

Moncler S.p.A.
Registered Offices in Milan (Italy), Via Stendhal, n°47, 20144
Corporate Capital Euro 50.000.000,00 fully paid-in
Registration with the Companies Register of Milan and Tax Code Number 04642290961
Economic and Administrative Repertory number 1763158

NOTICE OF SUMMONS TO THE ORDINARY SHAREHOLDERS' MEETING

All those shareholders entitled to vote in the Shareholders' Meeting of Moncler S.p.A. are summoned to the Ordinary Shareholders' meeting on April 29, 2014, at 10.00 a.m. (CET), with a single call, at Park Hyatt Hotel, located at Via Tommaso Grossi, 1, Milan (Italy), to discuss and deliberate the following

AGENDA

- (i) Approval of the Financial Statement for the fiscal year 2013 accompanied by the Management Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the Auditing Firm. Allocation of the Fiscal Year profits. Related and consequent resolutions. Presentation of the Consolidated Financial Statement as at December 31, 2013.
- (ii) Report on the Remuneration pursuant to Article 123-ter of the Italian Legislative Decree 24 February 1998, no. 58 and Article 84-ter of the CONSOB Regulation no. 11971/1999. Resolutions regarding the Company's remuneration policy referred to in the first section of the Report on the Remuneration.
- (iii) Appointment of the Board of Statutory Auditors for the three-years term 2014-2016. Appointment of the Chairman of the Board of Statutory Auditors. Determination of Statutory Auditors' yearly remuneration.

COMPANY CAPITAL AND SHARES WITH POWER TO VOTE

The company capital of Moncler S.p.A., subscribed to and fully paid-in, totals Euro 50,000,000.00, divided into 250,000,000 ordinary shares, for which no indication is given of the nominal expressed value. Each ordinary share gives entitlement to one vote in the ordinary and extraordinary meetings of the Shareholders.

ENTITLEMENT TO INTERVENE AND VOTE

Entitlement to intervene in the Shareholders' Meeting and to exercise the right to vote is certified in a communication to the Company made by the approved intermediary. This is based on the accounts figures for the end of the accounting day of the seventh market trading day prior to the date set for the Meeting, namely 16 April 2014 (*record date*). All those recorded as holding shares in the Company after said date, based on the records entered in the books, shall not be entitled to intervene and vote in the Meeting.

Communication from the intermediary must be received by the Company by the end of the third market trading day prior to the date set for the Meeting, which shall accordingly be no later than 24 April 2014. Nonetheless, entitlement to intervene and vote shall be valid if the communications should reach the Company after the aforementioned deadline of 24 April 2014, on condition that they are received prior to the start of work at the meeting.

Intervention in the Meeting is governed by the relevant laws and regulations as well as the provisions contained in the Articles of Association and Meeting Regulations in force, available on the Company website <http://www.monclergroup.com>, under the "Governance" section.

VOTING BY PROXY

Those entitled to vote may be represented at the Meeting by means of a written proxy, in accordance with the legal provisions in force, with entitlement to sign the proxy form which is available in printable form on the Company's Website <http://www.monclergroup.com>, under the "Governance" Section.

The representative may deliver or transmit a copy of the proxy in place of the original. This can also be supplied in digital formats, and should certify under his or her own responsibility that the copy conforms with the original, as well as certifying the identity of the delegator. The representative must keep the original of the proxy

and keep records of any voting instructions for one year, with effect as of the end of the meeting. Voting proxies can be notified to the Company along with a copy of the ID of the delegator. They can be sent by means of recorded delivery letter or certified E-mail to the following addresses: Moncler S.p.A., *Segreteria degli Affari Legali e Societari*, Via Stendhal, no. 47, 20144 Milan, E-mail moncler@legalmail.it.

Any prior notifications shall not release the delegate, at the time of accreditation to access the meeting, from the obligation of certifying conformity of the proxy supplied with the original, and the identity of the delegator, under his or her own responsibility.

Procedures for voting via correspondence or via electronic means are not available. In compliance with Article 10.2 of the Articles of Association, the Company does not avail of the faculty to appoint the representative to which Shareholders can confer the proxy with voting instructions on all or any of the items on the meeting agenda.

ENTITLEMENT TO REQUEST ADDITIONS TO THE AGENDA OF THE MEETING AND TO PRESENT NEW PROPOSALS FOR DELIBERATION

The Shareholders who represent, even jointly, at least one-fortieth of the share capital may request, within ten days of the publication of this notification and therefore by 30 March 2014, an addition to the list of matters to be covered. The request shall indicate the further subjects being proposed, or present deliberation proposals regarding items already on the agenda. The requests must be made in writing, and should be received by the Company no later than the aforementioned deadline of 30 March 2014 via recorded delivery letter or certified E-mail sent to the following addresses: Moncler S.p.A., *Segreteria degli Affari Legali e Societari*, Via Stendhal, no. 47, 20144 Milan, E-mail moncler@legalmail.it. This shall be sent together with the certification issued by the approved intermediary confirming ownership of the participation in the share capital required for entitlement to exercise the right to request an addition to the agenda and to present new deliberation proposals. By the same deadline and using the same methods, proposing Shareholders are obliged to present a report to the Board of Directors which outlines the reasons for the proposals to deliberate on the new subjects they are proposing, or the motivation for the further deliberation proposals presented for subjects that are already on the agenda. Shareholders may present proposals for deliberating in the Meeting on an individual basis.

Notification is made regarding the additions to the agenda or the presentation of further proposals to deliberate on subjects already on the agenda, using the same methods stipulated for publishing this notice of meeting, and must be made at least fifteen day prior to the date set for the Meeting.

At the same time that notification of the addition or of presentation is published, the report drafted by requesting Shareholders shall be made available to the public, in the same forms as stipulated for the documentation regarding the Meeting. This shall be accompanied by any evaluations made by the Board of Directors.

Additions to the agenda are not consented for subjects on which the Meeting deliberates, in accordance with applicable law, upon proposal of the administrators or based on a project or a report which they have drafted, where this differs from those stipulated under Article 125-ter, paragraph 1 of the Legislative Decree issued on 24 February 1998, no. 58.

ENTITLEMENT TO PROPOSE QUESTIONS REGARDING SUBJECTS ON THE AGENDA

Those who are entitled to vote can pose questions regarding subjects on the agenda, even prior to the Meeting, and in any case by 26 April 2014.

They must do so by sending their questions by means of recorded delivery letter or certified E-mail to the following addresses: Moncler S.p.A., *Segreteria degli Affari Legali e Societari*, Via Stendhal, no. 47, 20144 Milan; E-mail moncler@legalmail.it, together with certification, issued by the qualified intermediary, attesting to the entitlement to exercise the right to pose questions.

The questions received prior to the Meeting shall be answered at the latest during the Meeting itself, except in the case that the requested information is made available by the Company in a "Question and Answer" format on the Company's Website: <http://www.monclergroup.com>, Section "*Governance > Shareholders's Meeting*".

The Company may in any case provide individual answers to questions with the same content.

REPORT ON REMUNERATION

It is hereby specified that, pursuant to Article 123-ter, paragraph 6, of Italian Legislative Decree no. 58/98, the Shareholders' meeting summoned for the approval of the Financial Statements is required to express a positive or negative resolution on the first section of the report on remuneration, regarding the Company's policies on remunerations of the management bodies and of the directors with strategic responsibilities, as well as the

applicable procedures for adopting and implementing such policies. Please note that such deliberation pursuant to the aforementioned Article 123-ter, paragraph 6, of Italian Legislative Decree no. 58/98, is not binding.

APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

Please note that, pursuant to the applicable law and regulations, as well as to Article 24 of the By-laws, the appointment of Statutory Auditors and Deputy Statutory Auditors by the Shareholders Meeting will take place based on lists of candidates.

Only those shareholders which, solely or together with other Shareholders, as of the moment of the list's presentation, are holding at least 1% of the corporate capital, will have the right to present a list of candidates, in compliance with CONSOB's resolution no. 18775 of 29 January 2014. Each Shareholder has the right to present, or to cooperate in the presentation of, only one list and each candidate can run for a single list only, otherwise it shall become not eligible.

Each list shall be made of two sections: one for the appointment of the Statutory Auditors and the other one for the appointment of the Deputy Statutory Auditors. The first candidate of each section must be selected within the Legal Auditors list contained in the relevant Register set forth by Article 2397 of Italian Civil Code.

Please note that Article 24 of the By-Laws provides for the Statutory Auditors and Deputy Auditors being appointed in compliance with the applicable law on the balance of genders, set forth by Italian Statute of 12 July 2011 no. 120.

Being this the first mandate following the enter into force of the aforementioned Italian Statute of 12 July 2011 no. 120, the list containing a number of candidates which is equal to or higher than three (3) shall have to be composed of candidates belonging to both genders, so that at least one fifth (rounded up) of both the candidates to become a Statutory Auditors and the candidates to become Deputy Statutory Auditors belong to the less represented gender.

Each list containing a number of candidates which is equal to or higher than three shall therefore be composed in a manner that grants at least one Statutory Auditor and, in order to protect the balance of genders also in the event of substitution, at least a Deputy Statutory Auditor belong to the less represented gender.

The lists of candidates shall be filed by the Shareholders at least 25 days before the Shareholders' meeting date, that is by 4 April, 2014, by hands at the Company's registered offices, *Segreteria degli Affari Legali e Societari*, Via Stendhal, n. 47, 20144 Milano, or by certified e-mail at the following address: moncler@legalmail.it

The lists must be filed accompanied by the following documents and information required by applicable law and the By-laws:

- i. information on the identity of the shareholders who have submitted them, with the indication of the percentage held and the certification attesting to the ownership of such shares issued by an authorized intermediary, even after the filing of the lists provided that this happens at least twenty-one days prior to the Shareholders' meeting, i.e. by April 8, 2014;
- ii. statements of the candidates for the acceptance of their candidacy attesting, under their own responsibility, the inexistence of any causes of ineligibility and incompatibility, as well as the existence of the requirements provided for by the applicable law, regulations and statutory rules;
- iii. the *curriculum vitae* regarding the personal and professional characteristics of each candidate, including the list of administration and control roles held in other companies by the candidate, and
- iv. a statement of Shareholders other than those holding, even jointly, a controlling participation in the Company or a relative majority therein, confirming the absence of any connection with the latter pursuant to Article art. 144-quinquies of CONSOB Regulation no. 11971 of May 14, 1999, as further amended and supplemented (the "Issuers Regulation").

Please note that in the event of – upon the expiry of the aforementioned term for filing the lists (4 April 2014) – only one list has been filed *or* only those lists which are filed by Shareholders connected to each other pursuant to Article 144-quinquies of the "Issuers Regulation" have been filed, other lists may be filed until the third day subsequent to said date (i.e. by 7 April, 2014). In such event the threshold of participation in the corporate capital set forth for the filing of the lists shall be reduced by 50% and shall be therefore equal to 0,50% of the corporate capital.

Lists not compliant with the aforementioned rules shall be deemed as not filed.

For further information on the appointment of the Board of Statutory Auditors please see Article 24 of the By-laws and the report on the first item on the agenda, prepared by the Board of Directors pursuant to Article 125-ter of Italian Legislative Decree no. 58/98, available to the public in compliance with the terms and conditions set forth by the applicable law.

DOCUMENTATION

On the date of publication of this notice of meeting, the report on the item no. 3 on the Agenda and the relevant proposed resolutions, together with the information regarding the corporate capital's amount and the proxy-voting form, shall be placed at the disposal of the public at the company headquarters as well as on the Company's website <http://www.monclergroup.com>, under the Section "*Governance>Shareholders' Meeting*".

Further documents regarding items no.1 and no.2 on the Agenda, including the Annual Financial Report, the Reports of the Board of Directors on the aforementioned items and relevant proposed resolutions, the report on the remuneration as well as the lists of candidates for the appointment of the Board of Statutory Auditors, together with the documents required for their filing shall be made available to the public in compliance with the applicable law at the Company's registered offices and on the Company's website <http://www.monclergroup.com>, under the Section *Governance/Shareholders' Meeting*.

This notice of meeting is published in compliance with the points stipulated under Article 125-bis of Legislative Decree 24 February 1998, no. 58, in Article 84 of Consob Regulation no. 11971/1999 and Article 8.3 of the Articles of Association, on the Company Website <http://www.monclergroup.com>, under the "*Governance*" section, an abstract of which shall also be published in the daily newspaper "MF-Milano Finanza". Notice shall also be sent to Borsa Italiana S.p.A.

Milan, 20 March 2014

For the Board of Directors
The Chairman, Remo Ruffini