

Milan, October 21st 2019

Tod's S.p.A. – Resolved the merger for incorporation of the wholly owned subsidiary Del.Com S.r.l.

Following to the press release issued on September 17th 2019, Tod's S.p.A. (the "Company"), the Italian company listed on the Milan Stock Exchange and holding of the luxury goods group of the same name, operating in the design, production and distribution of luxury and quality shoes, accessories and apparel under the brands Tod's, Hogan, Fay and Roger Vivier, informs that the Board of Directors today resolved, pursuant to article 2505, paragraph 2, of the Italian Civil Code and article 24 of the Company's by-laws, the merger by incorporation into Tod's S.p.A. of the wholly owned subsidiary Delcom S.r.l., which is entrusted with the retail distribution in Italy of the products branded by the Group's brands, through a network of no. 40 directly operated franchised stores. The minutes of the merger resolution, together with the documentation relating to the merger, have been filed today in the Companies Register of the Marche and are available to the public at the registered office of the Company as well as on the website at www.todsgroup.com and in the authorized storage service device IInfo at www.IInfo.it.

The merger deed will be stipulated after the expiration of the period prescribed by Article 2503 of the Italian Civil Code and will be published in accordance with the terms and conditions of law.

The aforementioned merger is exempt from the application of the Procedure on related parties transactions adopted by Tod's S.p.A. (the "OPC Procedure"), pursuant to art. 9.1 letter e) of the same, as implemented by the issuer with its own subsidiary in which there are no significant interests of other related parties of the issuer.