



SALVATORE FERRAGAMO S.p.A.

Registered office: Florence (FI), Via Dei Tornabuoni no. 2

Share capital: EUR 16,879,000.00 fully paid-up

Tax code, VAT no. and Florence Company Register no. 02175200480

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

Website: www.ferragamo.com

NOTICE OF CALL: SHAREHOLDERS' ANNUAL GENERAL MEETING

Notice is hereby given to Shareholders of the Annual General Meeting, convened at Sala Verde of Palazzo Incontri, Via Dei Pucci no.1, Florence – belonging to Banca CR - on 27 April 2017, at 9.00 a.m., in a single call, to discuss and approve the following:

Agenda:

- 1) Financial Statements of Salvatore Ferragamo S.p.A. as at 31 December 2016. Report of the Board of Directors for the 2016 financial year. Report of Board of Statutory Auditors and the Auditing Firm. Related and consequent resolutions.
- 2) Allocation of profits for the year.
- 3) Appointment of a director under article 2386 of the Italian Civil Code. Related and consequent resolutions.
- 4) Appointment of the Board of Statutory Auditors, including its Chairperson.
- 5) Determination of the remuneration due to the Board of Statutory Auditors.
- 6) Authorisation to purchase and dispose of treasury shares in accordance with and pursuant to articles 2357 *et seq.* of the Italian Civil Code, as well as article 132 of Italian Legislative Decree no.58 of 24 February 1998 and article 144-*bis* of CONSOB Regulation adopted with resolution no.11971/1999 and subsequent amendments, subject to the cancellation of the resolution passed by the Meeting of 21 April 2016. Related and consequent resolutions.
- 7) Consultation of the Remuneration Policy for directors and managers with strategic responsibilities.

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder's Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

Information on share capital

As required by article 5 of the Articles of Association, the Share Capital on the date of this Notice stands at EUR 16,879,000.00, divided into 168,790,000.00 ordinary shares, each bearing the nominal value of 0.10 Euros. In compliance with article 6 of the Company's By-laws, each share is indivisible and gives the holder the right to one vote. On the date of this Notice, the Company does not possess any treasury stock.

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 Company’s By-laws, 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 entrusted 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. 18 April 2017 (Record Date). Those who hold shares only after the Record Date do not have the right to attend or vote at the Meeting.

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. 24 April 2017, 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 under Governance/Shareholders-Meetings, 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 via certified email to the address 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 responsibility, the identity of the person who has conferred the proxy and the conformity of the copy to the original.

Proxy granted to the representative appointed by the Company

The Company has appointed as Representative of the Shareholders, pursuant to Article 35-*undecies* of the Consolidated Law on Finance (TUF), the *Società per Amministrazioni Fiduciarie “SPAFID S.p.A.”*, to whom may be conferred, at no cost for the delegating party (with the sole exception of any postage costs) a written proxy, with voting instructions, on the Items in the Agenda of Shareholders’ Meeting, provided that the original proxy reaches the aforesaid Representative by the end of the second business day before the date set for the Shareholders’ Meeting in a single call (25 April 2017), using the following methods: hand-delivery (during office hours, from 09.00 to 17.00), or via courier or registered letter with acknowledgement of receipt to the address selected for this

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder’s Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

purpose in Milan (20121), Foro Buonaparte no.10 - Ref. "Proxy Annual Meeting of Shareholders Salvatore Ferragamo 2017". The original proxy must be sent complete with voting instructions and may also be sent via email to the following address: assemblee@pec.spafid.it. The sending of the proxy to the aforesaid email address, signed digitally pursuant to the laws in force, meets the requirement whereby documents must be in written form. The shares for which full or partial proxy is conferred are calculated for the purpose of determining the due constitution of the shareholders' meeting. The shares are not calculated for the purposes of the calculation of the majority and the share in capital required in order to be able to approve resolutions for the proposals for which no voting instructions have been conferred. The proxy and voting instructions may be revoked within the above time-limit. The Proxy Form for the Shareholders' Representatives, and related instructions, is available for download on the Company's website, www.ferragamo.com, in the Investor Relations section under Governance/Shareholders-Meetings, 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 Company's By-laws, the right to vote can also be exercised by correspondence, in compliance with the laws in force. The voting ballots form, with instructions, is available for download on the Company's website, www.ferragamo.com, in the Investor Relations section under Governance/Shareholders-Meetings, 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 form certifying the shareholder's right to attend and vote in the General Meeting, exclusively in original and in a sealed envelope, must be sent via registered mail, by the date prior to the date fixed for the General Meeting convened at first call, i.e. by 26 April 2017, to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019, Sesto Fiorentino (FI). 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 and a separate postal ballot form shall be required for each of the proposals submitted for approval. Postal votes can be revoked by the shareholder by means of a personal declaration during the Meeting itself.

No procedure for electronic voting is envisaged.

Right to ask questions prior to 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 Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI) or via 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 already 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 of the second market trading day prior to the date fixed for the Meeting (i.e. by 25 April 2017). 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

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder's Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

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 By-laws, 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 25 March 2017, to add items to the Agenda, giving an indication in their request of the additional item(s) to be included, or submitting proposals for approval for items already on the agenda.

The request for additional item(s) or the submission of new proposals for approval for items on the agenda, together with documentation proving the ownership of the share capital as specified above, must be submitted in writing, in an original copy, via registered letter with acknowledgement of receipt to Salvatore Ferragamo S.p.A. - Corporate Affairs Office - Via Mercalli 201, 50019 Sesto Fiorentino (FI) or via certified email to the address salvatore.ferragamo@legalmail.it. The request must include a report on the items proposed for discussion on 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*, paragraph 1, of the Consolidated Law on Finance. The additions or the submission of proposals for approval accepted by the Board of Directors shall be published by the Company according to the same procedures as this Notice of Call, at least fifteen days prior to the date of the Meeting. By the same deadline, the report of the requesting or proposing shareholder(s), together with a possible evaluation by the Board of Directors, will be available at the Company registered office and the Italian stock exchange, and will also be published on the Company's website www.ferragamo.com, in the Investor Relations section under Governance/Shareholders-Meetings.

Appointment of a director

To appoint a director, pursuant to article 20 of the By-laws, the Meeting shall pass resolution with the majorities required by law on the proposals submitted to the Meeting, without the application of the voting list procedure.

The Board of Directors of the Company is currently made up of 13 members - 4 of whom qualify as independent and 4 of whom are the less-represented gender. The Director, Mr. Eraldo Poletto was co-opted, pursuant to article 2386 of the Italian Civil Code, by the Board of Directors, following the resignation of the appointed Director Mr. Michele Norsa, with the resolution of 2 August 2016, effective from 3 August 2016, and Mr. Poletto, therefore, shall remain in office until the date of the Meeting referred to in this notice of call.

For further information on the reconstitution of the Board of Directors, please refer to the indications in the Board of Directors' report on the related item on the agenda, drawn up by the Board of Directors pursuant to article 125-*ter* of the Consolidated Law on Finance and made available to the public on this date at the registered office and on the website of the Company at the address www.ferragamo.com, in the Investor Relations section under "Shareholders-Meetings".

Appointment of the Board of Statutory Auditors

With reference to item 4 on the agenda, Shareholders are reminded that, pursuant to article 30 of the By-laws, the Board of Statutory Auditors is composed of three statutory auditors and two substitute auditors.

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder's Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

In order to guarantee that minority shareholders can participate in the election of a statutory and a substitute auditor, the Board of Auditors is appointed on the basis of lists submitted by the shareholders, in which the candidates are listed in numerical order. The list is composed of two sections: one for the candidates standing for the position of statutory auditor, the other for the candidates standing for the position of substitute auditor.

Shareholders that represent at least 1.1% of the share capital, either individually or jointly, are entitled to submit lists, in accordance with CONSOB resolution no.19856 of 25 January 2017. Each shareholder, as well as the shareholders belonging to the same group, forming part of the same shareholders' agreement pursuant to article 122 of the Consolidated Law on Finance, as well as the parent company, the subsidiary companies and those subject to common control pursuant to article 93 of the Consolidated Law on Finance cannot submit or take part in the submission, not even via a third party or trust company, of more than one list, nor can they vote for different lists. Each candidate can appear on one list only, under penalty of ineligibility.

The lists must be filed at the registered office of the company at least 25 (twenty-five) days prior to the date fixed for the Shareholders' Meeting, i.e. by 2 April 2017.

The ownership of the minimum shareholding necessary for the submission of the lists is determined by taking the shares registered in favour of the shareholder into consideration on the day in which the lists are filed at the registered office of the Company. In order to prove the ownership of the number of shares necessary for the submission of the lists, the Shareholders that submit or take part in the submission of the lists must submit and/or deliver a copy of the special certification, issued by the qualified intermediary, to the registered office of the Company in accordance with the laws in force, by the deadline for the publication of the lists, i.e. 6 April 2017.

Taking into account the provisions of article 144-*sexies*, paragraph 4-*ter*, of CONSOB Regulation no. 11971 of 14 May 1999, as subsequently amended (the "**Regulations for Issuers**"), the lists and the copy of the required documentation accompanying the latter can also be submitted via certified email to the address salvatore.ferragamo@legalmail.it, together with the information that enables the party submitting the lists to be identified, including also an indication of a contact telephone number.

Shareholders are informed that article 30 of the By-laws, in implementing Italian Law no.120 of 12 July 2011 (law on the so-called "pink quotas") sets forth that the composition of the Board of Statutory Auditors must ensure a balance of genders in compliance with the laws in force. As this is the second term in office subsequent to the entry into force of the aforesaid law, and having taken into account the requirement to balance genders also in the event of the replacement of the auditors currently in office, each list containing a number of candidates equal or exceeding three must be composed in such a way that within the Board of Statutory Auditors at least one statutory auditor and one substitute auditor is to belong to the less-represented gender - typically female.

The following must be filed together with each list: (i) information on the identity of the shareholders that have submitted the list and the total percentage shareholding held by them; ii) the statements in which the individual candidates agree to their nomination and attest, under their own responsibility, that there are no grounds for their ineligibility and incompatibility, therein including the limit on the maximum number of positions that can be held, and that they meet the requisites prescribed by the laws in force and the by-laws for the respective positions; iii) the declarations of the shareholders other than those that hold, either individually or jointly, a controlling or relative

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder's Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

majority interest, stating the absence of any affiliation with the aforesaid parties as set forth by the laws in force, as well as; d) the curriculum vitae of each candidate, containing the relevant personal and professional data on each candidate with an indication of the management and supervisory positions held in other companies;

Attention is also drawn to CONSOB Communication no.DEM/9017893 of 26 February 2009, with which the Supervisory Authority recommended that Shareholders submitting a minority list declaring the absence of any relationships of affiliation referred to in article 144-*quinquies* of the Regulations for Issuers also state, in the aforesaid declaration, the absence of any of the significant relationships indicated in the aforesaid Communication with Shareholders that hold, either individually or jointly, a controlling or relative majority interest, or, if this is not the case, indicate any existing significant relationships and the reasons why the latter have not been considered determinant for the existence of relationships of affiliation referred to in article 148, paragraph 2, of the Consolidated Law on Finance, and in article 144-*quinquies* of the Regulations for Issuers.

The submitted lists that do not comply with the provisions stated above shall be disregarded.

If, by the time limit stated above (2 April 2017) only one list has been submitted or only lists by shareholders who are affiliated to each other have been submitted, in application of article 144-*sexies*, paragraph 5, of the Regulations for Issuers and article 30 of the By-laws, further lists can be submitted up to the third day after this date (i.e. until 5 April 2017), and in this case the threshold of the share capital percentage required to submit the lists shall be reduced to half (0.5%).

Shareholders are reminded, finally, that pursuant to and in accordance with the laws in force, the chairmanship of the Board of Statutory Auditors is assigned to the Statutory Auditor taken from the minority lists.

Further information on the appointment of the Board of Statutory Auditors can be found in the Report on the agenda prepared in accordance with article 125-*ter* of the Consolidated Law on Finance, to which reference is to be made, and which has been made available to the public on this date at the registered office and on the website of the Company at the address www.ferragamo.com, in the Investor Relations section under “Shareholders-Meetings”.

Remuneration Report

Pursuant to Article 123-*ter*, paragraph 6, of the Consolidated Law on Finance, the Shareholders’ Meeting called to approve the Financial Statements for the financial year is called to approve or reject, by resolution, the first section of the Remuneration Report, providing an overview of the Company’s policy governing the remuneration payable to the administrative bodies and managers with strategic responsibilities, and the procedures used to adopt and implement this policy. Please note that this resolution, pursuant to the above-mentioned Article 123-*ter*, paragraph 6, of the Consolidated Law on Finance is not binding.

Documentation

The report on items 3, 4 and 5 of the agenda and related proposed resolutions, together with the amount of the share capital and the forms to be used for proxy and voting by correspondence have been made available to the public on the date of this Notice at the registered office of the Company and on the website www.ferragamo.com, in the Investor Relations section under Governance/Shareholders-Meetings.

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder’s Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.

Further documentation on the items on the agenda provided for by the laws in force, including the annual financial report, the Board of Directors' Report on other items on the agenda and the proposed resolutions has been made available to the public, in accordance with the law, at the registered office of the Company in Via Dei Tornabuoni no. 2, 50123, Florence (FI) and on the Company website www.ferragamo.com, in the Investor Relations section under Governance/Shareholders-Meetings.

* * *

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

This notice of call has been published on the present date, in full, in compliance with article 125-*bis* of the Consolidated Law on Finance on the website of the Company (www.ferragamo.com, Investor Relations section under Governance/Shareholders-Meetings) and on the storage mechanism eMarket STORAGE, available at the address www.emarketstorage.com, and an extract of the latter has also been published in the daily newspaper "Milano Finanza".

Florence, 14 March 2017

The Chairman of the Board of Directors
Ferruccio Ferragamo

SALVATORE FERRAGAMO S.P.A.
REGISTERED OFFICE , MANAGEMENT AND SHOW ROOMS - VIA DEI TORNABUONI 2 - 50123 FLORENCE - GENERAL MANAGEMENT - VIA MERCALLI 201 - OSMANNORO 50019 - SESTO FIORENTINO (FI)
TEL. +39 055 3561 - FAX +39 055 3569572 - www.ferragamo.com

SHARE CAPITAL EUR 16,879,000.00 FULLY PAID-UP
CHAMBER OF COMMERCE OF FLORENCE - R.E.A. (ECONOMIC AND ADMINISTRATIVE INFORMATION) NO. 464724 TAX CODE VAT NO. AND REGISTRATION NO. IN THE REGISTER OF COMPANIES OF FLORENCE 02175200840
COMPANY SUBJECT TO THE MANAGEMENT AND COORDINATION OF FERRAGAMO FINANZIARIA S.P.A. PURSUANT TO ART.2497-BIS OF THE ITALIAN CIVIL CODE

LEGAL NOTICE

This document is an informal translation of the original Italian Notice of Call of Shareholder's Annual General Meeting and has been prepared for reference purposes only. The only official document is in the Italian language. Please note that in case of inconsistency between this document and the original Italian document, this latter shall prevail.