

Milan, February 29th, 2016

TOD'S S.p.A.: The Board of Directors resolved to convene the Shareholders' Meeting

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 the design, production and distribution of 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 20th, 2016 and, if necessary, on second call on April 27th, 2016, in order to resolve, *inter alia*, on the approval of the 2015 financial statements.

The Shareholders' Meeting will be also required to resolve on the renewal of the Board of Statutory Auditors, the determination of the number of members of the Board of Directors, 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 no. 58/98 ("TUF") and on the approval of a long term incentive plan in favour of the CEO Mr. Sincini.

The reasons behind the proposal to renew the authorization of the Shareholders' Meeting for the purchase and disposal of treasury shares shall be specifically detailed in the Report of the Board of Directors prepared pursuant to article 125-ter of TUF, to which reference should be made, which will be made available to the public together with the Shareholders' Meeting notice, at least 40 days before the Shareholders' Meeting, at the registered office, on the Company's website at www.todsgroup.com and in the authorised storage device 1info at www.1info.it. The proposal provides that: the maximum number of shares that can be purchased for a period of 18 months is 3,309,354 ordinary shares (one tenth of the share capital); purchases must be made according to law and regulations, so as to ensure equal treatment of shareholders, at a purchase price between the minimum and the maximum price as set forth in the Report of the Board of Directors.

Please note that as of today neither Tod's S.p.A. nor any of its subsidiaries own treasury shares.

The above mentioned Report of the Board of Directors shall also include the disclosure document on the compensation plan based on financial instruments prepared pursuant to article 84-bis of the Consob Regulation 11971/99.

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 and in the authorised storage device 1info at www.1info.it within the terms provided by law and regulations; in compliance with the applicable law, the meeting notice will be published in extract form in the daily newspaper.

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