

TOD

TOD'S Group

D'S Group

INTERIM REPORT ON OPERATIONS
AT SEPTEMBER 30th, 2013

(Translation of the Interim Report on Operations
at September 30th, 2013 approved in Italian, solely
for the convenience of international readers)

TABLE OF CONTENTS

Company's data	1
Corporate Governance bodies	2
TOD'S Group	3
Group's organizational chart.....	4
Distribution network as of September 30 th 2013.....	5
Key consolidated financial figures	6
Highlights of results	7
REPORT ON OPERATIONS	8
Group's activity.....	9
Group's brands.....	9
Foreign currency markets.....	10
Main events and operations during the period.....	11
Group's results in the first nine months of 2013	12
Significant events occurring after the end of the period	18
Business outlook	18
Guidelines for preparation of the Quarterly Report	19
Accounting policies	19
Alternative indicators of performances	20
Scope of consolidation	21
Declaration pursuant to Article 154bis (2) of the Consolidated Law on Financial Intermediation	21

Company's data

Registered office

TOD'S S.p.A.
Via Filippo Della Valle, 1
63811 Sant'Elpidio a Mare (Fermo) - Italy
Tel. +39 0734 8661

Legal data Parent company

Share Capital resolved euro 61,218,802
Share Capital subscribed and paid euro 61,218,802
Fiscal Code and registration number on Company Register of Court of Fermo: 01113570442
Registered with the Chamber of Commerce of Fermo under n. 114030 R.E.A.

Offices and Showrooms

Dusseldorf – Kaistrasse, 2
Hong Kong – 35/F The Lee Gardens, 33 Hysan Avenue, Causeway Bay
London – Wilder Walk, 1
Milan - Corso Venezia, 30
Milan - Via Savona, 56
Milan - Via Serbelloni, 1-4
Milan - Via della Spiga, 22
New York - 450, West 15th Street
Paris – Rue Royale, 20
Paris – Rue de l'Élysée, 22
Seoul – 89-10, Cheongdam-dong, Kangnam-ku
Shanghai - 1717 Nanjing West Road, Wheelock Square 46/F
Tokyo – Omotesando Building, 5-1-5 Jingumae

Production facilities

Comunanza (AP) - Via Merloni, 7
Comunanza (AP) - Via S.Maria, 2-4-6
Sant'Elpidio a Mare (FM) - Via Filippo Della Valle, 1
Bagno a Ripoli, Loc. Vallina (FI) - Via del Roseto, 60
Bagno a Ripoli, Loc. Vallina (FI) - Via del Roseto, 50
Tolentino (MC) - Via Sacharov, 41/43

Corporate Governance bodies

Board of directors ⁽¹⁾	Diego Della Valle Andrea Della Valle Luigi Abete Maurizio Boscarato Luigi Cambri Luca Cordero di Montezemolo Emanuele Della Valle Fabrizio Della Valle Emilio Macellari Pierfrancesco Saviotti Stefano Sincini Vito Varvaro	Chairman Vice - Chairman
Executive Committee	Diego Della Valle Andrea Della Valle Fabrizio Della Valle Emilio Macellari Stefano Sincini Vito Varvaro	Chairman
Compensation Committee	Luigi Abete Luigi Cambri Pierfrancesco Saviotti	Chairman
Control and Risk Committee	Luigi Cambri Maurizio Boscarato Pierfrancesco Saviotti	Chairman
Independent Directors Committee	Pierfrancesco Saviotti Luigi Abete Luigi Cambri	Chairman
Board of statutory Auditors ⁽²⁾	Giulia Pusterla Enrico Colombo Fabrizio Redaelli Myriam Amato Gilfredo Gaetani	Chairman Acting stat. auditor Acting stat. auditor Substitute auditor Substitute auditor
Independent Auditors ⁽³⁾	PricewaterhouseCoopers S.p.A.	
Manager charged with preparing a company's financial report	Rodolfo Ubaldi	

⁽¹⁾ Term of the office: 2012-2014 (resolution of the Shareholders' meeting as of April 19th, 2012)

⁽²⁾ Term of the office: 2013-2015 (resolution of the Shareholders' meeting as of April 19th, 2013)

⁽³⁾ Term of the office: 2012-2020 (resolution of the Shareholders' meeting as of April 19th, 2012)

TOD'S Group

TOD'S S.p.A.

Parent Company, owner of TOD'S, HOGAN and FAY brands and licensee of ROGER VIVIER brand.

Del.Com. S.r.l.

Sub-holding for operation of national subsidiaries and DOS in Italy.

TOD'S International B.V.

Sub-holding for operation of international subsidiaries and DOS in The Netherlands.

An.Del. Usa Inc.

Sub-holding for operation of subsidiaries in the United States.

Del.Pav S.r.l.

Company that operates DOS in Italy.

Filangieri 29 S.r.l.

Company that operates DOS in Italy.

Gen.del. SA

Company that operates DOS in Switzerland.

TOD'S Belgique S.p.r.l.

Company that operates DOS in Belgium.

TOD'S Deutschland GmbH

Company that distributes and promotes products in Germany and manages DOS in Germany.

TOD'S Espana SL

Company that distributes and promotes products in Spain and manages DOS in Spain.

TOD'S France Sas

Company that distributes and promotes products in France and manages DOS in France.

TOD'S Luxembourg S.A.

Company that operates DOS in Luxembourg.

TOD'S Hong Kong Ltd

Company that distributes and promotes products in Far East and South Pacific and manages DOS in Hong Kong. Sub-holding for operation of international subsidiaries in Asia.

TOD'S Japan KK

Company that operates DOS in Japan.

TOD'S Korea Inc.

Company that operates DOS in Korea.

TOD'S Macao Ltd

Company that operates DOS in Macao.

TOD'S Retail India Private Ltd

Company that operates DOS in India.

TOD'S (Shanghai) Trading Co. Ltd

Company that operates DOS in China.

TOD'S Singapore Pte Ltd

Company that operates DOS in Singapore.

TOD'S UK Ltd

Company that distributes and promotes products in Great Britain and manages DOS in Great Britain.

Webcover Ltd

Company that operates DOS in Great Britain.

Cal.Del. Usa Inc.

Company that operates DOS in California (USA).

Deva Inc.

Company that distributes and promotes products in North America, and manages DOS in the State of NY (USA).

Flor. Del. Usa Inc.

Company that operates DOS in Florida (USA).

Hono. Del. Inc.

Company that operates DOS in Hawaii (USA).

Il. Del. Usa Inc.

Company that operates DOS in Illinois (USA).

Neva. Del. Inc.

Company that operates DOS in Nevada (USA).

Or. Del. Usa Inc.

Company that operates DOS in California (USA).

TOD'S Tex. Del. Usa Inc.

Company that operates DOS in Texas (USA).

E-TOD'S Inc.

E-commerce company for US market.

Holpaf B.V.

Real estate company.

Alban.Del Sh.p.k.

Production company.

Sandel SA

Not operating company.

Un.Del. Kft

Production company.

Re.Se.Del. S.r.l.

Company for services.

TOD'S Brasil Ltda

Start up company that operates DOS in Brazil.

Partecipazioni Internazionali S.r.l.

Sub-holding for operation of international subsidiaries and DOS.

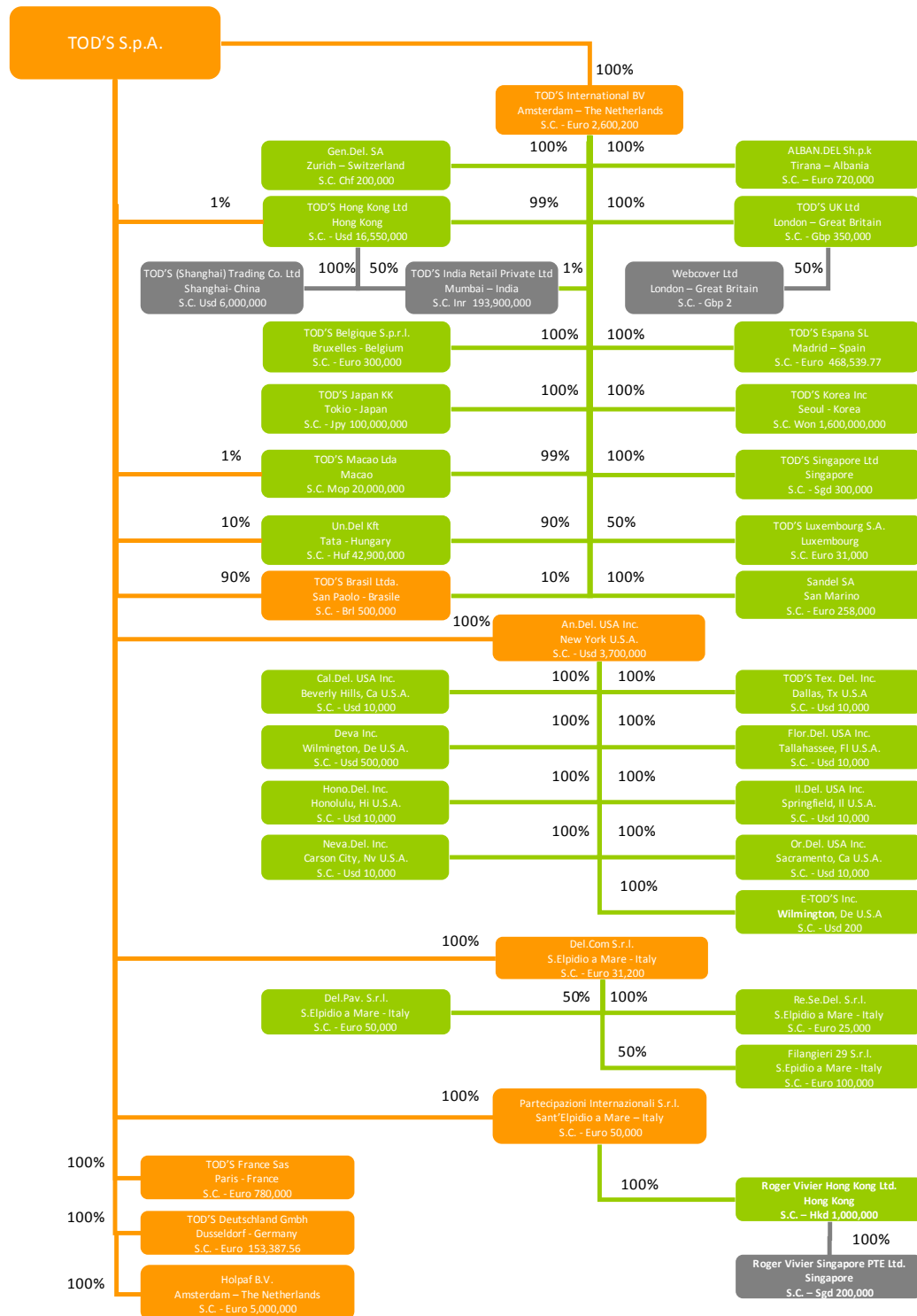
Roger Vivier Hong Kong Ltd

Not operating company.

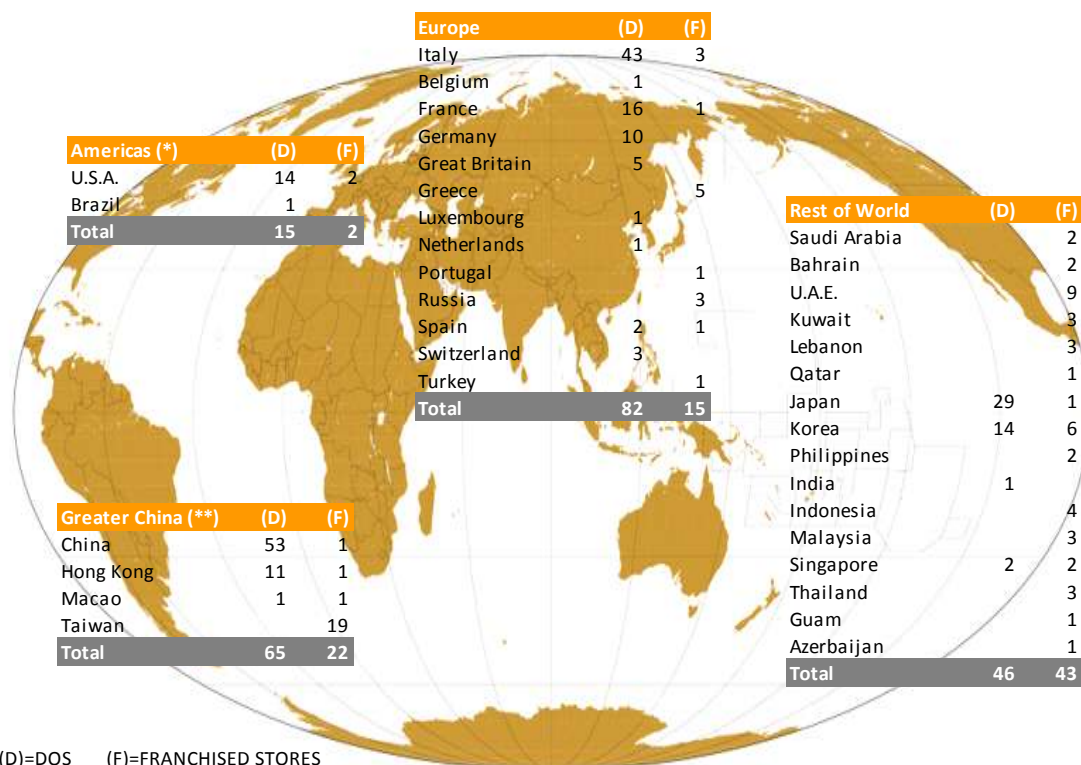
Roger Vivier Singapore PTE Ltd

Not operating company.

Group's organizational chart



Distribution network as of September 30th 2013



(*) Starting from 2013, the region “North America” has been replaced by “Americas”, including the whole American continent (Northern and Southern America).

(**) Starting from 2013, we give separate disclosure of the region “Greater China”, which includes: mainland China, Hong Kong, Macao and Taiwan.

DOS, 2013 new openings

Greater China

Chengdu	(China)
Hangzhou	(China)
Ningbo	(China)
Ningbo	(China)
Xian	(China)
Shanghai	(China)
Shanghai	(China)
Shanghai	(China)
Shanghai	(China)
Tianjin	(China)
Wuxi	(China)
Wuxi	(China)

Americas

San Paolo	(Brazil)
-----------	----------

Italy

Enna	(Italy)
------	---------

Europe

Strasbourg	(France)
Strasbourg	(France)
Paris	(France)
Paris	(France)

Rest of the World

Tokyo	(Japan)
-------	---------

Franchised stores, 2013 new openings

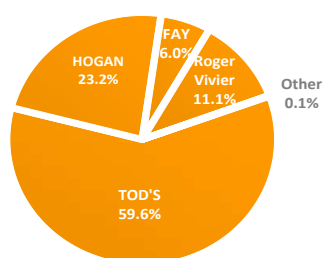
Rest of the World

Bangkok	(Thailand)
Singapore	(Singapore)
Abu Dhabi	(U.A.E.)
Abu Dhabi	(U.A.E.)
Beirut	(Lebanon)

For a complete list of retail outlets operated by the DOS and franchising network, reference should be made to the corporate web site: www.todsgroup.com

Key consolidated financial figures

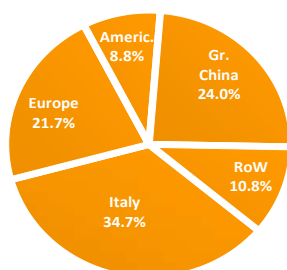
9M 2013 Revenues - % by Brand



P&L Key figures (euro millions)

	9M 2013	9M 2012	9M 2011	9M 2010
Revenues	752.6	749.9	699.0	609.1
EBITDA	199.5 26.5%	199.5 26.6%	192.4 27.5%	157.4 25.8%
EBIT	168.5 22.4%	169.7 22.6%	164.4 23.5%	133.1 21.8%

9M 2013 Revenues - % by market



Main Balance Sheet indicators (euro millions)

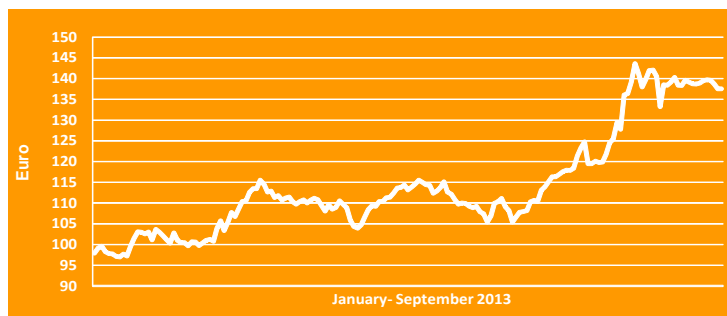
	09.30.13	12.31.12	09.30.12
Net Working Capital (*)	314.7	278.5	303.7
Net financial position	132.0	103.7	74.0
Capital expenditures	36.2	49.9	41.5

(*) Trade receivable + inventories - trade payable

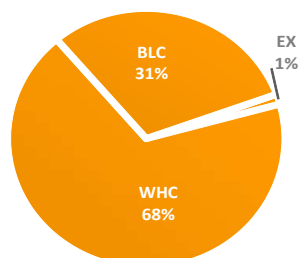
9M 2013 Revenues - % by Product



Stock performance



Employees 2013: composition



The Group's employees

	09.30.13	12.31.12	09.30.12	09.30.11
Year to date	4,085	3,878	3,861	3,558

Legenda:
Execut. = Executive
White Col. = White Collar
Blue Col. = Blue Collar

Highlights of results

Revenues: revenues totaled 752.6 million euros. At constant exchange rates they would amount to 756.9 million euros for a growth of 0.9% from the first nine months of 2012. A further increase of DOS network sales (+10.5%).

EBITDA: this result amounts to 199.5 million euros, in line with the nine months of 2012 (199.5 million euros), and represents 26.5% of Group sales.

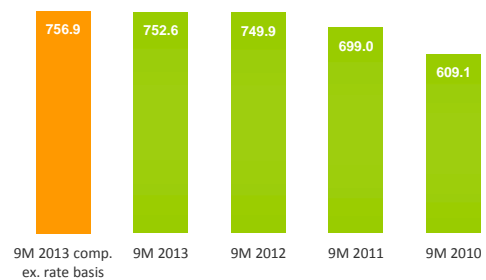
EBIT: this totaled 168.5 million euros, representing 22.4% of Group sales, against 169.7 million euros of the first nine months of 2012.

Net financial position (NFP): Cash and cash equivalents of the Group amount to 183.9 million euro at September 30th, 2013. Net financial position was 132 million euros at the same date (74million euros at September 30th 2012).

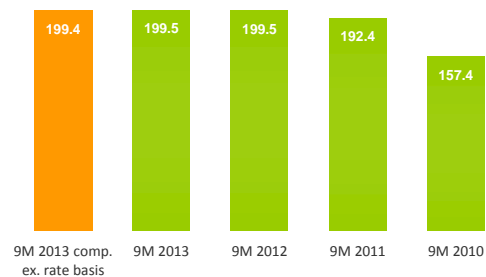
Capital expenditures: these totaled 36.2 million euros for the first nine months of 2013; they were 41.5 million euros last September 30th, 2012.

Distribution network: at September 30th, the single brand distribution network comprised 208 DOS (increased by 16 units compared to September 30th, 2012) and 82 franchised stores.

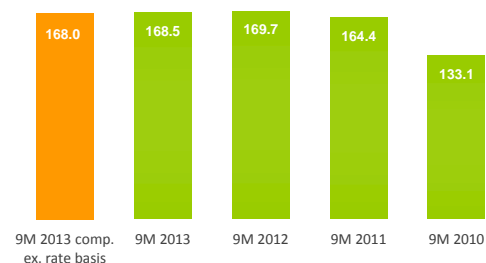
Revenue (Euro mln)



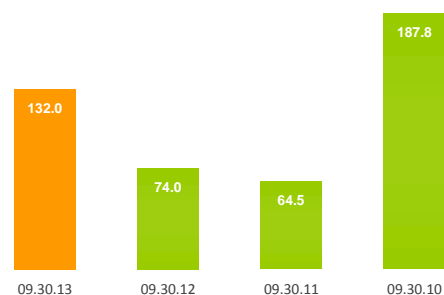
EBITDA (Euro mln)



EBIT (Euro mln)



Net financial position (Euro mn)



TOD'S

TOD'S Group

D'S

REPORT ON OPERATIONS

Group

Group's activity

TOD'S Group operates in the luxury sector under its proprietary brands (TOD'S, HOGAN, and FAY) and licensed brands (ROGER VIVIER). It actively creates, produces and distributes shoes, leather goods and accessories, and apparel. The Company's mission is to offer global customers top-quality products that satisfy their functional requirements and aspirations.

Group's brands



The TOD'S brand is known for shoes and luxury leather goods, with styles that have become icons of modern living; Tod's is known in the luxury goods sector as a symbol of the perfect combination of tradition, quality and modernity. Each product is hand-crafted with highly-skilled techniques, intended, after laborious reworking, to become an exclusive, recognisable, modern and practical object. Some styles, like the Driving Shoe and the D bag, are cherished by celebrities and ordinary people worldwide, and have become icons and forerunners of a new concept of elegance, for both women and men.



Begun in the 80s with shoe collections for women, men and children, the HOGAN brand now also crafts various leather goods items. The HOGAN brand is distinctive for high quality, functionality and design. Every product stems from a highly skilled design technique and is created using quality materials with a particular passion for details and a search for perfection. HOGAN products are the highest expression of a "new luxury" lifestyle. HOGAN is meant for someone who cherishes the type of luxury associated with product excellence, innovative original design and consummate practicality. The Traditional and the Interactive shoe styles endure as continuing "best sellers".



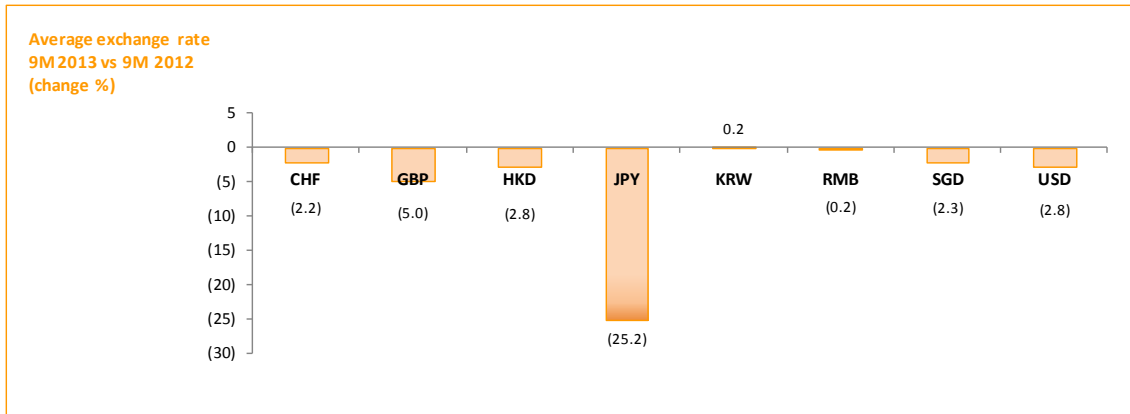
FAY is a brand created in the mid 80s with a product range of high quality casual wear. The brand is known for its quality craftsmanship, for the excellence of its materials, a meticulous attention to craft details and its high functionality without sacrificing style and quality. FAY products are wearable everywhere: from the stadium to the office, in urban areas and in the countryside. The line, which has seasonal men's, women's and junior's collections, focuses on classic evergreen styles, continuously modified and refreshed with innovative and recognisably eye-catching design.



The Fabergé of shoes creator of the first stiletto heel in the 1950's, Roger Vivier designed extravagant and luxuriously decorated shoes that he described as being "sculptures." Today, the artistic heritage and excellent traditional roots of the Vivier fashion house have been revived. Under the management of Creative Director Bruno Frisoni, Vivier's work and vision endure. New chapters are added to this unique life story every year, which goes beyond the world of footwear to include handbags, small leather goods, jewellery and sunglasses.

Foreign currency markets

Average exchange rates of the first nine months of 2013, compared to figures for the same period of the previous year, show a broadly increase of the communitarian currency, especially against the Japanese yen.



Main events and operations during the period

The results for the first nine months of the year confirm the Group trend already noted in the first six months of 2013: consolidation of the excellent levels of performance in terms of profitability and reinforcement of the soundness of the equity and financial position.

In terms of revenues, there has been further growth in sales through the DOS network (+10.5%). On September, 30th the sales through the direct channel accounted for 60.8% of the consolidated revenues (55.2% in the first nine months of 2012), in line with the strategy geared towards increasing control of the retail distribution network, with the consequent rationalisation of the wholesale channel.

The powerful impetus on the international markets is continuing to bring about excellent results. In the first nine months of the year, the revenues achieved in the Americas and Greater China continue to show double digit growth, equivalent to 13.6% and 27.9% respectively. Greater China is confirmed as the highest growth rate area for the Group. On September, 30th this market accounted for 24% of consolidated revenues, by comparison with the 18.8% of September 30th, 2012, thanks, among other factors, to the significant investments made to support the development of the business, and that of the distribution network in particular, with the opening of twelve new directly run sales outlets in the first nine months of the year.

The ROGER VIVIER brand is continuing to show excellent growth rates on all the markets (+65.7%), confirming its positioning as a prestigious *maison* in the most exclusive luxury accessory and footwear segment. On September 30th, the distribution network for this brand has 21 stores (17 of which are DOS), five more in respect of the beginning of the year.

With a view to providing effective support for the growth of the brand, by exploiting the key elements of its image, the Group has launched a project for a reorganisation of the company organizational chart, to ensure that ROGER VIVIER brand would have its own, autonomous

corporate organization. For that purpose, Partecipazioni Internazionali S.r.l. has been formed as a wholly owned subsidiary of the parent company TOD'S S.p.A. Its purpose is to act as the holding company of the operating companies to which will be contributed the assets and activities related to the ROGER VIVIER brand that are currently held by various other Group companies.

During the period, the Group continued to extend the territory covered by the e-commerce channel, by following up the development plan agreed upon with its partner Italiantouch S.r.l., the pure online player in charge of marketing all the brands online. With the start of sales of the 2013-14 autumn-winter collection, the e-commerce operator was entrusted with the distribution of the products in the USA, in addition to its operations on the Italian market and in the main European countries.

In September, the TOD'S brand presented the first collection designed by the new creative director, Alessandra Facchinetti, for the 2014 spring-summer season, which is fully in line with the DNA, quality and prestige of the brand name. This collection was very well received by the international press and buyers throughout the world.

On the social responsibility side, the Board of Directors of TOD'S S.p.A. is in the process of identifying the solidarity initiatives to which it will allocate the funds from the provision specially set up for the purpose by the shareholders' meeting of April 19th, 2013. Over the last few months, around 0.6 million euros have been paid out to various associations within the territory, as further confirmation of the Group's commitment in this area.

Group's results in the first nine months of 2013

In the first nine months of 2013, TOD'S Group generated sales totalling 752.6 million euros while, for the same period of the previous year they were 749.9 million euro (up +0.4% during the period). Exchange-rate effect was negative: maintaining cross rates constant, sales revenues would increase to 756.9 million euros, reflecting a year-on-year growth of 0.9%.

Consolidation of operating results: EBITDA and EBIT amounted to 199.5 million euros and 168.5 million euros, substantially unchanged in respect of last September 30th, 2012, when they were 199.5 and 169.7 million euros. At September 30th, 2013 they represent respectively 26.5% and 22.4% of total consolidated sales revenues.

Euro 000's					
FY 12	Main economic indicators	9M 2013	9M 2012	Change	%
963,132	Sales revenues	752,618	749,909	2,709	0.4
250,167	EBITDA	199,546	199,482	64	n.s.
(41,330)	Deprec., amort., write-downs and advances	(31,069)	(29,806)	(1,263)	4.2
208,837	EBIT	168,477	169,676	(1,199)	(0.7)
	Foreign exchange impact on revenues	4,248			
	Adjusted Sales Revenue	756,866	749,909	6,957	0.9
	Foreign exchange impact on operating costs	(4,396)			
	Adjusted EBITDA	199,398	199,482	(84)	(0.0)
	Foreign exchange impact on deprec.& amort.	(361)			
	Adjusted EBIT	167,968	169,676	(1,708)	(1.0)
	EBITDA %	26.5	26.6		
	EBIT %	22.4	22.6		
	Adjusted EBITDA %	26.3	26.6		
	Adjusted EBIT %	22.2	22.6		

Euro 000's				
09.30.12	Main Balance Sheet indicators	09.30.13	12.31.12	Change
303,666	Net Working Capital (*)	314,748	278,498	36,250
74,010	Net financial position	132,049	103,741	28,308
41,527	Capital expenditures for tangible and intangible	36,209	49,895	(13,686)

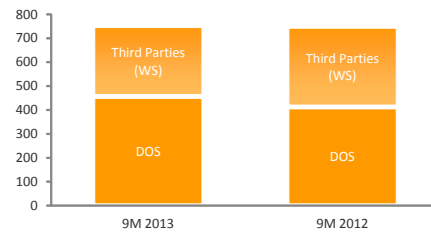
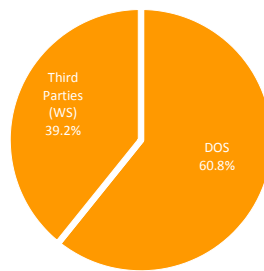
(*) Trade receivable + Inventories - Trade payable

Revenues. Consolidated sales were 752.6 million euros in the first nine months of 2013, up 0.4% from 9 months 2012. At constant exchange rates, meaning by using the average exchange rates of the first 9 months of 2012, including the related effects of hedging derivatives, sales would have been 756.9 (+0.9% from 9 months 2012).

The DOS network continues to grow double-digit, driven by the organic growth and by the widening of the DOS network. Revenues through DOS globally amounted to 457.5 million euros in the first nine months of 2013, up 10.5% from the same period of 2012 (+11.6% at constant exchange rates). The Same Store Sales Growth (SSSG) rate, calculated as the worldwide average of sales growth rates at constant exchange rates registered by the DOS already existing as of January 1st, 2012, was 3.2% for the first 45 weeks of 2013 (from January 1st to November 10th, 2013). As of September 30th, 2013 the Group's distribution network was composed by 208 DOS

and 82 franchised stores, compared to 192 DOS and 74 franchised stores as of the end of September 2012. In the first nine months of 2013, revenues to third parties totaled 295.1 million euros; the 12.2% difference,

(Euro mn)	9M 2013	%	9M 2012	%	Change	%
DOS	457.5	60.8	413.9	55.2	43.6	10.5
Third Parties (WS)	295.1	39.2	336.0	44.8	(40.9)	(12.2)
Total	752.6	100.0	749.9	100.0	2.7	0.4

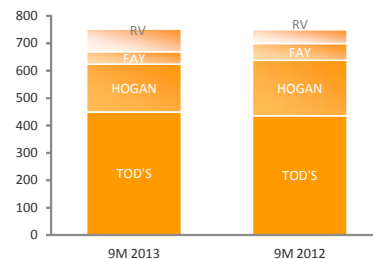
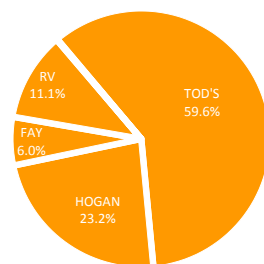


compared to the same period of 2012, was mainly due to the already commented rationalization of the independent distribution.

In the first 9 months of 2013, the TOD'S brand totaled 448.6 million euros of sales, up 3.1% from the same period of 2012 (+4.2% at constant exchange rates). HOGAN sales were 174.7 million

euros in the first nine months of 2013; the decrease, as compared to the same period of 2012, is entirely due to the Italian market. In the same time, the brand is achieving particularly positive results abroad, with double - digit growth rates in Europe and in

(Euro mn)	9M 2013	%	9M 2012	%	Change	%
TOD'S	448.6	59.6	435.0	58.0	13.6	3.1
HOGAN	174.7	23.2	202.5	27.0	(27.8)	(13.7)
FAY	45.3	6.0	61.4	8.2	(16.1)	(26.2)
RV	83.2	11.1	50.2	6.7	33.0	65.7
Other	0.8	0.1	0.8	0.1	0.0	0.0
Total	752.6	100.0	749.9	100.0	2.7	0.4

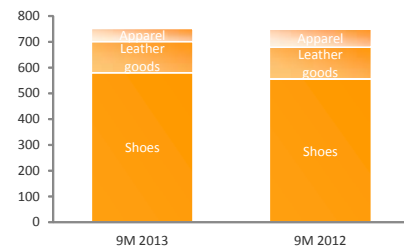
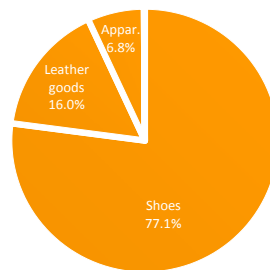


Asia. In the nine months of 2013, revenues of the FAY brand were 45.3 million euros; as expected, this brand, which has the higher exposure to the domestic market and to the wholesale channel, was the most affected by the wholesale rationalization implemented in Italy. Finally, ROGER VIVIER continues to register excellent results, confirming to be a prestigious maison of luxury accessories and shoes in the most exclusive segment of luxury goods in the world. In the first 9 months of 2013, its sales totaled 83.2 million euros, up 65.7% from the same period of 2012.

Sales of shoes totaled 580.1 million euros in the first nine months of 2013, up 4.5% from 9 months 2012; this performance confirms the Group's leadership in the core business of shoes.

Revenues of leather goods and accessories totaled 120.6 million euros in the first nine months of 2013. The 2.7% difference compared to the same period of 2012 (equal to -0.8% at constant exchange rates) is mainly due to the impact of the

(Euro mn)	9M 2013	%	9M 2012	%	Change	%
Shoes	580.1	77.1	555.2	74.0	24.9	4.5
Leather goods	120.6	16.0	123.9	16.5	(3.3)	(2.7)
Apparel	51.1	6.8	70.1	9.4	(19.0)	(27.0)
Other	0.8	0.1	0.7	0.1	0.1	1.8
Total	752.6	100.0	749.9	100.0	2.7	0.4

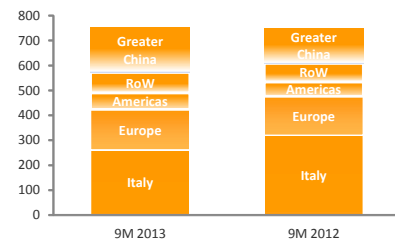
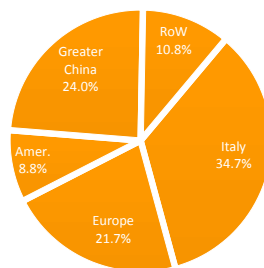


rationalization implemented on the wholesale channel. It's noteworthy the positive performance of this product category in the third quarter. Finally, sales of apparel were 51.1 million euros in the first nine months of 2013; the difference, as compared to the same period of 2012, broadly reflects the performance of the FAY brand.

In the first nine months of 2013, domestic sales were 260.8 million euros; the difference compared to the same period of 2012 is mainly due to the already commented rationalization of the wholesale distribution. Positive performance of DOS in Italy in the third quarter.

In the rest of Europe, revenues totaled 163.4 million euros, with growth of 4.6% from 9 months 2012, mainly driven by the positive results of France and UK. Double-digit growth in the quarter. The American market confirmed its solid

(Euro mn)	9M 2013	%	9M 2012	%	Change	%
Italy	260.8	34.7	319.9	42.7	(59.1)	(18.5)
Europe	163.4	21.7	156.2	20.8	7.1	4.6
Americas	66.2	8.8	58.3	7.8	7.9	13.6
Greater China	180.8	24.0	141.4	18.9	39.4	27.9
Rest of the World	81.4	10.8	74.1	9.8	7.3	9.8
Total	752.6	100.0	749.9	100.0	2.7	0.4



double-digit growth; in the first nine months of 2013 sales totaled 66.2 million euros, up 13.6% from 9 months 2012 (+15.1% at constant exchange rates). Outstanding results in both the

channels (DOS and wholesale). Greater China continues to deliver excellent results (with a growth of 27.9% o 26.1% at constant exchange rates), despite a slowdown of mainland China, as already commented also by other important industry players. Revenues of this area were 180.8 million euros in the first nine months of 2013 and represent 24% of consolidated turnover as of September 30th, 2013. Finally, in the area “Rest of the World”, the Group’s sales totaled 81.4 million euros in the first nine months of 2013, up 9.8% from 9 months 2012 (+17.3% at constant exchange rates).

Operating results. EBITDA and EBIT confirm, even for the third quarter, the positive trend registered during the first half of 2013 and they amount respectively to 199.5 million euros and 168.5 million euros.

Euro 000's	9M 2013	9M 2012	FY 12
Revenues			
Sales Revenues	752,618	749,909	963,132
Other revenues and income	7,284	9,960	22,060
Total revenues and income	759,902	759,869	985,192
Operating Costs			
Change in inventories of work in prog. and finis. goods	7,159	22,795	33,456
Cost of raw materials, supplies and materials for cons.	(202,211)	(215,725)	(282,779)
Costs for services	(157,074)	(177,747)	(226,049)
Costs for use of third party assets	(74,413)	(62,485)	(85,747)
Costs of labour	(112,860)	(105,622)	(143,004)
Other operating charges	(20,957)	(21,604)	(30,902)
Total Operating costs	(560,356)	(560,387)	(735,025)
EBITDA	199,546	199,482	250,167
Amortisation, depreciation and write-downs			
Amortisation of intangible assets	(6,356)	(6,828)	(8,935)
Depreciation of tangible assets	(22,444)	(21,808)	(29,154)
Other adjustment			(246)
Total amortisation, depreciation and write-downs	(28,800)	(28,637)	(38,335)
Provisions	(2,269)	(1,169)	(2,995)
EBIT	168,477	169,676	208,837

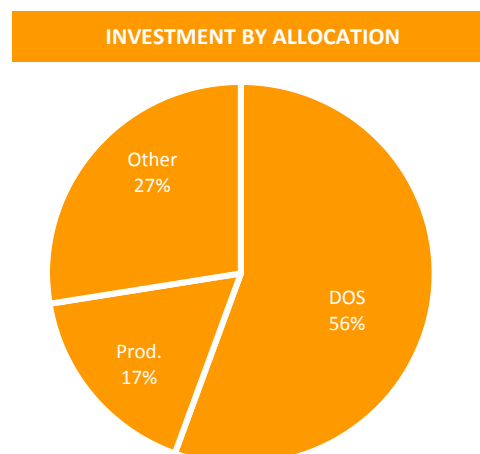
EBITDA of the first nine months of 2013 amounts to 199.5 million euros and it represents 26.5% of consolidated revenue, in line with the previous year when it was 199.5 million euros, representing a 26.6% of consolidated revenues. Exchange rates dynamics do not affect significantly this item. On a comparable exchange rate basis, EBITDA for the period January-September 2013 would have been 199.4 million euros, representing a 26.3% of consolidated revenue. Positive effects on operating margins have been generated by the higher contribution of DOS sales, focused in areas with higher margins (Asia and USA), which have balanced the physiological growth of some operating costs related to the business volumes increase. In

particular, lease and rental expenses (leases of locations and royalties) totalled 74.4 million euros up 11.9 million euros from 2012 (62.5 million euros), mainly due to the significant expansion of the direct distribution network, especially in the Asian markets, where the retail distribution model is mainly based on the variable rents indexed to turnover. The ratio of lease and rental expenses on consolidated sales revenues is 9.9%, compared with 8.3% of previous September 30th, 2012. Personnel costs also showed an increase and it amounts to 112.9 million euros for the first nine months of 2013, compared to 105.6 million euros of the first nine months of 2012. During the period such costs represented 15.0% of consolidated revenues (14.1% for the first nine months of 2012). The change is mainly connected with the increase in headcount (mainly due to the expansion of the direct distribution network), with a total of 4,085 employees at September 30th, 2013 or 207 and 224 people more than at December 31st and September 30th 2012, respectively.

Substantially steady the costs for depreciation and amortization which amounted to 28.8 million euros for the first nine months of 2013 compared to 28.6 million euros of the previous period, representing an unchanged 3.8% of consolidated revenues.

Net of additional operating provisions of 2.3 million euros, EBIT totalled 168.5 million euros, representing 22.4% of consolidated revenues, in line with the previous period when it was 169.7 million euros representing 22.6% of consolidated revenues. On a comparable exchange rate basis, EBIT would have been 168.0 million euros, and would be equal to 22.2% of consolidated revenues.

Capital expenditures. Capital expenditure totalled 36.2 million euros for the first nine months of 2013, while the comparative figure amounted to 41.5 at September 30th, 2012. Capex used for the direct distribution network amounted to 20.1 million euros (18 million euros for the first nine months of 2012) which was used primarily for both new DOS openings and for renovation activities performed during the period; among which, the fitting out of the new sartorial floor TOD'S located inside the *boutiques* at Via della Spiga in Milan. In addition, during the period, the new showroom for ROGER VIVIER brand has been fitted out. The remaining investments of the period regarded the normal processes of modernising the structures and industrial equipment and also the development activities of company management software.



The net financial position. At September 30th, 2013 net financial position was positive and equal to 132.0 million euros (74 million euros at September 30th 2012), including cash and cash equivalents for 183.9 million euros, and liabilities for 51.8 million euros, of which 23.9 million euros for long-term exposures.

Net financial position Euro 000's				
09.30.12		09.30.13	12.31.12	Change
Current financial assets				
149,378	Cash and cash equivalents	183,862	168,329	15,533
149,378	Cash	183,862	168,329	15,533
Current financial liabilities				
(32,926)	Current account overdrafts	(22,918)	(27,025)	4,107
(5,709)	Current share of medium-long term financing	(4,949)	(5,540)	591
(38,635)	Current financial liabilities	(27,867)	(32,565)	4,698
110,743	Current net financial position	155,995	135,764	20,231
Non-current financial liabilities				
(36,733)	Financing	(23,946)	(32,023)	8,077
(36,733)	Non-current financial liabilities	(23,946)	(32,023)	8,077
74,010	Net financial position	132,049	103,741	28,308

Gross of dividends distributed during the period, NFP would amount to 215 million euros, increased by 111.3 million euros in respect to the beginning of the year (the increase registered at September 30th, 2012 was 39.9 million euros). The NFP result is even more important considering that the 3rd quarter is characterized by a temporary physiological increase of net operating working capital.

Net working capital Euro 000's				
09.30.12		09.30.13	12.31.12	Change
252,384	Inventories	276,279	265,389	10,890
197,881	Trade receivables	164,605	152,345	12,260
(146,599)	Trade payables	(126,136)	(139,236)	13,100
303,666	Net working capital	314,748	278,498	36,250

Significant events occurring after the end of the period

There have not been any significant operating events affecting the Group's activities since September 30th, 2013.

Business outlook

In line with plans, the Group achieved outstanding results abroad, mainly on the Asian and US markets. The strategy, to pursue an international expansion while rationalizing the Italian wholesale distribution, is producing the expected results, despite the markets' volatility. Given

its flexibility and its lean structure, our Group was able to confirm the excellent profitability level registered last year, and to further strengthen its sound and solid equity and financial position. All the investments, necessary for the development of the brands and of the distribution network, have been done, as planned, while improving our positive financial position, achieving all the targets. Therefore, It's possible to confirm our expectations to keep on growing in sales and profits.

Guidelines for preparation of the Quarterly Report

TOD'S Group Quarterly Report on Operations at September 30th, 2013 was prepared pursuant to Article 154 ter (5) of the Consolidated Law on Financial Intermediation ("TUF") introduced by Legislative Decree 195/2007, in implementation of Directive 2004/109/EC (the "Transparency Directive").

Quarterly report were approved by the Board of Directors of TOD'S S.p.A. on November 13rd, 2013, and on the same date that body authorized its publication.

Following art. 3 of Consob resolution n.18079 dated 20 January 2012 we inform you that the Company adopt the waiver provided by art. 70 (8) and art. 71 (1-bis) of Consob regulation n. 11971/99 (and following modifications and integrations) in regard to the documents made available to the public at the registered office and concerning mergers, demergers, capital increases, acquisitions and disposals.

Accounting policies

The accounting policies applied to prepare the financial figures reported on the Quarterly Report at September 30th, 2013 was prepared by applying IAS/IFRS, issued by IASB and approved by the European Union at the reporting date. IAS/IFRS refers to the *International Accounting Standards* (IAS), *International Financial Reporting Standards* (IFRS), and all interpretative documents issued by the IFRIC (previously called the Standing Interpretations Committee).

The accounting policies used to prepare this report are consistent with the ones adopted to prepare the consolidated financial statements at December 31st, 2012 and with what has been commented in the half year report at June 30th, 2013 relating to amendments and interpretation applicable from the January 1st, 2013.

Preparation of the financial figures reported on the Quarterly Report at September 30th, 2013 entails making estimates and assumptions based on the management's best valuation. If these

estimates and assumptions should change in future from the actual circumstances, they will obviously be modified for the period in which those circumstances changed.

Specifically in regard to determination of eventual impairment losses affecting fixed assets, complete tests are performed only when the annual report is prepared, when all information as might be necessary is available, unless there are indications that require immediate valuation of eventual impairment losses or the occurrence of events that required repetition of the procedure.

The rates applied for translation of the financial statements of subsidiaries using a functional currency other than the currency used for consolidation, are illustrated in the following table and compared with those used in the previous period:

	Jan. - Sep. 2013		Jan. - Sep. 2012	
	Exch. rates at period end	Average exch. rate	Exch. rates at period end	Average exch. rate
U.S. Dollar	1.351	1.317	1.293	1.281
UK Pound Sterling	0.836	0.852	0.798	0.812
Swiss Franc	1.223	1.231	1.210	1.204
Hong Kong Dollar	10.472	10.216	10.026	9.937
Japanese Yen	131.780	127.146	100.370	101.533
Hungarian Forint	298.150	296.676	284.890	291.047
Singapor Dollar	1.696	1.648	1.585	1.612
Korean WON	1,451.840	1,456.138	1,439.330	1,458.742
Macao Pataca	10.786	10.523	10.326	10.233
Chinese Renminbi	8.265	8.122	8.126	8.106
Indian Rupee	84.844	75.302	68.348	68.020
Brazilian Real	3.041	2.776	n.a.	n.a.
Albanian Lek	141.307	140.247	140.175	138.789

Alternative indicators of performances

In order to strip the effects of changes in exchange rates from the average values of the first nine months of 2012 from the results for the nine months of 2013, the typical economic indicators (Revenues, EBITDA, EBIT) have been recalculated by applying the average exchange rates for the nine months of 2012, thereby rendering them fully comparable with those of the previous period.

However, it should be pointed out that these principles for measuring corporate performance represent a method of interpreting results that is not envisaged in IAS/IFRS, while they must not be considered substitutes for the results calculated according to those principles.

Furthermore – as it has already been mentioned in the preceding paragraph, the Group's cash flow is uneven from quarter to quarter, largely on account of its industrial activity. Consequently,

the analysis of interim results and financial statement indicators (EBITDA, EBIT, financial position and working capital) cannot be considered fully representative, and it would thus be improper to consider the indicators for the reference period to be in proportion to the results for the entire financial year.

Scope of consolidation

Partecipazioni Internazionali S.r.l., a wholly owned subsidiary of TOD'S S.p.A., was formed on June 18th, 2013. Moreover, on July 11th, 2013 and on July 18th, 2013 have been established respectively Roger Vivier Hong Kong Ltd., 100% controlled by Partecipazioni Internazionali S.r.l., and Roger Vivier Singapore PTE Ltd. 100% controlled by Roger Vivier Hong Kong Ltd.; both companies are not operating at September 30th, 2013.

The above mentioned operations represents the only change in the scope of consolidation as compared with the Consolidated Financial Statements at December 31st, 2012.

Compared with the quarterly report at September 30th, 2012, in addition to the already mentioned above, the scope of consolidation has changed following the merger by incorporation of Edmond in TOD'S S.p.A. occurred on December 27th, 2012. Finally, TOD'S Brasil Comercio del Artigos de Cuoro Ltda, formed last May 4th, 2012, was not operating at September 30th, 2012. The above mentioned changes, do not affect significantly economical and financial figures at September 30th, 2013.

Milan, November 13th 2013

The Chairman of the Board of Directors
Diego Della Valle

Declaration pursuant to Article 154bis (2) of the Consolidated Law on Financial Intermediation

The manager charged with preparing the company's financial reports certifies, pursuant to Article 154bis (2) of the Consolidated Law on Financial Intermediation, that the accounting information presented in this document corresponds to the accounting documents, books, and ledger entries.

The manager charged with preparing the company's financial reports
Rodolfo Ubaldi