

TOD'S S.p.A.

SHARE CAPITAL EURO 66.187.078 ENTIRELY PAID

REGISTERED OFFICE IN SANT'ELPIDIO A MARE (FM)-VIA FILIPPO DELLA VALLE NO. 1

FISCAL CODE AND REGISTRATION NUMBER WITH THE COMPANY REGISTER OF FERMO: 01113570442

NOTICE PURSUANT TO ART. 84 OF THE REGULATION ADOPTED WITH CONSOB RESOLUTION No. 11971/99

Tod's S.p.A. (the "Company") hereby informs that, pursuant to the applicable laws and regulations, the common merger plan for incorporation into Tod's S.p.A. of the wholly owned subsidiary Del.Com. S.r.l. ("Del.Com.") was filed today with the registered office and also with the Company Registers of the Marche, together with the additional documentation required by laws.

The common merger plan, together with the financial statements as at 30 June 2019 prepared by the Company and the balance sheet of Del.Com. as at 30 June 2019, in compliance with the applicable - including regulatory - legislation, are available at the Company's registered office, on the Company's website www.todsgroup.com as well as on the authorized storage device 1Info at www.1info.it.

The aforementioned merger will be submitted to the Board of Directors of Tod's S.p.A. for approval pursuant to article 2505, paragraph 2 of the Italian Civil Code and article 24 of the Company's bylaws, subject to the right of the Company's shareholders representing at least 5% of the share capital to request by September 25th, 2019 - by registered letter with return receipt to be sent to the Company's registered office (for the attention of the Chairman of the Board of Directors) or by certified electronic mail to the following address segreteria.azionisti@pec.todsgroup.com - that the decision to approve the merger is adopted by the Shareholders' Meeting.

The further documentation relating to the merger required by law, including the financial statements for the last three financial years and the minutes of the merger resolutions, will be made available to the public in the manner and within the terms provided by laws and regulations.

Sant'Elpidio a Mare, September 17th, 2019

On behalf of the Board of Directors

The Chairman

Diego Della Valle