger, born in Bolzano on March 13, 1957, tax code SLZKLH57C13A952B, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, March 7, 2018

# **Attachments**

#### KARL HEINZ SALZBURGER

He was born in Bolzano in 1957.

He graduated from the University of Verona in 1981. In 1983 he obtained a Master's in International Marketing at CUOA in Vicenza.

He began his professional career at Accumulatori Alto Adige and thereafter he moved to Austria for Salvagnini Transferica S.p.A, where he became General Manager. From 1990 to 1997 he worked for Benetton Sportsystem S.p.A. where he held several positions until he became responsible for the Benetton Sportsystem subsidiaries. In 1997 he was appointed Chief Executive Officer of The North Face Europe and thereafter he was appointed Chief Executive Officer of The North Face Inc. in San Francisco, where he stayed until the end of 2000. After May 2000, when The North Face was acquired by VF, Karl Heinz was appointed President for the International Outdoor Coalition and thereafter in 2006, President of VF International, which includes the responsibility for all VF brands in Europe, Middle East and Asia.

From 2010 until 2017 he has been Group President of VF Corporation International, a group leader in apparel, jeanswear, sportswear, outdoor products, and which owns among others the following brands Lee, Wrangler, Jansport, Eastpak, The North Face, Vans, Napapijri and 7 For All Mankind.

He was appointed Director of Luxottica Group S.p.A. on April 24, 2015.



RE: Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned Luciano Santel, born in Venezia on October 12, 1956, tax code SNTLCN56R12L736R, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan with a single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

## **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

a director or general director in any companies that are competitors of Luxottica, for the purposes of article 2390 of the Italian Civil Code;

- I meet □ I do not meet

the independency requirements provided for under article 148, sub-paragraph 3, of the Consolidated Financial Act, as referred to in article 147-*ter*, sub-paragraph 4, of the Consolidated Financial Act;

the independency requirements provided for under article 3 of the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A. and adopted by Luxottica.

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, HARCH 7, 20,18

Yours faithfully

## **Attachments**

## Luciano Santel

He was born in 1956. He was appointed Director of Luxottica Group S.p.A. on April 24, 2015. After a degree in Business and Economics at Ca Foscari University of Venice, he began his career in primary Independent International Auditor Firms (Reconta Ernst & Young and Arthur Andersen). Then he served as Finance Director in IVG and in Rossignol Group. In 1996 he was appointed as Chief Operating Officer of Retail Brand Alliance (f/k/a Casual Corner Group Inc.) where he worked until 1999 when he joined Luxottica as VP Group International Development. In 2001, he joined Geox S.p.A. as Chief Corporate Officer until 2009, when he was appointed Chief Executive Officer of Stefanel S.p.A. In September 2013 he joined Moncler where he still serves as Chief Corporate and Supply Officer, as well as Director from April 2016.

RE:

1 1

Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned CRISTINA SCOCCHIA, born in SANREMO on 04/12/1973, tax code SCCCST73T44I138Z, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan in single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

## **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years, according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the
     Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not a

director or general director in any companies that are competitors of Luxottica, for the purposes of article 2390 of the Italian Civil Code;

- ☐ I do not meet

the independency requirements provided for under article 148, sub-paragraph 3, of the

Consolidated Financial Act, as referred to in article 147-ter, sub-paragraph 4, of the

Consolidated Financial Act;

- ☐ I do not meet

the independency requirements provided for under article 3 of the Corporate

Governance Code of Conduct issued by Borsa Italiana S.p.A. and adopted by

Luxottica.

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

Milan, 05th March 2018

Yours faithfully

Attachments

#### Cristina Scocchia

Born in 1973

After graduating with the highest grades in Management of International Firms at Luigi Bocconi University, she completed a PhD in Business Administration at the University of Torino.

She started her career at Procter&Gamble, where since 1997 she held positions of increasing responsibility working on mature and emerging markets until she was appointed in 2012 as Cosmetics International Operations Division leader, with the responsibility of supervising the brands in her portfolio in over 70 countries throughout the world. From 2014 to 2017, she was Chief Executive Officer of L'Oréal Italia S.p.A. and she lead the return to growth of the company in a challenging economic environment. Since July 2017 she is Chief Executive Officer of Kiko S.p.A.

Ms. Scocchia is a member of the Board of Directors of Luxottica S.p.A, EssilorLuxottica S.A. and Elica S.p.A.

RE:

Acceptance of the candidacy for the office of Director of Luxottica Group S.p.A. and declaration concerning the lack of grounds for ineligibility, revocation and incompatibility with respect to such office, as well as the existence of the independency requirements provided for in the Consolidated Financial Act and in the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A.

I, the undersigned ANDREHZAPPIA, born in TRIPOLI on 245EPT 1963, tax code 2PPNOR63P24Z325D, and invited to be included in the slate that the shareholder Delfin S.à r.l. intends to submit to the Ordinary Shareholders' Meeting of Luxottica Group S.p.A. ("Luxottica" or the "Company") convened on April 19, 2018 in Milan in single call, in order to resolve - among others - upon the appointment of the Board of Directors of the Company in compliance with article 17 of the By-laws of the Company,

#### **DECLARE**

to accept such candidacy and as for today, and in case of election, to accept the office of director of Luxottica for a period of maximum three years, according to the resolution taken by the Ordinary Shareholders' Meeting and therefore, under my responsibility and for purposes and to the effects of the law

- there are no grounds for ineligibility, revocation and incompatibility with respect to the office of director of the Board of Directors of Luxottica, as well as that the independency requirements to carry out such office provided for the applicable law exist; and in particular that:
  - there are no grounds for ineligibility and revocation provided for in article 2382 of the Italian Civil Code;
  - I meet the integrity requirements for the office of statutory auditor of listed companies as provided for under article 148, sub-paragraph 4, of the Italian Legislative Decree 24 February 1998, no. 58 (the "Consolidated Financial Act") and in article 2 of the Decree of the Ministry of Justice no. 162/2000, as referred to in article 147-quinquies, sub-paragraph 1, of the Consolidated Financial Act;
  - I am not a shareholder with unlimited liability in any other companies that are competitors of Luxottica, I am not carrying out, on my behalf or on behalf of third parties, any activities competing with the ones carried out by Luxottica and I am not

a director or general director in any companies that are competitors of Luxottica, for the purposes of article 2390 of the Italian Civil Code;

- ☐ I meet ☐ I do not meet

the independency requirements provided for under article 148, sub-paragraph 3, of the Consolidated Financial Act, as referred to in article 147-ter, sub-paragraph 4, of the Consolidated Financial Act;

- I meet □ I do not meet

the independency requirements provided for under article 3 of the Corporate Governance Code of Conduct issued by Borsa Italiana S.p.A. and adopted by Luxottica.

Yours faithfully

Furthermore, I, the undersigned, authorize the processing of my personal data collected in compliance with Italian Legislative Decree no. 196/2003, for purposes for which this declaration is issued.

I, the undersigned, undertake - if so required - to provide any documentation necessary to confirm the truthfulness of everything declared herein, as well as to communicate any possible facts that would change such declaration.

[Place / Date]

MILAND, 6/03/2018

## Attachments

# Andrea Zappia

Andrea Zappia was appointed as Chief Executive Officer, Sky Italia in August 2011.

In march 2016 he also took responsibility for Sports across the Group, leading the overall development of Sky's sports business, including pursuing opportunities and supporting sports businesses in each market.

Immediately prior to his appointment as Sky Italia CEO, he was Managing Director of the Customer Group at BSkyB from February 2010, overseeing the UK sales, marketing and customer operations teams, managing customer acquisition and retention across BSkyB's range of paytelevision, broadband and telephony products.

Andrea joined Sky Italia in 2003, as Vice President Marketing, Promotion & Business Development before taking up the role of Vice President Sport Channels.

Before joining Sky Italia, Andrea held senior group roles at Fila, Ferrari and Maserati. Andrea started his career in the multinational company Procter & Gamble where he worked as European Group Marketing Manager.

He is a member of the Executive Committee of Assolombarda, for Media and Communications, and he is a member of Luxottica's board of directors.

Andrea Zappia is 54 years old, was born in Tripoli but grew up in Bologna and graduated in Economics.



CERTIFICAZIONE DI PARTECIPAZIONE AL SISTEMA DI GESTIONE ACCENTRATA MONTE TITOLI						
	(ex art. 23/24 del provvedimento Banca d'Italia/Consob 22/2/2008 modificato il 24/12/2010)					
Intermediario che ri						
ABI	03307	CAB 01722				
denominazione	Societe General	e Securities Service S.p.A				
Intermediario parted ABI	ipante se diverso	o dal precedente				
denominazione						
data della richiesta		data di invio della co	omunicazione			
21/03/2018		21/03/2018	<b>]</b>			
Ggmmssaa		Ggmmssaa				
n° progressivo ar	inuo	n° progressivo certificazione a rettifica/revoca	causale della rettifica/revoca			
500404						
Su richiesta di: UNICREDIT IN	TERNATIONAL F	BANK (LUXEMBOURG) SA				
Titolare degli strum		ELFIN SARL				
nome		LL III O/IIIL				
codice fiscale / part	ita iva					
comune di nascita		38.96	provincia di nascita			
data di nascita		nazionalità	<del></del>			
data di madana	fiz	ggmmssaa				
indirizzo 7 R	UE DE LA CHAF	PELLE				
città L-1	325 LUXEMBOU	RG	LUXEMBOURG			
Strumenti finanziari	oggetto di certifi	cazione:				
ISIN	IT0001479374					
denominazione	LUXOTTICA		BALLIDA CONTRACTOR CON			
Quantità degli strun	nenti finanziari og	getto di certificazione:	20			
202.816.957						
Vincoli o annotazio	ni sugli strumenti	finanziari oggetto di certificazione				
data di: O cost	ituzione O modif					
Natura vincolo		ggmmssaa				
	lo (denominazione co)	dice fiscale, comune e data di nascita, indirizzo e citt	à di residenza o della sede)			
Deficiciano vinco	no (denominazione, coo	nce instale, comune e data di ridocid, maniero e anti	a di residenza o della dede,			
data di riferime	nto	termine di efficacia/revoca	diritto esercitabile			
21/03/2018		25/03/2018	DEP			
Ggmmssaa		Ggmmssaa	3			
Note						
	IE DI POSSESSO AMMINISTRAZION	AI FINI DELLA PRESENTAZIONE DEL IE.	LA LISTA PER LA NOMINA DEL			
Firma Intermediario	)					

SOCIETE GENERALE
Securities Services S.p.A.

Hommon Galimbert

SGSS S.p.A.

Sede legale Via Benigno Crespi, 19/A 20159 Milano Italy Tel. +39 02 9178.1 Fax. +39 02 9178.9999 www.securitiesservices.societegenerale.com Capitale Sociale € 111.309.007,08 interamente versato Banca iscritta all'Albo delle Banche cod. 5622 Assoggettata all'attività di direzione e coordinamento di Société Générale S.A.

Iscrizione al Registro delle Imprese di Milano, Codice Fiscale e P. IVA 03126570013 Aderente al Fondo Interbancario di Tutela dei Depositi



CERTIFICAZIONE DI PARTECIPAZIONE AL SISTEMA DI GESTIONE ACCENTRATA MONTE TITOLI (ex art. 23/24 del provvedimento Banca d'Italia/Consob 22/2/2008 modificato il 24/12/2010) Intermediario che rilascia la certificazione 01722 CAB 03307 Societe Generale Securities Service S.p.A denominazione Intermediario partecipante se diverso dal precedente denominazione data di invio della comunicazione data della richiesta 21/03/2018 21/03/2018 Gammssaa Gammssaa nº progressivo certificazione causale della rettifica/revoca nº progressivo annuo a rettifica/revoca 500405 Su richiesta di: UNICREDIT INTERNATIONAL BANK (LUXEMBOURG) SA Titolare degli strumenti finanziari: cognome o denominazione **DELFIN SARL** codice fiscale / partita iva provincia di nascita comune di nascita nazionalità data di nascita ggmmssaa indirizzo 7 RUE DE LA CHAPELLE LUXEMBOURG città L-1325 LUXEMBOURG Strumenti finanziari oggetto di certificazione: IT0001479374 ISIN LUXOTTICA denominazione Quantità degli strumenti finanziari oggetto di certificazione: 77.000.000 Vincoli o annotazioni sugli strumenti finanziari oggetto di certificazione data di: O costituzione O modifica O estinzione ggmmssaa Natura vincolo Beneficiario vincolo (denominazione, codice fiscale, comune e data di nascita, indirizzo e città di residenza o della sede) diritto esercitabile data di riferimento termine di efficacia/revoca DEP 21/03/2018 25/03/2018 Ggmmssaa Gommssaa Note CERTIFICAZIONE DI POSSESSO AI FINI DELLA PRESENTAZIONE DELLA LISTA PER LA NOMINA DEL CONSIGLIO DI AMMINISTRAZIONE. Firma Intermediario

> SOCIETE GENERALE Securities Services S.p.A.

SGSS S.p.A.

Sede legale Via Benigno Crespi, 19/A 20159 Milano Italy Tel. +39 02 9178.1 Fax. +39 02 9178.9999 www.securitiesservices.societegenerale.com Capitale Sociale € 111.309.007,08 interamente versato Banca iscritta all'Albo delle Banche cod. 5622 Assoggettata all'attività di direzione e

coordinamento di Société Générale S.A.

Iscrizione al Registro delle Imprese di Milano, Codice Fiscale e P. IVA 03126570013 Aderente al Fondo Interbancario di Tutela dei Depositi