

Sant'Elpidio a Mare – March 6<sup>th</sup>, 2013

**TOD'S S.P.A.: The Board of Directors resolved to convene the Shareholders' Meeting and to amend the Articles of Association to render them compliant with some new provisions of law**

The Board of Directors of Tod's S.p.A., the Italian company listed on the Milan Stock Exchange and holding of the luxury goods group of the same name, operating in luxury and quality shoes, accessories and apparel under the brands Tod's, Hogan, Fay and Roger Vivier, today resolved to convene the Ordinary Shareholders' Meeting to be held at the registered office of the Company on April 19<sup>th</sup>, 2013 and, if necessary, on second call on April 26<sup>th</sup>, 2013, in order to resolve, *inter alia*, on the approval of the 2012 financial statements.

The Shareholders' Meeting will be also required to resolve on the renewal of the Board of Statutory Auditors, the authorization to purchase and dispose of Company's own shares, as well as to vote on the first section of the report on remuneration prepared pursuant to art. 123-ter, third paragraph, of Legislative Decree 24 February 1998, no. 58.

The meeting notice and the related documentation provided by the law and regulations will be made available to the public at the registered office of the Company and will be published on the Company's website at [www.todsgroup.com](http://www.todsgroup.com) within the terms provided by law and regulations; on the same date, the except of the meeting notice will be published in newspaper.

In addition, pursuant to article 2365, second paragraph, of the Italian civil code and to Article 24 of the Articles of Association, today the Board of Directors resolved to amend articles 17, 18 and 27 of the Articles of Association concerning the appointment of the members of the Board of Directors and of the Board of Statutory Auditors to render them compliant with the law and regulatory provisions, regarding the balance between genders (Law July 12<sup>th</sup>, 2011, no. 120, so called "law on quotas for women" and article 144-undecies of Consob Regulation no. 11971/99).

All the documentation concerning the amendments to the Articles of Association, including the resolution of the Board of Directors and the draft Articles of Association evidencing the proposed amendments, will be made available to the public in accordance with the procedure and within the terms provided by law and regulations.

Should you need explanations, please contact: Investor Relations Office - tel. +39 02 77 22 51  
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