



SALVATORE FERRAGAMO S.p.A.

Registered office: Firenze (FI), Via Dei Tornabuoni n. 2

Share capital: Euro 16,841,000.00 fully paid up

Tax code, VAT no. and Registration no. with the Florence Business Register 02175200480

R.E.A. (Economic Administrative Index) of Florence no. 464724

Website www.ferragamo.com

NOTICE OF CALL: SHAREHOLDERS' ANNUAL GENERAL MEETING

Notice is hereby given to shareholders of the Annual General Meeting at the Meeting Hall in Palazzo Incontri in Florence (FI), Via Dei Pucci n. 1, on 24 April 2015, at 9.00 am, in a single call, in order to discuss and pass resolutions on the following:

Agenda

- 1) Financial statement of Salvatore Ferragamo S.p.A. for the year ending on 31 December 2014. Report by Board of Directors on FY 2014, Report by Board of Statutory Auditors and external Auditors. Related and consequent decisions.
- 2) Allocation of 2014 results.
- 3) Determination of the number of directors.
- 4) Determination of the term of office of directors.
- 5) Appointment of directors.
- 6) Determination of directors remuneration.
- 7) Appointment of Honorary President.
- 8) Consultation on the Remuneration Policy for directors and managers with strategic responsibilities.

Information on the share capital

In compliance with Article 5 of the Articles of Association, the share capital at the date of this notice stands at Euro 16,841,000.00, split into 168,410,000 ordinary shares, each bearing the nominal value of Euro 0.10. In compliance with Article 6 of the Articles of Association, the shares are indivisible and each share carries the right to one vote. At the date of this Notice, the Company does not possess any shares of its own.

Attending the Shareholders' Meeting

In compliance with Article 83-*sexies* of Italian Legislative Decree no. 58/1998 (Italian Consolidated Law on Finance, known as the "TUF") and Article 13 of the Articles of Association, the right to attend the Meeting and to vote shall be certified by a notification to the Company, by means of a document issued by the intermediary charged with keeping the accounts according to legal requirements, based on evidence contained in the accounting entries on the seventh market trading day prior to the date established for the General Meeting in a single call i.e. 15 April 2015 (*record date*). Those who hold shares only after the Record Date do not have the right to attend or vote at the Meeting.

(Courtesy translation for the convenience of international readers)

The notification from the intermediary must reach the Company by the end of the third market trading day prior to the date established for the General Meeting in a single call, i.e. 21 April 2015, without prejudice to the right to take part and vote if the notifications reach the Company after the deadlines indicated herein, but before the start of the Meeting.

Ordinary proxy

The persons legally entitled to attend and vote at the Meeting may choose to be represented by means of a written proxy in compliance with legal provisions in force, by signing the ordinary proxy form available for download on the Company website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting, and is also available from Salvatore Ferragamo S.p.A. – Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI).

The Proxy Form can be sent by registered post to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI), or by certified email to salvatore.ferragamo@legalmail.it. The proxy holder may deliver or send a copy of the Proxy Form, *in lieu* of the original, also as an electronic document, certifying in writing, under his/her own liability, the identity of the person who has conferred the proxy and the conformity of the copy to the original.

Proxy conferred upon the representative designated by the Company

The Company has designated as the Shareholders' Representative, in compliance with Article 135-*undecies* of the TUF, the Fiduciary Administration Company “SPAFID S.p.A.” to whom proxies in writing may be entrusted, at no cost to the delegating person, with voting instructions regarding the proposals on the Meeting Agenda, as long as they are sent in an original copy to the to the aforementioned Shareholders' Representative by the second market trading day prior to the date established for the Shareholder's Meeting in a single call, i.e. by 22 April 2015, as follows: by courier or by registered post with return receipt to the address selected for this purpose, Foro Buonaparte 10, Milano (20121). The Proxy shall be valid exclusively for decisions on proposals on which the delegating shareholder has expressed voting instructions. The Proxy and the voting instructions may be revoked by the same deadline. The Proxy Form for the Shareholders' Representatives, and related instructions, is available for download on the Company website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting, and is also available from Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI).

Voting by correspondence

Pursuant to Article 127 of the TUF and Article 14 of the Articles of Association, the right to vote can also be exercised by correspondence, in compliance with relevant legal provisions. The voting ballot form, and related terms for exercising the right, is available for download on the Company website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting, and is also available from Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI). The voting ballot form, together with a copy of the notification envisaged by legislation in force certifying the shareholder's right to attend the Meeting, exclusively in original and in a sealed envelope, must be sent by registered post to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI) and reach the Company the day prior to the Meeting in a single call, i.e. by 23 April 2015. Shareholders are informed that voting ballot forms received after the above deadlines, or received without signatures, will not be taken into consideration for the constitution of the Meeting or in the voting procedure.

Voting by correspondence is a right that can be exercised solely by the shareholder in person; a separate postal ballot form shall be required for each of the proposals submitted for approval. Postal votes can be revoked by the shareholder in person, by means of a personal declaration, during the Meeting itself.

No procedure for electronic voting is envisaged.

Right to ask questions before the Meeting

In compliance with article 127-*ter* of the TUF, Shareholders may ask questions on the items on the agenda, also prior to the Shareholders' Meeting, by sending them by registered post with return receipt to Salvatore
(Courtesy translation for the convenience of international readers)

Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI), or by certified email to the address salvatore.ferragamo@legalmail.it. The right to ask questions may be legitimately exercised only if the request is accompanied by the certification issued by the intermediary demonstrating the shareholder's right to attend and vote in the Meeting, unless the Company has previously received such information from the intermediary. In order to ensure that the Meeting can be properly conducted and prepared for, shareholders are requested to submit their questions by 18:00 p.m. of the second market trading day prior to the date established for the Meeting (i.e. by 22 April 2015). Questions received prior to the Shareholders' Meeting will be answered at the latest during the course of the Meeting itself. The Company shall have the option of providing a single reply to questions on the same topic.

Right to add items to the Agenda

In compliance with article 126-*bis* of the TUF and Article 12 of the Articles of Association, Shareholders entitled to vote who, individually or jointly, represent at least one fortieth of the share capital may request, within 10 calendar days from the publication of the Notice of Call, i.e. by 23 March 2015, to add to the Agenda, giving an indication in their request of the additional item(s) to be included.

The request for additional item(s), together with documentation proving that the requester(s) represent sufficient share capital as specified above, must be submitted in writing, in an original copy, sent by registered post with return receipt, to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI), or by certified email to the address salvatore.ferragamo@legalmail.it. The request shall include a report on the item(s) to be added to the Agenda. Shareholders are reminded that such additions cannot include those items that, by law, can only be included in the Agenda upon proposal of the directors, or based on a project or a report drawn up by the directors that is not of the type envisaged in article 125-*bis* of the TUF. The new Agenda, including such additional item(s), shall be published according to the same procedures as this Notice of Call, at least fifteen days prior to the date of the Meeting. In the same deadline, the report of the requester or proposer shareholder(s), jointly with the Board of Directors eventual evaluation, will be available at the Company registered office, at the company that manage the Italian stock exchange and will also be published on the Company's website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meetings.

List vote for the appointment of the Board of Directors

With reference to point 5 of the agenda, Shareholders are reminded that, in compliance with article 147-ter of the TUF and article 20 of the Company's Articles of Association, Directors shall be elected by the Annual General Meeting based on lists submitted by shareholders in which each candidate shall be assigned a progressive number.

Only such shareholders who possess – individually or jointly – at least 1% of share capital shall have the right to submit lists of candidates, in compliance with CONSOB Resolution 19109, dated 28 January 2015.

No shareholder, including shareholders belonging to the same group, having entered into an agreement as envisaged in article 122 of the TUF, nor the controlling party, the subsidiaries or those jointly controlled pursuant to article 93 of the TUF, shall be entitled to submit, or participate in the submission, not even through a delegate or a fiduciary, of more than one list; nor shall any shareholder vote for different lists, nor shall any candidate stand in more than one list, under pain of exclusion.

In compliance with article 147-ter of the TUF and article 20 of the Company's Articles of Association, lists must be deposited at the Company's Registered Office at least 25 days prior to the date of General Meeting in a single call, i.e. no later than 30 March 2015. Lists shall be made available at the Company registered office, at the company that manage the Italian stock exchange, on the Company's website and with the other modalities prescribed by law and applicable regulations, at least 21 days prior to the date established for the General Meeting convened to appoint the Board of Directors, in other words no later than 3 April 2015.

Confirmation of the minimum requirements for presentation of candidate lists shall be established having regard to the shares registered under the property of the shareholder on the day on which the lists are submitted and deposited at the Company's Registered Office. In order to demonstrate ownership of the number of shares required in order to submit a list, shareholders joining together in submitting a list must submit and/or deliver to the Registered Offices copies of the required certification of ownership issued by the intermediary authorized by law, showing clearly that they possess the required number of shares necessary to entitle them to submit a list; such certification must be issued at least 21 days prior to the date established for

(Courtesy translation for the convenience of international readers)

the General Meeting convened to appoint the Board of Directors, in other words no later than 3 April 2015.

Each list submitted must be accompanied by: (a) information proving the identity of the shareholder(s) presenting the list and the overall percentage of shares in their possession; (b) statements by each candidate included on such lists, accepting the candidacy and further stating, under his/her own liability, that no objections can be raised against his/her eligibility and that no incompatibility exists, and further that he/she possesses all requirements envisaged in applicable law governing election to the office; (c) statements of independence issued in compliance with applicable laws and regulations; (d) the curriculum vitae of each candidate, including exhaustive information on personal and professional characteristics of each candidate, including information of executive and supervisory offices held.

The lists, and a copy of the further documentation required, shall be submitted, no later than 30 March 2015, to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI), or by certified email to the address salvatore.ferragamo@legalmail.it, to be sent jointly with all information necessary to prove the identity of the shareholder(s) submitting the list, which must also include a telephone number at which the shareholder(s) can be reached.

Shareholders are hereby informed that article 20 of the Articles of Association and article 147-ter, para 1-ter, of the TUF, issued in implementation of Italian Law no. 120 of 12 July 2011 (so-called “gender quotas” law), states that the composition of the Board of Directors must ensure gender balance in compliance with legislation in force. As this is the first term of office since the aforementioned law came into force, at least one fifth of the candidates shall be chosen from the less represented sex. Shareholders who intend to present a list for the renewal of the Board of Directors having a number of candidates greater than or equal to three are required to include in the list a number of candidates belonging to the less represented sex of at least one fifth of the candidates (rounding up, if appropriate, to the higher unit).

Any lists presented without compliance with the above provisions shall be considered as not submitted.

Shareholders are reminded that those who will present a minority list shall take into consideration Consob recommendations contained in his communication n. DEM/9017893 of 26 February 2009.

As per article 20 of the Company's Articles of Association, for what concerns the appointment of Directors, the lists which will not reach the half of the percentage required to present the same lists will not be taken into consideration.

Further information on the appointment of the members of the Board of Directors is contained in article 20 of the Company's Articles of Association and in the Report on the items of the agenda drawn up in compliance with Art. 125-ter of the TUF, which shall be published on the date of this Notice at the Company's registered office and on the Company website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting.

Documentation.

All reports on the items as per points 3, 4, 5, 6 and 7 of the Agenda and related proposed resolutions, along with the information on the amount of the share capital and the forms to be used for proxy and voting by correspondence, shall be made available to the public on the date of this Notice at the Company's Registered Office and on the website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting.

All other documentation on the items on the agenda envisaged by legislation in force, including the annual financial report, explanatory reports by the Board of Directors on other items on the agenda and the related proposed resolutions, as well as the list of candidates for the appointment of the Board of Directors, shall be made available to the public, in accordance with the law, at the Company's Registered Office in Via Dei Tornabuoni n. 2, 50123 Firenze (FI) and on the Company website www.ferragamo.com, in the Investor Relations section/Governance/Shareholders' Meeting.

* * *

Shareholders are entitled to access all documentation filed and have the right to be provided with copies thereof.

An extract of this Notice of Call, in compliance with article 125-*bis* of the TUF, is also published in the daily newspaper “Milano Finanza”.

Florence, 13 March 2015

The Chairman of the Board of Directors
Ferruccio Ferragamo

SALVATORE FERRAGAMO S.P.A.

SEDE LEGALE, PRESIDENZA E SHOW ROOMS - VIA DEI TORNABUONI 2 - 50123 FIRENZE - DIREZIONE GENERALE - VIA MERCALLI 201 - OSMANNORO 50019 - SESTO FIORENTINO (FI)
TEL. +39 055 3561 - FAX +39 055 3569572 - www.ferragamo.com

CAPITALE SOCIALE EURO 16.841.000,00 INT.VERSATO

CCIAA FIRENZE - REA 464724. COD. FISC., PART. IVA E ISCRIZ. REGISTRO IMPRESE DI FIRENZE N. 02175200480
SOCIETÀ APPARTENENTE AL GRUPPO FERRAGAMO FINANZIARIA. SOGGETTA ALL'ATTIVITÀ DI DIREZIONE E COORDINAMENTO DELLA FERRAGAMO FINANZIARIA S.P.A. AI SENSI DELL'ART. 2497-BIS C.C.

(Courtesy translation for the convenience of international readers)