# Universal Registration Document

# 2024

**EssilorLuxottica**

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The Universal Registration Documents, Registration Documents and releases cited as well as this Universal Registration Document are available at: www.essilorluxottica.com @ Investors/Publications and Downloads

* *Includes the Report on the compensation policy of Executive Corporate Officers subject to the approval of shareholders at the Shareholders' Meeting on April 30, 2025.*

*The information from the Annual Financial Report (AFR) is clearly identified in the table of contents by the symbol* AFR

# Universal Registration Document

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

This document is a non-certified translation into English of the Universal Registration Document (including the Annual Financial Report) issued in French, prepared in ESEF format (European Single Electronic Format) and filed on March 10, 2025 with the Autorité des Marchés Financiers (AMF), as competent authority under Regulation (EU) 2017/1129, without prior approval pursuant to article 9 of said Regulation.

The Universal Registration Document may be used for the purposes of an offer to the public of securities or the admission of securities to trading on a regulated market if completed by a securities note and, if applicable, a summary and any amendments to the Universal Registration Document. The whole is approved by the AMF in accordance with Regulation (EU) 2017/1129.

2024

# Opening Message from the Chairman and CEO and the Deputy CEO

*From med-tech to wearables, we are driving the future. With our iconic brands, we continue to earn the loyalty of consumers and accelerate technological adoption.*

**Dear Shareholders,**

We are proud to celebrate another record-breaking year in our Company's history – a year of remarkable milestones. Our revenue soared to an all-time high of €26.5 billion and our adjusted operating profit exceeded €4.4 billion, with adjusted Group net profit surpassing €3 billion and free cash flow reaching €2.4 billion. At the same time, the market continues to recognize our momentum and bold trajectory, solidifying EssilorLuxottica as one of the most influential companies in the CAC 40 and reflecting the power of our vision, the strength of our strategy and the excellence of our execution.

As we step into the new year with confidence, we remain on track with our long-term targets and are committed to driving meaningful transformation for years to come.

## A Transformative Vision Built on Legacies

The journey we embarked on a decade ago alongside our late Chairman continues to drive us forward. Anchored in a legacy of innovation, creativity and excellence, we are shaping a more integrated and visionary EssilorLuxottica. Our strategic evolution toward med-tech and transformative industries is unlocking cross-sector innovations that will pioneer the future of technology, eye health and human connection.

By bringing lenses and frames under one roof and harnessing the power of vertical integration – from research and product development to manufacturing, distribution and our global network of 300,000 optical partners and 18,000 stores – we have created a dynamic platform that strengthens our competitive edge and fuels our ambition to boost our category elevation and industry growth.

Today, our Company is in the best shape it has ever been in. Over the past years, we have optimized every facet of our organization – redefining our business model, pushing the boundaries of innovation, reinforcing our supply chain, expanding our brand portfolio and strengthening our leadership position through technology and AI investments. We achieved this while accelerating the development of new categories and strategic initiatives that will serve as tomorrow's growth drivers and shape the future of vision care and beyond.

## A New Era of Unprecedented Opportunities

As we look ahead, we are stepping into an era of great opportunities. From med-tech solutions enhancing lives globally to category-defining wearables reshaping how consumers experience the world, we are driving the future. With our portfolio of iconic, culture-shaping brands, we continue to earn the loyalty of consumers and fast-track technological adoption. Our ambition is clear: we are creating a transformative platform that reimagines the eyes as a gateway to new possibilities – the most seamless and immediate bridge between human intelligence and AI, between reality and the digital world.

These strategic initiatives are already yielding groundbreaking results. In med-tech, we are building a universe of leading vision care solutions, taking a more holistic approach to serving customers and patients. With the exceptional growth of Stellest, highly advanced OCT devices from Heidelberg Engineering, retinal imaging solutions from Cellview and non-invasive devices from Espansione Group for dry eye, ocular surface and retinal diseases, we are expanding our medical and clinical expertise. From myopia management to eye disease diagnostics, surgical guidance and chronic condition management, we are improving the health of hundreds of millions of people worldwide.

With AI-powered Ray-Ban Meta redefining smart eyewear and Nuance Audio pioneering an entirely new category at the intersection of sight and hearing, we are at the forefront of wearable and AI innovation. Ray-Ban Meta is transforming eyeglasses into the next major technology platform – one that enhances daily life through medical services, performance optimization, information access and social entertainment, all while making wearable computing fashionable. Last year, Ray-Ban Meta became the first smart eyewear to crack the code for widespread adoption, connecting millions of consumers more seamlessly to the people and activities they love. Similarly, the FDA-cleared and EU-certified Nuance Audio glasses are already carving out a new market, addressing the vastly underserved hearing needs of over one billion people worldwide with mild to moderate hearing loss. The disruptive concept of beautiful, well-fitting glasses with a groundbreaking open-ear hearing solution at an accessible price, breaks down barriers of stigma, discomfort and affordability. The journey is just at the beginning, also following the recent acquisition of Pulse Audition and its AI-based noise reduction and voice enhancement technology. We are already working on the next generations of products set to introduce new functionalities later this year.

Lastly, our portfolio of iconic brands continues to set new standards in desirability and cultural influence. Last year, we invested heavily in product R&D and more engaging communications, strengthening our direct relationship with consumers. With the acquisition of Supreme, new licensed brands like Diesel and extended partnerships with Dolce&Gabbana, Michael Kors and Prada, we continue to be the partner of choice for the world's leading fashion and technology companies.

## A Company with an Eye on a Responsible Future

Achieving greatness is not just about the 'what' but also the 'how'. Led by a strong management team and a new generation of talent with fresh perspectives, our over 200,000 colleagues have demonstrated extraordinary commitment and passion. Through our Eyes on the Planet program, we are making significant strides in reducing our environmental footprint, earning us a place on the Dow Jones Best-in-Class Europe Index. Sustainability remains key to our Company: we achieved carbon neutrality across our direct activities in Europe in 2023 and are committed to reaching global carbon neutrality by 2025. Last year, our greenhouse gas reduction targets were validated by the SBTi, marking a major milestone in our efforts to reduce our environmental impact across the entire value chain.

True to our Mission and our goal of enhancing the way people experience and connect with the world, our OneSight EssilorLuxottica Foundation has expanded its reach, collaborating with the World Health Organization to bring essential vision care to those who need it most. Since 2013, we have created sustainable access to vision care for nearly one billion people worldwide. Recognizing its global impact, our Group once again earned a spot on Fortune magazine's top 50 list of companies that 'Change the World'.

The EssilorLuxottica we are building is a blueprint for companies that seamlessly integrate across industries, understanding that today's consumers are more dynamic than ever. They care deeply about their health and demand the best science has to offer. They seek beauty and innovation without compromise. They desire connectivity without losing sight of the human experience. Our journey will always be tied to theirs, as well as to yours.

Thank you for your trust in our bold strategy and our unique ability to execute it. We are confident there are even greater achievements for us ahead.

Francesco Milleri, Chairman and Chief Executive Officer
Paul du Saillant, Deputy Chief Executive Officer

# 1

# Presentation of EssilorLuxottica


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# 1.1 EssilorLuxottica Group Profile

EssilorLuxottica is a **global leader in the design, manufacture and distribution of advanced vision care products, eyewear and med-tech solutions**. Established in 2018, its Mission is to empower people everywhere to **'see more and be more'** by addressing their vision needs, personal style aspirations and desire to feel more connected to the world around them, while creating lasting value for employees, partners and communities.

The Company thrives on an open, collaborative business model, partnering with key industry players who share its passion for elevating quality vision care through superior products, digital services and truly life-changing technologies. EssilorLuxottica's vertically integrated business model, combined with its leading presence across regions, business segments and trade channels uniquely positions the Group to meet the evolving vision needs of a growing global population.

Anchored in a transformative vision, EssilorLuxottica's strategy is built on three pillars: **med-tech** advancements, **wearables and AI-powered digital innovation**, and a unique **portfolio of iconic brands**. These pillars expand the horizons of the optical industry unlocking new synergies for cross-sector innovation to address changing consumer vision needs.

EssilorLuxottica is home to pioneering vision care technologies, like Varilux, Stellest and Transitions, that push the boundaries of optical science and redefine the way people see the world. Its portfolio also features iconic brands that set new standards in desirability and technology adoption, such as Ray-Ban, the most -loved eyewear brand in the world, and Oakley, a global leader in sports performance, complemented by highly coveted luxury licensed brands and supported by world-class optical retailers, including Sunglass Hut and LensCrafters. The recent acquisition of the Supreme lifestyle brand further strengthens the Group's ability to connect meaningfully with new audiences and deepen its cultural relevance.

Empowered by robust scientific research capabilities, distinctive expertise and top-quality asset portfolio, EssilorLuxottica drives cross-category innovation, from advanced medical instruments and solutions for eye health – through, among others, Essilor Instruments and Heidelberg Engineering – to category-defining smart eyewear that constantly reimagines the eyes as a gateway to new possibilities.

## Key Figures

**Revenue**
€26.5 billion

**People**
Over 200,000

**Countries**
Over 150

**Patents and Designs**
Over 15,000

**Major Brands**
Over 150

**Stores**
Approximately 18,000

**Employee Shareholders**
Over 83,500 in 85 countries

**Leonardo Training Hours**
Over 9 million in up to 30 languages since 2021

**Mass Production Facilities**
47 total Lenses (33) and Frames (14)

**Prescription Laboratories and Edging-Mounting Facilities**
562 total Industrial (61) and Proximity (501) Labs

**Worldwide Frame Production**
Approximately 116 million prescription glasses and sunglasses frames

**Worldwide Lens Production**
Approximately 560 million prescription lenses and over 160 million non-prescription sun lenses

**A fully integrated player addressing the world's evolving vision needs.** From creative thinking to distribution, the Group covers every step of the value chain, starting with a powerful R&D platform made up of 51 R&D and design facilities across the world committed to making EssilorLuxottica a laboratory for med-tech, design and innovation. A global manufacturing network relentlessly brings this culture of excellence to life to offer the best visual experience to patients, consumers and customers everywhere in the world. With its 33 corrective and plano lens mass production facilities, 562 prescription laboratories and edging-mounting facilities, 14 eyewear mass production plants and an extensive network of distribution centers and stock points, EssilorLuxottica's global footprint is well balanced and diversified, and it guarantees proximity service.

Manufacturing at EssilorLuxottica is backed by a wide-reaching Professional Solutions[1] network that allows the Company to serve wholesale customers with a unique combination of high-quality vision care products, iconic brands that consumers love, and cutting-edge digital services and solutions. Dedicated partnership programs, like EssilorLuxottica 360, Essilor Experts and STARS, as well as alliances elevate independent eyecare practices and put patient care at the center.

Professional Solutions are complemented by an extensive global Direct to Consumer[2] network that offers the Group a unique understanding of consumer trends, both globally and locally, by cultivating relationships with millions of consumers every day, offering them high-quality vision care products, expert advice and iconic brands. With about 18,000 stores worldwide, EssilorLuxottica is a leader in the optical retail business. Key banners include LensCrafters and Pearle Vision in North America; Vision Express, Apollo, Pearle, Générale d'Optique, GrandVision, GrandOptical, Atasun Optik, Synoptik and Salmoiraghi & Viganò in EMEA; OPSM and Mujosh in Asia-Pacific; MasVisión, GMO and Óticas Carol in Latin America; as well as banners present on a global scale such as Sunglass Hut, Ray-Ban and Oakley. The Group also operates its licensed optical retail brand Target Optical in North America and one of the fastest-growing managed vision care companies in the US, EyeMed Vision Care.

EssilorLuxottica's distribution network is further bolstered by its branded e-commerce platforms, including Ray-Ban.com, Oakley.com, SunglassHut.com and OliverPeoples.com, alongside pure digital players like EyeBuyDirect and FramesDirect.com in North America, VisionDirect, Lenstore and Glasses Direct in EMEA as well as Clearly in Asia-Pacific. A true omnichannel approach to distribution replicates the magic of the Company's stores in the digital space, enabling consumers to enjoy everything from product customization to an endless aisle of frames.

**Mission and Corporate Social Responsibility.** EssilorLuxottica is dedicated to fostering a sustainable future through its corporate responsibility program, Eyes on the Planet, launched in 2021. It outlines the Group's sustainability strategy, with a strong focus on commitments toward carbon neutrality, circularity, world sight, inclusion and ethics. Further advancing its Mission activities and helping to eliminate uncorrected poor vision by 2050, the Company launched the OneSight EssilorLuxottica Foundation in 2022. As the largest foundation in the world dedicated to inclusive vision access, it plays a major role in supporting EssilorLuxottica's sustainability strategy and reinforcing its commitment to advocating for good vision as a basic human right.

In 2024, EssilorLuxottica generated consolidated revenue of €26.5 billion. The Company trades on the Euronext Paris market and is included in the Euro Stoxx 50 and CAC 40 indices. Codes and symbols: ISIN: FR0000121667; Reuters: ESLX.PA; Bloomberg: EL:FP.

## A Unique, Diverse and Inclusive Community

EssilorLuxottica's diverse and talented people are at the core of the organization's ongoing success and long-term sustainability. A global community of more than 200,000 dedicated employees around the world work together to help the Group thrive every day.

Investing in the skills and well-being of its people, EssilorLuxottica offers long-term growth, career development and equal opportunities as well as extensive, high-quality education programs through its Leonardo learning ecosystem. Drawing on its long history of caring for its people, the Group also actively promotes social programs, benefits, services and initiatives that help improve quality of life for its employees (See Chapter 6, Section 6.3.1.2.6).

EssilorLuxottica continues to strengthen its global community by cultivating a shared culture rooted in common values. At the heart of this culture is employee shareholding, a key pillar of engagement and alignment with the Group's vision. Last year, over 83,500 internal shareholders across 85 countries held a financial stake in the Group, reflecting their confidence in the Company's strategy and their support for its Mission to help people 'see more and be more'.

(1) *It represents the wholesale business of the Group, including the supply of its products and services to independent opticians, distributors, third-party e-commerce platforms and large retail chains in the eyecare and eyewear industry.*

(2) *It represents the retail business of the Group, including the supply of EssilorLuxottica products and services directly to the end consumer either through the network of physical stores operated by the Group (brick and mortar activities) or the online channel (e-commerce).*

## A Deeply Rooted Commitment to Innovation

By investing heavily in R&D for cutting-edge vision care, medical and eye-health technologies while reimagining the design, form and function of eyewear, EssilorLuxottica constantly sets new industry standards (see Section 1.4.2). Beyond the products it makes, the Company is deeply committed to elevating the importance of vision as both a basic human right and a key lever for global development.

## 1.1.1 A Rich Portfolio of Brands and Technologies

EssilorLuxottica is home to some of the most beloved and well-recognized eyecare and eyewear brands in the world. With a portfolio of proprietary and licensed brands that cover a wide range of market segments, the Company taps into the needs and desires of consumers. By fostering a strong pipeline of innovation, it delivers superior-quality products and services that continuously raise the industry standard of excellence.

## Eyecare: World-Class Vision Care Technologies

Backed by decades of R&D, EssilorLuxottica's advanced vision care technologies have led to the creation of brands that rank among the highest in consumer satisfaction.

The Group's unparalleled portfolio includes globally respected lens brands, such as Essilor with Varilux, Crizal, Eyezen, Stellest and Xperio, along with Transitions. Further enriching the portfolio are Ray-Ban, Oakley, Shamir Optical and Barberini. A perpetual global license agreement signed with Eastman Kodak and strategic partnerships with leading companies, such as Nikon also allow EssilorLuxottica to distribute specialized technologies to best serve specific consumer eyecare needs.

Whether designing solutions to correct vision, protect the eyes or improve comfort and performance, each of the Company's eyecare brands is driven by a goal to develop groundbreaking ophthalmic lenses that enhance lives through better vision.

Barberini · KODAK Lenses · Ray-Ban · Crizal essilor · Nikon · shamir · Varilux essilor · essilor · OAKLEY · Stellest essilor · Xperio essilor · Eyezen essilor · Optifog · Transitions

By expanding into contact lenses, with brands such as Eyexpert and iWear, the Group also broadens its field of expertise while staying true to its core business of delivering superior vision care solutions.

**Medical instruments and scientific eye health care solutions.** EssilorLuxottica has a long-standing history of leading the design and manufacturing of advanced vision care solutions and instruments for eyecare professionals, practitioners and research scientists as well as high-tech equipment for the precision optics industries. Its innovations also include state-of-the-art medical instruments that enable comprehensive, smart eye exams and deliver highly personalized solutions tailored to both customer and consumer needs, elevating patient care standards.

Building on this expertise, the Group is accelerating its growth in the med-tech dimension. Recent acquisitions, including Heidelberg Engineering and Espansione Group, have brought extensive technological capabilities and scientific expertise in ophthalmology and clinical ophthalmology, further solidifying EssilorLuxottica's leadership in the industry. These investments expand its portfolio with cutting-edge optical and ophthalmic solutions, including imaging technologies for early detection of sight-threatening diseases, like glaucoma, medical IT systems and surgical technologies as well as non-invasive eye-light treatment solutions for ophthalmic conditions, such as dry eye disease and dry age-related macular degeneration.

ESSILOR INSTRUMENTS · HEIDELBERG ENGINEERING · espansione group · satisloh · Humanware

Additionally, through HumanWare, the global leader in assistive technology for blind and low-vision individuals, EssilorLuxottica offers highly intuitive, intelligent solutions designed to empower people with low-vision and blindness.

## Eyewear: Visionary Design and Detailing

EssilorLuxottica has redefined eyewear over the past decades, transforming it from a necessary medical device into a powerful statement of personal style and self-expression. With unique vision, unmatched creativity and expert craftsmanship, the Group has elevated eyewear into a desirable fashion accessory, helping consumers feel confident and empowered.

EssilorLuxottica offers exclusive eyewear that stands as a testament to highly skilled artistry and innovation, showcased through an unparalleled portfolio of brands, including Ray-Ban, Oakley, Persol, Oliver Peoples, Vogue Eyewear, Arnette, Alain Mikli, Costa, Bliz, Native Eyewear and Bolon, along with leading reading glasses brand Foster Grant. The Company also boasts prestigious licensed brands, including Giorgio Armani, Brunello Cucinelli, Burberry, Chanel, Coach, Diesel, Dolce&Gabbana, Ferrari, Jimmy Choo, Michael Kors, Moncler, Prada, Ralph Lauren, Swarovski, Tiffany & Co., Tory Burch and Versace. Beyond eyewear, EssilorLuxottica extends its expertise to luxury accessories with Fedon, a leader in premium eyeglass cases and high-end optical accessories.

Driven by an unwavering commitment to excellence down to the smallest detail and a passion for innovation, EssilorLuxottica constantly pushes the boundaries of design, technology and materials. Its relentless focus on research and development, combined with continuous investments in new technologies and cutting-edge processes, has solidified the Group's position as a global trailblazer in eyewear, crafting timeless products that inspire and transform the way consumers see the world.

## Apparel, Footwear and Accessories: Expanding the Group's Horizons

Perfectly aligned with the Group's innovation and development journey is the AFA category, which includes EssilorLuxottica's apparel, footwear and accessories brands. Its portfolio features the iconic lifestyle brand Supreme, acquired in 2024, alongside Oakley and Costa, each offering distinctive product lines tailored to sports performance, active lifestyles and outdoor enthusiasts.

These brands serve as dynamic platforms for innovation and communication, blending style, functionality and authenticity to resonate deeply with evolving consumer tastes and aspirations. By bridging fashion and performance with cultural relevance, they strengthen EssilorLuxottica's ability to inspire, engage and build lasting connections with new audiences worldwide.

## Transforming the Industry with New Categories and Digital Solutions

Living up to its responsibility as an industry leader, EssilorLuxottica drives innovation and expertise to develop truly transformative products and explore new categories, constantly pushing the boundaries of the industry.

**Making eyewear a gateway to new possibilities.** Throughout its smart eyewear journey, which began over a decade ago, the Company has developed R&D, manufacturing and distribution capabilities in the field through strategic partnerships and product releases. A major milestone came in 2021 with the debut of Ray-Ban Stories, the first generation of smart glasses that redefined how consumers capture, share and experience authentic moments. Sharing a passion for enhancing millions of lives every day, EssilorLuxottica partnered with Meta to engineer wearable smart technology with uncompromised style, comfort and esthetics. Building on this success, the Company renewed its collaboration with Meta to launch Ray-Ban | Meta, the first eyewear featuring live streaming capabilities and built-in Meta AI. These two generations of Ray-Ban-branded glasses marked a transformative leap in wearable technology, generating global excitement and breaking barriers to widespread adoption. To continue shaping the future of the smart eyewear category, last year EssilorLuxottica and Meta extended their partnership by entering into a new long-term agreement under which the two companies will collaborate into the next decade to develop multi-generational smart eyewear products and set new industry standards.

In 2023, EssilorLuxottica also announced its expansion into the hearing solutions dimension with Nuance Audio, a disruptive technology at the intersection of sight and sound. By seamlessly integrating proprietary advanced open-ear hearing technology into fashionable, stylish eyewear, the Group aims to improve the quality of life for the over 1.25 billion consumers across the world with mild to moderate hearing loss[1]. After receiving Food and Drug Administration (FDA) clearance and EU certifications, Nuance Audio glasses are set to launch in 2025 in both the US and Europe, with subsequent rollouts in other key markets. The product seeks to remove the stigma that has historically stood in the way of consumer adoption of traditional hearing solutions, replacing it with comfort and style – echoing the revolutionary impact the Company brought to the vision space over 50 years ago.

(1) *World Health Organization, World Report on Hearing, 2021: 40.*

**Bringing together the best of EssilorLuxottica's innovation to continue digitizing the industry from the ground up.** Innovative thinking is an important cornerstone of the Group's strategy. For decades, EssilorLuxottica has invested heavily in digital platforms that connect its operations with its customers and consumers. Today, technology is the backbone of every area of its business, from manufacturing to distribution and sales in all markets and channels, including Professional Solutions, brick and mortar activities and e-commerce.

EssilorLuxottica took a significant step forward in digitizing the eyecare industry with the introduction of HELIX, a new division dedicated to meeting the digital needs of eyecare professionals in one smart, interconnected and data-driven digital ecosystem that integrates services like booking, ordering, teleoptometry and managed vision care. This initiative aligns with the Group's strategy to provide a comprehensive portfolio of products and services to enhance the patient experience while empowering ECPs to run their practices more effectively. The first offering from HELIX, a next-generation practice management platform called Vision(X), is set to launch in North America throughout the year.

HELIX | nuance audio | Ray-Ban | Meta

## Direct to Consumer: Superior Brick and Mortar and Online Experiences

EssilorLuxottica's Direct to Consumer network includes approximately 18,000 stores that offer consumers high-quality vision care and best-in-class shopping experiences. From digital eye exam technology to the latest eyewear trends, the Group offers a wide range of options tailored to individual style preferences. Its omnichannel distribution strategy replicates the magic of its stores in the digital space, enabling consumers to enjoy everything from product customization to an endless aisle of frames. This approach provides a connected experience across all touchpoints and allows EssilorLuxottica to reach a greater number of consumers with quality optical products.

The Group boasts a widespread brick and mortar retail network with top-tier banners, such as LensCrafters, Target Optical and Pearle Vision in North America; Vision Express, Apollo, Pearle, Générale d'Optique, GrandVision, GrandOptical, Atasun Optik, Synoptik and Salmoiraghi & Viganò in EMEA; OPSM and Mujosh in Asia-Pacific; and MasVisión, GMO, Óticas Carol in Latin America; as well as global banners, such as Sunglass Hut, Ray-Ban and Oakley.

The Group's brick and mortar network is complemented by leading e-commerce platforms, like Ray-Ban.com, Oakley.com, SunglassHut.com, OliverPeoples.com, along with EyeBuyDirect, Clearly, VisionDirect, Lenstore and Glasses Direct.

## Optical

alain mikli paris · aOJO · Apollo · ASPEN · Atasun Optik · BOLON · brilleland · David Clulow Opticians · Econolentes · Econópticas · EyeQ · For Eyes · Generale d'Optique · GMO · GrandOptical · GrandVision · GrandVision · GrandVision · instrumentarium · interoptik · KEOPS Optiikka · KOCH Optik · Lafam · Laubman&Pank · LensCrafters Because Sight · Линзмастер · LUXOPTICA · +Vision · MẮT VIỆT · Mathieu Opticien · McOptic · MIRAMAS · MOLSION · MUJOSH · MultiOpticas · MY by LUXOPTICA · Nikon · NISSEN · Ofotért · OLIVER PEOPLES Los Angeles · OPSM · [ оптика ] · OPTICA 2000 · Optica Popular · OpticalCenter · Opticas LUX · PV Place Vendôme · Opticas Vision · ÓTICAS CAROL · Pearle opticiens · Pearle Vision · Persol · Robin Look · salmoiraghi & viganò · smarteyes · Spectacle Hut · spex. · Sunglass Island · Synoptik · Optical · TeamVision · Trendy Opticians · Triangle Visions · VISIAB · VisionCenter · VisionExpress · WASHIN Optical

## Sun

OAKLEY · Ray-Ban · SOLARIS · sunglass hut

## Apparel, Footwear, and Accessories

OAKLEY · Supreme

## Pure Online

BRILLE24 · Charlie Temple · clearly · contactsdirect · COSTA · eyelens · EOTICA · eyebuydirect · FOSTER GRANT · FRAMESDIRECT · GLASSES.COM · glasses direct · LENSBEST · lenstore · LENSWAY · LINSEN MAX · NATIVE · READERS.COM · VisionDirect · vogue eyewear

As of December 31, 2024, EssilorLuxottica operated 17,638 stores as follows:

| | North America | EMEA | Asia-Pacific | Latin America | Corporate Stores | Franchising & Licensing | Total Store Count |
|---|---|---|---|---|---|---|---|
| Sunglass Hut | 1,609 | 577 | 311 | 429 | 2,926 | 242 | **3,168** |
| LensCrafters | 1,012 | | 82 | | 1,094 | 8 | **1,102** |
| Vision Express | | 848 | | | 848 | 121 | **969** |
| Apollo | | 671 | | | 671 | 220 | **891** |
| Target Optical | 577 | | | | 577 | | **577** |
| MasVisión | | 53 | | 473 | 526 | 6 | **532** |
| Pearle | | 513 | | | 513 | 211 | **724** |
| Générale d'Optique | | 394 | | | 394 | 282 | **676** |
| OPSM | | | 375 | | 375 | 24 | **399** |
| GMO | | | | 345 | 345 | | **345** |
| GrandVision | | 273 | | 55 | 328 | 42 | **370** |
| GrandOptical | | 316 | | | 316 | 61 | **377** |
| Atasun Optik | | 304 | | | 304 | 34 | **338** |
| Oakley | 184 | 11 | 79 | 26 | 300 | 72 | **372** |
| Ray-Ban | 43 | 67 | 125 | 47 | 282 | | **282** |
| Synoptik | | 247 | | | 247 | | **247** |
| Salmoiraghi & Viganò | | 245 | | | 245 | 25 | **270** |
| Luxoptica | | 226 | | | 226 | | **226** |
| Mujosh | | | 178 | | 178 | 296 | **474** |
| Pearle Vision | 107 | | | | 107 | 448 | **555** |
| MultiÓpticas | | 104 | | | 104 | 110 | **214** |
| Bolon | | | 113 | | 113 | 235 | **348** |
| Aojo | | | 94 | | 94 | 120 | **214** |
| Óticas Carol | | | | 25 | 25 | 1,409 | **1,434** |
| Supreme | 5 | 4 | 8 | | 17 | | **17** |
| All Others[(a)] | 298 | 1,119 | 233 | 732 | 2,382 | 135 | **2,517** |
| **TOTAL STORE COUNT** | **3,835** | **5,972** | **1,598** | **2,132** | **13,537** | **4,101** | **17,638** |
| **TOTAL SUN & OTHER** | **1,859** | **780** | **538** | **539** | **3,716** | **329** | **4,045** |
| **TOTAL OPTICAL** | **1,976** | **5,192** | **1,060** | **1,593** | **9,821** | **3,772** | **13,593** |

*(a) Banners with less than 200 total store count excluding Supreme: Ópticas Lux, Instrumentarium, Ópticas Visión, Optica2000, Team Vision, Solaris, For Eyes, Ofotert, Lafam, Smarteyes, LensMaster, Visilab, Brilleland, McOptic, Washin, OCFYT, EconoLentes, Econópticas, Ópticas Place Vendôme, Nissen, David Clulow Opticians, Robin Look, David Clulow, Laubman & Pank, Oliver Peoples, Spectacle Hut, Vision Center, Mat Viet, Triangle Vision, Interoptik, EyeQ, Kochoptik, Sunglass Island, Optica Popular, Mathieu Opticien, Luxottica Korea, Miramás, Trendy Opticians, Molsion, Alain Mikli, MY I, Spex, Optical Shop of Aspen, Persol, Keops, Nikon, EyeBuyDirect and Optic Master.*

*Supreme included in the store count from October 2024.*

## 1.1.2 Mission and Sustainability

### Helping People 'see more and be more'

EssilorLuxottica's legacy is rooted in a steadfast commitment to vision care innovation and a profound belief in the transformative power of good vision. Guided by its Mission to help people worldwide 'see more and be more', the Group's strategy integrates sustainable development with an ambitious goal to eliminate uncorrected poor vision within a generation.

At the core of EssilorLuxottica's Mission lies a commitment to transforming lives through groundbreaking technologies that correct, protect and frame the beauty of our most precious and powerful sensory organ: the eyes. By advancing vision care and embedding new functionalities into its products to support the human senses we rely on most – vision, and now hearing – EssilorLuxottica enhances the way people experience and connect with the world, empowering them to learn, work, express themselves, and embrace life's boundless possibilities through cutting-edge technologies, a portfolio of beloved brands and a global distribution network.

A lack of awareness and access has created a global vision crisis, with severe social and economic consequences for billions of people. While addressing the evolving needs of the 2 billion people[(1)] currently wearing eyeglasses, EssilorLuxottica is also pioneering solutions for the 2.7 billion individuals[(2)] suffering from uncorrected poor vision and the 6.2 billion people[(1)] who do not protect their eyes from harmful rays. Moreover, with over 50% of the world's population[(3)] projected to suffer from myopia by 2050, the need for accessible vision care has never been greater.

As a passionate advocate for vision care, EssilorLuxottica campaigns globally to raise awareness, champion good vision as a basic human right, and position it as a critical driver of global development. The socioeconomic impact of uncorrected poor vision is profound, creating barriers to education and employment that perpetuate cycles of poverty and limit individual potential. Through its initiatives, EssilorLuxottica aims to break these cycles and unlock opportunities for millions.

Following the launch of its landmark roadmap 'Eliminating Poor Vision in a Generation', in 2024 the Company continued to advocate for the fundamental 'Right to See', recognizing the vital role of vision care in global progress. This aligns with the United Nations' 2021 resolution, 'Vision for Everyone', which aims to achieve universal accessibility by 2030. By integrating eyecare into the United Nations (UN) Sustainable Development Goals (SDGs), EssilorLuxottica reinforces its commitment to sustainability and global equity.

**Powering vision.** At EssilorLuxottica, powering vision is about creating sustainable and life-changing impact on a global scale. The Group's Eyes on the Planet program aims to ensure that everyone, everywhere has access to quality vision care while fostering sustainability and equity. Through its OneSight EssilorLuxottica Foundation, the Company addresses one of the world's most widespread disabilities: uncorrected poor vision, affecting 2.7 billion people around the world. Since 2013, the Foundation has transformed access to vision care, reaching 979 million people and equipping 86.8 million individuals with eyeglasses. Supported by over 33,400 primary vision care points and delivering training to thousands of vision care entrepreneurs, these efforts have brought sustainable eyecare systems to even the most remote communities globally. This impact earned EssilorLuxottica a spot on Fortune's 'Change the World' list for the fourth time, recognizing its transformative contributions to global eye health and sustainability.

Globally recognized for its extensive reach and expertise, last year the OneSight EssilorLuxottica Foundation was selected as the first global collaborating partner on the World Health Organization's SPECS 2030 initiative. This program accelerates the delivery of vision care worldwide by increasing effective refractive error coverage and ensuring universal access to quality vision care. At the same time, it aligns with the UN SDGs and 'Vision for Everyone' resolution, driving progress in poverty alleviation, health, education, gender equality and economic growth.

(1) *EssilorLuxottica estimates.*
(2) *Essilor International, Eliminating Uncorrected Poor Vision in a Generation. Essilor International. 2019: 15.*
(3) *Brien Holden Institute.*

Innovation is at the heart of the Foundation's approach to powering vision globally. Telerefraction connects rural primary care providers with urban optometrists, ensuring accurate diagnoses and extending services to areas with limited healthcare infrastructure. Telerefraction services are now offered in Kenya, Ethiopia and India, with a pilot program taking place in Bangladesh. ClickCheck, a low-cost, award-winning refraction device, enhances the efficiency of vision screenings in off-grid communities. Additionally, Ready2Clip glasses minimize costs and time for beneficiaries, offering customizable and affordable eyewear on-site.

The OneSight EssilorLuxottica Foundation's impact is amplified through transformative programs worldwide. In South Africa, the Vula Amehlo initiative repurposes shipping containers into modular eyecare clinics, bridging healthcare gaps in rural areas while providing optometrists with sustainable business opportunities. Similarly, in Goa (India), the Foundation partnered with the local government to train more than 2,400 schoolteachers in vision screening, benefiting 230,000 children with screenings and glasses. Goa has since become one of the first states globally to mandate annual vision screenings for schoolchildren, ensuring no child's education is hindered by poor vision.

EssilorLuxottica's Mission to help everyone 'see more and be more' underpins all of the Company's efforts. By combining sustainable innovation with social impact, EssilorLuxottica is powering vision in ways that not only eliminate uncorrected poor vision but also drive economic development, foster education and promote inclusivity, building a sustainable and equitable future for all.

**Powering style.** Combining the best in advanced vision care technology with beautifully crafted and branded frames turns a necessary medical device into an accessory that not only fits and functions well, but also serves as a true expression of personal style. Eyewear, worn up to 18 hours a day, is the most visible fashion accessory and has become part of our cultural fabric. From the moment frame meets face, there is a sense of authenticity, creativity and confidence that consumers have come to love. Because of the power they exert, each pair of EssilorLuxottica frames is considered a work of art, from its first sketches to final handcrafted details. Every frame illustrates the passion, skill and commitment of EssilorLuxottica's people who are dedicated to making the best eyewear possible.

## Approach to Sustainable Development: Eyes on the Planet

Sustainability is at the very heart of EssilorLuxottica, deeply embedded in its DNA and fundamental to its commitment to corporate responsibility – empowering people to 'see more and be more'. First introduced in 2021, the Company's Eyes on the Planet program (see Chapter 6) is built on five key pillars that reinforce the strong connection between its Mission, business strategy and sustainability: Eyes on Carbon, Eyes on Circularity, Eyes on Ethics, Eyes on Inclusion and Eyes on World Sight.

Each pillar is backed by a clear commitment, with initiatives integrated into the Company's business model. These initiatives enhance the Group's presence in local communities, fostering meaningful connections while advancing its Mission.

- **Eyes on Carbon:** Since its creation, EssilorLuxottica has been committed to minimizing its environmental impact throughout its entire value chain, aiming to mitigate the effects of climate change on the planet. Key milestones include reducing and neutralizing the carbon footprint of its direct operations (Scopes 1 and 2) globally by 2025, a goal already achieved in Europe in 2023. Last year, the Group's emissions reduction targets were validated by the Science-Based Targets initiative (SBTi), marking a key milestone in EssilorLuxottica's efforts to reduce the environmental impact of its own operations, while engaging key suppliers in its journey. The new 2030 targets address emissions across the Company's Scopes 1, 2 and 3, in line with climate mitigation efforts presented in the Paris Agreement. To support these targets, EssilorLuxottica developed a Climate Transition Plan in 2024, outlining key carbon reduction priorities: increasing the self-production and use of renewable energy, enhancing energy efficiency across facilities optimizing supply chain and logistics, and strengthening stakeholder engagement in the Group's climate journey.

- **Eyes on Circularity:** EssilorLuxottica's climate commitment is deeply intertwined with its circularity goals along its value chain, leveraging its sustainable innovation expertise across its materials, processes, products and services. The Group's efforts focus on optimizing resources while ensuring high product standards, with the objective of shifting from fossil-based materials to bio-based and/or recycled materials and embedding eco-design in its innovation developments by the end of 2025. Last year, the Group expanded its Direct to Consumer initiatives, positioning its retail operations as hubs for circularity by offering services such as in-store repairs and programs for collecting used eyewear. Progress was also made in reducing single-use plastic in eyewear and logistics packaging. Additional efforts include enhancing internal recycling capabilities by introducing recycled demo lenses and launching an innovative project to recycle nylon scraps from injection molding into store furniture.
- **Eyes on Ethics:** The Company's vertically integrated business model is key to delivering and ensuring a fair and ethical business approach wherever EssilorLuxottica has a presence. The Group's Code of Ethics and Business Partners' Code of Conduct establish harmonized practices and help protect human and labor rights across its entire value chain, aligned with the International Bill of Human Rights and International Labour Organization (ILO) Conventions. In 2024, the Group reinforced its ethical business approach with the launch of a new Anti-Money Laundering Policy, among other initiatives, along with dedicated training programs on its Code of Ethics and anti-corruption. Supply chain efficiency remains a strong priority, and the Group continues its Responsible Sourcing program to ensure business partners are perfectly aligned with its ethical principles and standards.
- **Eyes on Inclusion:** EssilorLuxottica employees play a key role in the Group's sustainable development and value-creation efforts. The Company seeks to develop a culture of learning, diversity and safety while fostering a working environment that ensures equal opportunities based on merit, free from discrimination. Last year, significant progress was achieved in advancing Diversity, Equity and Inclusion and strengthening its culture of health, safety and well-being in the workplace. Key milestones included the publication of the Global EHS Policy, the introduction of the Global DE&I Policy to reinforce inclusive principles, the launch of the Inclusion Committee to monitor equality on a global scale and the rollout of 'Your Voice', a worldwide platform amplifying employee feedback.
- **Eyes on World Sight:** Based on its belief that good vision is a basic human right, the Group aims to eliminate uncorrected poor vision in a generation and make vision care accessible to everyone, everywhere. This responsibility toward vision and society is reflected in its corporate citizenship initiatives, such as advocacy for vision care in underserved communities through the OneSight EssilorLuxottica Foundation. Last year, the Foundation announced its collaborating partnership with the World Health Organization (WHO) for its SPECS initiative, which represents an important step toward improving access to vision care worldwide, particularly in low-resource settings (see Section *Helping People 'see more and be more'*). In addition, through the 'Eyes on Art' initiative, EssilorLuxottica continues its efforts to make art accessible for all.

# 1.2 History

## EssilorLuxottica

**2017**
- EssilorLuxottica combination announced

**2018**
- Combination completed

**2020**
- Launch of EssilorLuxottica 360, first joint commercial program

**2021**
- Acquisition of GrandVision, a global optical retailer
- Launch of Ray-Ban Stories, in partnership with Meta

**2022**
- Launch of OneSight EssilorLuxottica Foundation
- Acquisition of Fedon
- Acquisition of the remaining 50% interest in Shamir Optical

**2023**
- Expansion into the hearing solutions market with Nuance Audio
- Launch of Ray-Ban | Meta, in partnership with Meta

**2024**
- Long-term partnership with Meta to continue shaping the future of the smart eyewear category
- OneSight EssilorLuxottica Foundation collaboration with the World Health Organization
- Leadership in med-tech further bolstered with key acquisitions bringing medical and scientific expertise

## More than 170 years of excellence

• Essilor Events • Luxottica Events

**2019**
- Acquisition of Brille24
- Acquisition of Barberini

**2018**
- Acquisition of Fukui Meganes

**2017**
- Acquisition of Oticas Carol

**2016**
- Acquisition of VisionDirect, MyOptique and Photosynthesis Group
- Acquisition of Salmoiraghi & Viganò

**2015**
- Acquisition of Vision Source, PERC/IVA

**2014**
- Acquisition of Transitions Optical

**2013**
- Acquisition of Costa and Bolon
- Acquisition of Alain Mikli

**2012**
- Acquisition of Tecnol

**2010**
- Acquisition of Shamir Optical, Signet Armorlite and FGX

**2008**
- Acquisition of Satisloh

**2007**
- Acquisition of Oakley

**2004**
- Acquisition of Cole National

**2003**
- Acquisition of OPSM

**2001**
- Acquisition of Sunglass Hut

**2000**
- Essilor and Nikon decided to combine their R&D capabilities in creating a joint-venture
- Listing on Milan Stock Exchange

**1999**
- Acquisition of Ray-Ban

**1998**
- Acquisition of EyeMed

**1995**
- Acquisition of Gentex Optics
- Acquisition of Persol
- Acquisition of LensCrafters

**1991**
- Joint-venture with PPG to launch the first organic photochromic lens

**1990**
- Acquisition of Vogue Eyewear
- Listing on NYSE

**1988**
- First license agreement with Giorgio Armani

**1975**
- Listing on Paris Stock Exchange

**1972**
- Essilor, a merger of two leading names (ESSEL and SILOR)

**1961**
- Luxottica founded by Leonardo del Vecchio

**1959**
- Launch of Varilux, the first Essilor progressive lens

**1954**
- Launch of the first plastic lens, Orma

**1849**
- Creation of the Société des Lunetiers, known as SL then ESSEL

EssilorLuxottica's legacy is deeply rooted in a centuries-old history, embracing every dimension of the industry: innovation, design, production and distribution. With brands such as Essilor (1849), Salmoiraghi & Viganò (1865), Persol (1917), Ray-Ban (1937), Luxottica (1961), GrandVision (1891), Fedon (1919), and now med-tech leader Heidelberg Engineering (1991) as well as lifestyle brand Supreme (1994), the Company brings together extraordinary entrepreneurial stories that inspire EssilorLuxottica today and drive its vision for the future.

## Creation of a Global Leader

Created in 2018, EssilorLuxottica is the culmination of two very complementary and inspiring business stories that have revolutionized an entire industry more than once, transforming the very nature of eyewear and how we care for our eyes. Where the stories overlap is in vision and values, including an entrepreneurial spirit and a shared desire to create the very best products and to do so responsibly.

Essilor and Luxottica were two companies, each leveraging their unique strengths to explore the full potential of eyecare and eyewear. Today, EssilorLuxottica combines those strengths as one fully integrated, end-to-end Group addressing the world's evolving vision needs while leading the transformation of the industry with new categories and groundbreaking products. Announced in 2019 and finalized in 2021, the acquisition of GrandVision completed the visionary project of bringing together the three champions of the global eyecare and eyewear industry. With leading optical retailer GrandVision, the Company has significantly expanded its Direct to Consumer footprint in Europe and consolidated its presence in eyecare and eyewear retail on a global scale.

Looking ahead, EssilorLuxottica is pushing the boundaries of the industry beyond eyecare and eyewear. As a bold innovator in medical and consumer technology, the Group is now driving advancements in med-tech solutions, smart wearables and cutting-edge innovations that empower consumers to see, live and experience the world in entirely new ways.

## A Company Deeply Rooted in Innovation

EssilorLuxottica unites two highly respected and innovative groups, both with deep roots in the history of the optics industry.

Essilor was formed in 1972 from the merger of two technological and marketing pioneers, Essel and Silor. Essel traces its origins to the *Association Fraternelle des Ouvriers Lunetiers* (later renamed *Société des Lunetiers*, or S.L. and then ESSEL), an eyewear makers' cooperative founded in 1849 in Paris. It quickly became a key player in vision correction and started to grow internationally as early as 1868. Essel's original cooperative structure, which involved employees in corporate governance, is at the heart of a strong employee shareholding culture that remains central to EssilorLuxottica today. At the origins of Silor stands the visionary Georges Lissac. In 1938, he introduced the revolutionary concept of an optical department store on Rue de Rivoli in Paris, offering free eye tests to customers. He also implemented modern promotional techniques that shaped the optics market. Silor's industrial division merged with Essel to form Essilor, with the ambition of becoming the global leader in optics. Following its successful IPO on the Paris Stock Exchange in 1975, Essilor launched an ambitious international expansion strategy focused on global manufacturing and distribution. A strategic decision in the 1990s to specialize in lenses, as well as strategic acquisitions, joint ventures in key markets and a strong commitment to R&D solidified its position as a global leader.

Luxottica, founded by Leonardo Del Vecchio in 1961, started out as a small workshop producing components for the optical industry, but gradually widened its range of offerings to include an integrated manufacturing structure capable of producing finished glasses. In 1970, Luxottica debuted its first collection of prescription eyewear at the international optics trade fair in Milan (MIDO), marking its definitive transition from contract manufacturer to independent producer. In 1974, Leonardo Del Vecchio sensed the importance of direct sales and started a vertical integration strategy with the acquisition of Scarrone S.p.A, a leading Italian distributor. Luxottica's expansion into wholesale took on international importance with the opening of its first subsidiary in Germany and continued in 1981 with the acquisition of Avant-Garde Optics Inc., one of the largest distributors at the time in the US market. With great visionary capacity, Leonardo Del Vecchio saw the potential of collaborating with the best fashion designers and anticipated a trend by signing a license agreement with the Armani Group, marking the evolution of eyeglasses from vision correction tools into coveted fashion accessories. In 1995, Luxottica became the first manufacturer to enter the optical retail business with the acquisition of LensCrafters, one of the leading optical retail banners in North America.

## Eyecare: Pioneering Lens Technologies

Technological innovations have been the cornerstone of the Group's leadership in advanced ophthalmic lens technologies. Two major leaps in the mid-20th century – Orma plastic lens and Varilux progressive lens – revolutionized the ophthalmic industry and established a unique R&D model that places the wearer at the heart of the experimentation. The search for comfort and protection has since inspired the creation of transformative products, such as the Crizal coatings with anti-reflective, anti-smudge and anti-scratch properties as well as Transitions dynamic lenses. Entering the 21st century, innovation accelerated with a growing number of innovations beneficial to consumers: increasingly effective designs, such as Varilux Comfort and its latest addition Varilux XR series; UV protection, with the launch of the E-SPF index[(1)]; and blue-violet light filtering, with Crizal Prevencia coating and products tailored to new consumer lifestyles, such as the Eyezen lens line for digital device users. The latest addition to this series is the Essilor Stellest lens, designed to slow down myopia progression in children. In 2023, a perpetual worldwide license agreement signed with Eastman Kodak marked another milestone for EssilorLuxottica, granting the Group exclusive rights to use the Kodak registered trademarks for products and services related to its business.

Strategic acquisitions also allowed the Company to broaden its scope of activities in the optics world. Brands such as Ray-Ban, Oakley and Persol have brought unparalleled expertise in sun lenses. To meet growing demand, state-of-the-art production facilities in Italy, the US and Greater China have strengthened manufacturing for both sun and ophthalmic lenses. This was further enhanced in 2019 with the acquisition of Barberini, the world's leading optical glass lens manufacturer. Other strategic moves included Essilor's acquisition of Satisloh in 2008, the world leader in prescription laboratory equipment, and FGX International in 2010, the North American leader in non-prescription reading glasses. These acquisitions extended the Group's reach into specialized markets, reinforcing its position in both prescription laboratory equipment and reading glasses.

## Eyewear: a New Frontier of Fashion

With a history of more than 170 years in the creation of frames, the Group boasts an exceptional heritage, including some of the world's most emblematic designs and best-known fashion brands. From the late 1980s, eyeglasses began to evolve into eyewear. An esthetic focus on everyday objects and designer interest in the emerging accessories market led Luxottica to embark on its first collaboration with the fashion industry in 1988 through its first licensing agreement with Giorgio Armani. This milestone paved the way for numerous collaborations and acquisitions, enabling the Group to gradually build its current world-class brand portfolio. Over the years, the Company has launched collections with fashion leaders such as Chanel (1999), Prada (2003), Versace (2003), Dolce&Gabbana (2006), Burberry (2006), Ralph Lauren (2007), Tiffany & Co. (2008), Tory Burch (2009), Coach (2012), Giorgio Armani (2013), Michael Kors (2015), Brunello Cucinelli (2022), Swarovski (2022), Jimmy Choo (2023), Moncler (2023) and Diesel (2024).

Key acquisitions have further reinforced the Group's position in both the luxury and performance segments. In 1995, Luxottica acquired Persol, followed by Ray-Ban in 1999, one of the best-known sunglass brands in the world. In 2007, California-based Oakley joined the Company bringing Oliver Peoples with it. In 2013, the acquisition of Alain Mikli International, a French luxury and contemporary eyewear company, added the Alain Mikli brand, strengthening the Group's luxury brand portfolio. The same year, Essilor's acquisition of Costa and a 50% stake in Bolon brought expertise in high-performance designs into the Company's portfolio. Recent years have seen EssilorLuxottica continue to innovate and expand. The acquisition of Fukui Megane Co. Ltd, a leading Japanese manufacturer specializing in luxury titanium and solid gold frames, underscored its commitment to craftsmanship. In 2024, the Group announced the acquisition of iconic lifestyle brand Supreme, establishing a direct connection with new audiences and reinforcing its influence in contemporary culture.

(1) *E-SPF was developed by the Group and endorsed by third-party experts. The E-SPF index relates to lens performance only and excludes direct eye exposure that depends on external factors (wearer's morphology, frame shape, wearing position).*

## Vertical Integration: from Global Manufacturing to Global Distribution

EssilorLuxottica owes its extraordinary destiny to a well-designed global manufacturing and distribution network.

At the heart of the Group's success lies its vertical integration, a cornerstone of Essilor and Luxottica's business model from the very beginning. Having oversight on the entire production process makes it possible to verify and deliver the highest level of quality. Over time, vertical integration expanded beyond manufacturing to encompass distribution, starting with the wholesale channel and later the retail channel, not to mention being a key presence in the high value-added lens finishing business. The wholesale expansion focused on customer differentiation, tailored services and the exploration of new sales channels globally. On the direct to consumer side, key acquisitions played a pivotal role in the Group's growth: LensCrafters (1995), Sunglass Hut (2001 – North America), OPSM (2003 – Australia and New Zealand), Cole National with both Pearle Vision and Target Optical (2004 – North America), GMO (2011 – Latin America), Salmoiraghi & Viganò (2016 – Italy), Óticas Carol (2017 – Brazil), Spectacle Hut (2018 – Singapore) and Washin Optical (2024 – Japan). In 2006, the Company started to expand the LensCrafters brand in Greater China and scaled Sunglass Hut in high-potential markets, such as the Middle East, South Africa, India, Southeast Asia, Mexico, Brazil, Europe and Greater China. More recently, EssilorLuxottica also signed a joint venture with Chalhoub Group for the development of direct eyewear retail in the Gulf Cooperation Council (GCC) region, and entered into an agreement to acquire Optical Investment Group in Romania.

After its successful IPO in 1975, Essilor's expansion of lens manufacturing and distribution began in 1979 with the construction of a major plastic lens manufacturing plant in the Philippines, and subsequent facilities in Brazil and Thailand in the 1980s, making the shift from exporter to global producer. By the 1990s, Essilor had created a truly global network, putting down roots in Greater China and India while acquiring independent prescription laboratories, mainly in the US and Europe, to ensure that its network reached local customers. Production was also set up in Greater China with the opening of a lens manufacturing site near Shanghai in 1998. In 2015, the Company strengthened its ties with independent eyecare professionals in the US with the acquisition of Vision Source, a network that provides services to independent optometrists, and PERC/IVA, a group purchasing organization. In 2016, the Company accelerated the development of online sales capabilities through acquisitions such as VisionDirect and MyOptique Group in Europe and strengthened its position in Greater China with a 50% stake in Photosynthesis Group, which markets sunglasses and corrective lenses under a range of banners, including Mujosh.

The integration of GrandVision in 2021 was a major milestone in the completion of EssilorLuxottica's strategy. Operating a robust network of more than 7,200 stores in over 40 countries in EMEA and Latin America, GrandVision has helped elevate the Company's ability to provide consumers with an unparalleled optical experience. Further advancing its vertical integration strategy, EssilorLuxottica acquired a 35% minority stake in Mazzucchelli 1849, the global leader in cellulose acetate, and completed the acquisition of Giorgio Fedon & Figli S.p.A in 2021 and 2022, respectively. These strategic moves underscore the Group's unwavering commitment to delivering the highest quality standards throughout the value chain while optimizing service for the benefit of all industry players.

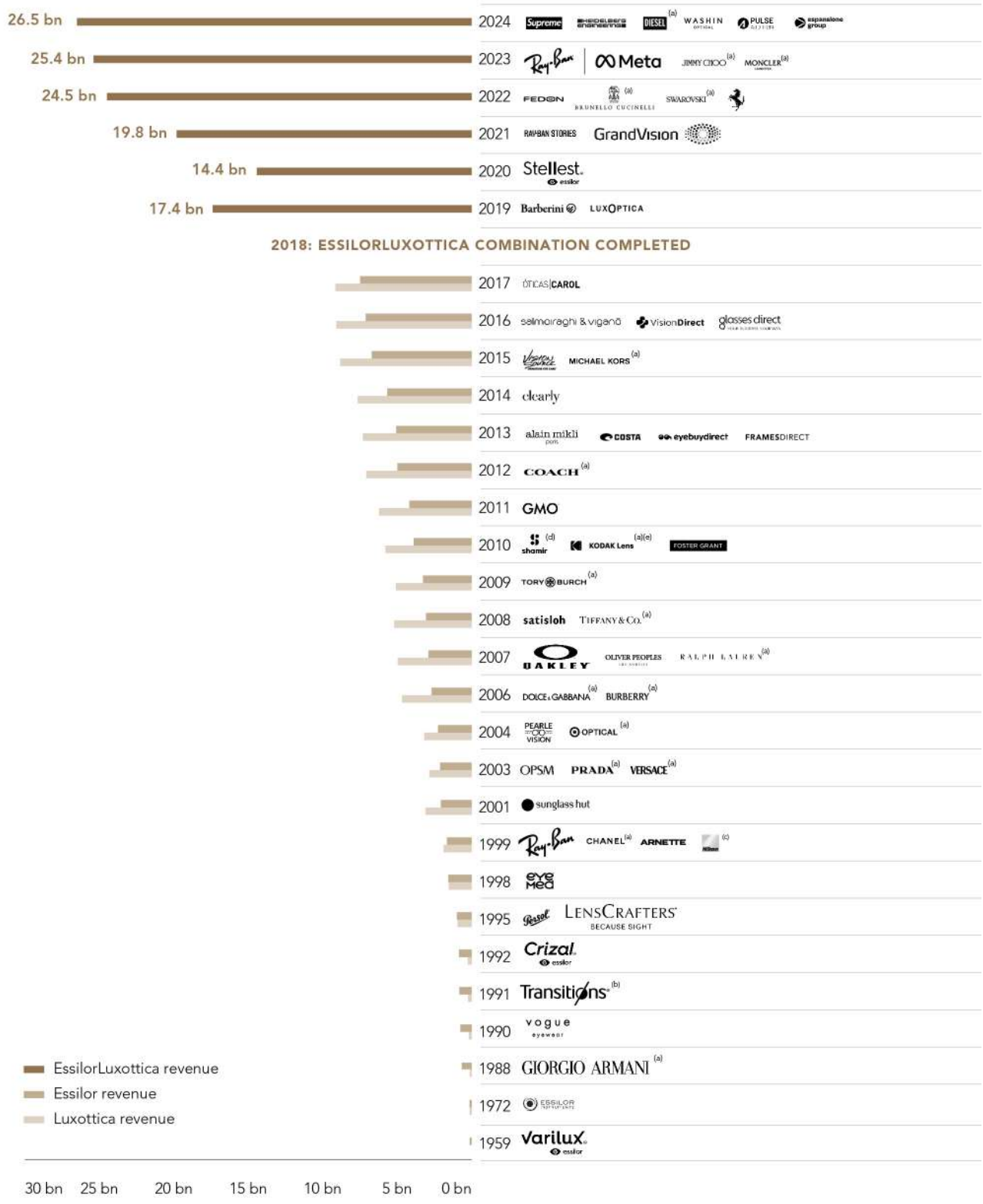
## Smart Eyewear: a Gateway into New Worlds

With a rich legacy of exceptional craftsmanship, a relentless drive for innovation and a commitment to cutting-edge technology, EssilorLuxottica has led the industry forward in a new way over the past decade. By shaping a new era of truly transformative products, the Group is revolutionizing the way consumers perceive and engage with the world.

EssilorLuxottica envisions a future where iconic, must-have eyewear seamlessly integrates with a powerful universe of advanced technology to offer consumers an unparalleled blend of style and innovation. Over the years, the Group has expanded its R&D, manufacturing and distribution capabilities in the wearables category, and through collaborations with leading tech pioneers to explore new frontiers for marrying technology, fashion and lifestyle. To pursue this vision, in 2014 the Group announced two strategic partnerships, with Google for Glass and Intel for Oakley Radar Pace, before teaming up with Meta in 2019 to launch Ray-Ban Stories (2021) and Ray-Ban | Meta (2023). To continue bringing the physical and digital worlds together, EssilorLuxottica extended its partnership with Meta last year by entering into a new long-term agreement under which the two companies will collaborate into the next decade to develop multi-generational smart eyewear products and set new industry standards.

Building on this momentum, in 2023 EssilorLuxottica made another bold move in the wearables and med-tech segments, announcing its expansion into the hearing solutions industry with Nuance Audio, its new disruptive proprietary technology that bridges vision and hearing. Seamlessly pairing sound engineering with world-class eyewear designs, Nuance Audio offers a stylish, high-tech solution engineered to transform lives. By removing the stigma surrounding traditional hearing aids, EssilorLuxottica aims to improve the quality of life of more than one billion consumers experiencing mild to moderate hearing loss (see Section 1.3), while opening new horizons for the industry. With its first exclusive prototype, the Group debuted Nuance Audio at the renowned Consumer Electronics Show in Las Vegas in 2024, boldly showcasing its expansion in consumer technology.

## A Unique Portfolio of Brands and Technologies




*(a) Licensing agreement.*
*(b) Transitions Optical, a joint venture established with PPG Industries and Essilor, has been fully owned by Essilor since 2014.*
*(c) Nikon-Essilor Co Ltd is a joint venture between Essilor and Nikon Corporation to distribute lens technologies under the Nikon brand.*
*(d) Acquisition of a 50% stake. Shamir Optical has been fully owned by EssilorLuxottica since 2022.*
*(e) A perpetual global license agreement has been signed in 2023.*

# 1.3 The Eyecare and Eyewear Industry

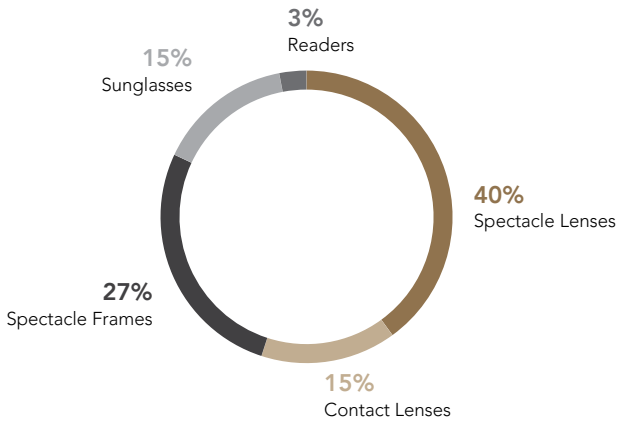
## A Unique and Resilient Industry Worth over €120 Billion

The global eyecare and eyewear industry is worth more than €120 billion[1] (price to consumer), with an over-the-cycle low-to-mid single digit growth trend estimated for the foreseeable future.

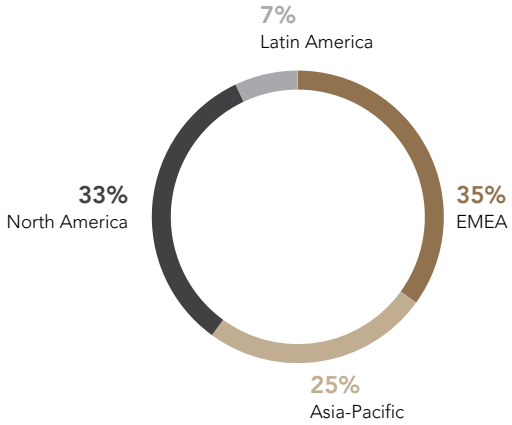
The industry comprises five segments: spectacle lenses, spectacle frames, contact lenses, sunglasses and readers.

Demand for optical products proved to be and is expected to remain structurally strong, supported by an aging population, increasing incidence of myopia and presbyopia, and growing need for eye correction due to consumers of all ages spending more time in front of digital devices.

Eyecare and Eyewear Industry, 2024 Retail Value by Product Category[1]




Eyecare and Eyewear Industry, 2024 Retail Value by Region[1]




Top 10 Countries by Retail Value

| | | | | |
|---|---|---|---|---|
| 1 United States | 2 Greater China | 3 France | 4 Germany | 5 Japan |
| 6 United Kingdom | 7 Brazil | 8 Italy | 9 India | 10 Canada |

The US remains the largest national market for the eyecare and eyewear industry, whereas in EMEA, France, Germany and the UK stand out as the most relevant countries[1].

Among developing markets, Greater China is characterized by demographic factors that lead to soaring myopia rates as well as increasing disposable incomes, triggering a premiumization trend in eyewear.

The pandemic accelerated the pace of digitalization for the eyecare and eyewear industry, and the e-commerce channel now accounts for approximately 8%[1] of global industry value, with digital penetration differing significantly across product segments.

(1) *Restated EssilorLuxottica and Euromonitor estimates at 2024 exchange rate.*

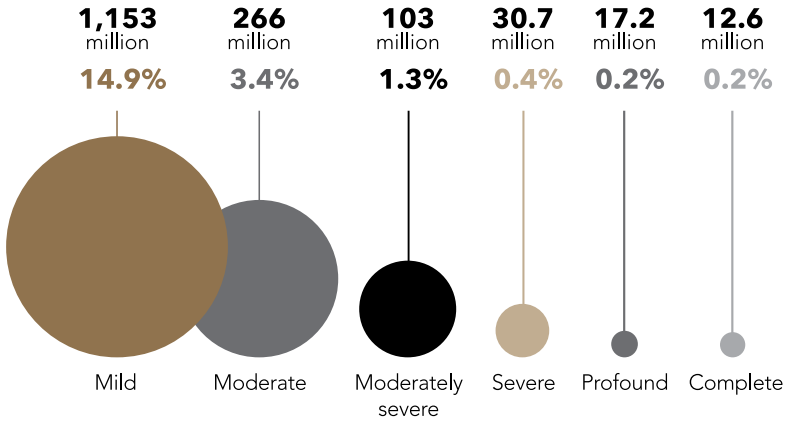
# A Solid Industry Driven by Major Socio-Demographic and Lifestyle Changes

The global eyecare and eyewear industry has grown at a steady pace over the long term, buoyed by structural demand based on a combination of several factors including:

- **Rising market demand for vision care.** Vision care needs are evolving, particularly due to the growing aging population and changing lifestyles. With an aging population, vision impairment has risen to the forefront as a public health concern with more consumers in need of ophthalmic solutions related to myopia and presbyopia expected by 2050. Myopia is predicted to reach epidemic levels with half of the world's population affected[1], or approximately 4.7 billion people in 2050, up from 2.8 billion people today. With the proportion of the world's population aged 45+ years expected to rise to nearly 40%[2], or about 4 billion people in 2050, up from 2.4 billion people today, the number of people affected by presbyopia is set to increase significantly.
- **Growing category penetration.** Vision impairment is the world's biggest unaddressed disability with large untapped opportunities in terms of vision correction and protection. Today 2.7 billion people[3] around the world suffer from uncorrected refractive errors (URE) due to barriers to awareness and access, with 90% living in base-of-the-pyramid economies[3], and 6.2 billion people[4] who do not protect their eyes from harmful rays.
- **Increasing awareness of health-related issues.** Consumers are more conscious of the importance of eye health and, in particular, the health benefits of wearing sunglasses to help protect eyes from sun damage as well as to filter out blue light.
- **Shifting eyewear perceptions and category premiumization.** Eyewear and especially sunglasses are perceived as desirable fashion accessories that enable self-expression and enhance self-confidence. Buying eyeglasses is shifting from a purely functional purchase to a more emotional one. Factors such as increasing disposable income and better standards of living in developing markets have created a growing appetite and demand for luxury or high-quality premium branded eyewear. Furthermore, consumers are more receptive to changing their lenses, frames and sunglasses in tune with changing fashion trends. This shift toward high-end, branded frames and innovative designs contributes to reducing the average life of a pair of glasses, and product and brand popularity often trigger consumer desire to own a range of sunglasses and eyeglasses for any occasion.

**The synergies of optical and hearing care.** Several trends traditionally underlying the eyecare and eyewear industry may also be observed in the hearing solutions space that EssilorLuxottica is now exploring, including the increasing prevalence of hearing impairment due to the growing aging population and changing lifestyles. In addition to industry trends, the optical and hearing care markets also bear other analogies making them two complementary businesses.

Estimates of Hearing Loss[5]




Globally 1.5 billion people live with hearing loss

(1) *Global prevalence of myopia, high myopia and temporal trends from 2000 to 2050. Brien Holden Vision Institute.*
(2) *World Bank Population estimates and projections.*
(3) *Essilor International, Eliminating Uncorrected Poor Vision in a Generation. 2019: 15.*
(4) *EssilorLuxottica estimates.*
(5) *World Health Organization, World Report on Hearing. 2021: 40.*

Examples where the two industries meet include their target consumer bases, which are often perfectly aligned in needs, demographics and aspirations, along with market penetration. Like vision care the hearing solutions market is underpenetrated for a number of reasons, including the visibility of traditional hearing aids, discomfort and price. According to the World Health Organization, globally there is an 83% service gap[1].

Hearing loss currently affects more than 1.5 billion people, or 20% of the global population, and is predicted to reach nearly 2.5 billion people by 2050[2]. Most people currently affected (over 1.25 billion) suffer from mild hearing loss. Nevertheless, a substantial portion, or 430 million[3] people (i.e., 5.5% of the global population) experience moderate or higher levels of hearing loss which, if unaddressed, will most likely impact their daily activities or quality of life. Indeed, untreated hearing loss and subsequent reduced cognitive performance come with the risk of the onset of dementia or depression[4]. Besides the over 1.25 billion people with mild hearing loss, about 400 million people[2] live with hearing loss ranging from moderate to severe and nearly 30 million[2] suffer from profound or complete hearing loss.

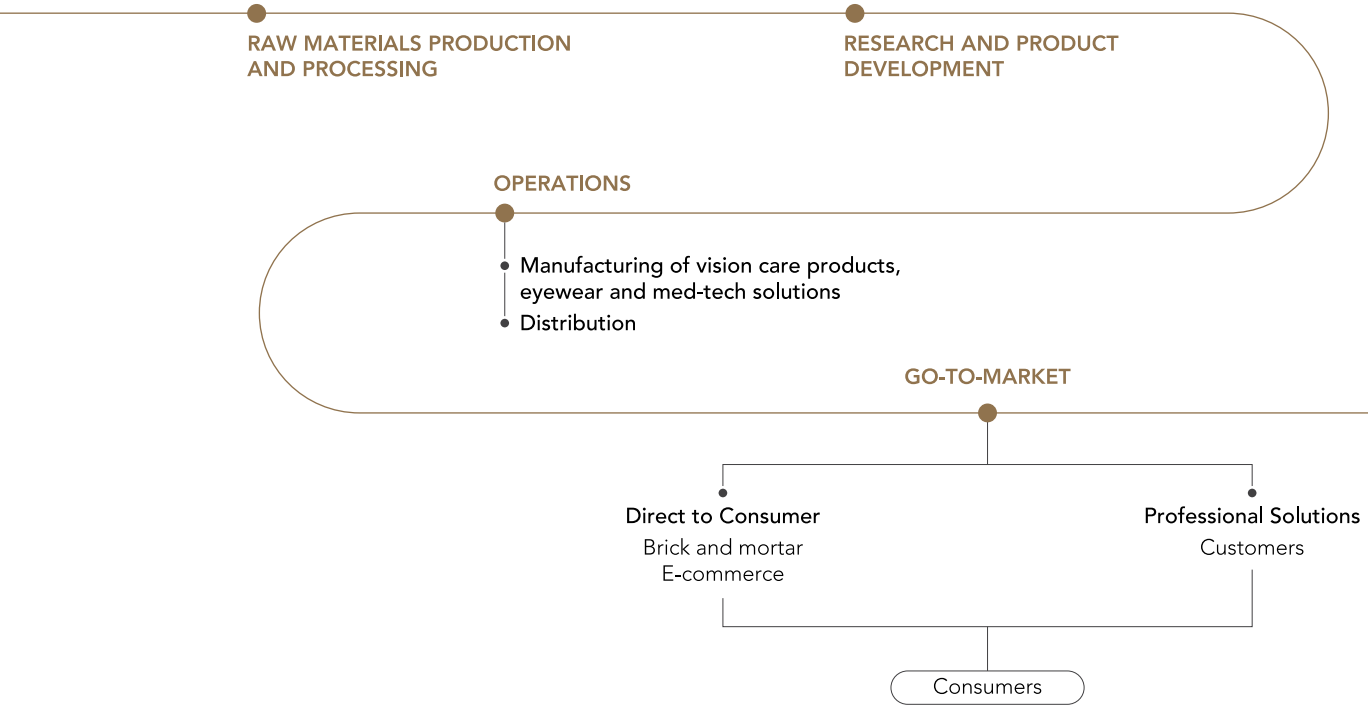
# 1.4 Meeting Global Demand for Eyecare and Eyewear

## 1.4.1 Group Strategy

EssilorLuxottica builds on more than 170 years of pioneering innovation, operational excellence and entrepreneurial spirit with an international mindset. The Group develops cutting-edge vision care technologies, eyewear, medical instruments and scientific solutions that address global growing eye health care needs and rapidly evolving consumer lifestyles, while inventing new ways to reach billions of people living with uncorrected vision. Born from the combination of two highly complementary and inspiring companies – one in advanced lens technology and the other in the craftsmanship of iconic eyewear – the Company revolutionizes the industry by leveraging their individual strengths to unlock the full potential of vision care and eyewear worldwide.

At the very heart of EssilorLuxottica's success lies its vertically integrated business model, which covers the industry's entire value chain. It is the result of a visionary choice made by the founder of Luxottica and late Chairman of EssilorLuxottica, Leonardo Del Vecchio, who recognized the potential of a vertical integration strategy when he decided to produce complete frames rather than just their components. Vertical integration in manufacturing was gradually accompanied by distribution, first with wholesale, followed by retail in 1995, and eventually e-commerce. Finally, with the combination of Essilor and Luxottica in 2018 came the creation of a fully integrated, all-round industry champion combining lenses and frames under the same roof.

(1) *World Health Organization, World Report on Hearing. 2021: 178 fig. 3.9a.*
(2) *World Health Organization, Deafness and hearing loss. 2023: World Health Organization institutional website.*
(3) *World Health Organization, World Report on Hearing. 2021: 40.*
(4) *John Hopkins Bloomberg School of Public Health, Hearing Loss and Incident Dementia, 2011.*




EssilorLuxottica operates an open and non-exclusive business model (network company), designed to create value for all stakeholders, including customers, consumers, employees, shareholders, business partners, suppliers and communities. As an industry leader, the Company leverages its strengths to drive positive change while upholding excellence and remaining steadfast in its commitment to innovation.

The Group's strategy is anchored in a transformative vision for the future, guided by three main pillars. The first focuses on med-tech, aiming to improve lives globally through advanced medical technologies and an expanding array of clinical care offerings. At the same time, the Company transforms the way consumers live and experience the world through wearables, AI and digital innovation. Lastly, the power of its iconic brands accelerates the adoption of groundbreaking technologies, combining innovation with desirability and cultural relevance. These pillars expand the boundaries of the optical industry and unlock synergies for cross-sector innovation, addressing consumers' evolving vision needs. Underpinning this vision is a platform of strategic assets that bolster EssilorLuxottica's competitive edge and fuel its determination to accelerate industry growth.

**Mission**. At the core of the Group's Mission lies a commitment to transforming lives through groundbreaking technologies that correct, protect and frame the beauty of our most precious and powerful sensory organ: the eyes. By advancing vision care and embedding new functionalities into its products to support the human senses we rely on most – vision, and now hearing – EssilorLuxottica enhances the way people experience and connect with the world, empowering them to learn, work, express themselves, and embrace life's boundless possibilities through cutting-edge technologies, a portfolio of beloved brands and a global distribution network.

**Sustainability**. At the heart of EssilorLuxottica's purpose is its unwavering commitment to doing good for customers, consumers, communities and the planet. Through its ambitious and forward-looking corporate responsibility program, Eyes on the Planet, the Company drives progress in sustainability, with commitments toward achieving carbon neutrality, promoting circularity, expanding global access to vision care, fostering inclusion and upholding ethical practices.

**Talented people**. The driving force behind EssilorLuxottica's success is its inclusive, dynamic and empowered community of people. With over 200,000 talented employees, the Company thrives on diverse perspectives, experiences and backgrounds, fostering collaboration that inspires fresh insights, challenges conventional thinking and empowers breakthrough innovation. This helps the Group constantly push the boundaries of what is possible, giving it a competitive edge and driving its success. Last year, 60% were women and nearly half of its employee community was below 35 years old, ensuring a vibrant and forward-looking talent pool. The Company invests in its people by promoting, among other things, subsidized employee shareholding programs, enabling employees in 85 countries to hold a financial stake in the Group. Fostering an innovative style of governance and dialogue by involving employees in its major decisions, EssilorLuxottica builds a culture of shared ownership and mutual success, creating a competitive edge that fuels the Group's mission of transformation and excellence.

**Global footprint.** EssilorLuxottica boasts a diversified and well-balanced global presence, with manufacturing and logistics facilities, distribution networks and human capital spread across more than 150 countries. This expansive geographical footprint enables the Group to serve diverse markets effectively and help shield it from volatility in single regions, ensuring stable and sustainable growth worldwide.

**World-famous brands.** EssilorLuxottica has an unparalleled portfolio of more than 150 globally renowned brands. Spanning various categories – including frames, lenses, instruments and medical technologies, apparel, footwear and accessories, brick and mortar distribution and digital platforms – the Group's offerings cater to diverse consumer needs across the mid-range to premium segments. Among these are some of the industry's most iconic brands, whose equity is protected by strong investments to fight counterfeit products and parallel markets.

**Comprehensive go-to-market strategy.** EssilorLuxottica has implemented an extensive, robust multi-channel go-to-market strategy, seamlessly integrating professional solutions, physical direct to consumers, e-commerce and inclusive last-mile models to ensure quality vision care is accessible even in developing markets. Wholesale distribution remains a cornerstone of its approach, enabling EssilorLuxottica to navigate the highly fragmented optical market while cultivating strong relationships with independent eyecare practitioners. Supporting this strategy is its Leonardo learning ecosystem which has delivered 9.2 million hours of education with over 31 million platform visits from 100 countries since its launch in 2021, earning a reputation as the industry's leading educational resource. Furthermore, through its global retail network, the Group delivers high-quality products and services while gaining valuable insights into consumer needs, behaviors and preferences. EyeMed Vision Care, one of the fastest-growing managed vision care companies in the US and beyond, strengthens the Company's presence and complements its business model in optical retail.

**Unique innovation capabilities.** A drive for excellence coupled with an innovative spirit stand at the forefront of the Group's aspirations. Living up to its responsibilities as a global leader, EssilorLuxottica is committed to leading the transformation of the industry. To make this a reality, the Company has built a powerful innovation platform that delivers pioneering technologies and a rich pipeline of bold and transformational initiatives, paving the way for an innovation process that will benefit all industry stakeholders. Supported by leading scientific, industrial and academic communities, the Company's innovation initiatives are centered on four main streams: expanding vision care into med-tech, powering style, making eyewear a gateway into new worlds and digitizing the industry from the ground up. EssilorLuxottica owns 15,000 patents and designs and produces over 3,500 new eyewear models every year.

**Powerful supply chain.** EssilorLuxottica operates a vertically integrated business model that directly covers every single step of the value creation process, from product development and manufacturing to end-consumer sale. Balancing speed, efficiency and proximity, the Group manages a global supply chain based on centralization for frames, and on a capillary network for lens finishing and prescription laboratories.

By putting these distinctive pillars at play, the Company is uniquely positioned to drive the evolution and growth of the global industry for the benefit of all its stakeholders, while making its business profitable and sustainable in the long-term. Driven by its open, collaborative business model and dedication to elevating industry standards, EssilorLuxottica strategically invests in partners who share its commitment to advancing vision care. These investments underline the Company's long-term strategy and commitment to empowering partners in driving sustainable value creation for the industry and beyond.

## 1.4.2 Innovation and Design

### Innovation, a Cornerstone of the Group's Strategy

Rooted in its origins, pioneering thinking has been a strategic focus and a decisive competitive advantage for EssilorLuxottica. The future of the industry with its vast untapped opportunities is a source of inspiration that drives the Company to experiment, create, refine and implement new ideas and technologies, from breakthrough innovation in vision care and eyewear to research into new materials, product development, manufacturing, distribution and digital platforms.

**Sustainability, a key driver of the Group's innovation and growth story.** Honoring its deep-rooted sense of responsibility, EssilorLuxottica intertwines innovation and sustainability. As a leading global Company with a Mission to help people around the world 'see more and be more', and in support of its Eyes on the Planet (see Chapter 6) program, the Group is committed to delivering on both its innovation and sustainability goals. To make this a reality, focus is put on reducing its product footprint with thorough consideration of environmental impact at every step of the product development process and throughout the product life cycle.

Eco-design is a cornerstone of the Group's innovation strategy, embedding sustainability at the heart of product development. In recent years, EssilorLuxottica has prioritized eco-design with the goal of integrating it into all product innovations by the end of 2025. To bring this vision to life, the Company has enhanced its Sustainable Assessment Methodology to strengthen R&D capabilities in measuring environmental and social impact. Initially developed for the Group's lens activities, its scope has been expanded to include eyewear, aligning it with the Product Environmental Footprint framework to progressively reduce environmental impact.

### Fueling Growth through Innovation

From product and design innovation to reimagining the consumer experience to establishing new far-sighted business models, EssilorLuxottica's approach to innovation focuses on understanding evolving patient and consumer needs from initial research to product development and wearer testing. Longer life expectancy, changes in lifestyles, evolving vision needs linked to major socio-demographic factors (including intensive digital-screen exposure) and heightened awareness of health-related issues all present both considerable R&D challenges and opportunities for the industry.

EssilorLuxottica's R&D activities are organized into four areas: expanding vision care into med-tech; powering style; making eyewear a gateway into new worlds; and digitizing the industry from the ground up. To bring its vision to life, EssilorLuxottica has built a network of thousands of forward-thinking researchers, engineers and designers committed to making the Group a laboratory for innovation and growth.

**Expanding vision care into med-tech.** EssilorLuxottica continues to advance its vision care through med-tech innovation, focusing on delivering state-of-the-art solutions that meet patient needs while driving category growth across three key areas: myopia management and advanced single vision; near-vision management and dynamic lens technologies; as well as light management and lens-conveyed eye protection. Recognizing that vision interacts with other senses to create a multimodal perception of the surrounding world, the Group also explores the connection between vision and hearing with research into how hearing aids affect visual behavior to develop personalized solutions.

To support its R&D activities, EssilorLuxottica has developed advanced testing methodologies, including HouseLab, which enables real-life observation of wearers to gather valuable insights into their experiences, and Movis Lab, designed to analyze visual and postural behaviors using proprietary in-house tools. Recently, the Company unveiled a cutting-edge digital framework to conceptualize, test and validate new innovations using human modeling. Leveraging advanced vision science, extensive data collection and AI-driven mathematical algorithms, its Digital Twin technology simulates and personalizes lens wearers' visual experiences. Progressive lens design is then further refined using a biomechanical model of the eyes, head and neck to predict visual behavior, while detailed optical and retinal imaging models support the development of solutions for near-vision correction and myopia management. Additionally, the Group employs neuroscientific techniques like electroencephalography and brain-optics interfaces, to interpret wearers' neural activity in real-time, reducing visual discomfort and improving quality of life.

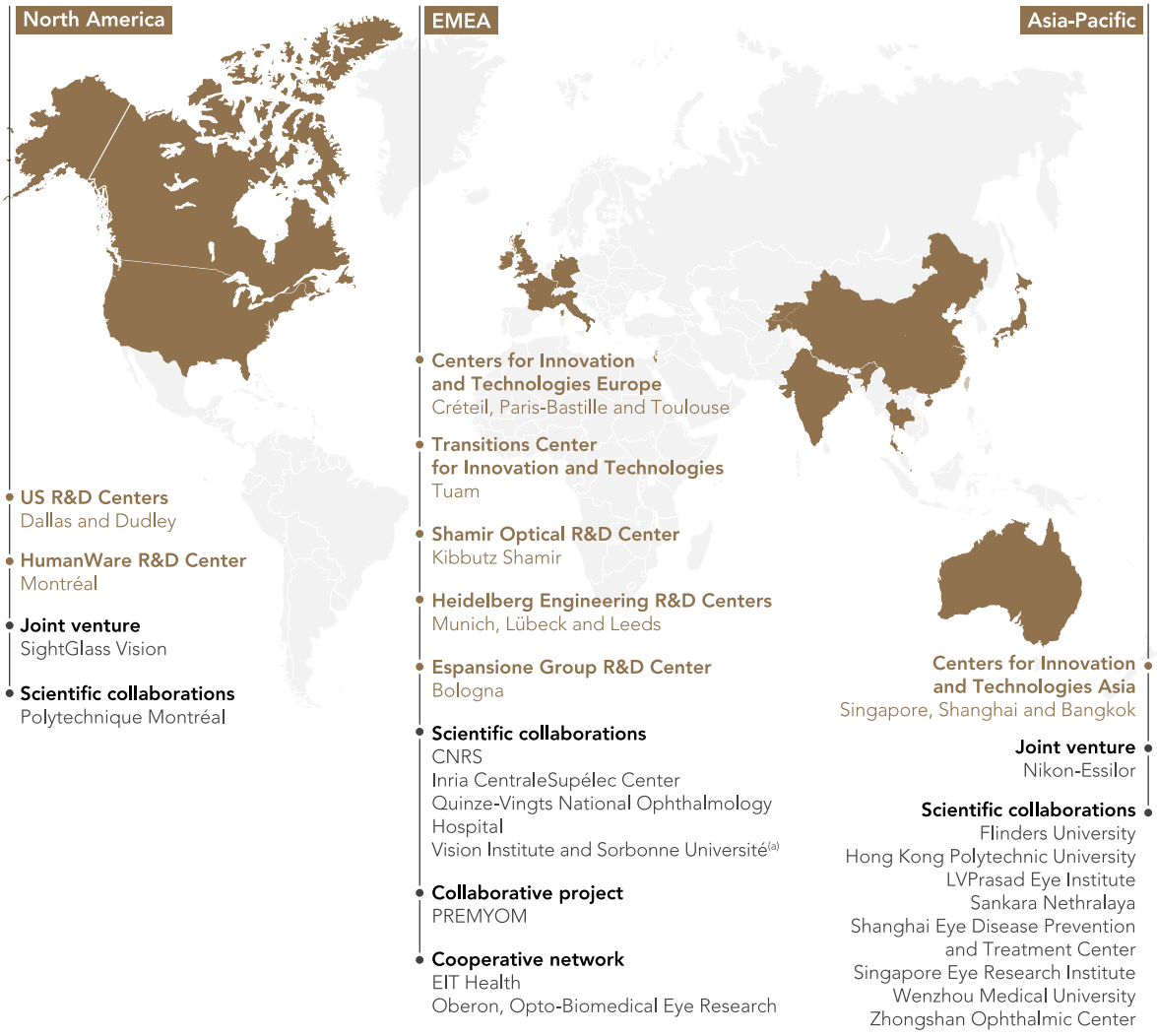
EssilorLuxottica also boasts long-standing expertise in the design and manufacturing of advanced ophthalmic instruments and technologies for opticians, optometrists, ophthalmologists and researchers. Its R&D activities are dedicated to enhancing vision care delivery, with a particular focus on four main areas. In diagnostics, the Company develops a comprehensive suite of instruments, ranging from routine patient screening tools to advanced diagnostics, like aberrometers, corneal topography, slit lamps, fundus camera and optical coherence tomography. In the field of refraction, EssilorLuxottica is advancing technologies that enable accurate and seamless eye examinations, improving the patient experience with precise, thorough assessment. For edging and mounting, the Group designs state-of-the-art in-store finishing systems that ensure precision in milling, grinding and polishing, enabling opticians to achieve the highest standards in lens finishing. Finally, in measurement, the focus is on digital optical solutions and connected, data-driven technologies that transform the in-store experience into a fully digital, customized journey for patients, empowering eyecare professionals to deliver superior patient care. Through HumanWare, the Company also designs and develops assistive technology for people living with vision impairment, age-related eye conditions and vision loss.

Last year, EssilorLuxottica strengthened its presence in the med-tech dimension, deepening its focus on **ophthalmology and clinical ophthalmology**. By addressing conditions such as dry eye, cataracts, amblyopia, macular degeneration and glaucoma, the Group advanced its strategy through strategic acquisitions, including Heidelberg Engineering and Espansione Group. These investments expand EssilorLuxottica's ability to offer a comprehensive spectrum of solutions – from routine optometry and refractive care to advanced ophthalmology diagnostics and surgical guidance – supporting disease detection and chronic condition management. This enhanced capability enables the Company to better serve professionals and patients worldwide, delivering transformative vision care solutions. Based in Germany, Heidelberg Engineering is a pioneer in high-end imaging and data technologies, specializing in optimizing diagnostic and digital surgical solutions. The company drives research and empowers eyecare professionals to enhance the holistic health of their patients. Renowned for its superior image quality, Heidelberg Engineering is supported by over 40 patent families and more than 2,500 scientific publications. Since 1990, it has collaborated with scientists, clinicians and the industry to develop innovations that foster confident diagnostic decision-making and accurate disease monitoring for early diagnosis and treatment. Notably, its SPECTRALIS diagnostic imaging platform has been in use aboard the International Space Station since 2015, monitoring the long-term effects of microgravity on vision – a critical aspect for NASA's future Mars mission. In 2024, EssilorLuxottica also acquired Espansione Group, a global med-tech innovator based in Italy specializing in light-based therapeutic medical devices for the treatment of ophthalmic and dermatological conditions. Protected by patents, Espansione Group's solutions focus, among others, on the non-invasive treatment of dry eye disease – one of the most widespread ocular diseases globally – and dry age-related macular degeneration (dAMD), a degenerative retinal condition that can lead to progressive blindness.

With a powerful global network, EssilorLuxottica operates R&D hubs across the US, Europe and Asia-Pacific. These include Centers for Innovation and Technologies (CI&T) in Europe and Asia and the US R&D Center as well as the Transitions CI&T and Shamir Optical R&D Center. CI&T Europe, based in Créteil (France), drives advancements in vision sciences, neurosciences, active optics, advanced materials and nanofabrication, supported by satellite facilities in Paris-Bastille and Toulouse. CI&T Asia, with hubs in Singapore, Shanghai and Bangkok, focuses primarily on myopia solutions. Notably, Singapore CI&T, strategically located at the heart of the myopia pandemic, is accredited as a Research Institution by the Singaporean Ministry of Health, enabling in-house clinical investigations. Three additional R&D facilities further strengthen this network: the US R&D Center, spread across Dallas (Texas) and Dudley (Massachusetts), specializes in product development, thermoplastic substrates and film technologies; the Transitions CI&T in Tuam (Ireland) is dedicated to dynamic lens technologies; while the Shamir Optical R&D Center in Kibbutz Shamir (Israel) focuses on lens innovation and advanced optical technologies. The Company's expertise also extends to ophthalmology through the advanced R&D activities carried out by Heidelberg Engineering and Espansione Group. Heidelberg Engineering operates three main R&D facilities: in Munich (Germany), focusing on surgical imaging; in Lübeck (Germany), specializing in optical coherence tomography (OCT); and in Leeds (UK), specializing in electronic patient data management. Espansione contributes to EssilorLuxottica's expertise through its global activities in technological and clinical research and development, with a focus on advancing light-based treatment therapies such as Light Modulation Low-level Therapy and Photobiomodulation, leveraged for the non-invasive management of a wide range of inflammatory, age-related and degenerative ophthalmic conditions. In addition, HumanWare, part of EssilorLuxottica, integrates its R&D Center in Montréal (Canada) into the Group's expansive R&D network.

This global network allows EssilorLuxottica to gain a unique understanding of regional consumer needs and market structure, enhance its innovation capacity through proximity to local engineering and operations, and foster strategic partnerships with leading industry players. These include collaborations with Nikon, via a joint venture advancing materials, coatings, designs and processes for presbyopia and light protection as well as CooperCompanies through a joint venture finalized in 2021 for the acquisition of SightGlass Vision, a US-based life sciences company specializing in spectacle lenses to slow down myopia progression in children.

R&D Network: Expanding Vision Care into Med-Tech




To drive innovation, EssilorLuxottica also builds academic and research collaborations with leading universities, research centers and innovation clusters globally, spanning the full spectrum, from upstream research to applied concepts and market implementation. Key collaborations include: Vision Institute and Sorbonne Université in Paris for the *Silversight* eight-year research committee on visual aging and the *MyopiaMaster* industrial committee for neurobiological mechanisms of myopia in the retina; Inria CentraleSupélec Center for Visual Computing in Saclay (France), specializing in AI algorithms for digital tools addressing screen-related visual disorders; Quinze-Vingts National Ophthalmology Hospital in Paris and the French National Center for Scientific Research (CNRS) on advancing instruments-related in-vitro and clinical testing capabilities; Wenzhou Medical University (Greater China) and Hong Kong Polytechnic University for myopia research in children; and Sankara Nethralaya, a leading tertiary eyecare research center in Chennai (India), studying myopia prevalence in South India. Further notable collaborations include: Flinders University in Adelaide (Australia) to study the role of light in myopia progression; Singapore Eye Research Institute to evaluate combined treatments of Stellest lenses and low-dose atropine for myopia management; Shanghai Eye Disease Prevention and Treatment Center (Greater China) to assess the efficacy of Stellest plano lenses in delaying myopia onset, and the efficacy of Stellest lenses in children with high myopia. Additionally, a partnership with the Zhongshan Ophthalmic Center (Greater China) explores the efficacy of Stellest lenses as a combined treatment with red-light therapy for myopia control, while research with LVPrasad Eye Institute (India) investigates the effectiveness of Stellest lenses for high myopia and their potential role for tonic accommodation characteristics to differentiate between true and pseudo-myopia. Since 2008, EssilorLuxottica has also been collaborating with Polytechnique Montréal (Canada), and is participating in a multisectoral industrial consortium within the *Holistic Approach to Multifunctional Coatings and Surface Engineering for Sustainable Future* committee, supported by the Natural Sciences and Engineering Research Council of Canada (NSERC) and Prima, an advanced materials research and innovation hub in Québec.

Furthermore, EssilorLuxottica takes part in several cooperative networks aiming to make positive impacts in healthcare, such as: a European consortia funded by the European Commission, most notably EIT Health, a private-public community of about 150 best-in-class partners who combine their complementary assets and strengths to generate innovative solutions addressing some of Europe's biggest health challenges; along with Oberon, the Opto-Biomechanical Eye Research network, coordinated by the University of Minho (Portugal), working to create a unique modelling platform for eye and visual optics by supporting and connecting an interdisciplinary cohort of PhD researchers across eight leading institutions.

## ADVANCING MYOPIA MANAGEMENT ON A GLOBAL SCALE

Reaffirming its global leadership in myopia management, EssilorLuxottica made significant strides in its commitment to tackle this rapidly growing visual impairment and promote better eye health for future generations in 2024.

**Driving scientific dialogue on myopia**. Last year, EssilorLuxottica actively led the global myopia conversation, sharing its expertise and the latest insights at major international medical congresses, including the European Academy of Optometry and Optics in Helsinki (Finland) and the World Congress of Pediatric Ophthalmology and Strabismus in Kuala Lumpur (Malaysia). A highlight was the Group's participation in the Annual Meeting of the Association for Research in Vision and Ophthalmology in Seattle (US), where it presented the results of a five-year clinical follow-up study for its Essilor Stellest lenses. Conducted at the Eye Hospital of Wenzhou Medical University in Greater China, the study strengthened existing evidence that the lenses contribute to slowing down myopia progression and axial elongation in children, leveraging their Highly Aspherical Lenslet Target (H.A.L.T.) technology. The findings show that Stellest lenses slowed down myopia progression by 1.75D and axial elongation by 0.72mm over a five-year period on average[1], building on the two-year 'Myopia Control with Spectacle Lenses with Aspherical Lenslets' clinical trial, published in 2021, which demonstrated a 67% slowdown in myopia progression, compared to single-vision lenses, when worn 12 hours per day for two consecutive years[2]. Additionally, at the 2024 International Myopia Conference in Changsha and Sanya (Greater China), the Company showcased its holistic myopia management approach, including strategies for prevention and early diagnosis as well as combination therapy, reinforcing its commitment to transitioning from passive management to proactive prevention to ensure personalized care for children and adolescents.

Building on its leadership in innovation, EssilorLuxottica announced its participation in the PREMYOM research project (*Prise en charge et Ralentissement de l'Épidémie de MYopie par l'Optique Médicale*, or Medical Optics-Based Solutions to Slow Down the Myopia Epidemic). Supported by the French General Secretariat for Investment as part of the France 2030 investment plan, PREMYOM is a multidisciplinary consortium of six partners – including Hôpital Fondation Adolphe de Rothschild, Inria, InSimo, Institut Mines Télécom, as well as Institut de la Vision – led by EssilorLuxottica. The five-year initiative focuses on advancing personalized approaches to managing myopia and developing personalized ophthalmic solutions. It will leverage clinical trials, in-depth research on myopia pathophysiology and predictive models on myopia progression as well as connected eyewear, digital twin technologies, complex optical structures, lens technologies and optometry instruments, all underpinned by AI-driven methodologies.

**Expanding myopia management solutions**. To improve vision care access and expand the myopia management category, in 2021 EssilorLuxottica finalized a joint venture with CooperCompanies for the acquisition of SightGlass Vision, a US-based life sciences company focused on developing innovative spectacle lenses to reduce the progression of myopia in children. This collaboration accelerated the commercialization of SightGlass Vision's patent-protected Diffusion Optics Technology (DOT) in several countries, including the Netherlands, and in Israel and Greater China under the Nikon and Kodak brands, along with commercial pilots in select markets. Last year, DOT spectacle lenses were granted a 'Breakthrough Devices' designation by the US Food and Drug Administration (FDA), marking a milestone for the Group and the broader fight against the pediatric myopia epidemic.

Creating a comprehensive vision care system, EssilorLuxottica also rolled out a new Expert Myopia Care solution empowering eyecare professionals at all levels to grow their expertise and better detect, monitor and manage myopia. Connected to a wide range of instruments, it collects key data and features a patient-friendly interface to explain clinical results in a meaningful way. The Company also broadened its myopia management offering by introducing Essilor Stellest lenses with sun tints for outdoor UV protection, and extending its clear spectacle lens range to better meet the needs of more children and teenagers with myopia.

(1) *Compared to the 60-month progression of the extrapolated control group (predicted average annual decrease in SER by 9.7% based on the initial 2-year control group, Smotherman C, et al. IOVS 2023;64:ARVO E-Abstract 811). Li X., Huang Y., Liu C., Yin Z., Cui Z., Lim E. W., Drobe B., Chen H., Bao J. Myopia Control Efficacy of Spectacle Lenses with Highly Aspherical Lenslets: Results of a Five-Year Follow-Up Study. Investigative Ophthalmology & Visual Science. 2024 Jun 17;65:131.*

(2) *Bao J., Huang Y., Li X., Yang A., Zhou F., Wu J., Wang C., Li Y., Lim E. W., Spiegel D. P., Drobe B., Chen H. Spectacle Lenses with Aspherical Lenslets for Myopia Control versus Single-Vision Spectacle Lenses: A Randomized Clinical Trial. JAMA Ophthalmology. 2022;140(5):472-8.doi:10.1001/jamaophthalmol.2022.0401.*

In Greater China, the world's leading market in myopia management, the Group offers a comprehensive suite of solutions, including lenses, contact lenses, frames and measuring instruments as well as its Leonardo educational platform. This serves as a base for advancing the category in other key markets, such as Asia, EMEA, Latin America and Canada where demand for myopia management solutions is gaining momentum.

**Strengthening partnerships and supporting eyecare professionals.** To make this vision come full circle, the Group prioritizes medical and professional affairs by: providing ECPs with the latest evidence-based scientific, medical and clinical product knowledge and education; building strong partnerships with external experts, professional organizations and associations; disseminating and sharing scientific and clinical expertise at key professional congresses and events; developing evidence-based scientific and medical communications for key stakeholders; and conducting Phase 4 studies to collect real-world evidence and novel data relevant to clinicians. With a focus on advancing myopia awareness and knowledge, sharing expertise and guiding discussions on a global scale, the Group continues to strengthen its partnerships with key international organizations and professional associations, including Review of Myopia Management, the International Myopia Institute (IMI), Global Myopia Awareness Coalition, Myopia Profile and the World Society of Paediatric Ophthalmology and Strabismus (WSPOS). EssilorLuxottica was a platinum sponsor during Myopia Action Month in 2024, which is championed by Myopia Profile, and participated in the inaugural edition of the Euretina Special Focus Meeting, which is dedicated to advancing evidence-based science on myopia.

**Powering style.** Innovation in fashion accessories requires a delicate balance between staying on trend and anticipating future shifts in consumer preferences. At EssilorLuxottica, consumer management insights (CMI) are a strategic tool for forecasting that allows the Group's R&D teams to proactively adapt color, material and finishing (CMF) choices to meet evolving tastes and lifestyles. Insights gained from market research enable the Company's fashion accessory innovators to incorporate cutting-edge features into eyewear products without compromising on style. With consumers increasingly seeking personalized and unique styles, understanding individual preferences becomes crucial. Therefore, the ability to collect and analyze data on consumer behavior empowers the Group to offer customizable options, elevating the consumer experience and fostering brand loyalty. In this sense, CMI form the bedrock of strategic decision-making in the Company's innovation process for fashion accessories. From color palettes to material selection and finishing details, aligning with consumer preferences ensures that products are not only esthetically appealing but also resonate with the values and expectations of the target audience, ultimately driving success in the competitive fashion landscape.

EssilorLuxottica's analog eyewear-related R&D activities cover three main segments: frame design and technologies; eyeglass cases and accessories; and solutions for sun protection.

- **Frame design and technologies.** At EssilorLuxottica, every collection and frame represents the culmination of a continuous journey to anticipate and fulfill the evolving needs, desires and aspirations of consumers worldwide. Driven by a commitment to sustainability and eco-design through the Group-wide Eyes on the Planet sustainability program (see Chapter 6), the Company's designers and engineers constantly explore new possibilities to expand the boundaries of the eyewear world. By blending stylistic creativity with cutting-edge technologies and advanced materials, and studying other sectors, such as fashion, jewelry, design, and sports performance, they create models that redefine styles and functionality. This process has become increasingly valuable as sun and prescription eyewear are perceived as desirable, fashionable accessories. Emphasis on product design and the relentless development of new styles are key to the Group's success. In 2024 alone, EssilorLuxottica added more than 3,500 new models to its collections, underscoring its relentless pursuit of innovation and style.

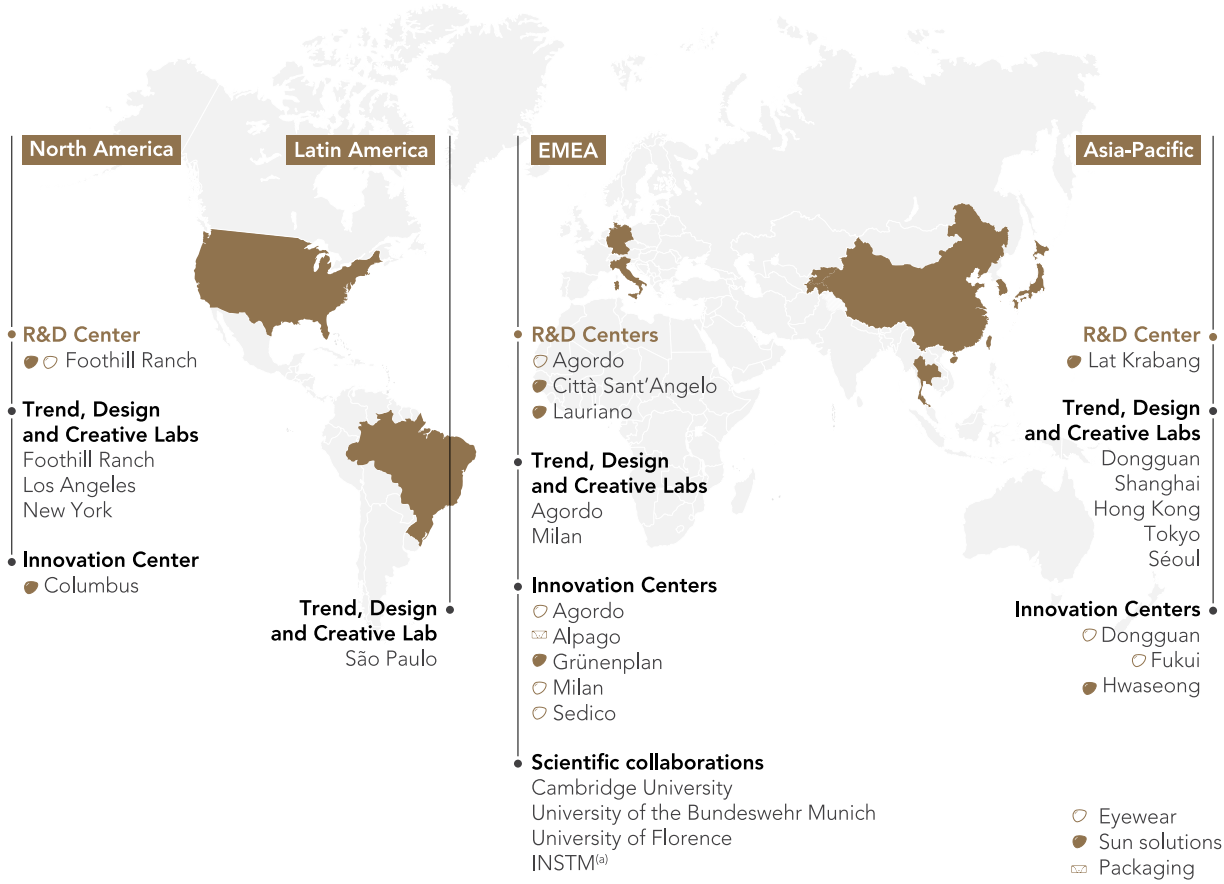
EssilorLuxottica's innovation model is powered by advanced technologies and the expertise of its highly skilled teams, fueling a robust innovation pipeline of transformative products. Precision techniques, such as advanced lasering, metal and plastic 3D printing, and sophisticated metal micro-hammering allow the Company to achieve craftsmanship comparable to fine jewelry, establishing a unique competitive edge. EssilorLuxottica's innovation ecosystem includes two R&D Centers in North America (Foothill Ranch, California) and Europe (Agordo, Italy), five Innovation Centers in Europe (Agordo, Milan and Sedico, Italy) and Asia-Pacific (Dongguan, Greater China; and Fukui, Japan), and 11 Trend, Design and Creative Labs across different regions. Each facility contributes unique expertise: Agordo drives lifestyle and luxury innovation, Foothill Ranch specializes in sports performance with cutting-edge testing equipment and athlete partnerships to develop game-changing solutions, and Innovation Centers mainly focus on materials science and engineering. For instance, the Agordo and Sedico Innovation Centers develop R&D activities on polymers and metal alloys; the Fukui hub specializes in titanium and solid gold; and the Agordo and Dongguan facilities advance robotics, automation and big data integration. Collaborations with leading universities further enrich the Group's innovation ecosystem. Partnerships with Cambridge University for new polymer compounds; the University of the Bundeswehr Munich for multi-material 3D printing; the University of Florence for Ni-free plating applications for metal frames; and the Interuniversity National Consortium of Materials Science and Technology (INSTM), with expertise from 52 universities, contribute to scientific excellence and help inspire the creation of new materials, technologies and products, continuously expanding the consumer experience and redefining what eyewear can achieve.

Last year, Ray-Ban once again set a new benchmark for eyewear technology with the launch of Ray-Ban Change, an innovative concept that redefines how wearers experience light and style. Recognized with the prestigious Red Dot Design award, this collection introduces light-responsive frames that seamlessly adapt to their surroundings. Ray-Ban Change masterfully blends the iconic allure of the Original Wayfarer with the modern sophistication of the Wayfarer Oval, combining traditional cellulose acetate craftsmanship with advanced Transitions photochromic dyes. Under sunlight, the pigments intensify, creating a bold, dynamic look, while indoors, they fade effortlessly, offering wearers a unique and adaptable style statement. Committed to transitioning from fossil-based to bio-based and recycled sources, EssilorLuxottica continues to expand its use of responsible materials across both its house and licensed brands collections. Over the past year, the Group further increased the integration of bio-based and recycled materials, with 43% of its collections now incorporating these materials in frame and plano lens applications. This paradigm shift toward alternative materials is becoming the new standard for the Group, with new brands in its portfolio, like Moncler and Jimmy Choo, embracing it by default in their collections.

- **Eyeglass cases and accessories.** In 2022, EssilorLuxottica further advanced its vertical integration strategy by welcoming Giorgio Fedon & Figli S.p.A. into its portfolio. Renowned for creating premium spectacle cases as well as luxury, handcrafted and customized eyewear accessories, this integration reflects the Company's commitment to achieving excellence across every aspect of its value chain while optimizing service for the benefit of industry players. It also represents an important asset in advancing the Group's sustainability commitments. For instance, it enables investments in the circularity of its packaging materials, with the progressive elimination or conversion of single-use plastic elements and alternative material explorations, proving that EssilorLuxottica's vertically integrated business model is a major sustainability accelerator.

  At its Innovation Center in Alpago (Italy), artistry meets advanced technology as the Group's dedicated design and research teams explore eco-design, cutting-edge manufacturing techniques and innovative engineering concepts. The result is accessory collections that exude sophistication, prioritize environmental responsibility and deliver unmatched functionality. Last year, more than 3,000 new accessories and cases were developed, with a special focus on small luxury trunks and boxes, setting new standards and inspiring both the industry and consumers alike.

R&D Network: Powering Style




*(a) Interuniversity National Consortium of Materials Science and Technology.*

- **Solutions for sun protection.** With more than four decades of pioneering research and expertise in sun lenses, EssilorLuxottica continues to reinvent the magic of the sun. Through cutting-edge solutions that seamlessly blend fashion, style trends, high-end quality and technological innovation, the Group delivers an unrivaled sun experience to consumers worldwide. Dedicated to expanding visual experiences, EssilorLuxottica operates a robust global research network spanning North America, Europe and Asia-Pacific. This includes four R&D Centers in the US (Foothill Ranch, California), Italy (Lauriano and Città Sant'Angelo) and Thailand (Lat Krabang), alongside three Innovation Centers in the US (Columbus, Ohio), Germany (Grünenplan), and South Korea (Hwaseong). The R&D Center in Foothill Ranch leads advanced research in plastic sun solutions technologies related to sports performance eyewear. In Italy, the R&D Centers in Lauriano and Città Sant'Angelo specialize in luxury and lifestyle sun lens technologies, focusing on plastic lenses in Lauriano and mineral lenses in Città Sant'Angelo. Together, these R&D Centers drive research on exclusive contrast-enhancing filter technologies designed for lifestyle and performance applications. Meanwhile, the R&D Center in Lat Krabang focuses on innovations in casting optical materials. The Group's Innovation Centers further extend its expertise, with the Columbus hub specializing in organic dyes chemistry for vision science and the Grünenplan center focusing on color development and light management for mineral lenses. Additionally, with the acquisition of Onbitt, a leader in polarized films for ophthalmic lenses, its Hwaseong-based Innovation Center became part of EssilorLuxottica's global footprint, further strengthening its ability to advance polarized lens technology.

From early freeform visors to goggles and eyewear, the Company has consistently expanded its sun lens portfolio, delivering groundbreaking sun solutions that strike the perfect balance between performance, style and design. Today, it remains at the forefront of innovation, even in categories like goggles, where it combines new optical geometries with advanced antifog layers applied through flow coating and film lamination, offering consumers an unparalleled field of view and optical clarity.

Leveraging the full strength of its global R&D teams, EssilorLuxottica made significant strides last year in freeform geometries, elevating innovations like Ray-Ban Reverse with a dedicated polarized collection and introducing bold designs like the ellipto-cylindrical shield tailored for fashion brands and licenses. Oliver Peoples, celebrated for its minimalist elegance and exceptional craftsmanship, debuted Transitions lenses with customized glass lenses and cast shields in distinctive colors. The Group also advanced its ophthalmic offerings for sports applications by seamlessly integrating prescription lenses into goggles and shields through a specialized lamination process developed in synergy with Shamir Optical. Additionally, it further strengthened its presence at global events, such as the Olympics and the US National Football League, with products that showcased the finest expertise from EssilorLuxottica's global R&D teams. These advancements included cutting-edge decorative techniques and high-definition optics applied to freeform geometries.

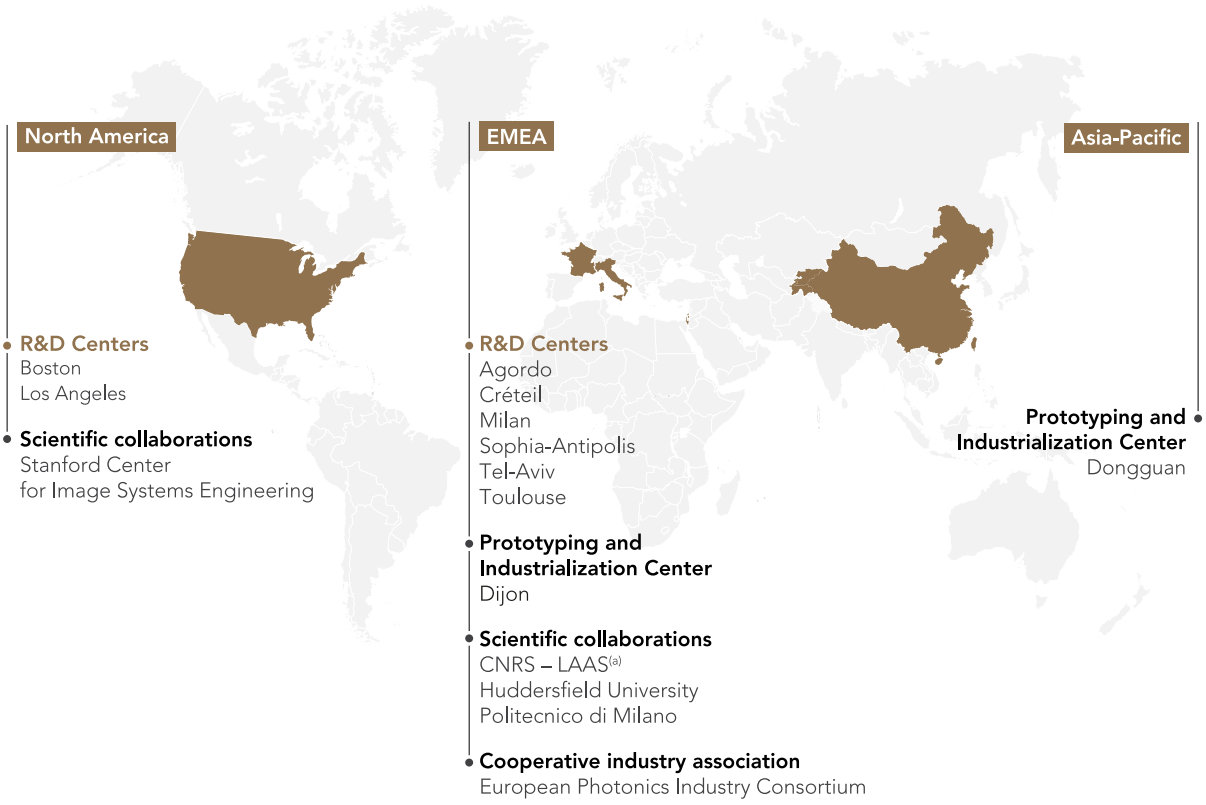
In its relentless pursuit of innovation, the Company explored esthetic techniques, introducing technologies, such as thin polar casting, decorative lamination and short-pulse lasers. Studying other sectors, like cosmetics and packaging, the Group leveraged synergies among its technological assets – Shamir Optical, Barberini and Transitions – to develop solutions for mineral glass, focusing on functionalized layers, enhanced durability, as well as sustainable casting aimed at reducing raw material waste. Finally, a part of the Company's innovation efforts was dedicated to exploring new horizons. Through partnerships in unconventional fields, such as space exploration, diving and mobility, EssilorLuxottica reaffirmed its ambition to extend its expertise beyond traditional eyewear and vision care.

**Making eyewear a gateway into new worlds.** Combining decades of superior craftsmanship, a dedicated spirit of innovation, a commitment to delivering only cutting-edge technology and over 10 years of expertise in smart eyewear development, manufacturing and distribution, EssilorLuxottica continues to lead the way in pioneering a new generation of products designed to revolutionize how consumers see and experience the world around them. Driving momentum for the future, the Company has made bold strides in wearables, accelerating its vision to make eyewear a gateway to a world of new possibilities. Through life-enhancing, truly wearable technologies, EssilorLuxottica addresses evolving consumer needs and unlocks the potential of the rapidly growing wearables segment, fostering synergies and convergences with other industries.

Building this nascent category from the ground up, the Group is redefining expectations for wearables by transforming eyewear into a cutting-edge technology platform that seamlessly blends advanced functionality, stylish esthetics and true expression of personal identity. By integrating high-tech features into fashion-forward, culturally relevant designs that ensure the best of vision correction and protection, the Company is fostering widespread adoption, making wearable computing both aspirational and accessible. With a focus on diverse demographics and multi-generational appeal, EssilorLuxottica is unlocking new consumer segments and use cases, developing smart eyewear products that serve as unified platforms for communication, productivity and interaction across personal and professional contexts.

EssilorLuxottica's vision for the future of smart eyewear and wearables focuses on three key areas: **health and well-being**, opening up new avenues for the industry at large; **social and entertainment**, offering consumers a new way to fully enjoy and share their most authentic moments; as well as **performance**, empowering users in sports and professional applications. To achieve this and bridge the physical and digital worlds, the Group continues to invest in technologies like e-filters, e-focus, e-chromic, lens display, eye-tracking, holography and optical integration. It leverages a robust global network with eight R&D facilities in North America (Los Angeles and Boston, US) and Europe (Agordo and Milan, Italy; Créteil, Sophia Antipolis and Toulouse, France; Tel Aviv, Israel), alongside two Prototyping and Industrialization facilities across Europe (Dijon, France) and Asia-Pacific (Dongguan, Greater China). The US and Israel R&D Centers specialize in audio technologies, while facilities in France and Italy focus respectively on smart lens and smart frame technologies, with the Prototyping and Industrialization hubs in France and Greater China serving as development platforms. The Group has also forged scientific collaborations with leading academic institutions and public organizations. These include the Stanford Center for Image Systems Engineering (SCIEN) in the US, developing imaging systems for enhanced human communication; Huddersfield University in the UK, developing chemicals for active smart functions in lenses; the European Photonics Industry Consortium (EPIC) in Paris, France, advancing photonics innovation; and the French National Center for Scientific Research – Laboratory for Analysis and Architecture of Systems (LAAS) dedicated to active and connected lenses and eyeglasses through the OPALE joint research lab in Toulouse. Advancing its smart eyewear journey, in 2022 the Company established the EssilorLuxottica Smart Eyewear Lab in partnership with Politecnico di Milano, focusing on next-generation AI glasses. With an investment of €50 million and over 100 researchers and scientists, the Lab's efforts span camera and sensors, eye-tracking and optical integration, integrating hardware components like electronics and photonics with advanced algorithms and software for signal and data processing, AI and machine learning. To strengthen its expertise further, the Group joined the AR Alliance, a global ecosystem of leading firms in the digital and electronics industries accelerating the development of augmented reality eyewear applications and processes.

### R&D Network: Making Eyewear a Gateway into New Worlds




*(a) National Centre for Scientific Research – Laboratory for Analysis and Architecture of Systems.*

Leveraging the strength of its R&D teams across the world, in recent years EssilorLuxottica continued to develop its transformational approach with truly wearable, life-enhancing initiatives and entirely new segments and categories. Following the successful launch of Ray-Ban Stories, in 2023 the Company renewed its collaboration with Meta to launch Ray-Ban | Meta, the next generation of smart glasses, opening up a new level of authenticity and relatability in content being created and shared. Ray-Ban | Meta is the first-ever eyewear with live streaming function and built-in Meta Artificial Intelligence, an ultrawide 12 MP camera, discreet open-ear speakers for a complete audio experience and five built-in microphones to support seamless switching between music and calls while still allowing wearers to stay attuned to the world around them. In 2023, EssilorLuxottica also continued to make bold moves in the med-tech space announcing its expansion into the hearing solutions market with a new disruptive technology at the intersection of sight and sound. Supported by proprietary hardware and software and enabled by its 100% acquisition of Israeli start-up Nuance Hearing, the Group has also finalized its first product to seamlessly pair high-quality hearing technology and fashionable prescription glasses, aiming to remove the stigma of traditional hearing solutions and replace it with comfort, style and invisibility. Taking a leap forward in its hearing solutions journey, last year EssilorLuxottica acquired Pulse Audition, a French start-up delivering AI-based noise reduction and voice enhancement through algorithms allowing patients with hearing impairment to better understand speech, even in noisy environments. By integrating Pulse Audition's proprietary technologies, expertise in AI software development, embedded AI and audio signal processing, the Company will complement proprietary hardware and software to improve the quality of its products and solutions in the long term.

**Digitizing the industry from the ground up.** EssilorLuxottica is steadfast in its commitment to operational excellence, tapping into new technologies and digital tools to enhance both internal processes and consumer-facing solutions. As a vertically integrated player, the Company continues to heavily invest in digital transformation across its value chain and develop the way it operates in the industry, integrating the power of Artificial Intelligence and Machine Learning from design and engineering to in-store and online experience. Serving as a strategic growth driver, AI is at the core of the Group's processes. In consumer management insights, AI-driven algorithms leverage big data and Machine Learning technologies to sophisticatedly predict product demand and exceed consumer expectations. In product innovation, they contribute to analyzing visual behaviors and translating them into sophisticated modeling to optimize optical design. In process engineering, AI-powered prototyping predicts the results of production process implementation, reducing testing cycles and thus improving processes and productivity, while in eyewear manufacturing, AI algorithms contribute to ensuring product quality down to the smallest detail, and in marketing activities, Generative AI brings a new world of creative and tailored digital communications to life.

EssilorLuxottica's data scientists also pay great attention to reinventing the consumer experience. From online interactions to teleoptometry and in-store experiences, the Group's digital transformation has changed the way it connects with millions of consumers and patients around the world. It allows EssilorLuxottica to propose digital opportunities and services that benefit the entire eyecare and eyewear sector, paving the way for a process of innovation that will benefit all industry stakeholders.

Leveraging AI and Machine Learning in the field of visual health, a web-based solution using a webcam to accurately determine the consumer's pupillary distance (PD) has been successfully deployed. Additionally, expanding predictive and early disease detection, continuous progress is being made in terms of big data and AI-driven retinal/OCT image diagnostics. Sensing the transformative power of AI, EssilorLuxottica has seamlessly integrated it into its digital infrastructure, redefining and elevating the consumer experience. Cutting-edge in-store and online tools, like the Face Scanner, Frame Advisor and real-time Virtual Try-On, leverage AI algorithms to deliver personalized, data-driven eyewear recommendations tailored to individual facial features and preferences. The Virtual Try-On experience stands out with features, including: the Transitions Lens Virtual Try-On, allowing users to experiment and play with photochromic lenses in various colors across activation tints; the Frame Removal tool that instantly replaces worn eyewear with a digital 3D frame; and the Photo-From-Gallery Virtual Try-On to help consumers select the perfect gift for their loved ones. These innovations are powered by the Render Factory, EssilorLuxottica's specialized in-house facility that uses 3D real-time renderings to showcase eyewear from every angle, highlighting intricate design details, premium materials and craftsmanship to offer an immersive product experience. Pushing the boundaries further, in 2023 EssilorLuxottica took another step forward in the digitization of the industry with the introduction of HELIX, a division dedicated to supporting independent eyecare professionals with a data-driven, interconnected platform. From booking and ordering to teleoptometry and Managed Vision Care, HELIX will empower them to enhance efficiency in their practices and elevate patient care. With its open model, HELIX is set to take the optical industry to new heights, combining medical expertise, AI-driven technologies and consumer-centric innovations to ensure access to comprehensive, medically informed high-quality eyecare worldwide.

A trailblazer in leading the transformation of the optical industry, EssilorLuxottica was the first to implement large-scale digital window technology, enriching the consumer journey with engaging and dynamic content. Today, it operates one of the largest private digital broadcasting networks globally, with more than 22,000 digital windows installed across its own stores and customer optical practices all over the world. Managed by the Group's in-house Digital Factory in Milan (Italy), this system ensures real-time and localized content distribution, including third-party content, catering to the evolving needs of customers and consumers.

## Intellectual Property

At the end of 2024, the Group, including all of its subsidiaries, held:

- **2,520** patent families, each representing an invention protected in several countries around the world (**13,000** patents, pending or granted);
- **2,410** designs;
- **4,523** trademark families, each representing a trademark protected in several countries around the world (**24,550** trademarks pending or registered).

During 2024, the Group applied for **200** new patent families, **69** new design families and **231** new trademark families.

**Protecting intellectual property and consumers.** With over 15,000 patents and designs, intellectual property represents one of EssilorLuxottica's most valuable assets, ensuring the excellence, uniqueness and superiority of its products. The Group's approach to innovation is deeply rooted in proactive intellectual property management, both upstream to drive innovation, and downstream to enhance the protection of patents, trademarks, designs and copyrights while combating counterfeits across online and offline channels.

To minimize consumer exposure to counterfeit products, EssilorLuxottica collaborates with local institutions and authorities worldwide to intercept fake eyewear and combat illegal production networks as best permitted by law. The Group also monitors websites, online marketplaces, social media platforms and mobile applications. In 2024, both online and offline counterfeiting initiatives resulted in the seizure of 1.8 million counterfeit products. Additionally, the Company shut down more than 2,000 domains, removed over 125,000 profiles and posts from social media, and eliminated close to 530,000 counterfeit product listings on online marketplaces. Through its dedicated program to address counterfeiting and intellectual property violations, EssilorLuxottica recovered over €3.6 million in damages and settlements.

To further enhance the fight against counterfeiting and the expansion of parallel markets diverting goods into unauthorized sales channels, the Company developed GLOW (Guaranteed Luxottica Origin Worldwide). GLOW is a traceability system using RFID technology to verify the authenticity of eyewear products and ensure reseller compliance. The RFID tag, embedded in each frame, contains key data to precisely identify each pair of glasses from production to its intended sales destination. This passive technology is safe for consumers' health, as it emits no radio waves and does not collect personal information.

To bolster brand protection, EssilorLuxottica has adopted a Minimum Advertised Price (M.A.P.) policy in the US and Canada. While this policy restricts advertising or marketing practices that could harm the brand equity of the Group's eyewear brands, it does not regulate the final selling price. Additionally, the Group has implemented a robust process to protect special projects, ensuring rigorous surveillance of IP Protection, Asset Protection and Information Security. This system is designed to prevent idea leakage before official product launches.

# 1.4.3 Operations

EssilorLuxottica brings its Mission to life through a vertically integrated business model that encompasses every stage of the value creation process. With steadfast focus on manufacturing excellence, exceptional service and a geographically diversified footprint, the Company delivers unrivaled quality, efficiency, flexibility and speed in product design, engineering, manufacturing, supply chain and logistics.

By overseeing every single aspect of both its lens and frame businesses – from production plants and prescription labs to retail eyecare locations – EssilorLuxottica sets the industry standard. Its operating model uniquely combines centralized expertise in eyewear manufacturing with a decentralized approach for prescription lens production, enabling simultaneous management of stock lenses (produced and finished in the Group's facilities) and custom prescription lenses (semi-finished lenses refined in prescription labs through surfacing and coatings).

This direct oversight of the entire production platform empowers the Group to maintain the highest quality standards, drive continuous innovation, identify synergies and new operating methods, and optimize service, quality and costs. Its global distribution network amplifies these capabilities, ensuring that products meet the needs and tastes of consumers worldwide. This capability is viewed as a strength by fashion houses that seek out the Company to produce their eyewear collections and access its global distribution network.

**Leading the way in sustainable manufacturing with Eyes on the Planet.** EssilorLuxottica places sustainability at the core of its operations, focusing on reducing and neutralizing the carbon footprint of its direct operations (Scopes 1 & 2 emissions) and remains on track to achieve carbon neutrality globally by 2025. To enhance energy efficiency and minimize resource input and waste generation, the Company invests in innovative process designs and regularly updates its equipment and technologies. Through its commitment to significantly reduce reliance on fossil fuels and lower greenhouse gas emissions, EssilorLuxottica has progressively increased its use of self-generated clean energy with investments in photovoltaic panels and biomass heating and cooling systems. In 2024, the Group installed new solar panels in the US, Greater China and Thailand. Additionally, a solar farm project was initiated in Città Sant'Angelo (Italy), repurposing industrial land surrounding its Barberini facility. EssilorLuxottica also adopted cutting-edge technologies to further minimize its environmental footprint. One example is the energy-saving 1200-TLX system for AR coating, which uses 90% less energy compared to traditional processes, with the EDAM lenses facility in Brazil recognized with the Sustainable Growth Award 2024 for setting a new standard with this innovation. The Company's commitment to environmentally responsible practices is also demonstrated through certifications, such as the LEED Gold Certification awarded to its SOFI II facility in Chihuahua (Mexico), which showcases excellence in energy efficiency, water conservation and indoor environmental quality. In 2024, the Group achieved another key milestone with the validation of its Science-Based Targets initiative (SBTi) commitment, advancing its long-term goal of minimizing environmental impact throughout its entire value chain in alignment with climate mitigation goals outlined by the United Nations (UN) Paris Agreement (see Chapter 6, Section 6.2.1.3).

**Enhancing the Group's manufacturing capabilities across the world.** Combining its expertise in frames and lenses under the same roof, EssilorLuxottica continues to showcase the power of vertical integration to redefine the future of eyecare and eyewear. In 2024, the Company strengthened its global manufacturing capabilities with the launch of EMTC 4 in Lat Krabang (Thailand), a cutting-edge plant dedicated to designing, engineering and assembling fully automated machines for ophthalmic lens manufacturing through its Tape-Non-Edge casting line. As the Group's first machine manufacturing facility to implement this technology, EMTC 4 has boosted operational efficiency by 30% and elevated its production of ultra-high index lenses. At the same time, its state-of-the-art facility in Rayong (Thailand) – one of EssilorLuxottica's largest globally combining end-to-end manufacturing capabilities at a single campus for the production of ophthalmic lenses, prescription frames and sunglasses, plus the assembly of complete pairs – scaled up operations in its first year. By mid-2024, the facility reached a significant achievement, producing one million prescription lenses, three million frames and one million components. In Latin America, EssilorLuxottica bolstered its footprint with the inauguration of a 5,000 $m^2$ integrated prescription laboratory in Lima (Peru). This facility supports nearly 600 stores across eight retails banner spanning five countries, including Peru, Ecuador, Chile, Colombia and Uruguay.

Beyond expanding capacity, the Group continued to elevate operational excellence to deliver superior quality products and set new industry standards. In Greater Paris, the Excellence Laboratory integrated the ACI Theia system, an Automated Cosmetic Inspection technology that enhances lens manufacturing precision by automating final manual steps while reducing errors and improving quality control. Finally, reinforcing its commitment to maintaining the highest quality standards and regulatory excellence, EssilorLuxottica achieved ISO 13485 certification, an internationally recognized quality standard for medical device manufacturers, with Transitions Optical in Ireland and Eco Labs in Mexico earning this distinction.

### 1.4.3.1 Creating Innovative Eyecare

EssilorLuxottica designs, manufactures and customizes corrective and plano lenses tailored to meet each individual's unique vision needs and preferences. With an extensive range of lenses, the Group serves every segment of the ophthalmic market, offering innovative solutions to address and correct visual health challenges, such as myopia, hyperopia, presbyopia and astigmatism. Trusted and renowned globally, the Group's lens technologies enhance vision, protect eyesight and ensure a comfortable, seamless wearing experience.

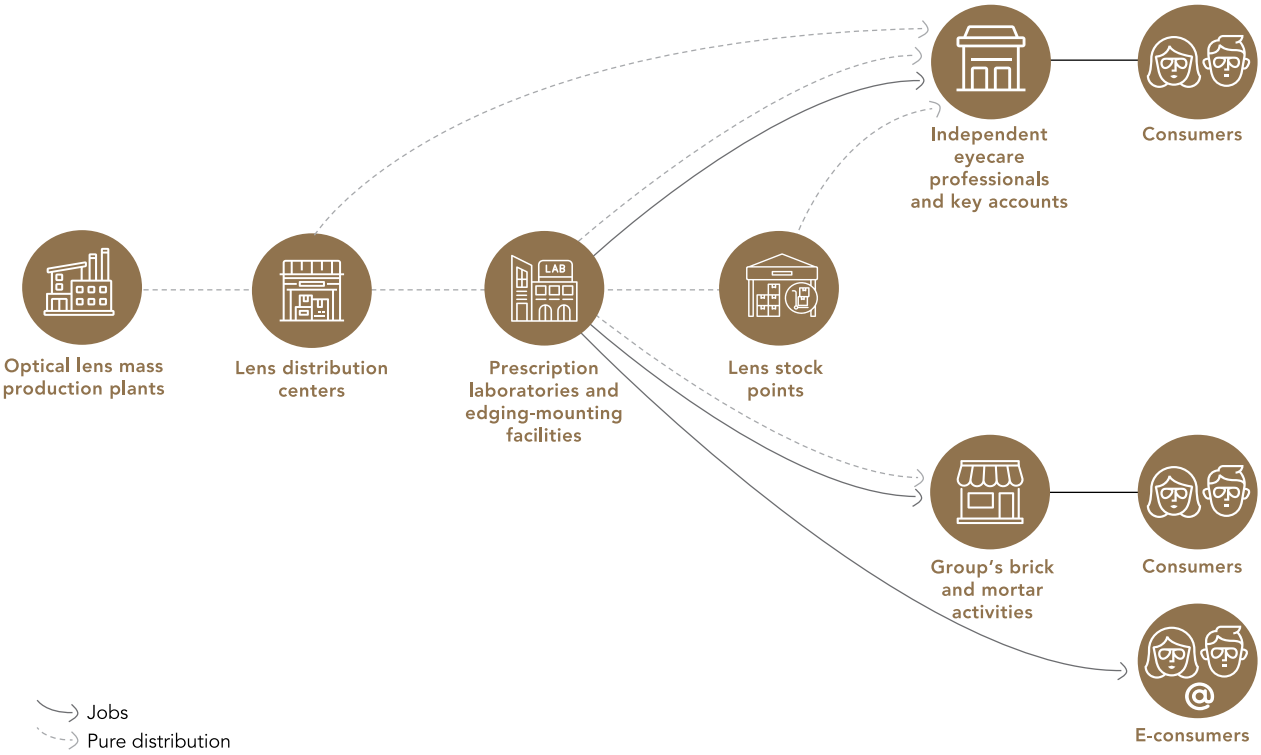
The Company also produces exceptional plano and sun lenses, drawing from expertise cultivated through iconic brands, such as Persol, Ray-Ban and Oakley. By acquiring Barberini, the world's leading optical glass lens manufacturer, in 2019, EssilorLuxottica strengthened its ability to produce superior mineral lenses.

**Lens manufacturing and customization.** EssilorLuxottica's production plants specialize in three distinct types of lenses: finished, semi-finished and plano, each tailored to fulfill specific vision requirements. Finished lenses are designed to address straightforward eyesight corrections, such as myopia, hyperopia and some astigmatisms. Semi-finished lenses cater to more complex corrections, including presbyopia, and require further customization at prescription laboratories to meet precise, individual specifications. Plano lenses, which have no corrective power, are primarily used for sunglasses, offering both style and eye protection.

Customization is integral to the Company's lens manufacturing process. Prescription laboratories transform semi-finished lenses into patient-specific solutions through advanced surfacing and polishing, ensuring precise adherence to prescriptions. These labs also apply sophisticated coatings, like multilayer and antireflective treatments, and integrate lenses into frames through edging and mounting. This process enables the Group to create highly personalized lenses, particularly for presbyopia, bridging manufacturing expertise with eyecare professionals to provide solutions that exceed expectations.

**Lens distribution and supply chain**. Finished and semi-finished lenses are transported from manufacturing facilities to strategically located distribution centers, that serve as hubs for their onward delivery. From these centers, lenses are supplied to EssilorLuxottica-owned businesses, including distribution subsidiaries, prescription labs and edging-mounting facilities. In regions where the Group does not operate its own subsidiaries, lenses are distributed to third-party distributors, independent labs, retailers and optical brands.

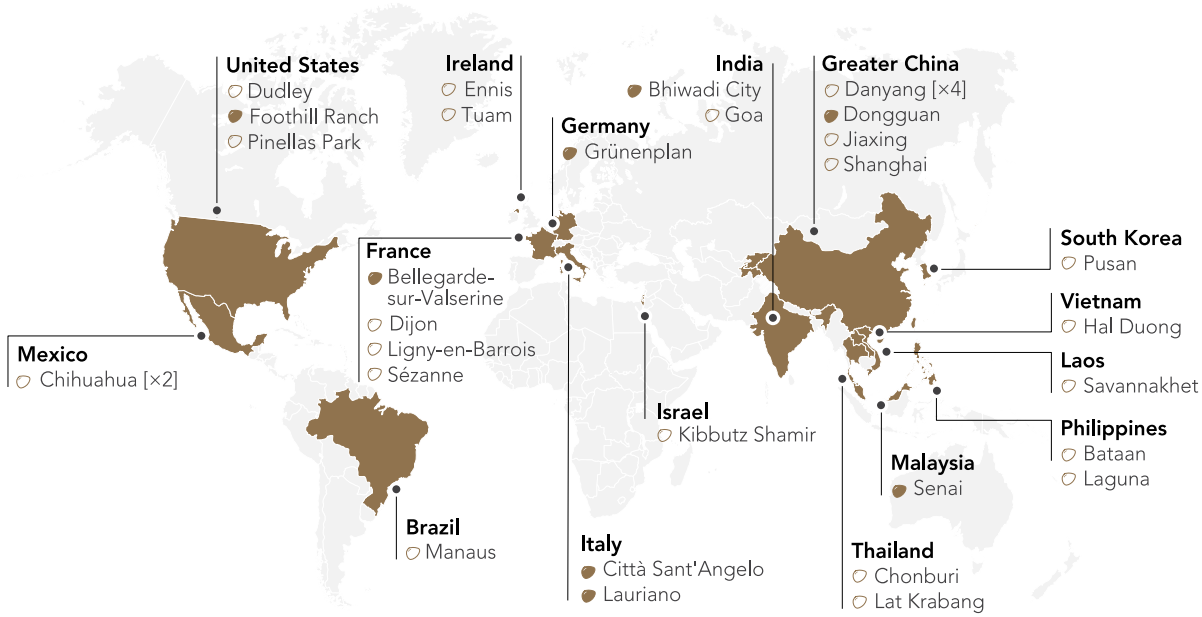
Plano lenses, manufactured in dedicated facilities, are either shipped to EssilorLuxottica's frame manufacturing plants or sold directly to other frame manufacturing and distribution players, ensuring a seamless supply chain that supports the broader optical industry.




Overseeing every aspect of its lens business across the entire value chain – from design and engineering to store delivery – the Group relentlessly pursues operational excellence, providing consumers worldwide with the best visual experience.

As of December 31, 2024, EssilorLuxottica and its partners operated 33 production facilities across the world. Of these 33 plants, 25 produce prescription lenses and eight specialize in non-prescription sun lenses.

## Operations: Global Eyecare Network




The Group has a network of 562 prescription laboratories and edging-mounting facilities worldwide, of which 501 are proximity laboratories and 61 are industrial laboratories. Of these industrial laboratories, 17 are integrated lens and frame laboratories that produce complete-pair offerings. These platforms were developed to support the integrated services offered to key accounts, including lens production, frame management on behalf of customers, and the edging-mounting of lenses in frames. Approximately 150 stock points complement this capillary global network to guarantee proximity service.

### Geographical Distribution of the Global Lens Network Owned by EssilorLuxottica and its Partners as of December 31, 2024

| Lens asset types | Total | North America | Latin America | EMEA | Asia-Pacific |
|---|---|---|---|---|---|
| Optical lens mass production plants | 25 | 2 | 3 | 6 | 14 |
| Sun lens mass production plants | 8 | 1 | | 4 | 3 |
| Industrial labs | 61 | 10 | 18 | 14 | 19 |
| *of which are integrated labs* | *17* | *4* | *4* | *2* | *7* |
| Proximity labs | 501 | 114 | 157 | 70 | 160 |

| | As of December 31, 2024 |
|---|---|
| Output from EssilorLuxottica lens base plants and partner facilities[(a)] | • c. 559 million prescription lenses<br>• c. 163 million non-prescription sun lenses |
| Lenses manufactured in prescription laboratories[(b)] | • c. 208 million lenses (104 million jobs) |

*(a) Including dynamic lenses made by Transitions Optical Ltd. and sold to other lens manufacturers.*
*(b) Lenses surfaced in owned or partner laboratories (excluding coating and edging activities).*

### 1.4.3.2 Designing Iconic Eyewear

Frame design, development and manufacturing are carried out across EssilorLuxottica's global production network with facilities in Italy, Greater China, Thailand, Brazil, Mexico, the US, Japan and India. In 2024, the Group's global frame production reached approximately 116 million prescription glasses frames and sunglasses frames.

Part of the Group's supply is sourced from third-party vendors. In addition to its premium, high-end eyewear segment, the Company also delivers affordable eyewear and non-prescription reading glasses mainly distributed in the US under the Foster Grant brand, with over 120 million units sold in 2024 and an optimized sales distribution.

**Eyewear product development.** R&D activities are integral to the development process, focusing on sourcing new materials, designs and technological innovations to differentiate the Company in the eyewear market. During the initial phase, prototype makers meticulously transform designs into one-off pieces, combining EssilorLuxottica's unique tradition of craftsmanship with cutting-edge 3D technologies. These prototypes are then shared with the product department, which determines the necessary steps to bring the prototype to mass production.

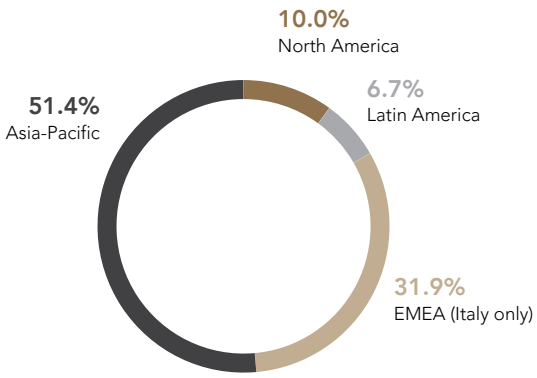
In the product development cycle's early stage, the product department uses visual rendering and 3D software to design new models and the necessary equipment. The Group then identifies the most suitable facility for large-scale manufacturing. The mold workshop assembles the equipment required to create components for the new model, and the first samples undergo a series of rigorous tests as part of the internal quality control. Following quality certification, sale samples are produced and undergo a rigorous series of tests to ensure engineering and production quality.

**Eyewear manufacturing.** EssilorLuxottica's manufacturing footprint is a perfect blend of tradition, advanced technology and regional expertise. In Italy, the Company operates six sites, with five located in Northeastern Italy, the heart of the country's eyewear industry, and one near Turin. In 2024, these facilities represented 55% of EssilorLuxottica's global production value, focusing on luxury collections and high-end brands. They merge the heritage of Italian craftsmanship with the speed and efficiency of modern automation, making Italy the Company's luxury eyewear production hub.

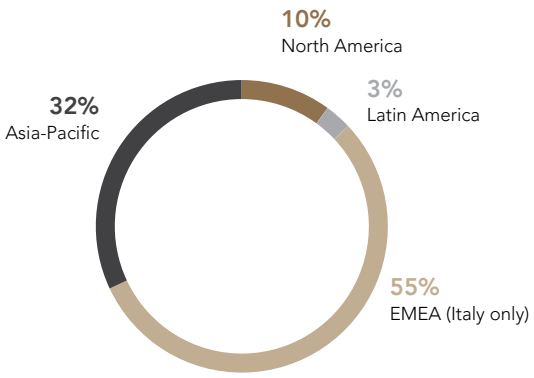
Operations: Global Eyewear Network

Other manufacturing facilities also exist in Greater China, Thailand, India and Japan, along with factories in the US, Brazil and Mexico, producing the remaining global eyewear output. The Fukui (Japan) plant specializes in the production of titanium and solid gold eyewear whereas the Foothill Ranch (California) facility manufactures sports and high-performance sunglasses, prescription frames, sun lenses, and the assembly of most of Oakley's eyewear products. In Brazil, EssilorLuxottica also has one manufacturing facility in Campinas (Brazil), producing both plastic and metal frames for the local market. Shortly after the Group acquired the facility in 2012, it launched the first locally designed and produced Vogue Eyewear collection for Brazilians, followed by select Ray-Ban, Arnette, Oakley and A|X Armani Exchange collections plus a few for smaller local brands. In Tijuana (Mexico), a newly established components manufacturing facility plays a critical role in supporting eyewear production across North America.

Production Units by Region




Production Value by Region

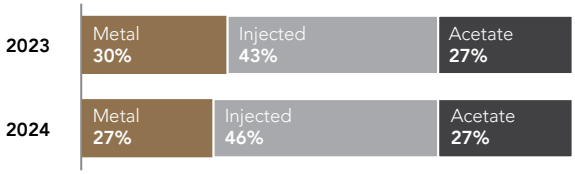



Additionally, specialized internal manufacturing capabilities for the Group's smart eyewear offerings have been developed in Dongguan (Greater China) in recent years, manufacturing Ray-Ban | Meta styles and over 290 customizable options for different lenses and frames, including the new range with Transitions GEN S in its full assortment of colors.

**Eyewear products and materials**. Over the years, the Group has progressively diversified its technology mix, moving beyond traditional materials like metal, plastic injections molding, and acetate slabs to incorporate aluminum, wood, die casting and fabric inserts. In line with its ambitious sustainability commitment to transition from fossil-based to bio-based sources, EssilorLuxottica has significantly increased its use of alternative materials over traditional ones. This is particularly evident in acetate and injection technologies, where the Company has incorporated bio-acetate, bio and/or recycled acetate, bio-nylon, and recycled nylon. To support these efforts, in 2024 the Group continued its in-house recycling process, initiated at its Agordo (Italy) and Dongguan (Greater China) plants, which enables the recycling and compounding of nylon plastic scraps from frame injection manufacturing into black raw nylon. The Campinas (Brazil) facility also contributed to the Group's circular economy efforts through collaborations with external partners. Collectively, these three plants recycled over 95 tons of nylon scraps in 2024 (see Chapter 6, Section 6.2.4.5).

As consumer needs evolve, the Group remains agile in adapting its technologies to meet demand. As part of this, EssilorLuxottica continues to expand its technology capabilities within its facilities dedicated to luxury production. For example, the Lauriano (Italy) plant has developed the ability to produce horn frames, while the Fukui (Japan) facility has capitalized on Japan's exceptional mastery of engraving precious metals, such as titanium and solid gold, and has introduced a new acetate handcrafting line.

EssilorLuxottica's manufacturing process for metal frames involves nearly 70 distinct phases, beginning with the production of basic components like rims, temples and bridges through molding. These components are then welded together in multiple stages of detailed assembly. Once assembled, the metal frames undergo various coatings to enhance their resistance and finish before being prepared for lens fitting and packaging.




Plastic frames are manufactured using either milling or injection molding. In the milling process, a computer-controlled machine carves frame components – like rims, temples and bridges – from colored acetate slabs. These components are then assembled, sanded, polished and packaged. In the injection molding process, liquefied plastic resins are injected into molds to form frame components. These parts are then assembled, coated, polished and packaged.

Thanks to the collaboration agreement signed in 2021 with Mazzucchelli 1849, the Company has expanded its use of alternative acetates – bio-based, recycled and bio-recycled acetate – reducing the long-term environmental impact of its activities across the value chain while increasing its offer of high-quality, responsible eyewear.

### 1.4.3.3 Distributing High-Quality Contact Lenses

EssilorLuxottica is a global leader in the distribution of contact lenses, leveraging its extensive Direct to Consumer footprint, including e-commerce platforms, and its Professional Solutions distribution network.

With a diverse portfolio of exclusive branded products, proprietary brands and third-party premium brands, the Group distributed approximately 78 million contact lens packages last year through its capillary distribution network worldwide.

### 1.4.3.4 Developing Optical Instruments

EssilorLuxottica also designs, develops, markets and maintains a range of optical instruments in two main specialty segments: (i) lens edging and mounting instruments for opticians and prescription laboratories, and (ii) optometry instruments for eyecare professionals, schools, occupational medicine centers, the military and other institutions.

In 2024, Essilor Instruments enhanced its refraction units with the Easy Refraction Mode feature, enabling trained operators to perform subjective refraction exams through a simplified, user-friendly and comprehensive process. Additionally, Essilor Instruments introduced the ES PRO 800M high-volume finishing range, combining precision, versatility, robustness and speed. That same year, the acquisition of Heidelberg Engineering further bolstered EssilorLuxottica's presence in the med-tech space (see Sections 1.1.1 and 1.4.2).

### 1.4.3.5 Manufacturing Equipment for Prescription Laboratories

Satisloh is globally recognized as one of the leading manufacturers of surfacing, hard-coating and antireflective coating equipment. By combining advanced machinery, consumables and automation, Satisloh delivers end-to-end solutions for prescription laboratories. Its expertise and comprehensive product offerings have made it a trusted partner for prescription laboratories, integrated optical retailers and lens manufacturers worldwide.

Headquartered in Baar (Switzerland), Satisloh operates production units in Greater China (Zhongshan), France (Archamps and Mantes-la-Jolie), Germany (Wetzlar), Italy (Milan) and the US (Dallas).

### 1.4.3.6 Other Businesses

In addition to its core businesses, the Group operates across several complementary categories. These include apparel, footwear, and accessories (AFA), as well as specific accessories for its Direct to Consumer network; point-of-purchase (POP) materials, including marketing material and advertising assets for its retail stores and professional solutions partners, along with store-specific furniture. EssilorLuxottica designs, develops, sources and manages distribution for these categories, whereas manufacturing is outsourced to third parties.

With the acquisition of Fedon, EssilorLuxottica expanded into the packaging and eyeglass cases business. Headquartered in Alpago (Italy), the company operates three main production facilities located in Italy (Alpago), Romania (Lugoj) and Greater China (Shenzhen). Last year, Fedon hit a significant sustainability milestone, with its plants in Italy and Greater China earning Global Recycled Standard (GRS) certification. This accreditation enables Fedon to produce and sell GRS-certified products, reinforcing EssilorLuxottica's commitment to responsible practices and enhancing its product offering.

## 1.4.4 Distribution

Logistics is a cornerstone of EssilorLuxottica's global operations, connecting markets worldwide to the Group's diverse product portfolio. With over one billion products shipped annually, the logistics network is designed to ensure timely delivery and uphold exceptional service standards. Leveraging advanced technologies and a globally aligned structure, it guarantees a seamless flow of goods marked by transparency, traceability and reliability. By combining regional expertise with strategically positioned hubs, the Group adapts efficiently to local needs while enhancing service quality and extending its global reach.

The logistics network re-design, initiated in 2023, delivered transformative progress in 2024. Consolidating warehouses and distribution centers in key regions unlocked significant synergies across product categories, optimizing costs, improving service levels and enhancing the Company's ability to respond swiftly to evolving market demands and supply chain disruptions. Proactive planning and agile decision-making ensured uninterrupted, reliable operations, reinforcing the network's strength and adaptability in an evolving global landscape.

In 2024, EssilorLuxottica made significant strides in integrating next-generation information systems across all functions and product categories. This initiative enables seamless communication within the global network and synchronizes operations with more than 150 third-party logistics providers. The Company's control tower system, continually improving, provides real-time order tracking and monitors critical factors like temperature and humidity for sensitive shipments. By advancing toward a fully integrated data ecosystem, the Group reaffirms its commitment to innovation and operational excellence, laying the ground for even greater efficiency and responsiveness.

Sustainability remains central to EssilorLuxottica's logistics operations, aligning with Eyes on Carbon, a key pillar of its corporate sustainability program Eyes on the Planet. Last year, new initiatives helped reduce environmental impact while supporting the Group's long-term sustainability goals and commitment to responsible logistics. In warehousing, efforts included reducing plastic packaging, optimizing shipping box filling and light automation tools that improve process efficiency while supporting personnel. In transportation, responsible shipping options were expanded to new regions, prioritizing methods with lower carbon intensity. These initiatives reinforce the Group's long-term sustainability goals and its commitment to responsible logistics.

With a robust global network of 118 distribution centers for lenses, eyewear, contact lenses, instruments, equipment, AFA, marketing materials, advertising and store-specific furniture, EssilorLuxottica continuously refines its logistics strategy. By prioritizing innovation, resilience and sustainability, its logistics function is dedicated to generating value while navigating the complexities of a dynamic, multi-product environment ensuring unparalleled care and service.

Geographical Distribution of the Group's Global Distribution Network as of December 31, 2024

| | Total | North America | Latin America | EMEA | Asia-Pacific |
|---|---|---|---|---|---|
| Distribution centers[(a)] | 118 | 24 | 19 | 43 | 32 |
| *handling multiple product categories* | | *5* | *15* | *24* | *11* |

*(a) Including Supreme*

In North America, the Atlanta campus (Georgia) encompasses four distinct buildings and serves as EssilorLuxottica's tech center for logistics in the region. Handling the broadest range of product categories, it leads automation and new technologies. The campus houses an advanced ophthalmic lenses lab supporting the North American market and serves as the primary stock location for frames in the US. Strategically positioned at a key logistics hub, it boasts cutting-edge automation systems to drive efficiency and operational excellence. Complementing Atlanta's operations, the Dallas (Texas) and Columbus (Ohio) campuses are the major distribution centers for lenses, contact lenses and ophthalmic accessories, ensuring seamless service across North America.

In Latin America, the Tijuana (Mexico) distribution center, operational since 2024, has rapidly scaled its operations, becoming key for service improvement on the US West Coast and in Mexico. This site now manages both optical operations and frames distribution, meeting the growing regional demand. The Sumarè (Brazil) campus seamlessly integrates a distribution center with an ophthalmic lens laboratory, serving as a cornerstone of the country's logistic network. By handling lenses, frames, apparel, footwear and accessories, it exemplifies a cross-channel and multi-category approach, positioning it for future growth. In Lima (Peru), a newly consolidated warehouse has merged four smaller facilities, reducing waste and improving efficiency for South American markets. Key hubs in Bogotá (Colombia) and Santiago (Chile) further bolster regional operations, focusing on cross-channel and multi-category product distribution.

In EMEA, the Sedico (Italy) campus is one of the most technically advanced in the industry, managing cross-product categories, including eyewear, spare parts, customized services such as Ray-Ban Remix and contact lenses, plus provides direct global deliveries. Featuring a fully automated frame warehouse and leading-edge shipping technology, it is integrated with an advanced ophthalmic lens laboratory and is in close proximity with its 'Made in Italy' manufacturing plants to seamlessly serve the European market. Significant advancements were made last year with the optimization of newly opened fulfilment centers in Nottingham (United Kingdom), Wijchen (the Netherlands) and Kista (Sweden). These facilities, launched in late 2022, have been instrumental in enhancing flexibility and competitiveness across the UK, Benelux, and Nordics markets, particularly for frames and contact lenses. Consolidating operations from 13 different logistics warehouses, they have improved customer service, fostered cross-category synergies, and streamlined distribution processes tailored to local market needs. Finally, the Orléans (France) hub specializes in distributing ophthalmic instruments, playing a critical role in supporting EssilorLuxottica's strategic objectives across Europe. This facility underpins the Company's commitment to the med-tech sector, ensuring long-term growth and presence in this space.

In Asia-Pacific, the Rayong (Thailand) service center is progressively scaling operations to serve a significant portion of the Southeast Asian market. Connected to the newly opened integrated ophthalmic lenses and frames manufacturing plant, it will enhance operational efficiency and drive growth across the region. In Greater China, both the Dongguan and Danyang hubs continue to support frame and lens manufacturing and distribution effectively, while the Tokyo (Japan) logistics centers ensure smooth distribution of a wide range of products across the country. Additionally, the new Sydney (Australia) fulfilment center, opened in early 2024, has consolidated several warehouses, significantly boosting operations to serve the majority of Australia's demand for EssilorLuxottica products.

## 1.4.5 Product Brand Portfolio

EssilorLuxottica is home to the most trusted, beloved and widely recognized vision care and eyewear brands in the world. With a portfolio of proprietary brands that cover a wide variety of market segments, the Group taps into the needs and desires of consumers, with leading brands both at a regional level and in particular segments and niche markets.

### Vision Care Brands

The Group's innovation in vision care technology has positioned its brands among the highest in global consumer satisfaction. Combining advanced optical science with consumer-centric designs, EssilorLuxottica's vision care portfolio offers solutions for myopia, hyperopia, astigmatism and presbyopia, helping people improve their vision, protect their eyesight and enhance their lens wearing experience.

EssilorLuxottica serves every segment of the ophthalmic lens market with globally recognized brands: Varilux, the number one progressive lens brand worldwide[1], with its progressive lens range; Crizal with its range of anti-reflective, anti-smudge and anti-static coatings; Transitions, the market leader in dynamic lenses[2]; Eyezen with its range of lenses for digital device users; Stellest lenses which are clinically proven to slow down myopia progression in children aged between 8 and 18 years[3][4], as well as Xperio sun lenses.

An overview of EssilorLuxottica's **proprietary vision care brands** is shown below:

- **Essilor.** Essilor is the number one in eyeglass lenses worldwide[5] and the number one lens brand recommended by eyecare professionals across the world[6]. Dedicated to improving vision since 1849, Essilor is committed to offer a complete range of solutions to each individual's vision and lifestyle needs throughout their life. Every Essilor lens is a combination of multiple complementary technologies thanks to its suite of leading premium vision care solutions, including innovative brands such as Stellest, Eyezen, Varilux and Crizal.
- **Varilux.** A unique story that began in 1959 when Bernard Maitenaz, a young engineer at Société des Lunetiers, revolutionized the optical industry with the first Varilux progressive lens. Varilux, the number one progressive lens brand recommended by eyecare professionals[7], led the way with over 70 patents for innovation in breakthrough progressive lens technology, which is the result of more than 60 years of research. Designed for wearers aged over 40, Varilux lenses offer a seamless transition from near to far with every detail in sharp vision. They are highly personalized to provide sharpness for even the most complex eye needs: each lens is a unique masterpiece of cutting-edge technology, optimized and calculated to offer extra power for sharp eyesight. In 2023, EssilorLuxottica launched its latest generation of Varilux progressive lenses: the Varilux XR series, the first eye-responsive progressive lens[8] enabling progressive addition lens wearers to benefit from instant sharpness, even in motion[9]. In modern life, our eyes move 100,000 times a day[10] to process all the visual information we are exposed to. For the very first time, the power of AI is combined with an unparalleled understanding of consumer behavior to create the best Varilux progressive lens. The power of AI lies in the quantity and variety of data, and how it is calculated. Leveraging more than one million data points and digital twining technology, EssilorLuxottica R&D can now predict the visual behavior of any consumer and design the Varilux lens accordingly.

(1) *Euromonitor International, 2023 data; Retail value among eyeglass lenses category, brands representing progressive lenses.*
(2) *EssilorLuxottica estimates from InfoMarché 2023.*
(3) *Compared to single vision lenses, when worn 12 hours per day every day for two consecutive years.*
(4) *Bao J., Huang Y,. Li X., Yang A., Zhou F., Wu J., Wang C., Li Y., Lim E. W., Spiegel D. P., Drobe B. and Chen H. Eyeglass lenses with aspherical lenslets for myopia control vs single-vision eyeglass lenses: a randomized clinical trial. JAMA ophthalmology. 2022;140(5):472-8.*
(5) *Euromonitor, Eyewear 2025 edition; Essilor International. Worldwide retail value sales at RSP.*
(6) *Based on an average recommendation with quantitative research conducted in eight countries (Brazil, Canada, China, France, India, Italy, the UK and the US) among a representative sample of 1,560 eyecare professionals (1,047 opticians, 513 optometrists) between January and June 2022. These eight countries represent 63% of total world in lens volume.*
(7) *Survey carried out by CSA among a representative sample of 1,041 independent eyecare professionals in ten countries: France, Spain, Germany, Italy, UK, the US, Canada, Brazil, India and China between February and April 2018.*
(8) *Essilor uses Artificial Intelligence to go beyond prescription and eye physiology to understand individuals' visual behavior using more than 1 million points of data from real wearers.*
(9) *Essilor – Varilux XR series in-life consumer study. Eurosyn-2022-France (n = 73 progressive lens wearers).*
(10) *Schiller P. H., Tehovnik E. J. Neural mechanisms underlying target selection with saccadic eye movements, Progress in Brain Research, Elsevier Volume 149, 2005:157-171.*

- **Crizal.** The Crizal brand began in the 1990s when the Company's R&D teams started focusing on visual comfort for eyeglass wearers, using lens treatments that reduce glare, while simultaneously improving resistance and durability. With the launch of the well-known Crizal coating in 1992, the Group created a new standard for transparent and resistant lenses thanks to its innovative combination of anti-reflective, scratch-resistant and smudge-resistant technologies. All Crizal coatings feature unique technologies and benefits that allow the wearer to be completely carefree. An invisible shield enhances the wearer's visual experience. Crizal coatings protect lenses from reflections, scratches, smudges, dust and water while protecting eyes from UV rays and filtering blue-violet light.
- **Eyezen.** Launched in 2015, Eyezen is a young, innovative brand optimized for digital lifestyles: smartphones, tablets, laptops and other devices have changed vision needs, increasing near-distance reading. With Eyezen, the Company created a new category of single-vision lenses, a flagship of EssilorLuxottica's cutting-edge innovation, designed to reduce visual fatigue and filter blue-violet light[1].
- **Stellest.** Backed by over 30 years of research dedicated to myopia control, Stellest lenses are designed with technology recognized by myopia experts all over the world and show strong efficacy in slowing down myopia progression in children. After making their debut in Greater China, Russia and Singapore in 2020, and in France and Italy in 2021, Stellest lenses continue to be rolled out in other regions. In 2024, Stellest lenses with sun tints for outdoor protection were launched, extending the brand's clear eyeglass lens range to better meet the needs of more children and teenagers in need of myopia management. The Stellest universe is inspired by a constellation of invisible[2] lenslets on its surface, offering science through emotion.
- **Xperio.** Dedicated to innovative prescription sun lens solutions, Xperio is a global brand that delivers eye protection against glare and UV rays as well as providing more depth and better color distinction so wearers can experience genuine beauty under the sun.
- **Optifog.** Launched in 2011 as a unique and innovative niche solution, Optifog is a hydrophilic lens coating with inherent fog and mist repellent properties. With face masks having played a crucial role in preventing the spread of Covid-19, the Optifog lens system gained new momentum. It combines a technological anti-reflective coating with a Smart Textile lens wipe specific to Optifog lenses that activates the anti-fog property and takes perfect care of the lenses. Optifog provides wearers with fog-free vision in all circumstances and allows them to fully enjoy their activities thanks to optimal visual clarity and comfort.
- **Transitions.** Transitions has been pioneering light management lens solutions for more than 30 years. With over 1,200 patents and patent applications, today it is the leading photochromic brand recommended by eyecare professionals worldwide[3] worn by more than 60 million people. Transitions features a full portfolio of light-intelligent lenses that seamlessly adapt to changing light situations, from clear indoor to dark outdoors. All Transitions lenses block 100% of UVA and UVB rays, and help filter blue-violet light. Optimizing the amount of light received by eyes, Transitions lenses also help reduce glare for more effortless sight.
- **Ray-Ban.** In 1937, Ray-Ban introduced the iconic G15 crystal lens, designed to protect US Air Force pilots from glare and empower them to reach new heights. This pioneering innovation not only revolutionized eyewear, but also set the foundation for a legacy of combining timeless style with cutting-edge lens technology. For more than 80 years, Ray-Ban has stayed true to its mission of empowering people to push boundaries, constantly expanding its lens portfolio with solutions for every visual need and adapting to all lighting conditions. From advanced sun protection with Chromance technology to precision-crafted prescription lenses, Ray-Ban delivers unparalleled clarity to help wearers seize every moment, overcome every challenge and embrace every adventure.
- **Oakley.** As a pioneer in innovation with over 1,3000 patents and designs, Oakley leads the way in high-performance optics for both sports and everyday lifestyles. Oakley Authentic Prescription lenses are meticulously crafted with premium materials, state-of-the-art technologies, and cutting-edge designs with a laser-etched 'O' signature to deliver unparalleled vision benefits and performance. The brand's revolutionary Prizm lens technology enhances color and contrast, and with prescription options available, it offers athletes and consumers a true Oakley authentic advantage.

(1) *Blue-violet light is between 400 and 455nm as stated by ISO TR 20772:2018.*
(2) *Esthetic, simple and safe. Essilor Stellest lenses are made from AIRWEAR polycarbonate which provides impact resistance and blocks 100% of UV transmission. In terms of visual performance, research has demonstrated that the Essilor Stellest lens does not impact central and peripheral visual functions. Gao Y., Lim E. W., Yang A., Drobe B., Bullimore M. A. The impact of spectacle lenses for myopia control on visual functions. Ophthalmic Physiol Opt. 2021;41(6):1320-1331.*
(3) *Global eyecare professionals (ECP) lens brand tracking – Quantitative study conducted among a representative sample of 2,006 ECPs in France, the UK, Italy, the US, Canada, China, Brazil and India – AplusA – 2022.*

- **Shamir**. With over 50 years of innovation in ophthalmic lens technologies, Shamir is a leading producer and distributor of high-performance optical solutions for life improvement, fashion, performance, occupational single vision and progressive lenses. Awarded the European Technology Award in 2022, its R&D team based in Israel is continuously developing the latest technologies as illustrated by Autograph Intelligence, a unique progressive lens incorporating elements of AI based on big data. Recently, Shamir applied elements of AI and carried out professional driver trials with the BWT Alpine F1 team to develop its latest innovation, Driver Intelligence, which is a new driver-dedicated performance lens delivering the clearest and sharpest vision, with enhanced color contrast to support optimal vision in all driving conditions and enable a safer driving experience. Shamir also introduced Metaform, a unique technology making lenses lighter, thinner, stronger and more eco-responsible than standard lenses. Autograph Intelligence, Driver Intelligence and Metaform have been awarded prestigious international prizes, including a Silmo d'Or in France, an Innovation Award in Germany, a Gold Medal in Poland and Product of the Year in Portugal and Spain. Shamir's deep understanding and desire to offer solutions for everyday human needs are reflected in its truly diverse range of age and task-specific clear and sunglass lenses, which make using computers and handheld digital devices, reading, sports and urban life easier and more comfortable than ever.
- **Barberini.** Barberini is a leading optical glass lens brand. Established in 1963, it offers high-quality optical glass lenses for the most prestigious eyewear brands around the world, with exclusive and sophisticated technical features. The brand develops new technologies designed to produce high-performance lenses, including polarized, infrared and photochromic lenses. The brand also holds several patents notably in relation to glass lenses and related production processes. Advancements have also been made in product characteristics such as thickness, weight, resistance and transparency while vivid and saturated colors are enhanced thanks to special formulas in the glass manufacturing process.

**Licensed brands.** Alongside proprietary lens brands, the Group also successfully partners with leading companies, including Nikon and Kodak, to distribute technologies that enable consumer visual needs to be fully addressed.

- **Nikon** is a global expert in advanced opto-electronics and precision technologies. Through the joint venture Nikon-Essilor, renowned for its technical prowess in high precision optics and light mastery, the Group introduced a series of premium pioneering innovations under the Nikon brand, including its first ultra-thin lens, blue-light filtering solutions, brightening coating, advanced multi-aspheric lenses, as well as vision and contrast sensitivity personalization. With a strong and extensive consumer-centric approach, capitalizing on unique digital demonstration tools and the Japanese *Kiwami* (meaning ultimate and showcasing the company's passion to reach the ultimate in excellence and precision), Nikon Spectacle Lenses are crafted to allow wearers to have a vision they can feel.
- Famous since 1888 and trusted by millions of consumers worldwide, **Kodak** is an iconic brand with a rich history of innovation, imaging technologies and color rendering. Licensed on the ophthalmic market since 1992, Kodak Lenses has been part of the Group portfolio as a licensed brand since 2010 and a perpetual global license agreement was signed in 2023 with Eastman Kodak. Distributed in over 70 countries, it targets the mass-market with a commitment to develop accessible technical solutions that help eyeglass wearers enjoy clear and sharper vision and 'See the Colors of Life'.

EssilorLuxottica also has a long history of leading the design of vision equipment and solutions used by opticians, optometrists and ophthalmologists worldwide. This includes innovations in lens surfacing and coating equipment as well as instruments for refraction, diagnostics, imaging, measurement, edging and mounting. Last year, the acquisition of Germany-based Heidelberg Engineering further strengthened EssilorLuxottica's presence in the med-tech space, bringing substantial technological and scientific expertise in optical coherence tomography and the early detection of sight-threatening conditions.

- **Essilor Instruments.** It is one of the Group's fastest-growing businesses, leading the development, manufacturing and distribution of solutions and services for eyecare professionals throughout the world. Its goal is to provide ECPs with solutions and innovative technologies that meet their business needs and deliver superior eyecare experience to their patients. Supported by ongoing innovation programs, Essilor Instruments is a leading brand in categories including vision assessment, eye pathology diagnosis and treatment, finishing equipment and fitting parameter measurement, small tools and consumables. Its flagship products include the ES 800 and ES 700 edging system, the Visioffice X optical measuring system; the Vision-R 800, the Vision-R 700 and the compact Vision-S 700 refraction station range; as well as the WAM 800 aberrometer, the Myopia Expert 700 biometer and the Expert Myopia Care solution.

- **Heidelberg Engineering**. Heidelberg Engineering pioneers imaging and data technologies to optimize ophthalmic solutions, empowering eyecare professionals who want to improve the holistic health of their patients. Since 1990, the company has upheld an unwavering commitment to quality and education, fostering diagnostic confidence synonymous with its global reputation. With substantial expertise in developing intelligent imaging and data management solutions, Heidelberg Engineering builds on its history of designing and manufacturing state-of-the-art ophthalmic diagnostic instruments. These include SPECTRALIS, a multi-modal imaging platform for the posterior segment, offering unparalleled retinal image quality and reproducibility to support the diagnosis and treatment of glaucoma, age-related macular degeneration, diabetic retinopathy and other retinal diseases; ANTERION, a multi-disciplinary all-in-one anterior segment imaging solution, that delivers all measurements exclusively through high-quality optical coherence tomography (OCT) technology; HEYEX 2, an image management and device integration platform that supports diagnostic workflows and enhances efficiency with standardized data and interfaces; HEYEX EMR, an electronic medical record platform that consolidates patient data into an intuitive dashboard, maximizing the benefits of structured data to support confident clinical decision-making; as well as its fully digital surgical visualization platform, developed by Munich Surgical Imaging (MSI), a subsidiary of Heidelberg Engineering and technological pioneer in digital microscopy and image-guided applications. Developed in collaboration with scientists, clinicians and industry leaders, Heidelberg Engineering's solutions empower eyecare professionals in over 120 countries to improve patient care.
- **Satisloh.** Satisloh is the leading brand for complete optical manufacturing solutions in the ophthalmic and precision optics industries. Founded in 1922 in Germany as a 'Mechanical Workshop, Toolmaker & Locksmith', Satisloh is headquartered in Switzerland and was formed by the merger of Loh, the leading company in optical surfacing equipment and Satis Vacuum, a pioneer in anti-reflective coating technology. Satisloh develops, manufactures and provides reliable high-tech equipment for optical surfacing, polishing, measuring, coating and finishing as well as consumables, tools, services and process know-how, all from one source.

## Eyewear Brands

EssilorLuxottica's eyewear portfolio is built on a well-balanced range of globally respected proprietary and licensed brands that is continuously evolving. Ray-Ban, the most-loved eyewear brand in the world, and Oakley, a global leader in sports performance, give the proprietary brand portfolio a strong base, complemented by Persol, Oliver Peoples and Alain Mikli at the high-end of the market; Costa, Native Eyewear and Bliz in the sport market; Arnette in the street-style market; Vogue Eyewear, Molsion and Bolon in the fashion market; as well as Foster Grant in the non-prescription reading glasses market. EssilorLuxottica's portfolio also includes over 20 licensed brands, including some of the most well-known and prestigious names in fashion and luxury.

With its skilled manufacturing and distribution know-how, experience in international markets and direct to consumer operations supported by marketing investments, the Group is an ideal partner for fashion houses seeking to translate their vision and values into successful premium collections. Through preserving style and quality, it expertly differentiates designer offerings to produce a broad range of models that appeal to a diverse group of consumer lifestyles and regions.

**Proprietary brands.** In 2024, Ray-Ban and Oakley, the two largest eyewear brands in EssilorLuxottica's portfolio, accounted for approximately 12% and 5% respectively of the Group's sales. EssilorLuxottica's proprietary eyewear brands include:

- **Ray-Ban.** Courage, authenticity and timeless style are the core values of Ray-Ban, a leader in eyewear for generations since its establishment in 1937. For more than 80 years, Ray-Ban has evolved alongside culture and society, transitioning from a focus on functionality to becoming a global symbol of individual self-expression. The brand empowers individuals to dream bigger, challenge conventions, and make a lasting cultural impact. This legacy of bold exploration reached new heights in 2023 with the launch of the groundbreaking Ray-Ban | Meta. Developed in partnership with Meta, it represents the next generation of smart wearables, featuring built-in Meta Artificial Intelligence and live-streaming capabilities. Ray-Ban's relentless drive to push boundaries has redefined eyewear, offering consumers a seamless way to capture and share their most authentic moments, further cementing its iconic status across generations and fueling substantial growth since joining the Group portfolio in 1999.
- **Oakley.** As Oakley proudly approaches its 50$^{th}$ anniversary in 2025, the brand continues to solidify its position as the undisputed global leader in sports eyewear, consistently strengthening its footprint both on and off the field. With partnerships spanning over 70 sports categories, Oakley expands its global influence by collaborating with world-class talent. Iconic athletes, such as Patrick Mahomes, Kylian Mbappé and Mikaela Shiffrin, exemplify the brand's enduring dominance in sports, alongside hundreds of elite competitors worldwide. Oakley also sponsors premier sporting events across various categories, including the Giro d'Italia, Union Cycliste Internationale, and the National Football League (NFL). Notably, during the Paris Olympics, Oakley achieved a top position in the 'most visible brands' ranking, marking one of its most impactful brand activations to date. Recently, the brand launched the 'Players Collection' in collaboration with top NFL athletes, which has resonated strongly with younger audiences, while its latest product innovations, Sphaera and Bi-Sphaera, continue to gain significant traction, further cementing Oakley's reputation for cutting-edge design and performance.

- **Persol.** The iconic made-in-Italy eyewear brand, Persol, made its debut in 1917 and was acquired by the Group in 1995. It is the proud heir to the Italian culture of excellence and craftsmanship, a perfect alchemy of esthetics and functionality. The irresistible appeal of timeless design and Italian Maestria makes the brand a favorite in the world of cinema.
- **Oliver Peoples.** Acquired by the Company in 2007, Oliver Peoples was founded in 1987 on the iconic Sunset Boulevard in the heart of West Hollywood, California. The unique culture of Los Angeles, encompassing fashion, film, art and music, continues to inspire the brand's products and esthetics. From the outset, Oliver Peoples has been dedicated to superior craftsmanship, with a particular focus on made in Japan eyewear, embodying a distinctive culture rooted in California and an understated luxury identity. Maintaining an authentic and consistent voice, Oliver Peoples has never relied on a logo, instead cultivating strong connections with like-minded consumers.
- **Vogue Eyewear.** Launched in 1973, Vogue Eyewear was acquired by the Group in 1990. It is now recognized as a truly international and contemporary fashion brand geared for young and dynamic consumers who want to stay up-to-speed with the latest trends. With its inclusive approach and playful personality, Vogue Eyewear is an open door to the world of fashion and welcomes everyone to express and celebrate their personality. To achieve its mission in becoming the leading reference for fast fashion in the eyewear category, Vogue Eyewear partners with local ambassadors, shaping the industry and representing the uniqueness of each market.
- **Arnette.** Born in California in 1992 and acquired by the Company in 1999, Arnette is a sustainable, street-inspired eyewear brand that resonates with young consumers. Rooted in California, today Arnette aims to become an active lifestyle brand for Gen Zs, empowering them to express their individual style within their community. With inclusivity, a 'Do It Yourself' ethos and rawness as core values, Arnette gives a voice to the active and trend-conscious younger generations.
- **Alain Mikli.** Born in 1978 and acquired by the Group in 2013, Alain Mikli was built on two main values: correction and distinction. Since then, the brand's leitmotiv remains unchanged and perfectly fits EssilorLuxottica's vision. Alain Mikli creates wearable art in the form of eyewear that is both elegant and practical, offering optimal visual comfort.
- **Costa.** Over 40 years ago, a group of anglers created Costa sunglasses to stand up to the harsh light, unforgiving salt and rough conditions of a day at sea. The gear they made was up to the task, and it has been on the water ever since. Today, Costa combines superior 580 lens technology with unparalleled fit and durability to make the highest-quality premium sunglasses and prescription sunglasses for adventures wherever there is water. They are dedicated to sustainability and conservation, working hard to protect the waters they call home. From the use of sustainable materials to their Kick Plastic initiative and much more, Costa inspires its community to explore and protect the earth's waterways and #SeeWhatsOutThere.
- **Bliz.** Carved from Nordic rock and timber, Bliz reflects the essence of Scandinavian heritage, seamlessly blending minimalist design with superior functionality. Established in Sweden in 2007 and integrated into the Group in 2023, the brand offers products designed to endure the harshest conditions while maintaining a sleek, modern esthetic, empowering wearers to perform at their best with style. Bliz gear is engineered for versatility, featuring interchangeable lenses, adjustable straps and OTG compatibility, making it an ideal choice for any challenge, regardless of the sport. With a focus on affordability, the brand delivers durable, high -performance products that meet the needs of athletes and outdoor enthusiasts without compromise.
- **Native.** The Native Eyewear story began in 1998 with a small group of outdoor enthusiasts and an essential challenge: How to make technical, durable eyewear cost less? Over 20 years later, that foundation is still rooted in all that the brand does. Native Eyewear is a feature-packed outdoor brand that brings approachable, polarized sunglasses to outdoor enthusiasts, ensuring that every adventure is memorable and enjoyable.
- **Luxottica.** Launched in 1967, the Group's original line best conveys the experience and tradition that are at its core.
- **Sferoflex.** Sferoflex, which joined the Company's portfolio in 1981, gets its name from the patented flexible hinge enabling the temples to conform to the shape and size of the face, increasing the resilience of the frame itself and ensuring the perfect fit.
- **DbyD**. Committed to a more sustainable and universally accessible future, DbyD designs essential and functional eyewear made with respectful and innovative materials for pragmatic consumers who aim to do more with less.
- **Unofficial** and **Seen**. The mission of both the Unofficial and Seen brands is to become the eyewear of choice for the growing group of fashion-savvy consumers looking for functional, modern, quality and stylish optical and sun frames to express all facets of their personality.

- **Bolon.** Established in Greater China in 2003, Bolon is one of the best-known sunglass and frame brands in Greater China and has been part of the Group's eyewear portfolio since the acquisition of Xiamen Yarui Optical in 2013. At the forefront of fashion, craftsmanship and design, Bolon celebrates self-expression and the importance of identity. Recognized for its influence in fashion and growing reputation in the industry, it draws inspiration from the new leaders of today with high-fashion ambassadors. Bolon constantly challenges and leads fashion trends by producing the widest and finest array of products to cater to all tastes.
- **Molsion.** Molsion also enjoys a position as a leading brand in Greater China and became part of the Group's portfolio in 2013, following the acquisition of Xiamen Yarui Optical. Drawing inspiration from design, art and pop culture, Molsion is a fashion-forward brand for young generations. Designing eyewear pieces that acknowledge fashion trends and favor fashion, fun and flare for modern and innovative styles, Molsion targets an audience of free thinkers with modern consciousness who dare to be different and break social norms.

In 2010, the Group also broadened its scope of activities in the optics world with the acquisition of FGX International, the North American leader in non-prescription reading glasses mainly sold in mass retailers, pharmacies, specialty retailers (including travel retail brands), optical stores and department stores. With the acquisition of FGX International, **Foster Grant**, a leading over the counter reading glasses and sunglasses brand in the world, became part of the Group brand portfolio. The iconic American eyewear brand features high-quality, modern reading glasses, sunglasses and blue violet-light glasses that help consumers care for their eyes and express themselves with personalized style for all ages. The Foster Grant spirit of innovation, style and originality is as strong as it was more than 95 years ago, and what made the brand a visionary continues to fuel its originality today. In 2022, the Group also completed the acquisition of **Giorgio Fedon & Figli S.p.A.**, leading company in the production and distribution of spectacle cases and luxury, handcrafted and customized eyewear accessories, moving forward in its vertical integration strategy and its sustainability commitment.

**Licensed brands.** Designer lines are produced and distributed through license agreements with major fashion houses. These agreements are exclusive, global contracts that have terms of between five and 15 years and may contain options for renewal. Under these license agreements, the Group is required to pay a royalty ranging from 6% to 13% and make a marketing investment of between approximately 5% and 12% of net sales of the related collection. Prada is one of the most significant licenses in EssilorLuxottica's eyewear brand portfolio as measured by total sales. In 2024, sales generated through the Prada, Prada Linea Rossa and Miu Miu brand names together represented approximately 3% of the Group's sales.

EssilorLuxottica's licensed eyewear brands include:

- Armani Group. The shared history of EssilorLuxottica and the Armani Group dates back to 1988, when Luxottica's founder and late Chairman Leonardo Del Vecchio teamed up with Armani's founder and Chairman Giorgio Armani to create Armani-branded eyewear, using the best materials and highest-skilled craftsmanship for the global market. This collaboration, renewed in 2022 for 15 years effective January 1, 2023, revolutionized the eyewear industry, transforming eyeglasses from a necessary medical device into a fashion accessory and symbol of personal style.

  Armani Group includes **Giorgio Armani**, **Emporio Armani** and **Armani Exchange**.

  Founded in 1975, Giorgio Armani stands out for its unique and unmistakable image, its clean, sophisticated design, superior materials and timeless elegance; these elements have been associated with the brand since its creation and are seamlessly reflected in its eyewear styles.

  Launched by Giorgio Armani as a pioneer line in 1981, Emporio Armani has a strong experimental and metropolitan style, reflecting all the characteristics of elegance typical of the Armani esthetic, depicted in a current and incisive language. The iconic eagle logo continues to be a symbol of belonging and sharing, a meeting point that leaves room for freedom of expression. The innovative and colorful designs in its eyewear are of course distinguished by contemporary lines, shapes and materials.

  In 1991, Giorgio Armani had the intuition to create a fast, affordable metropolitan clothing line for young generations or those with a young mindset. With A|X Armani Exchange, the spirit lives on today in apparel and accessories that race forward to an urban drum keeping the quintessential effortlessness and active stance of Giorgio Armani's DNA alive. Modern, bold shapes in original shades reflect contemporary design with stylish details.
- **Brunello Cucinelli.** Based in the historic hamlet of Solomeo, near Assisi, Italy, the brand epitomizes exclusive prêt-à-porter and a sophisticated vision of contemporary lifestyle. Rooted in Italian craftsmanship, artisanal expertise, and the Made in Italy philosophy, its collections continue to embody and elevate these values. Brunello Cucinelli's eyewear collections are distinguished by exceptional attention to detail, creativity and exclusivity, capturing a unique blend of Italian elegance and timeless beauty.
- **Burberry.** Since its creation in England in 1856, Burberry has been synonymous with design, craftsmanship and innovation. Now Burberry has become a leading luxury fashion brand with a global business and a distinctive British identity. The eyewear collection, under license agreement since 2006, is inspired by the brand's innovative ready-to-wear and accessory collections, and integrates recognizable iconic elements for both men and women.
- **Chanel.** Chanel glasses are the quintessential fashion accessory, adding a finishing touch to any silhouette. From contemporary to iconic styles, its designs demonstrate the know-how and creativity of Maison Chanel. Each eyewear collection embodies Chanel icons, attention to detail, use of noble materials, timeless elegance and refined design.

- **Coach.** Founded in 1941 as a family-run workshop in a Manhattan loft, Coach has grown into a leading American fashion brand for women and men around the world. Under license since 2012, the Coach eyewear collection perfectly expresses effortless New York style and authentic American heritage.
- **Diesel.** Diesel is a pioneering international lifestyle brand, established by Renzo Rosso in 1978. Originally rooted in denim craftsmanship, the brand has evolved into a leader in premium fashion, offering a bold and distinctive alternative to the traditional luxury market. Since 2020, Diesel's collections have been overseen by creative director Glenn Martens, encompassing apparel, accessories and a diverse range of lifestyle collaborations. These include eyewear, fragrances, watches, jewelry and Diesel Living projects in interior design and real estate. Diesel's eyewear collection reflects the brand's signature, playing in a daring, irreverent and provocative way with cutting-edge materials and technologies. Designed to resonate with a growing base of Gen Z brand enthusiasts, Diesel offers gender-inclusive products that celebrate diversity and individuality.
- **Dolce&Gabbana.** Dolce&Gabbana is a luxury brand that draws inspiration from the roots and authentic values of its own DNA: Sicily, sensuality and sartorial ability. Dolce&Gabbana's essence lies in its contrasting yet complementary features. The eyewear collection, under license since 2006, is characterized by sophisticated and elegant shapes, prestigious materials and refined details.
- Ferrari Group includes **Ferrari** and **Scuderia Ferrari**.

  Founded in 1947, Ferrari is renowned for its high-performance cars and iconic elegance. Embodying the pursuit of innovation and Italian craftsmanship, Ferrari creates timeless, elegant icons for an ever-evolving world. The brand continues to expand its luxury identity in the lifestyle category, bridging aspirational designs with exclusivity. Featuring luxurious design elements, such as the iconic leather stitching in its luxury car interior and embedded logo, the new Ferrari Eyewear collection captures the brand's unique heritage and Italian craftsmanship of Ferrari while elevating its fashion-forward credentials.

  Inspired by race car design and a symbol of Italian excellence, Scuderia Ferrari represents high-performance cars, iconic elegance, and sophisticated design and engineering. Drawing from the racing world and the spirit of competition, the Scuderia Ferrari Eyewear collection appeals to sports enthusiasts seeking styles that blend urban active with athleisure. Crafted from premium materials, the brand's frames feature details inspired by racing and aerodynamic elements.
- **Jimmy Choo.** Established in 1996, Jimmy Choo is a leading global luxury brand with an empowered sense of glamour as well as a playfully daring spirit. Celebrated for its confident style and exceptional craftsmanship, Jimmy Choo is synonymous with the art of celebrity dressing and red-carpet style. The House's innovative spirit meets time-honored techniques in the form of exceptional collections spanning footwear, handbags and fragrance to a range of accessories and a growing men's offering. The eyewear collection, inspired by Jimmy Choo codes, celebrates the glamourous spirit of the House and is strongly connected to the other product categories.
- **Michael Kors.** Michael Kors is a world-renowned, award-winning designer of luxury accessories and ready-to-wear fashion. Established in 1981, his eponymous brand embodies sophisticated style for those who embrace effortless fashion and endless travel. Each Michael Kors eyewear collection reflects the designer's unfailing eye for timeless chic. From sport-luxe to runway-ready designs, the brand's eyewear captures the many facets of modern glamour.
- **Moncler.** Founded in Monestier-de-Clermont, France, in 1952, Moncler is now one of the leading global companies in the fashion industry. It is established as an ever-evolving brand, investing in digitalization, with the purpose of unleashing the extraordinary in every aspect of its business thanks to constant technological and esthetics research. The recently announced exclusive licensing agreement is in effect from 2024, enriching the Group portfolio with a perfect blend of functionality and contemporary esthetics, including a mix of frames suitable for both city and mountain living, at the forefront of design, innovation and quality.
- Prada Group. Under license since 2003, Prada Group includes **Prada**, **Prada Linea Rossa** and **Miu Miu** collections.

  Prada represents the best of Italian culture and tradition. It is one of the most innovative, prestigious and widely recognized brands in the fashion and luxury goods industry, with a keen attention to detail and creativity. Prada Eyewear reflects this approach with unmistakable style, ahead of styles and trends, refined elegance and uncompromising quality. The Prada collection also includes Prada Linea Rossa, the perfect fusion of innovative technology and modern luxury, where streetwear influences and sportswear inspirations are combined.

  Miu Miu is the most free-spirited representation of Miuccia Prada's creativity. Miu Miu Eyewear is irreverently sophisticated and characterized by a cutting-edge style that evokes a sense of freedom and intimacy for women driven by a modern spirit of exploration and experimentation in their choices.
- Ralph Lauren. At the heart of Ralph Lauren lies the American Dream. Under license since 2007, the Ralph Lauren eyewear portfolio encompasses three distinct brands – **Ralph Lauren**, **Polo Ralph Lauren** and **Ralph Eyewear** – each designed to meet the needs of different consumer segments.

  Ralph Lauren defines American luxury through its iconic Collection and Purple Label. Its signature themes draw inspiration from a rich tapestry of American influences and landscapes, including Old Hollywood glamour, rugged Western sensibility, equestrian heritage and vintage automotive culture. At its core, Ralph Lauren's legacy embodies refined elegance, seamlessly blending classic American heritage with modernity, exemplified by new icons like the RL Stacked logo.

Polo Ralph Lauren celebrates an active, athletic lifestyle infused with Ivy League. Vibrant and colorful, Polo Ralph Lauren elevates classic shapes with modular designs and standout accents. As a sports authority in the premium fashion sector, Polo eyewear champions three Grand Slam tennis tournaments: the Australian Open, Wimbledon, and the US Open. Its expansive product range caters to men, women, and children alike.

Ralph Eyewear offers modern classics for the metropolitan woman. Feminine and youthful, Ralph reimagines timeless shapes with contemporary details, incorporating on-trend colors and styles. Designed for women seeking to elevate their wardrobe from workdays to weekends, Ralph brings effortless sophistication to everyday fashion.

- **Swarovski.** Swarovski is a place where magic and science meet. Founded in 1895 in Austria, the company designs, manufactures and markets high-quality crystals and gemstones as well as finished products such as jewelry and accessories. The Swarovski Eyewear collection, inspired by the brand's jewelry families, combines Swarovski's creativity and savoir-faire with the knowledge and expertise of EssilorLuxottica and was launched in 2023.
- **Tiffany & Co.** Founded in New York City in 1837 by Charles Lewis Tiffany, Tiffany & Co. is a global luxury jeweler synonymous with elegance, innovative design, fine craftsmanship and creative excellence. An iconic brand with a rich, storied heritage, Tiffany has defined style with its visionary artistry and imaginative wit. In 2008, the Group became Tiffany's first eyewear licensee, producing contemporary sunglasses and optical styles inspired by the House's iconic jewelry collections, from classic shapes to a variety of personal styles.
- **Tory Burch.** Founded in 2004 in New York City, Tory Burch is an American luxury brand known for beautiful, timeless pieces and rich storytelling that evokes optimism and joy. Tory is a fashion designer who draws inspiration from her parents' effortless style, the worlds of travel, art and interiors, and women globally. Empowering women is the company's guiding principle, underpinning its design philosophy and company culture, and driving the work of the Tory Burch Foundation.
- **Versace.** Founded in 1978 in Milan, Gianni Versace S.r.l. is one of the leading international fashion design houses and a symbol of Italian luxury worldwide. It designs, manufactures, distributes and retails fashion and lifestyle products bearing distinctive signifiers of the brand such as the iconic Medusa head and the Greca pattern. Donatella Versace has been Artistic Director of Versace since 1997 and has steered the brand into the 21st century. Today, Versace represents its heritage through its strong and fearless designs, while addressing a new global audience that continues to strengthen Versace's position in contemporary culture. In 2019, Gianni Versace S.r.l. joined Capri Holdings Limited, forming a new global fashion luxury group with Michael Kors and Jimmy Choo. The eyewear collection, under license since 2003, is characterized by high-end materials as well as a recognizable design esthetic. Versace Eyewear pairs contemporary shapes with distinctive brand codes.

**Strategic value of collaborations in driving brand growth and engagement.** Collaborations serve as a powerful catalyst for EssilorLuxottica's iconic brands, enabling them to expand their reach, enhance visibility and elevate their perceived value. Operating an open, collaborative and inclusive business model, the Company strategically leverages partnerships to achieve diverse and meaningful objectives.

Through collaborations with renowned brands and influential personalities, EssilorLuxottica taps into its partners' audiences, significantly amplifying exposure. For instance, the collaboration between Oliver Peoples and Brunello Cucinelli, announced in 2021, marked the beginning of an exclusive ten-year license agreement in the eyewear category. Likewise, Oliver Peoples' partnership with Roger Federer marked the brand's initial foray into the luxury sports segment. Another noteworthy collaboration with Diesel, launched in 2022, evolved into a ten-year licensing agreement two years later, opening doors to Diesel's growing base of Gen Z brand builders.

Collaborating with culturally resonant and trendsetting partners enables brands to create distinctive and memorable products or campaigns. Oakley exemplifies this with its Oakley Catalyst Collaborations Platform, which has nurtured partnerships with cutting-edge brands like Brain Dead, Satisfy, Palace and more.

Collaborations also unlock valuable opportunities for storytelling, creating narratives that deeply engage audiences and foster meaningful connections. These narratives humanize the brand, making it more relatable and impactful. For example, Ray-Ban's enduring collaborations with Disney showcase the power of storytelling, captivating audiences and strengthening customer loyalty.

## Apparel, Footwear and Accessories Brands

Seamlessly aligned with EssilorLuxottica's innovation and development journey, the apparel, footwear and accessories (AFA) brands offer the Company direct and lasting connections to new audiences, languages and creativity. This newly established category allows EssilorLuxottica to diversify its portfolio and engage with new consumers worldwide in distinctive, lifestyle-driven and sports performance-oriented ways that complement its core expertise. It includes the New York-based streetwear brand Supreme, the sports performance brand Oakley, and the outdoor enthusiasts' brand Costa.

Blending fashion and performance with cultural relevance, these AFA brands serve as powerful platforms for innovation and communication. Their integration into the Group's ecosystem strengthens its ability to inspire, engage and resonate deeply with evolving consumer tastes and aspirations.

- **Supreme**. In April 1994, Supreme opened its doors on Lafayette Street in downtown Manhattan and became the home of New York City skate culture. At its core was a group of neighborhood kids, New York skaters and local artists who became the store's staff, crew and customers. Supreme grew to embody downtown culture, and play an integral part in its constant regeneration. Skaters, punks, hip-hop heads – the young counterculture at large – all gravitated toward Supreme. While it developed into a downtown institution, Supreme established itself as a brand known for its quality, style and authenticity. Over 30 years, Supreme has expanded from its New York City origins into a global community; working with generations of artists, photographers, designers, musicians, filmmakers and writers who defied conventions and contributed to its unique identity and attitude.
- **Oakley**. The Oakley apparel line embodies the brand's reputation for creating products with a high technical specification, integrating leading innovations and technologies to improve the performance of athletes of all levels. Established in 1975 in California, Oakley has transformed into a leading sports lifestyle brand that provides complete sportswear collections to active, performance and lifestyle consumers across sports such as surfing, golf, cycling, sailing, skiing and mountain biking.
- **Costa**. Crafted to withstand nature's extremes, Costa apparel is designed with the same commitment to quality as its renowned eyewear. For over 20 years, Costa has delivered adventure-ready apparel that accompanies every journey where new stories are made. From versatile board shorts and classic button-down fishing shirts to advanced performance knits, Costa offers premium gear that enhances life on the water and helps outdoor enthusiasts 'See What's Out There'.

## 1.4.6 Go-to-Market

EssilorLuxottica's global distribution network, including direct to consumer brands and a professional solutions network of third-party stores, is one of its core strengths. It extends to both developed and emerging markets, where the Group has made substantial investments over the last few years.

EssilorLuxottica's efficient distribution network makes it possible to maintain close contact with its customers while maximizing the visibility of its brand portfolio. In addition, the Company's expertise in the retail business gives it a unique understanding of consumer needs and tastes in key countries. All of this helps the Group achieve the strategic optimization of brand diffusion, for both its proprietary and licensed brands.

### 1.4.6.1 Professional Solutions

Bringing together the complementary expertise of two industry pioneers, EssilorLuxottica delivers a comprehensive portfolio of iconic frames, cutting-edge lens technologies, next-generation instruments and innovative digital solutions. Its network includes over 300,000 third-party eyecare professionals (ECPs), ranging from ophthalmologists and research scientists to independent opticians, along with third-party e-commerce platforms, optical retail banners, specialty sun retailers, department stores, duty-free shops and sports channels that offer apparel, footwear and accessories from the Company's iconic brands. Through this network, EssilorLuxottica empowers its partners with unmatched innovation and support.

In 2024, its Professional Solutions[(1)] segment contributed 47% of the Group's turnover, fueled by its loved and trusted vision care and eyewear brands, category growth strategies and innovation rollouts. The Group strengthened its customer-centric approach by investing in cross-channel opportunities, like the sun cross-channel journey in EMEA sports channels, and cross-category synergies like integrating instruments and lenses into a new in-store eyecare consumer journey tailored to patient needs. This empowered independent ECPs to grow their practices and gain a competitive edge through initiatives including:

- **EssilorLuxottica 360**. Launched in 2021, this global partnership program now operates in over 16,000 stores across EMEA (9,000), North America (5,000+), Brazil (nearly 2,000) and Mexico (400). It addresses key ECP needs – visibility, traffic, sell-out, productivity and business development – while driving value across frames, lenses and instruments.

  Last year in North America, the program introduced new frame brands like Jimmy Choo and exclusive Ray-Ban styles. Members enriched their experience attending events featuring innovations like Ray-Ban I Meta, Essilor Instruments Light Therapy and Nuance Audio demos, while accessing management development programs through the Leonardo learning ecosystem. In EMEA, spanning 13 markets, EssilorLuxottica 360 expanded with premium digital displays and integrated campaign assets, such as the Varilux x Persol launch. Local events, including a geo-targeted marketing initiative in Germany, empowered opticians with tailored solutions.

(1) *It represents the wholesale business of the Group, including the supply of its products and services to independent opticians, distributors, third-party e-commerce platforms and large retail chains in the eyecare and eyewear industry.*

- **Essilor Experts**. This program empowers independent eyecare practices with exclusive benefits, cutting-edge tools and expert training to elevate vision health and differentiate their services. By the end of 2024, it supported 12,000 stores in EMEA, 8,000 in the US, and more than 1,000 in Hispanic Latin America, delivering stronger sales growth and a better mix of the Company's branded products compared to non-partners.

  In EMEA, Essilor Experts became one of the region's largest programs, offering state-of-the-art technology, networking events and exclusive campaigns, like the Varilux campaign focusing on personalization and Near Vision Behavior measurement, with high-impact media and in-store activations. In North America, targeted media campaigns connected potential patients with ECPs beyond their typical advertising reach. Members also had access to educational workshops, management development programs on Leonardo and digital marketing tools to enhance growth and visibility.
- **STARS**. Launched in 2002, the STARS strategic partnership program empowers wholesale customers – including independent opticians, optical banners, travel retailers and e-retailers – to successfully navigate the dynamic landscape of the eyewear industry and unlock their full business potential. In 2024, STARS reached more than 16,000 partner stores worldwide, marking a new milestone for the program. Through STARS, partners stay ahead of market trends, gaining the ability to be the first to offer new collections while maximizing sell-out performance through automatic reordering of top-selling products. The program provides key benefits, such as expert product advice, assortment management, stock optimization and targeted initiatives, to drive in-store traffic. Additionally, STARS strengthens customer engagement by promoting education through a dedicated learning path on Leonardo, enabling partners to access the latest industry insights and stay at the forefront of innovation.
- **Alliances**. These platforms unite independent ECPs across the US, including Vision Source, PERC/IVA (Professional Eyecare Resource Co-operative/Infinite Vision Alliance) and Opti-Port. Each alliance operates under a unique model, delivering innovative solutions and expanded business tools that empower approximately 11,000 members to maximize value and drive industry growth.

360 EssilorLuxottica | perc | essilor EXPERTS | Vision Source SIGNATURE EYE CARE | Stars EssilorLuxottica | OPTI-PORT

The Group also continues to invest in its **Leonardo** learning ecosystem, which provides high-quality education for the industry. Accessible to all EssilorLuxottica employees and partners, as well as ECPs worldwide, it offers a wide variety of courses and programs to engage learners across the world, including the recently launched Nuance Audio program, Ray-Ban | Meta glasses, Ray-Ban and Oakley Expert, Transitions Expert and the World of Optics program. In 2024, Leonardo reached a key milestone with the opening of its first Educational Center in Créteil (France), located within the Group's Center for Innovation & Technologies. Awarded the Qualiopi certification, this hub ensures high-quality educational solutions in technical, sales, and management disciplines.

LEONARDO science for a new vision

EssilorLuxottica continues to drive its digital revolution for eyecare professionals, providing access to **breakthrough digital technologies**. These include tools that connect its operations to customers and consumers, alongside digital support for ECPs to help grow their practices and enhance the patient experience. The Company has redefined the way eyewear collections are presented in its showrooms through Red Carpet, a digital showroom offering an interactive, immersive experience to explore its extensive eyewear portfolio. Features include high-definition renderings, 360-degree technology, and multimedia content inspired by brand campaigns. Red Carpet has evolved to support a fully digital strategy, enabling remote selling sessions and enhancing the customer journey with AI-powered product recommendations tailored to past purchases, geographic location, trends, and demographics. The Company has also optimized B2B sales channels through My.EssilorLuxottica.com, a global platform providing 24/7 access to its supply chain and business services. Key tools, such as the Lens Simulator, support opticians with product comparisons and simulations, while See-Through technology and 3D renders help improve patient communication and facilitate upselling opportunities. Other game-changing shopping experiences include Smart Shopper, an in-store digital tool that allows consumers to virtually explore the Group's seemingly endless collections and brands using augmented reality and proprietary try-on technologies, while also offering customization options like Ray-Ban Remix and Oakley Custom. The latest AI-driven digital experiences, such as Find-The-Perfect-Frame, recommend eyewear based on facial features and consumer preferences, delivering a highly personalized experience. As of 2024, more than 7,000 Smart Shoppers were present in the Group's ECP practices worldwide. Additionally, EssilorLuxottica has established itself as a leader in private digital broadcasting with nearly 14,000 digital windows deployed in customer optical practices around the world, engaging consumers with dynamic, innovative content.

EssilorLuxottica also counts among its partners third-party e-commerce platforms and independent distributors who provide vision care to remote and rural communities in underserved regions, with the Group's Sustainable Programs division continuing to find new and sustainable ways to provide vision care to underserved populations without access to conventional distribution channels. These programs, in collaboration with the OneSight EssilorLuxottica Foundation (see Section 1.1.2), train unemployed people at the base of the pyramid to become vision care entrepreneurs for their communities. These include Eye Mitra in India and Bangladesh, Eye Rafiki in Kenya, Vision Centers in Africa, Mitra Mata in Indonesia, Eye Partners in Greater China and readers access points in Cambodia. Through these Sustainable Programs activities, the Group has created awareness and access in small towns by structuring informal optical channels, including some without physical shops, with training and marketing support as well as access to the Group's products and supply chain.

### 1.4.6.2 Direct to Consumer

The Direct to Consumer business represents the Group's retail operations, delivering EssilorLuxottica products, services and solutions directly to end consumers through an extensive network of proprietary stores (brick and mortar activities) and online channels (e-commerce).

In 2024, Direct to Consumer activities continued to grow, driven by the optical business and positive impact of the Group's strategy in connection with the acquisition of GrandVision. Cross-channel opportunities and cross-brand initiatives further enhanced Direct to Consumer services, enriching both the online shopping journey and online prescription experience while leveraging the Group's wide-reaching retail network. In recent years, these initiatives have been extended to pure e-commerce platforms, such as Glasses.com, ContactsDirect, and Costadelmar.com, offering superior service and adding a human touch to the pure digital experience.

The expansion of the omnichannel program at OPSM and GrandVision Italy marked another significant milestone, reaching over 4,200 stores and reinforcing EssilorLuxottica's global omnichannel strategy. This initiative highlights the Company's commitment to providing seamless omnichannel experiences by enhancing in-store processes and reimagining shopping journeys to meet evolving consumer expectations. Immersive, innovative and engaging shopping experiences were delivered through premium services, including same-day Buy-Online-Pick-Up-In-Store, same-day delivery through Ship-From-Store and Return-In-Store services, now available in cross-banner mode. These innovations position EssilorLuxottica as a true pioneer in the industry. For instance, in North America, Sunglass Hut stores can now handle same-day Buy-Online-Pick-Up-In-Store requests from Ray-Ban.com and Oakley.com thanks to shared assortments across channels and brands, and e-commerce returns from other EssilorLuxottica banners. Omnichannel services have gained significant traction, particularly for complex and digital products, with Ray-Ban | Meta emerging as a notable growth driver.

Omnichannel initiatives are also central to the Group's optical brands, with LensCrafters and Target Optical in North America, Salmoiraghi & Viganò and GrandVision in Italy, and OPSM in Australia becoming trusted destinations for prescription consumers shopping online in the US. To ensure a seamless and consistent experience for prescription consumers across all channels and regions, last year, the Group has also continued rolling out its online appointment booking service. In the US, the recently implemented Doctor Locator feature enhances EssilorLuxottica's optical e-commerce platforms by enabling online booking through the Company's wide-reaching doctor network across LensCrafters and Target Optical brick and mortar activities. This tool also empowers doctors and affiliates with consumer insights, allowing them to deliver personalized in-store experiences. In the EMEA region, GrandVision's optical banners continue to innovate, introducing new functionalities, such as Frame-Reserve-Online-And-Try-In-Store, reinforcing its position as the preferred destination for eyecare in the region.

#### 1.4.6.2.1 Brick and Mortar Activities

With leading global optical retailer GrandVision now part of EssilorLuxottica, the Group expanded its Direct to Consumer footprint in EMEA and strengthened its reach in Latin America, consolidating its presence in eyecare and eyewear on a global scale, presenting an opportunity for the Group to engage more effectively with consumers.

With a strong portfolio of retail brands, EssilorLuxottica is well positioned to serve consumers around the world with the latest designer and high-performance frames, advanced lens technologies, innovative eyecare, everyday value and high-quality vision care health benefits. As of December 31, 2024, EssilorLuxottica's Direct to Consumer business consisted of 13,537 stores and 4,101 franchised locations. Last year, the Group completed the acquisition of Washin Optical Co., Ltd. in Japan and, more recently, Optical Investment Group in Romania to grow its optical retail presence.

EssilorLuxottica's retail stores not only sell prescription frames and sunglasses that it manufactures, but also a range of frames and ophthalmic products manufactured by third-party companies.

An overview of EssilorLuxottica's retail brands follows below:

- **Sunglass Hut.** Founded in 1971 as a small kiosk in a Miami mall, Sunglass Hut has grown into one of the world's leading destinations for the most sought-after high-quality sunglass brands. Stores can be found in fashionable shopping districts across the globe, from the Americas, Europe and the Middle East to Australia, South Africa, Greater China, Southeast Asia and beyond. Sunglass Hut provides consumers with a professional, highly engaging shopping experience. It also offers a consistent and connected experience across all consumer touchpoints, including online, in-store, social and mobile, and uses in-store digital tools like Smart Shopper to provide access to an endless aisle range and customized products in every store location. As part of this strategy, the brand continues to invest in the digitalization of the in-store shopping experience, from Smart Shopper to the digital broadcasting network fully integrated in the store layout to elevate brands and services storytelling. In 2018, Sunglass Hut signed an agreement with Bass Pro to open Sunglass Hut shop-in-shops within Bass Pro and Cabela's 171 locations across North America. In 2022, it entered Mexico's high-luxury segment with store openings in Palacio de Hierro.
- **LensCrafters** (North America, Greater China). Founded in 1983, LensCrafters pioneered a revolutionary concept to combine eyecare, eyewear and onsite labs to craft glasses in about an hour. Today, LensCrafters is one of the largest optical retail brands in North America, with many stores located in high-traffic commercial malls and shopping centers. A wide selection of premium and luxury optical frames, sunglasses and high-quality lenses, as well as optical products made by EssilorLuxottica and other suppliers are available in most locations. Each location has an experienced Doctor of Optometry, either independent or employed, who is focused on building patient relationships. All of the stores have access to the Group's state-of-the-art lens processing network with the ability to craft, surface, finish and fit lenses. As part of its underlying commitment to consumer satisfaction and industry innovation, LensCrafters has made significant investments in technology and continued its digital transformation to strengthen and enhance the consumer omnichannel experience and digital eye exams. In 2006, the Group expanded the LensCrafters brand in India and Greater China by acquiring and then rebranding local retail banners in Beijing, Shanghai, Guangzhou and Hong Kong.
- **Vision Express** (the UK, Ireland, Bulgaria, Poland and Hungary). Established in 1988 in Gateshead, England, Vision Express pioneered a revolutionary concept to combine eyecare, eyewear and onsite labs to craft glasses in about an hour. The brand expanded rapidly through organic growth and acquisitions, and today operates close to 1,000 locations. A leader in the national optical industry, Vision Express also opened its first store in Poland in 1994 as a medical company, and now enjoys nationwide coverage with ophthalmologists and optometrists delivering advanced medical services. In Poland, it operates a mid-high market second banner, **Trendy Opticians**, offering a wide selection of international brands. Vision Express launched in Hungary in 1996 and is now the second-largest optical brand in the country, with stores offering one-hour service, and omnichannel experience having existed since 2017 with a sunglasses webshop. In 2008, Vision Express opened in Bulgaria with the acquisition of the local Optik Matt optical brand, and currently operates 10 stores.

- **Apollo** (Germany). Apollo is a leading optical retail brand in Germany. Since its beginnings in the late 1960s, it has aimed to enrich people's lives with its services, and today it operates close to 900 stores in an omnichannel concept that strives to inspire its consumers, providing satisfaction with outstanding optical services, professional advice and high-quality products.
- **Target Optical** (North America). With the acquisition of Cole National in 2004, Target Optical, a licensed brand operating within its host stores, became part of the Group retail network. The brand offers consumers the convenience of taking care of their optical needs, while shopping at their preferred retailers.
- **MasVisión** (Spain, Argentina and Mexico). Founded in 1996 in Valencia, MasVisión has grown to become a leading optical retail banner in Spain, Argentina and Mexico. Its mission is to be the retailer of choice for a growing group of fashion-savvy consumers who have come to expect accessible quality, outstanding service and value.
- **Pearle** (the Netherlands, Belgium and Austria). Before the Pearle brand existed, Alfons Hamer opened his first optical store in 1959 in the Netherlands, with the dream of making eyesight solutions accessible to the largest possible audience. His stores, called Brilmij, started a revolution in optical retail by displaying glasses on pins so consumers could choose their favorite frame by themselves. Brilmij grew to become the largest optical retail brand in the country, and since 1983 the brand has also expanded its business in Belgium. As of 1990, the stores continued under the name Pearle Opticiens, founded by Dr. Stanley Pearle, who, like Alfons Hamer, strongly believed that quality eyecare and eyewear should be easily accessible to everyone, regardless of age, income, or background. In Austria, Pearle was founded in 1977 and has been the leading optical retail brand in the country since 2015, offering consumers a wide range of high-quality exclusive and designer brand frames, sunglasses and contact lenses with the goal of being the best choice on the market.
- **Générale d'Optique** (France). Founded in 1993, Générale d'Optique has grown to become one of the leading optical banners in Metropolitan and Overseas France. Its mission is to establish itself as the retailer of choice for the growing number of savvy consumers who have come to expect quality products, exceptional service and value. Since its creation, the brand has been considered as the disruptive player on the French optical market, with more than 670 stores offering a wide selection of private-label eyewear to suit all tastes, ages and lifestyles without having to compromise on functionality and design.
- **OPSM** (Australia and New Zealand). OPSM is a premium optical retailer in Australia and New Zealand with more than 85 years of history and nearly 400 stores. Through its world-class technology and exceptional service, OPSM's goal is to set a new standard of eye health and eyecare. In addition to its eyecare services, OPSM is renowned for its exclusive range of optical frames and sunglasses from international brands.
- **GMO** (Latin America). GMO is an optical market leader in Latin America that became a part of the Group in 2011, following the acquisition of MultiÓpticas Internacional. Since its beginnings in the late 1990s, GMO has developed a reputation for optical retail excellence among consumers in Chile, Peru, Ecuador and Colombia.
- GrandVision (Brazil and Italy). Founded in 1920 in São Paulo, **GrandVision by Fototica** is a Brazilian retail brand with a regional presence across six states. Since 2019, it has achieved national reach through its e-commerce implementation. The company was established with a strong focus on consumer experience, and high-quality eyecare products and services. Innovation is also part of its DNA, with an omnichannel strategy and digital transformation driving local initiatives to deliver a best-in-class shopping experience. **GrandVision by Avanzi** entered the Italian market in 1999 with the acquisition of Ottica Avanzi, further expanding in 2014 with the acquisition of Gruppo Randazzo and the addition of **GrandVision by Optimissimo**. Building on EssilorLuxottica's commitment to sustainability, in 2024 the Italian banner launched a circularity initiative offering consumers the opportunity to return unused sunglasses and prescription glasses to stores to be either repurposed for material recovery or donated for educational purposes.
- **GrandOptical** (France, Iberia, Czech Republic, Greece, Cyprus, Slovakia, Portugal and the Netherlands). When the first GrandOptical store opened in Paris in 1989, a revolutionary concept was launched on the French eyewear market: collect prescription glasses only one hour after purchase. By year end, five new stores were opened around Paris serving the mid-high market segment and offering consumers a large choice of the best international brands, including luxury, as well as high-quality and professional services. In 1995, GrandOptical went international with a store in Barcelona, before extending its activities to other countries, including Portugal (1997), Czech Republic (1999), Greece (2004), Cyprus and Slovakia (2008) as well as the Netherlands (2023).
- **Atasun Optik** (Turkey). With the integration of GrandVision, Atasun Optik, an optical market leader in Turkey, became part of the Group retail network with over 330 stores in 2023. Established in 2007, the brand's mission is to help people see better and be seen better, while offering a unique shopping experience thanks to its Atasun Plus loyalty program and after-sales services as well as 24/7 support.

- **Oakley.** Oakley stores worldwide offer an immersive brand experience, featuring athlete brand ambassadors, cutting-edge technology, design, and innovation. The stores are designed to provide a seamless omnichannel journey – integrating physical and digital touchpoints – while always being supported by trained and experienced in-store staff. The brand has expanded its monobrand retail network to over 370 stores worldwide, offering a full range of Oakley products, including sunglasses (customizable options available), prescription glasses, goggles, apparel, footwear and accessories. Oakley stores are the ultimate destination for Oakley sport communities and are located in major cities and shopping malls.
- **Ray-Ban.** In 2024, Ray-Ban further consolidated its monobrand retail network to over 280 locations worldwide, bringing the brand's unique DNA and experience to new consumers in top destinations while strengthening its global presence in key cities such as Milan, Paris, London, Madrid, New York, Shanghai and Tokyo. Each store offers a premium experience, enriched by new omnichannel services and digital tools. The offering includes exclusive products, pre-releases, and consumer activations, creating a fully immersive Ray-Ban experience. In line with EssilorLuxottica's sustainability commitment and building on the success of its 2023 pilot program, Ray-Ban launched a permanent repair and care hub in select stores last year. These hubs are dedicated to giving new life to the brand's iconic models with services such as frame repairs, wheel cleaning and component replacement.
- **Synoptik** (Denmark, Sweden and Germany). Founded in 1931, Synoptik operates over 100 locations in Denmark. In 1991, the brand expanded into Sweden, growing further with the acquisitions of Din Optiker and Ögat a decade later. Today, Synoptik boasts nationwide coverage in Sweden, offering high-quality products and services in the mid-to-high segment, with a strong emphasis on eye health and comprehensive eye exams across close to 250 stores. Synoptik also features a global e-commerce platform primarily focused on sun products and has introduced the 'Vision as a Service' subscription program in select stores in Denmark and Sweden. Reflecting the Group's sustainability goals, the banner launched the PreLoved concept to extend the lifecycle of returned spectacles by selling them as second-hand products. Starting in late 2024, spectacles unsuitable for resale under the PreLoved initiative are shipped to the Sedico facility for materials recovery or donation for educational purposes. With the 2022 acquisition of Smarteyes, Synoptik now offers a comprehensive portfolio that combines two complementary brands. Founded in 2007, **Smarteyes** operates more than 80 stores across Sweden and Denmark. Its mission is to make great design and professional eyecare accessible for all, with a vision to become the most recommended optician.
- **Salmoiraghi & Viganò** (Italy). Founded through the merger of two brands established respectively by Angelo Salmoiraghi and Angelo Viganò in the mid-nineteenth century, Salmoiraghi & Viganò is a premium Italian optical retail brand with more than 150 years of history. Rooted in innovation, superior consumer experiences, and a commitment to service and quality products, these values continue to define its operations. With its 270 stores, Salmoiraghi & Viganò offers a curated selection of premium and luxury optical and sun eyewear, alongside leading lens brands. Two years ago, the brand launched a circularity initiative, encouraging consumers to return unused eyewear to stores, which is then sent to the Sedico facility for material recovery or donation for educational purposes. Building on its sustainability commitment, the brand introduced the 'Officina Rinnovo' program in select stores in 2024. This initiative extends the lifecycle of eyewear through services such as frame adjustment, fittings, and spare part replacement, performed by technicians from EssilorLuxottica plants.
- Optical House (Ukraine). A strong leader in the Ukrainian optical direct to consumer and professional solutions market, Optical House operates over 230 stores, largely through its main banner Luxoptica, as well as luxury banners **Spex**, **MY I** and **Optic Master**. **Luxoptica** has become one of the flagships in Ukraine's retail industry as a whole, growing the optical industry in the country as well as providing high-quality professional services, products and customer care.
- **Mujosh** (Greater China). Established in 2010, Mujosh is a cutting-edge fashion eyewear brand created for young people, with more than 470 stores located in shopping malls and department stores across Greater China. It offers on-trend collections with specially designed in-store experiences for young consumers looking for affordable fashion. This dedicated brand has an attitude of its own, and encourages young people to break free from conventional patterns and showcase who they are.
- **Pearle Vision** (North America). Acquired in 2004, Pearle Vision is one of the largest franchised optical retailers in North America. Built around the neighborhood doctor, Pearle Vision allows local business operators to provide trusted eyecare to their patients with the support and resources of the Pearle Vision brand.

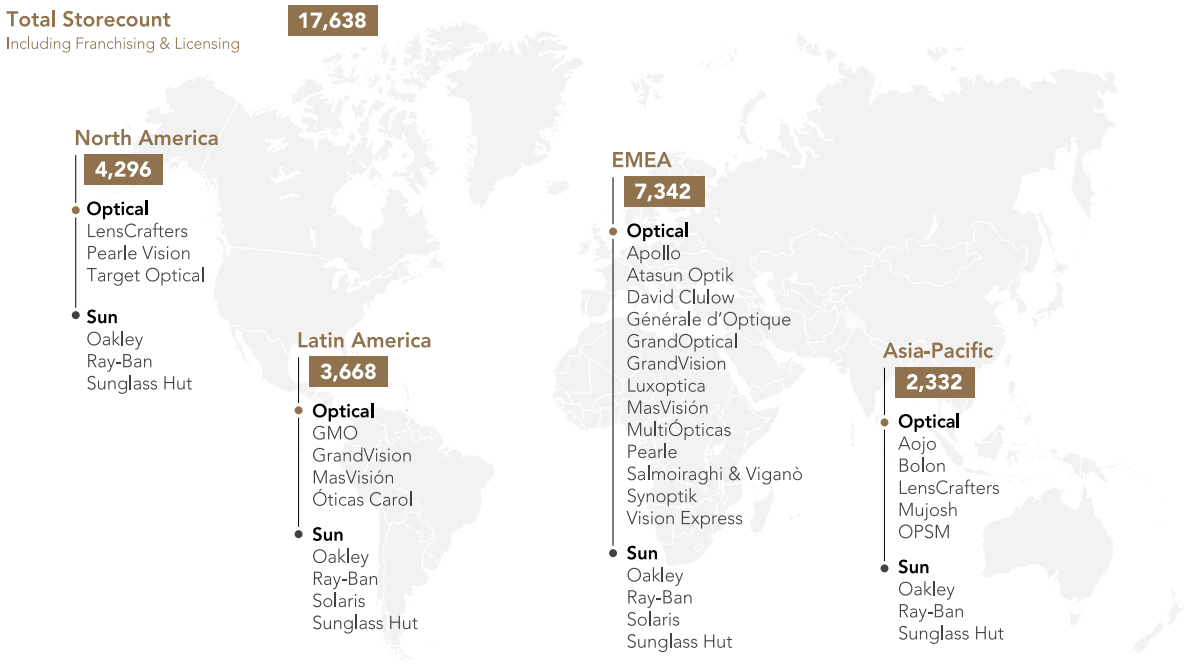
- **MultiÓpticas** (Portugal). In 1988, MultiÓpticas disrupted the national optical market with the democratization of eye health services and eyewear. Originally a Spanish company, operations in Portugal were acquired by Pearle Europe in 2001, and focus was put on helping Portuguese consumers take care of their eye health. With more than 210 locations, MultiÓpticas provides the best offers, a wide selection of options, outstanding consumer experiences and omnichannel and digital transformation to deliver best-in-class consumer services.
- **Bolon** (Greater China). Established in 2003, Bolon is a trendsetting brand in the eyewear industry, with close to 350 stores located in Greater China providing consumers with high-quality products, outstanding design and excellent craftsmanship that appeal esthetically and experientially.
- **Aojo** (Greater China). Established in 2013, Aojo is a leading eyewear brand in Greater China. It has glasses categories spanning frame glasses, sunglasses, presbyopia glasses and computer glasses, fully covering market demand. With over 210 stores, Aojo is the 'lifestyle partner' in vision care, offering an enriched service and experience to family and friend-oriented consumers.
- **Óticas Carol** (Brazil). Óticas Carol, which was founded in 1997 with the goal of satisfying the needs of Brazilian consumers in the eyewear sector, is one of Brazil's leading optical retail brands. Óticas Carol became part of the Group in 2017, and its mission is to provide the best platform for the sustainable growth of its franchisees, offering its consumers excellent optical services and products.
- **Supreme**. Since 1994, Supreme has established itself as a brand known for its quality, style and authenticity, and has expanded from its New York City origins into a global community. Supreme's physical stores serve as cultural landmarks, reflecting the brand's iconic street style and fostering a strong sense of community. Supported by a global digital presence, Supreme connects with its audience across both physical and digital spaces. With 17 locations worldwide in 2024 – five in the US, four in Europe (France, Italy, the UK and Germany) and eight in the Asia-Pacific region (Japan, Greater China and South Korea) – Supreme continues to define youth culture, designing and producing quality apparel and accessories for a loyal global audience.
- **Ópticas Lux** (Mexico). Ópticas Lux was founded over 80 years ago in Mexico City by Alfredo Santos who set his store apart by offering a wide variety of products and superb consumer service. Today, with 170 stores across the country, Ópticas Lux is the undisputed leading optical retail brand in Mexico with a reputation for offering the most complete and professional eye exams, outstanding service and the best range of top brands in the world. Ópticas Lux manages its own laboratories and trains all its optometrists at its own university – the only one operated by a retail company and certified by the Education and Health Ministries – ensuring the best quality for its products and services.
- **Instrumentarium** (Finland and Estonia). Instrumentarium became a part of the Company's retail network in 2021, following the integration of GrandVision. Founded in Finland in 1901, Instrumentarium is the market leader in the optical field for eye health products and expertise. It focuses on the mid-high market segment, and combines extensive eye health solutions with a large superior product range.
- **Ópticas Visión** (Costa Rica and Nicaragua). Founded in 1959 and part of the Group since 2015, Ópticas Visión has built a strong place in the local market becoming a leader in the optical business for its technology, number of retail stores and customer service.
- **Optica2000** (Spain). Founded in Barcelona in 1976, Optica2000 has always focused on mid-high products and services, being the first banner in Spain to specialize in multifocal lenses as early as 1979. After opening a successful first shop in the El Corte Inglés department store in 1980 led to fast expansion, the brand was integrated in 2019.
- **Team Vision** (North America). Established in 2021, Team Vision is a management services organization (MSO) investing in private practices and practice transitions across North America. It was created for independent eyecare professionals who are looking to transition their practice without sacrificing a focus on health-based patient care. The MSO assumes non-medical responsibilities of the practices it partners with, including product, inventory, staffing and marketing, allowing doctors to focus on patient care while choosing their level of involvement.
- **Solaris** (France, Italy, Turkey, Malta and Mexico). Founded in Paris in 1994, Solaris is a leading sunglass retailer committed to bringing consumers the ultimate sunglass selection. From classic and fashion to luxury and sports performance, Solaris delivers the latest fashion trends, current best-sellers, innovations and cutting-edge technologies in the sunglass market. Today Solaris is present in France, Italy, Turkey, Malta and Mexico, with dedicated stand-alone Solaris stores.
- **For Eyes** (North America). The roots of the For Eyes brand date back to 1972 when three hippies decided to open an optical store in Philadelphia with the dream of making eyewear accessible to all. While it started as a high-volume reseller, today For Eyes has proudly grown its digital presence and expanded to 110 brick and mortar locations across the US and Puerto Rico, with a strong focus on consumer experience excellence and high-quality products.

- **Ofotert** (Hungary). Founded in 1949, Ofotert operates close to 100 stores throughout Hungary. Its main aim is to offer consumers not only the right product, perfect correction and vision but also confidence by advising them throughout the consumer journey with professionalism and attentive and empathetic service.
- **Lafam** (Colombia). Established in 1970, Lafam has grown to become the leading optical retail brand in Colombia. Its mission is to be the retailer of choice for the growing group of fashion-savvy consumers who have come to expect quality, excellent service and value. Lafam is the only brand in the optical market to offer all eye health services; it operates two state-of-the-art ophthalmology centers and one clinic specializing in refractive surgery. It opened its first eye clinic in 2000, and since then has successfully referred its consumers from its stores to its eye clinics.
- **LensMaster** (Russia). LensMaster is the first modern optical retail brand in Russia, with approximately 90 stores in 2024. Established in 1998 in Moscow, the brand has a mid-high positioning that offers superb in-store experience, convenient mall locations, highly qualified staff that consumers can trust, and a wide range of optical and sun brands.
- **Visilab** (Switzerland). In Geneva, Visilab began its journey in 1988 as the first optical brand in Switzerland with a 'lenses in one hour' concept. After the Swiss French-speaking market, it expanded its activities into the Swiss German-speaking market in 1994, in Zürich. Visilab now operates 80 stores covering the mid-high market and enjoys a good reputation for its consumer service, marketing and selection of international frame and sunglasses brands.
- **Brilleland** (Norway). Founded in Oslo in 1985 with the aim of disrupting the eyewear market in Norway, Brilleland has strong brand awareness among Norwegian consumers. It is also the market leader in contact lens subscription services and ranks among top retailers for consumer satisfaction.
- **McOptic** (Switzerland). First opened in Olten, McOptic has grown to become a leading optical retail brand in Switzerland with a mission to become the retailer of choice for the growing group of fashion-savvy consumers expecting quality, excellent service and value.
- **Washin** (Japan). Headquartered in Tokyo with 80 stores nationwide, Washin is a renowned Japanese optical retail brand with a rich heritage of quality, consumer-centric care, and a deep passion for beauty and the artistry of made in Japan eyewear. Founded by Mr. Toru Negishi in 1951, Washin opened its first store in Urawa, Saitama, laying the foundation for a legacy of excellence. Today, its stores are primarily located in the Kanto region, with flagship locations in iconic commercial districts such as Ginza and Shinjuku.
- Optical Center (Guatemala). Founded in Guatemala to provide consumers with excellent optometric health services, style, quality and value, Optical Center operates two banners, OCFYT and Miramás. Established in 1997, **OCFYT** was the first ophthalmological retail banner offering a wide selection of branded sunglasses as an eye health concept, deep professional knowledge, state-of-the-art technology, and a dedication to consumer comfort and overall satisfaction. With over 60 stores across the country, it has become one of Guatemala's leading optical retail brands. Optical Center also operates **Miramás**, which has eight stores in the country.
- Topsa Retail (Peru). Founded in 1967 as a laboratory offering high-quality services to independent optical stores and clinics, Topsa Retail operates two banners, EconoLentes and Vision Center, with stores located mainly in Lima and other large cities in Peru. **EconoLentes** aims to be the most trusted optical brand serving Peruvian families for their vision care needs, whereas **Vision Center** provides consumers with the latest trends in frames and sunglasses, breakthrough technology and the highest quality lenses and contact lenses.
- **Econópticas** (Chile and Peru). Econópticas is dedicated to providing high-quality vision solutions, offering a diverse selection of brands at the most competitive prices. Guided by fundamental values such as commitment and empathy, Econópticas upholds a modern and consistent identity, establishing itself as a trusted choice for customers. Through clear and effective communication, vision care is made more accessible while maintaining the highest standards of service and excellence.
- **Ópticas Place Vendôme** (Chile). Ópticas Place Vendôme was founded in Chile in 1960 and currently operates 54 stores throughout the country. The brand has great recognition among Chilean consumers for its long history in the market, and has always stood out for offering the best technology and latest designs.
- **Nissen** (Finland and Estonia). Founded in 1891, Nissen has over 50 stores nation wide. The brand appeals to a younger consumer base seeking quick and easy service. Nissen is easily accessible throughout Finland and Estonia, and is recognized for its quality consumer service, marketing campaigns, and selection of international frames and sunglasses brands.

- **David Clulow** (the UK, Ireland, Germany, UAE, Saudi Arabia and Bahrain). Established in 1962, David Clulow has built a strong reputation for delivering the highest standard of optical care and services, including sight tests, contact lens fittings, spectacles, sunglasses and prescription sunglasses. David Clulow Opticians is the premier destination for contemporary designer eyewear, offering the widest selection for the discerning customer. Predominantly a London-based optician, David Clulow operates more than 50 optical stores in some of the most prestigious locations, including Wigmore Street, King's Road, Kensington High Street, Hampstead, Covent Garden and Harrods. In addition, the brand has designer sunglass concessions within renowned retailers such as Selfridges, Harrods, House of Fraser, Brown Thomas, Fenwick and De Gruchy. Recent expansions also include new locations in Nakheel Mall in Dubai Palm Jumeirah, City Centre Bahrain and Yas Mall in Abu Dhabi, among others.
- **Robin Look** (Germany). Robin Look is a German optical retail brand that has managed to establish itself as a leading local brand in recent years. Founded in Berlin in 2005, it now operates over 50 stores in Berlin, Saxony, Saxony-Anhalt, Thuringia, North Rhine-Westphalia and Brandenburg. The brand focuses entirely on prescription glasses and aims to provide high-quality products at reasonable prices.
- **Laubman & Pank** (Australia). For more than 110 years, Laubman & Pank has been the local eye health expert for communities in South Australia, Western Australia and Queensland. Renowned for its high level of professional care and personalized service, Laubman & Pank is the eye health expert for the whole family.
- EssilorLuxottica also operates luxury retail stores under the Oliver Peoples, Alain Mikli, Persol and Optical Shop of Aspen brands. **Oliver Peoples**, **Alain Mikli** and **Persol** exclusively sell Oliver Peoples, Alain Mikli and Persol-branded products, with stores located in the most cosmopolitan cities worldwide. **Optical Shop of Aspen** (North America) operates its stores in upscale and exclusive locations, and is known in the eyewear industry for its luxury prescription and sun eyewear and its first-class customer service.
- **Spectacle Hut** (Singapore). Spectacle Hut, acquired by the Group in 2018, has grown to become one of Singapore's largest optical retail brands. Its mission is to become the retailer of choice for the growing group of fashion-savvy consumers who have come to expect quality, exceptional service and value.
- **Mat Viet** (Vietnam). Mat Viet is the leading optical brand in Vietnam with over 30 stores across the country. It became part of the Group in 2018, and since then has developed a reputation for optical retail excellence among Vietnamese consumers by providing trusted eyecare service and a selective range of frames and sunglasses from international brands.
- **Triangle Vision** (North America). For more than 40 years, Triangle Vision has been a trusted provider of comprehensive eyecare, blending state-of-the-art medical technology with personalized, patient-focused service. Its expert optometrists specialize in routine eye exams, contact lenses, ocular disease management, pediatric care and vision therapy, while its full-service optical shop offers the largest selection of designer frames and advanced spectacle lenses in the region. Founded in 1973 by Dr. Thomas Tucker, Triangle Vision has grown from a small practice in Chapel Hill to one of the most successful private optometry practices in central North Carolina, delivering extraordinary eyecare and eyewear to the community.
- **Interoptik** (Norway). Originally a buying group for independent optical stores all over Norway, Interoptik was launched in 1984 and acquired by Pearle Europe in 2006, offering members a franchise agreement. Interoptik is an eye health expert delivering the best consumer service as well as high-end, premium-brand products in the optical market, with several Interoptik optometrists at the forefront of the optometric profession in Norway.
- **EyeQ** (Australia). Established in 2007, EyeQ delivers exceptional eyecare through a network of 25 practices. Renowned for its expertise in clinical diagnosis and treatment, EyeQ prioritizes professional development to stay at the forefront of the eyecare industry. Committed to personalized care, the brand is dedicated to preserving and enhancing healthy vision for patients at every stage of life.

Other retail brands are also part of the Group's portfolio, such as **Kochoptik** (Switzerland), **Sunglass Island** (Mexico), **Optica Popular** (Honduras), **Mathieu Opticien** (Mauritius), **Molsion** (Greater China), **Keops** (Finland), **Nikon** (Japan) and **EyeBuyDirect** (the US).

The Group operates one of the fastest-growing managed vision care companies through **EyeMed Vision Care**. It is one of the largest vision benefits companies in the US, serving 80 million members in large, medium and small-sized companies, and government entities. Its members are enrolled through employer-sponsored benefits sold directly by EyeMed or distributed by many of the largest and most-respected healthcare organizations in the US. EyeMed offers one of the largest networks of eyecare providers in the US, including a diverse range of independent practitioners and retail locations that include EssilorLuxottica optical retail locations. Recently, the Group extended its managed vision care solutions to the European market. Solutions are uniquely customized to the local vision benefit needs of companies and health care organizations.




| *Pure Online* | North America | Latin America | EMEA | Asia-Pacific |
|---|---|---|---|---|
| | Clearly | E-lens | Brille24 | Clearly |
| | ContactsDirect | eÓtica | Charlie Temple | FosterGrant.com |
| | Costadelmar.com | FosterGrant.com | FosterGrant.com | Vogue-Eyewear.com |
| | EyeBuyDirect | Vogue-Eyewear.com | Glasses Direct | |
| | FosterGrant.com | | Lensbest | |
| | FramesDirect.com | | Lenstore | |
| | Glasses.com | | Lensway | |
| | NativeEyewear.com | | Linsenmax | |
| | Readers.com | | VisionDirect | |
| | Vogue-Eyewear.com | | Vogue-Eyewear.com | |

*Banners with more than 200 total store count are mentioned here.*

### 1.4.6.2.2 E-Commerce

EssilorLuxottica uniquely brings its best-in-class brick and mortar standards into the digital space, delivering a world-class online shopping experience to consumers worldwide.

In 2024, direct e-commerce drove 7% of the Group's turnover for the full year, seamlessly complementing its Professional Solutions and brick and mortar activities. By leveraging AI and AR-driven innovations alongside cross-channel and cross-brand strategies, the Company offers a fully personalized, integrated customer journey. Premium services – like same-day Buy-Online-Pick-Up-In-Store, Ship-From-Store, Return-In-Store, and Frame-Reserve-Online-And-Try-In-Store – enhance convenience and engagement at every stage of the shopping experience. With 72 banners across 44 countries and 500 million visitors annually, EssilorLuxottica continues to set the standard for a seamless, connected omnichannel experience.

An overview of the Group's key e-commerce platforms, both retailers and pure digital players, follows below:

- **Ray-Ban.com** is home to the most extensive range of premium Ray-Ban products and exclusive offerings. Currently operating in over 35 countries, the platform is designed with a consumer-centric approach to provide a high-touch, engaging and user-friendly experience. Consumers can explore a wide variety of products, including sunglasses, eyeglasses, prescription eyewear and Ray-Ban Remix, the online customization service allowing consumers to personalize style, material, lens color, engraving and other aspects of their Ray-Ban frames. Historically, Ray-Ban has had a strong focus on innovation: the rollout of advanced Lens Configurator technologies on Ray-Ban.com further reinforced the brand's global presence and gave strong relevance to optical e-commerce. The launch of tools such as Frame Advisor and Virtual Mirror helps consumers select the perfect pair of glasses. Moreover, offering an omnichannel experience is a key factor in the brand's success. The activation of exclusive Ship-From-Store and cross-banner In-Store Pickup services in the US has been another step forward. Responsible shipping options in North America and Europe have also been reinforced on Ray-Ban.com, empowering consumers to choose more sustainable delivery options and align their shopping experience with their values.
- **Oakley.com** is the digital flagship of the Oakley brand, showcasing the most extensive range of Oakley products, including sunglasses, prescription eyewear and goggles, as well as its apparel, footwear and accessories. The e-commerce platform operates across key markets, including the US, Canada, Australia, Japan, Brazil, Mexico and 25 countries in EMEA, while also offering omnichannel services in select locations. The platform features exclusive content highlighting Oakley's collections, advanced technologies, rich heritage and iconic athletes, complemented by a dynamic and intuitive navigation system for an enhanced user experience. Oakley.com also serves as a hub for immersive content, collaborations and special product launches. To support sustainable practices, it offers responsible shipping options in North America and Europe, catering to environmentally conscious consumers. Among its core offerings, the platform emphasizes prescription eyewear in select markets and provides fans with a personalized and unique experience by enabling customization of favorite models, from Sphaera to Sutro.
- Launched in 2008, **SunglassHut.com** has become the go-to digital destination for consumers seeking the latest trends and premium, high-end sunglasses. Over the years, it has delivered an exclusive shopping experience through local websites across North America, several EMEA countries, Australia, New Zealand and Latin America (Mexico and Brazil). Specific focus has been given to the implementation of omnichannel experiences that seamlessly engage consumers across more than 3,100 Sunglass Hut stores and country websites. Sunglass Hut also attracts new consumers through shop-in-shops and online marketplaces, partnering with key players in the e-commerce arena. In 2024, notable innovations on SunglassHut.com included ongoing enhancements to Frame Advisor and Virtual Try-On technologies; a redesigned Product Details page with improved speed and performance; the launch of a Loyalty Program in North America, the UK and Spain; and the introduction of warranty coverage in North America.
- **LensCrafters.com** is the online branch of the leading optical retailer in North America. Dedicated to helping people look and see their best, LensCrafters.com has a passion for vision care and offers the best selection of eyewear from leading designer brands, reflecting the latest trends. The website has optimized appointment bookings, vision benefit integration, Lens Configurator technology offering a premium consumer experience and an innovative Frame Advisor tool that analyzes face shape, size and features to help users find eyewear that suits their unique style. LensCrafters.com has also expanded its omnichannel experience, implementing options such as Buy-Online-Pick-Up-In-Store and Return-In-Store to create a seamless shopping experience that spans from pre-purchase to after-sales. Moreover, the introduction of the Opthy app in the US, a personalized solution for measuring pupillary distance, has further enhanced convenience and supported end-to-end optical e-commerce.
- **OPSM.com** (Australia and New Zealand) is the online brand for the leading brick and mortar banner in Australia and New Zealand. OPSM.com offers online shopping experiences including Buy-Online-Pick-Up-In-Store and Return-In-Store services, to elevate the shopping experience for prescription consumers, with superior service thanks to after-sale service and assistance offered by close to 400 OPSM stores.
- Persol and Vogue Eyewear e-commerce platforms were introduced by the Group in 2017 across Italy, the UK, France, Germany and Spain, followed by the US and Canada in 2018. **Persol.com** serves as the brand's online boutique, offering tailored content that blends seasonal trends with a luxurious mix of esthetics and technology. Last year, the platform also supported brand activations, including the Persol Senna Series, reimagined in collaboration with Netflix and featured in the new series Senna. **Vogue-Eyewear.com** showcases the latest collections of this truly international, contemporary brand, providing an engaging digital destination for fashion-forward consumers. **OliverPeoples.com** brings the brand's exceptional craftsmanship, attention to detail and outstanding customer service into the digital realm. Featuring elegant designs, insights into the brand's inspirations and interactive features, it delivers a digital experience mirroring the sophistication of an Oliver Peoples boutique. In 2024, the platform hosted the collection born from its successful partnership with Roger Federer.

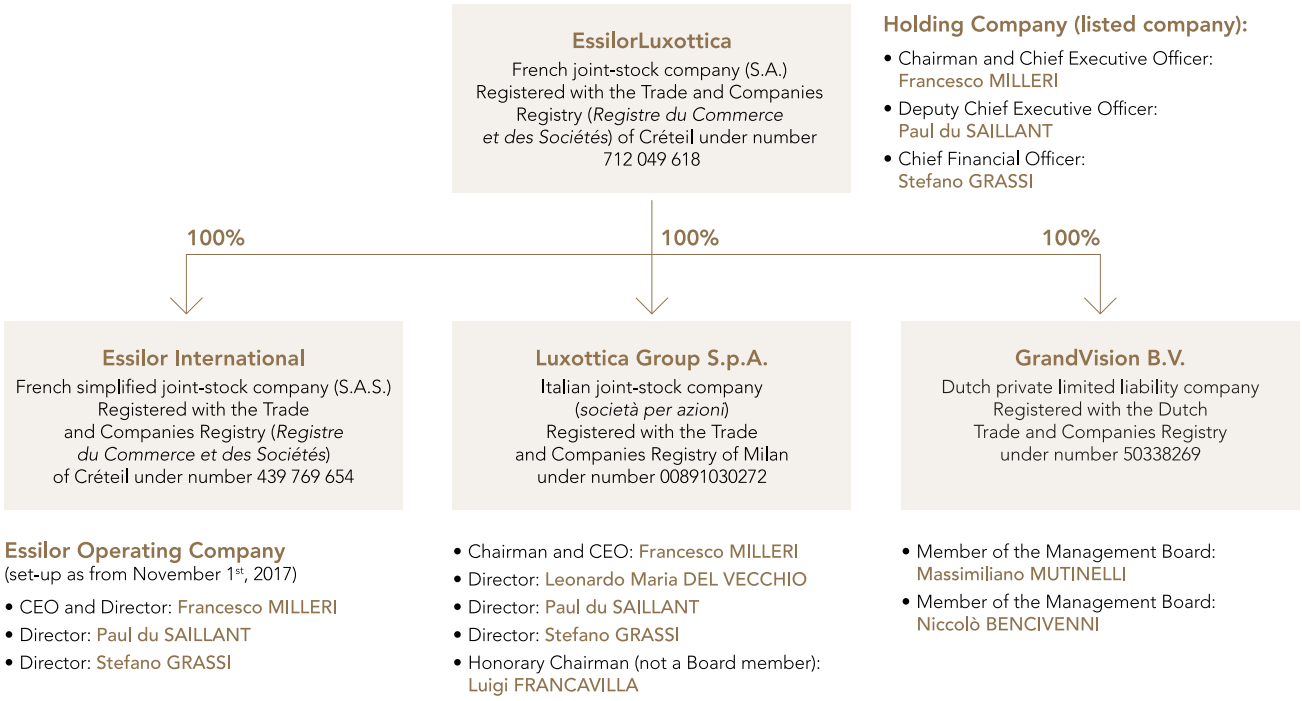
- **Costadelmar.com** is a premier destination for premium eyewear, specializing in high-performance polarized sunglasses designed for bold water adventures and unforgettable coastal moments. With collections tailored to diverse lifestyles, the platform delivers a seamless experience both on and off the water. Online tools, such as the Product Comparator, Virtual Mirror and Frame Advisor, make it effortless for users to find their perfect sunglasses. Additional services include light engraving for personalized eyewear, a protection plan for extended coverage, Buy-Online-Pick-Up-In-Store convenience and a responsible shipping option, underscoring Costa's commitment to sustainability. Enhancing its eyewear offering, Costa's apparel collection features performance-driven tops, bottoms, hats, and visors designed for optimal comfort and adventure-ready style. **Bliz.com** and **NativeEyewear.com** complement the Group's sports hub with specialized platforms for high-performance sports eyewear. Designed for outdoor enthusiasts tackling rugged trails, snowy peaks or winding roads, Bliz.com operates across 22 countries in the EMEA region, prioritizing eco-conscious practices for a more sustainable online shopping experience. **FosterGrant.com** showcases a wide selection of Foster Grant eyewear and licensed collaborations, including sunglasses, fit-overs, clip-ons, kids' eyewear, reading and blue-light glasses, all blending fashion and function to meet diverse consumer needs.
- **Clearly** (Australia, New Zealand and Canada) is the leader of the online optical category in the countries where it operates. It deploys a multi-category model encompassing contact lenses, eyeglasses, brands, and private labels in each market.
- **ContactsDirect** (North America) is the one-stop-shop for contact lenses online, providing superior service both for consumers purchasing through their vision benefits and those looking for great deals.
- **E-lens** and **eÓtica** (Brazil) are EssilorLuxottica's online banners in Brazil, holding a leading position for contact lenses. They are working to grow the category while also fostering sales of prescription eyewear.
- **EyeBuyDirect** (North America and Australia) provides an exceptional eyewear experience with a diverse range of quality, fairly priced glasses and a personalized service so people can truly express their authentic selves. Consumers tend to come back more often and sooner than on average.
- **FramesDirect.com** (North America) was founded in 1996 by two doctors and offers the largest online selection of authentic designer frames from top-selling makers, including more than 40,000 products and 250 brands.
- **Glasses.com** (North America) is one of the first websites to sell prescription eyewear online and has always focused on quality eyecare and innovation. It aims to provide a personal, emotionally rewarding experience in the online optical eyewear industry.
- **Readers.com** (North America) was launched in 2012, and is the leading online retailer for reading glasses offering a wide range of style options at an affordable price point.

In the EMEA region, e-commerce platforms are integral to EssilorLuxottica's strategy, serving as online showcases for its retail banners and key channels for booking in-store appointments. These platforms have demonstrated robust year-on-year growth. For instance, Apollo.de in Germany stands as the largest e-commerce platform within the Group's optical EMEA scope, offering a wide selection of products, including prescription glasses, sunglasses and contact lenses. Meanwhile, VisionExpress.com in the UK and Ireland provides a highly personalized experience throughout the eyecare journey, ensuring consumers feel well cared for. Additionally, the below pure online players continue to solidify their foothold in the digital optical landscape:

- **Brille24** (Germany, France, Spain, Portugal, the Netherlands, the UK and Belgium) was acquired in 2019 and specializes in selling quality prescription eyeglasses.
- **Charlie Temple** (the Netherlands, Belgium, Germany and Austria) was established in 2016 as a mono-label online eyewear business, and is the leading banner in the Netherlands targeting fashion-savvy young and young-spirited consumers.
- **Glasses Direct** (the UK) is the leading eyeglasses e-commerce player in the country, with a large variety of products, ranging from affordable and private label frames to premium ones.
- **Lensbest** (Germany) distributes contact lenses online in Germany, with a high share of own-brand and high-margin products.
- **Lenstore** (the UK, Germany, Italy, France and Spain) served its first consumer in 2008. It has grown to become a leading online contact lens retailer in Europe, with over one million consumers served and a team of opticians overseeing every single order.
- **Lensway** (Sweden, Norway, Finland and Denmark) is the leader in the Nordics for selling contact lenses online.
- **Linsenmax** (Switzerland) serves Swiss consumers with a large portfolio of contact lenses.
- **VisionDirect** (the UK, the Netherlands, Spain, Ireland, Belgium, Italy and France) is a leading contact lens e-retailer, with a model focused on service, availability and retention, as well as the development of its own brand Everclear.

# 1.5 Simplified Organizational Chart

Simplified organizational chart of the EssilorLuxottica Group as of February 14, 2024




## EssilorLuxottica S.A.

EssilorLuxottica S.A. functions primarily as a holding company that directly or indirectly owns the companies comprising the Group. EssilorLuxottica is a French *société anonyme* (joint-stock company) whose registered office is located at 147, rue de Paris, 94220 Charenton-le-Pont, France, and which is registered with the Créteil Trade and Companies Register under number 712 049 618. The Company is listed on the Euronext Paris market and is included in the Euro Stoxx 50 and CAC 40 indices.

Information regarding EssilorLuxottica S.A.'s shareholding is detailed in Section 7.4 of this Universal Registration Document.

## Essilor International S.A.S.

Essilor International S.A.S. is a French *société par actions simplifiée* (simplified joint-stock company) whose registered office is located at 147, rue de Paris, 94220 Charenton-le-Pont, France, and which is registered with the Créteil Trade and Companies Register under number 439 769 654.

## Luxottica Group S.p.A.

Luxottica Group S.p.A. is an Italian *società per azioni* (joint-stock company) whose registered office is located at 3, Piazzale Cadorna, 20123, Milan, Italy, and which is registered with the Milan Companies Register under number 00891030272.

## GrandVision B.V.

GrandVision B.V. is a Dutch private limited liability company, whose office is located at The Base, Evert van de Beekstraat 1-80, 1118 CL Schiphol, The Netherlands, registered with the Dutch Trade and Companies Registry under number 50338269.

## Consolidated subsidiaries

The list of the main Group companies is shown in Appendix 2 of the *Notes to the Consolidated Financial Statements*, in Section 5.1.6 of this Universal Registration Document.

# 2

# Risk Management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# 2.1 Risk Factors

## 2.1.1 Introduction

As per the date of this Universal Registration Document, the significant risks to which EssilorLuxottica is exposed are described below. In this section, only the main risks that may affect EssilorLuxottica in its course of business and may have a material impact on the Group's financial or operational results, reputation and/or prospects are reported.

The risk identification and assessment process used is described in Section 2.2.1 as *The Company Risk Management Process*.

Within each category, risk factors are presented in decreasing order of severity as determined by the relative weight of magnitude and likelihood of occurrence on the date of this Universal Registration Document, considering mitigation measures ('net impact').

To allow better appropriation of risks presented in this document, the velocity (e.g., the speed at which the impact will be felt if the risk crystallizes) of each outlined risk has been estimated.

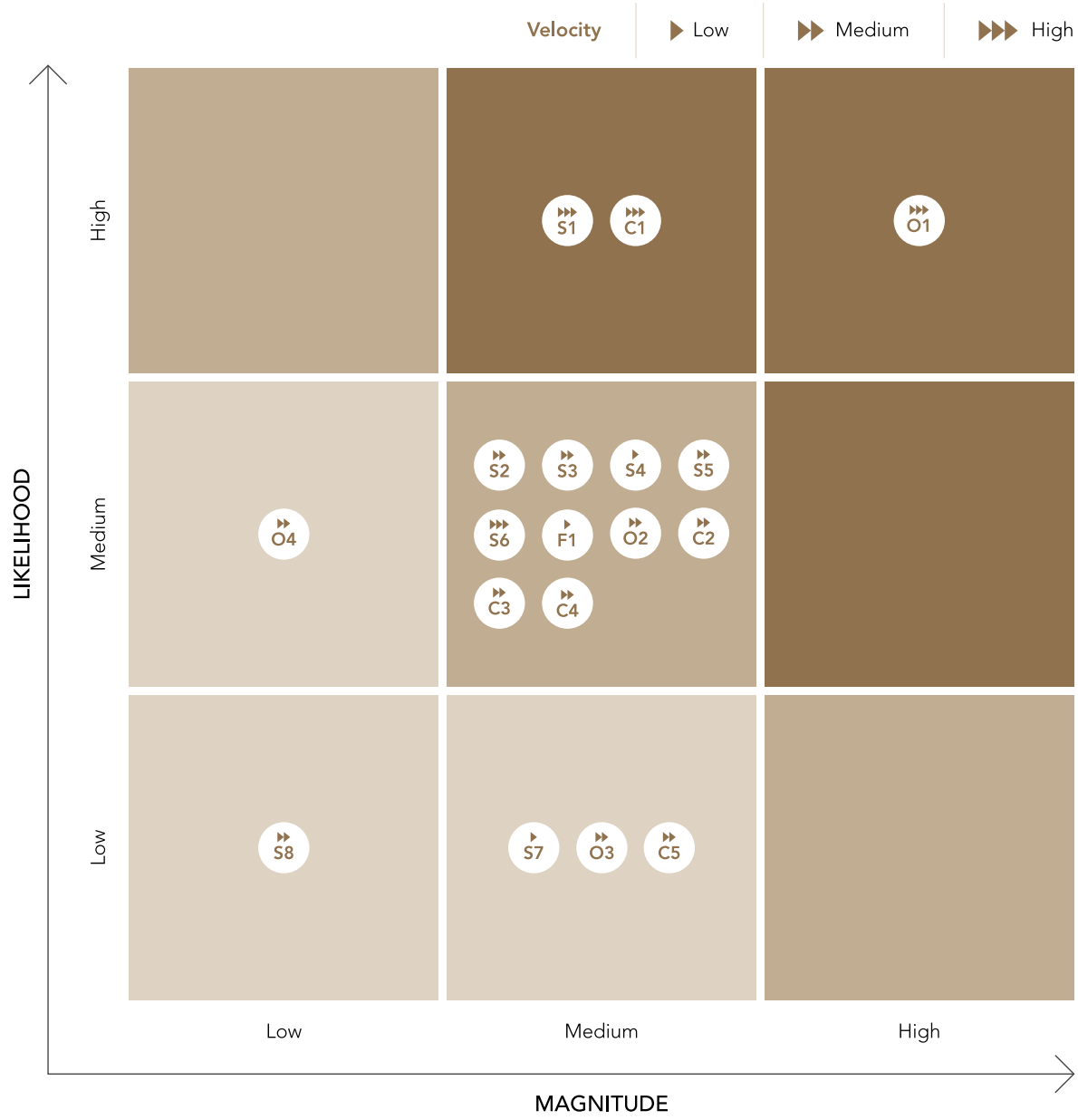
Topics highlighted as most material from a sustainability perspective (double materiality assessment) are instead presented in Section 6.1.4 of this Universal Registration Document.

## 2.1.2 Risk Factors Summary

| | Risk Category | Risk Factor | Severity | Magnitude | Likelihood | Velocity | Page |
|---|---|---|---|---|---|---|---|
| S1 | Strategic risk | Political & Social Environment | ◆◆◆ | ●● | ■■■ | ▶▶▶ | 70 |
| S2 | | Macroeconomic | ◆◆ | ●● | ■■ | ▶▶ | 71 |
| S3 | | Climate Transition | ◆◆ | ●● | ■■ | ▶▶ | 72 |
| S4 | | Brand Integrity and Perception | ◆◆ | ●● | ■■ | ▶ | 73 |
| S5 | | Business Model | ◆◆ | ●● | ■■ | ▶▶ | 74 |
| S6 | | Competition | ◆◆ | ●● | ■■ | ▶▶▶ | 75 |
| S7 | | People Management | ◆◆ | ●● | ■ | ▶ | 76 |
| S8 | | Business Partners | ◆ | ● | ■ | ▶▶ | 78 |
| F1 | Financial risk | Financial Market – Currency | ◆◆ | ●● | ■■ | ▶ | 79 |
| O1 | Operational risk | Cybersecurity and IT System | ◆◆◆ | ●●● | ■■■ | ▶▶▶ | 80 |
| O2 | | Business Interruption | ◆◆ | ●● | ■■ | ▶▶ | 82 |
| O3 | | Supply Chain – Planning | ◆◆ | ●● | ■ | ▶▶ | 83 |
| O4 | | Pricing | ◆◆ | ● | ■■ | ▶▶ | 84 |
| C1 | Compliance risk | Data Privacy | ◆◆◆ | ●● | ■■■ | ▶▶▶ | 85 |
| C2 | | Antitrust | ◆◆ | ●● | ■■ | ▶▶ | 86 |
| C3 | | Reporting & Communication | ◆◆ | ●● | ■■ | ▶▶ | 87 |
| C4 | | Trade Compliance – Intellectual Property Rights | ◆◆ | ●● | ■■ | ▶▶ | 88 |
| C5 | | Litigations and Proceedings Arbitration | ◆◆ | ●● | ■ | ▶▶ | 89 |

| Legend: | Severity | Magnitude | Likelihood | Velocity |
|---|---|---|---|---|
| | ◆◆◆ High | ●●● High | ■■■ High | ▶▶▶ High |
| | ◆◆ Medium | ●● Medium | ■■ Medium | ▶▶ Medium |
| | ◆ Low | ● Low | ■ Low | ▶ Low |

The heatmap below reflects the exposure of EssilorLuxottica, after considering the mitigation measures implemented to limit the likelihood and impact of each described risk.




- S1 Political & Social Environment
- S2 Macroeconomic
- S3 Climate Transition
- S4 Brand Integrity and Perception
- S5 Business Model
- S6 Competition
- S7 People Management
- S8 Business Partners
- F1 Financial Market – Currency
- O1 Cybersecurity and IT System
- O2 Business Interruption
- O3 Supply Chain – Planning
- O4 Pricing
- C1 Data Privacy
- C2 Antitrust
- C3 Reporting & Communication
- C4 Trade Compliance – Intellectual Property Rights
- C5 Litigations and Proceedings Arbitration

## Strategic Risks

### Political & Social Environment

**Risk Description**

Risk that instabilities (e.g., political, governmental, social) of countries where the Group: i) has invested or plans to invest; ii) carries on a substantial share of revenues; iii) has signed agreements with local counterparties may lead to changes in the strategic path and targets, including sustainability considerations.

| Risk Details | Mitigation Measures |
|---|---|
| EssilorLuxottica is steadily strengthening its position as an industry leader at a global level.<br><br>The unpredictable geopolitical landscape, marked by rising tensions, could nevertheless have an impact on Group operations and consumer demand and potentially lead to a slowdown in profitability.<br><br>It is therefore decisive to stay informed, implement robust risk management and develop adequate strategies.<br><br>The main countries in which the Group operates are the United States for North America (revenue amounting to €11,268 million in 2024), and France, Italy, United Kingdom, Ireland, Germany and Spain for EMEA (cumulated revenue amounting to €6,046 million in 2024).<br><br>Ongoing conflicts in Russia-Ukraine and Israel-Gaza and tensions in the Middle East are affecting global business dynamics, particularly in supply chain management (e.g., Red Sea blockade) and international relationships.<br><br>Political and trade uncertainties in the Asia-Pacific region, accounting for 12% of Group revenues and particularly in Mainland China, where major plants are located (with 4% of Group Revenues), could threaten the supply chain and business continuity.<br><br>Political instability may lead as well to sudden regulatory changes (trade policies, tax laws, or environmental regulations). These shifts could create challenges to which the Company must adapt in order to avoid penalties or restrictions on operations.<br><br>The OneSight EssilorLuxottica Foundation's philanthropic mission involves establishing partnerships with governments, ministries or charity organizations while ensuring not to affiliate with political parties. However, operating in countries with uncertainties or high risk profile may pose significant threats to its ability to achieve its objectives. | The wide geographical footprint and the diversified portfolio of the Group (with the entry into the med-tech sector) represent a real shield against local political and social instabilities.<br><br>In this respect, to reduce the dependence on certain strategic sites such as in China and Brazil, the production of frames and lenses has been diversified with plants in Thailand, Laos, and a second hub in Mexico, to serve the North American region.<br><br>A constant monitoring of geopolitical tensions is performed both at local and central level to ensure that immediate measures are taken in case of impact on EssilorLuxottica employees and business operations. In this way, contingency plans are being developed to address worst-case scenarios where exports may be disrupted.<br><br>With respect to the Russia-Ukraine and Israel-Gaza conflicts, EssilorLuxottica took prompt actions to safeguard its employees and their families.<br><br>ⓘ *For further information see People Management and Trade Compliance – Intellectual Property Rights Risk Factors.*<br><br>Moreover, the Group Economic Sanctions Policy aims to provide processes designed to prevent risks associated with economic sanctions requirements.<br><br>The OneSight EssilorLuxottica Foundation has partnerships in diverse countries aiming to deploy primary vision care providers in both public and private health facilities.<br><br>In collaboration with governments, non-governmental organizations, and industry partners, the Foundation develops and supports strategies to ensure access to vision care and eyeglasses for underserved populations worldwide. Agreements in each operational area are directly signed with the Ministry of Health, outlining terms related to protection of the Group's reputation and exit strategies.<br><br>ⓘ *For further information on the sustainability dimension, see also Section 6.3.3 of this Universal Registration Document.* |

# Macroeconomic

| Risk Description |
| --- |
| The Group's activities are sensitive to the economic conditions (e.g., GDP and inflation rate) of the areas in which it operates. Macroeconomic changes might have a negative impact on Group business such as a worsening of financial results or a decrease in demand for Group products and services. This may compromise the expected results and planned development prospects. |

| Risk Details | Mitigation Measures |
| --- | --- |
| The current economic and global context is characterized by local conflict and high interest rates. While inflation is easing in some areas, it remains a significant concern globally, accompanied by general uncertainty requiring companies to monitor the market actively.<br><br>The complex interplay of inflationary pressures and shifting consumer behaviors, such as heightened price sensitivity, has reshaped market dynamics and impacted demand across various products, particularly in luxury categories.<br><br>As a result, reduced consumer purchasing power and shifts in spending allocation may drive the implementation of specific pricing strategies (e.g., discounts and promotions), potentially diminishing the Group's brand value and impacting the Group's ability to offset rising costs, leading to a negative impact on P&L. | Operating beyond one's own borders requires adaptability in response to various challenges.<br><br>To improve operational and logistical efficiency, the Group constantly reassesses its business planning, paying particular attention to countries with complex customs procedures.<br><br>Macroeconomic sensitivity analyses are carried out locally to facilitate decision-making and preserve the balance between margins and sales volumes.<br><br>In addition, to mitigate the impact of macroeconomic risks, the Group has taken steps to revise its direct materials supply chain strategy, improving price control. |

# Climate Transition

**Risk Description**

Risks arising from:

i. the growing threat and occurrence of major climatic crisis and extreme weather events (e.g., severe drought, floods, and hurricanes, etc.)

ii. the instability of supply and demand (e.g., energy and raw materials)

iii. the emergence of new stringent climate regulations (e.g., carbon tax), which may entail policy, legal, technology, and market changes to address requirements related to climate change

which may lead to the inability to meet the Group's carbon reduction targets, achieve carbon neutrality and address biodiversity loss and environmental degradation topics, causing potential reputational damage and negative effects on the supply chains and the Group's ability to continue its operations, potential fines, increased litigations and compliance costs.

**Risk Details**

Climate transition refers to market risks driven by uncertain resource demand, stricter climate policies, emerging low-carbon technologies, and rising stakeholder expectations.

The inability to manage these risks could result in business disruptions, increased operating costs and reputational damage, impacting the Group's ability to meet its Science Based Targets initiative (SBTi) greenhouse gas (GHG) emission reduction targets by 2030.

The transition to a low-carbon economy may be hampered by strong dependence on the monomer producer, with chemical companies that can lead to a lack of control over the chain and a limitation in the development of innovative activities and materials used.

Finally, the Group's sustainability program, Eyes on the Planet, remains fundamental in raising awareness of climate change. However, if not regularly updated with the latest sustainability regulations, requirements or practices could result in misinformation or a lack of knowledge, impacting external communication and employee engagement.

ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document.*

**Mitigation Measures**

The organization has strengthened its internal approach to climate transition by embedding sustainability into the Company's culture through the Eyes on the Planet program, with a focus on measurable performance in environmental initiatives.

In line with the Eyes on Carbon pillar and its GHG emission reduction targets, a dedicated carbon roadmap with several contributing projects is in place. These projects include:

- logistic optimization (e.g., 'Alternative to Air' project) for intercontinental flows monitored with key performance indicators (KPIs) to reduce $CO_2$ emissions by avoiding air transport and promoting ground and sea deliveries;
- increased use of renewable energy with (i) new photovoltaic panels in our facilities such as in Barberini (Italy), Oakley's headquarter (US), Rayong (Thailand) and Tristar (China); (ii) 5 MW biomass plant (from early 2025) in the Agordo factory, Italy, using residual biomass generated by the maintenance of local forests to generate thermal and cooling energy that will be used to cover the factory's requirement;
- supply chain optimization, through nearshoring and network optimization.

Additionally, internal functions continuously monitor regulatory compliance to ensure adherence to sustainable disclosure and other key sustainability-related regulations.

ⓘ *For further information see also Section 6.2.1 of this Universal Registration Document.*

Finally, EssilorLuxottica is making significant efforts across its entire production cycle, including a shift from fossil-based materials to bio-based and/or recycled materials.

By fostering internal awareness, engaging stakeholders (especially main suppliers) and adapting its operations, EssilorLuxottica is promoting integrity principles to support long-term sustainability while mitigating climate-related risks.

# Brand Integrity & Perception

**Risk Description**

Risk that i) inaccurate, unclear, non-authentic communication and marketing strategies regarding Company products and services; and/or ii) product offering not aligned with sector standards and certifications and failing to reach Group's sustainability strategy and ambition (including commitments toward carbon neutrality, circularity, world sight, inclusion and ethics) may impair the stakeholders' sense of trust and expectations and affect the Company's credibility, transparency, sincerity, and its brands' integrity.

**Risk Details**

The Group's growth and diversification into new markets and product categories require consistency and careful attention to maintain a strong brand perception and image as an industry leader.

Obsolete, incorrect or non-compliant information could have serious repercussions on the Group's reputation and image, with negative consequences for its activities, including loss of customer confidence and possible legal action.

Moreover, the Group recognizes the importance of upholding its standards internally and with vendors, especially as consumers increasingly value corporate responsibility and sustainable, transparent and innovative initiatives and projects.

Ethical misconduct may impact the organization's legal standing and its credibility.

ⓘ *For further information see Reporting & Communication Risk Factor and, on the sustainability dimension, see Chapter 6 of this Universal Registration Document.*

**Mitigation Measures**

EssilorLuxottica has adopted different mitigation initiatives to remain well-positioned in the market and to adapt to evolving expectations while protecting its reputation as a trusted and ethical leader, which are:

- training materials on EssilorLuxottica's Leonardo learning ecosystem for employees regularly updated to reflect the latest business developments and ethical requirements;
- the Net Promoter Score (NPS) and a CRM (Customer Relationship Management) tool to evaluate and respond to customers' feedback and enhance their experience;
- tools allowing the evaluation of the image, the reputation of the Group, as well as the notoriety of the brand to strengthen loyalty;
- social listening analysis to measure customer perceptions on social media, tracking brand sentiment and its evolution over time.

Moreover, EssilorLuxottica's focus on compliance is supported by a strong commitment to transparency and clear communication, particularly regarding market activities and adherence to its ethical, environmental, and social standards.

It has established the Conflict-of-Interest Policy, a whistleblowing system, and is continuously revising its Code of Ethics to reflect new evolving requirements to maintain operational integrity, especially with the increasing scale of the business.

# Business Model

| Risk Description |
|---|
| Risk that the strategic initiatives undertaken by the Group, leading to changes in its business model, could affect current key success factors and the achievement of strategic objectives, leading to the inability to ensure broad access to eyecare and eyewear products and services, specifically in the context of underserved markets. Not anticipating and evaluating the consequences of these initiatives may lead to the loss of the existing competitive advantage. |

| Risk Details | Mitigation Measures |
|---|---|
| The Group's evolving business model represents a significant asset, reflecting its ability to innovate and adapt to changing market demands, blending both medical and healthcare needs as well as lifestyle and fashion.<br><br>This dual focus raises challenges to business direction requiring careful coordination from both a managerial and operational perspective.<br><br>The Group's commitment to circularity further underscores the importance of balance between product innovation and service excellence. Efforts such as reducing waste through advanced technologies (e.g., reusing plastic) and promoting bio-based collections not only support environmental goals but also reflect consumer preferences.<br><br>Failure to maintain this coherent approach with a strong business model or to accurately predict and assess associated risks may lead to obsolete products, disposal challenges, and over-reliance on partner expertise, exposing the organization to reputational, economic, and operational risks, as well as a loss of competitive advantage.<br><br>ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document.* | EssilorLuxottica's vertically integrated business model enables the coverage of every step of the value creation process – from product development and manufacturing to end-consumer sales. The Group develops its core offerings with a proper alignment between its ambitions, operational capacity and stakeholder expectations while enabling strategic growth in new areas (e.g., Nuance Audio and HELIX).<br><br>ⓘ *For further information see Competition Risk Factor.*<br><br>As part of its med-tech expansion (e.g., with the acquisition of Heidelberg Engineering and Espansione Group), the Group is hiring qualified medical professionals and is focused on ensuring compliance with industry standards to deliver high-quality services. These actions safeguard operational integrity while supporting the organization's ambitions in emerging medical service areas.<br><br>Moreover, the Group is deeply committed to combining innovation with sustainability to align its offerings with evolving market trends and environmental expectations.<br><br>On the technological front, innovations like AI-powered virtual try-on tools are creating personalized shopping experiences while streamlining the product selection process. This focus on cutting-edge technologies complements operational improvements, such as mapping plastics usage, reducing waste, and promoting sustainable materials in production.<br><br>Finally, the Group is also conducting detailed regulatory analyses to ensure all strategies comply with local laws and regulations. |

# Competition

| Risk Description |
| --- |
| Risks arising from an increase in competitive pressure on the Group due to changes in industry boundaries/offering, strengthening of industry counterparts, changes in industry/fashion trends and actions of existing/new competitors (e.g., new product launches, race to the bottom on prices, and cost reductions) that may lead to a reduction of the Group performances. |

| Risk Details | Mitigation Measures |
| --- | --- |
| EssilorLuxottica is expanding its horizons in the market through:<br>• strategic acquisitions in med-tech (e.g., Heidelberg Engineering and Espansione Group) and in the Apparel, Footwear & Accessories category (e.g., Supreme);<br>• partnerships (e.g., Meta);<br>• key innovations in the visual and hearing solutions industry (e.g., Nuance Audio and the acquisition of Pulse Audition);<br>• positioning in clinical service markets, where it was previously a customer or partner;<br>• digitalization of the eyecare industry (e.g., with HELIX).<br>While the Group has significant growth potential, it also faces an expanding pool of competitors offering innovative products distributed through various new channels using aggressive strategies.<br>Furthermore, the rise of AI in med-tech is shifting the landscape. Failure to identify and anticipate innovation and trends in a timely manner may result in a loss of business or financial performance, negatively impacting the Group's reputation. | The Group is actively investing in both emerging and established markets to ride the wave of competitiveness. This proactive approach enables the Company to continuously assess the competitive landscape and consumer preferences, anticipate market developments, and respond effectively to any evolution.<br>The organization consistently delivers cutting-edge solutions through strategic partnerships and collaborations, such as the one with Meta, which aims to position the Company at the forefront of technological advancement redefining the potential for wearables in consumers' lives.<br>This innovative approach extends to new areas and evolving sectors, including medical and surgical services, as well as enhanced offerings in hearing care, to ensure that the Group remains responsive to consumer needs.<br>EssilorLuxottica, through its subsidiaries, has entered into trademark license agreements (19) related to the manufacturing and distribution of prescription frames, lenses and sunglasses under designer brands, including Prada, Versace, and Dolce&Gabbana, etc.<br>ⓘ *For further information see also Section 1.4.5 of this Universal Registration Document.*<br>The Group applies an innovative approach in terms of products, digital agility and customer experience that can lean on multiple patents (13,000).<br>ⓘ *For further information see Business Partners Risk Factor.*<br>Through these comprehensive measures, the Group remains well-equipped to navigate challenges and continue to expand in an evolving competitive landscape. |

# People Management

**Risk Description**

Risk related to the Company's ability to:

- attract, retain and define succession plans for key individuals, as well as providing training programs to develop individuals' skills, fundamental for the effective implementation of the business model and the achievement of strategic objectives, including sustainability;
- meet employees' needs and well-being expectations, to spread a culture that ensures that people are treated fairly and without prejudice or discrimination, promoting measures that encourage social dialogue and diversity and promote dignity at work and in society.

**Risk Details**

One of EssilorLuxottica's main strengths has always been its employees. Creating an environment that attracts new talent while retaining, engaging, and motivating existing employees is a strategic business priority.

Talent Retention

EssilorLuxottica's core value is based on the generational diversity within its workforce. However, if it is not properly managed with consistent policies such as work-life balance, flexibility, and remote working, it could lead to low employee engagement and a high employee turnover rate.

Another important aspect to consider is diversity, equity, and inclusion (DE&I). Enhancing tracking and transparency over the initiatives contributes to creating a more attractive environment that supports employee growth and fosters their sense of belonging to the Group.

Furthermore, it is important for the Group to adopt a tailored approach to ensure stable operations, especially in specific regions (e.g., Mexico, Brazil, and Thailand) which may suffer increased turnover rates due to the local labor market dynamics and the competitive wage pressures.

Talent Attraction

The Group's ability to attract new talent and new experts with specific skills, considering the Group's expansion into the med-tech sector and new categories (e.g., HELIX), also depends on adequate compensation, diversity and inclusion policies and flexibility. These factors could affect the Group's reputation, productivity, and economic growth if not properly managed.

Moreover, evolving expectations and differences in generational needs in the workplace highlight opportunities to refine a new set of strategies that allow the Group to be appealing and competitive.

Geopolitical or geographical constraints may limit access to a broader talent pool, making it difficult to attract new workers, as well.

ⓘ *For further information on the sustainability dimension see also Section 6.3.1 of this Universal Registration Document.*

**Mitigation Measures**

EssilorLuxottica implements robust strategies to address the dynamics of people attraction while stabilizing its internal workforce, enhancing employee satisfaction, and adapting to local market tendencies.

This commitment is embedded alongside the deployment of a strong culture of sustainability and social responsibility through the Eyes on Inclusion pillar of its sustainability program.

Moreover, many initiatives (also available on EssilorLuxottica's Leonardo learning ecosystem), events, and projects have been enacted by the Company in conjunction with the launch of the Shared Company Values in 2024 aimed at fostering a strong, inclusive, innovative, and collaborative culture, which include among others:

- 'Your Voice – Culture Insights' listening campaign, engaging over 160,000 employees in a questionnaire useful for identifying perceived positive points as well as supporting action plans for areas of improvement;
- diversity and inclusion initiatives including unconscious bias training for managers, aligned with the CSRD and measured by KPIs. An Inclusion Committee and the Global DE&I Policy have been established to provide strategic guidance and support the DE&I program;

ⓘ *For further information on the sustainability dimension see also Section 6.3.1.6 of this Universal Registration Document.*

- gender balance programs like 'EmpowerHer' and 'AdvanceHer' to enhance leadership skills and career growth opportunities. Additionally, the organization is working toward gender certification in Italy while finalizing new policies.

Furthermore, one of the Group's priorities concerns guaranteeing and protecting employees' Health & Safety and well-being through programs, such as EssilorLuxottica Responsible Sourcing and Manufacturing, and defining corrective actions in the event of non-compliance.

ⓘ *For further information see Supply Chain – Planning Risk Factor.*

## People Management (continued)

| Risk Details | Mitigation Measures |
|---|---|
| | To adapt to the evolution of the labor market and the related needs, the Group is revising recruitment and attraction policies, offering, for example, (i) a two-year graduate program (Operations Talent Program) designed for STEM and Economics talents with the possibility to continue growing within EssilorLuxottica; (ii) extension of the four-day short week pilot for Blue Collars, covering over 6,000 headcounts in Italian plants, within the 'Time for You' model; (iii) four-day week pilot at RX Lab in Indonesia; (iv) reinforcement of relationships with schools and colleges for optometrists in the US with the 'Freedom Project', while launching tele-optometry pilot projects, a vision care remote service approved by the American Optometry Association.<br><br>Finally, today over 83,500 internal shareholders across 85 countries hold a financial stake in the Company. Employees' interests are aligned with those of the Group and other shareholders when they are given the opportunity to invest money in the company's capital on advantageous terms.<br><br>ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document* |

# Business Partners

**Risk Description**

Risks arising from the inability to negotiate & maintain favorable business partner agreements with possible negative impacts on growth prospects and financial results (due to consequences such as reduction in sales or an increase in advertising costs and royalty payments to licensors). Moreover, reputational risks that may derive from business partners' inability to satisfy sustainability requirements.

| Risk Details | Mitigation Measures |
|---|---|
| In the context of a strong expansion strategy led by EssilorLuxottica, business partnerships play a key role in its mission and global footprint.<br><br>Extensive collaborations with external organizations and local governments provide valuable opportunities for co-creating impactful projects.<br><br>The inability to effectively negotiate and sustain beneficial agreements with business partners could adversely affect growth opportunities and financial performance.<br><br>Furthermore, as a global and responsible organization, EssilorLuxottica expects its business partners adhere to specific ethical and sustainability principles. Indeed, any potential misconduct or mismanagement could lead to various negative impacts such as:<br><br>• environmental: related to practices resulting in increased waste generation and pollution;<br>• socioeconomic: if partners fail to ensure fair labor practices leading to impacting workers' well-being and social conditions;<br>• collective: including land use, resource depletion or displacement of vulnerable populations.<br><br>A lack of control or non-compliance could lead to a negative impact on the reputation of the Group. | The Group relies on a robust control of key operations and strategic partnerships to ensure alignment with its sustainability and ethical standards and requires each partner to adopt the organization's Business Partners' Code of Conduct.<br><br>With its Responsible Sourcing and Manufacturing program, EssilorLuxottica regularly verifies that suppliers and its production plants comply with the Company's standards, local laws, and regulations and ensure that corrective actions are promptly taken in the event of non-compliance.<br><br>Moreover, a stronger due diligence process and robust vendor qualification process, integrating sustainability KPIs to ensure compliance with environmental, social, and governance criteria is under implementation. This initiative strengthens monitoring and aligns partner practices with the Group's values. Therefore, relationships with unreliable or noncompliant business partners are terminated.<br><br>Furthermore, efforts are underway to rationalize the number of business partners, reducing complexity and enabling costs, performance, and risk optimization.<br><br>Finally, in 2024, the Group announced: the renewal of the license agreement with Michael Kors for 5+5 years, the renewal of the license agreement with Dolce&Gabbana for 10+6 years, a new 10-year license agreement with Diesel, the renewal of the license agreement with Prada for 5+5 years, and the renewal of the license agreement with Brooks Brothers for 3 years.<br><br>ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document.* |

## Financial Risks

# Financial Market – Currency

**Risk Description**

Risk of excessive exposure of the Group to adverse fluctuations of a base currency against a foreign currency and market factors affecting, for example, interest rates, prices of financial instruments and commodities, threatening the value of earnings and cash flows.

| Risk Details | Mitigation Measures |
|---|---|
| **Financial Market**<br>Fluctuations in market interest rates, inflation rates, and long-term overall economy growth rates in countries where the Group operates may negatively impact EssilorLuxottica's investment capabilities and market value.<br><br>Future execution of the external growth strategy through M&A operations may require borrowings which would increase EssilorLuxottica's exposure to interest rate fluctuation.<br><br>ⓘ *For more information, see Note 25 to the consolidated financial statements, in Section 5.1.6 of this Universal Registration Document.* | **Financial Market**<br>The impact of interest rate fluctuations is limited due to the high percentage of gross indebtedness, at a fixed rate (90%).<br><br>To hedge interest rate risk on gross debt or optimize its cost of funding, EssilorLuxottica may use interest rate swaps from time to time. In this case, financial income and expenses relating to interest rate derivatives are recognized in the income statement in the same period as the hedged item.<br><br>ⓘ *For more information, see Note 25 to the consolidated financial statements, in Section 5.1.6 of this Universal Registration Document.* |
| **Currency**<br>As EssilorLuxottica operates all over the world, conducting business in several currencies, the Group's results may be materially affected by foreign exchange fluctuations.<br><br>The primary exchange rate to which the Group is exposed is the EUR/USD parity, as around 43% of sales are in USD and around 60% of the Adjusted Operating Profit is USD dependent.<br><br>Around 77% of EssilorLuxottica sales are performed in foreign currencies (mostly USD, AUD, BRL, GBP, and CNY, etc.), significantly impacting the volatility of sales of the Group.<br><br>Similar to 2023, 2024 was characterized by strong currency volatility in the markets in which the Group operates, including Argentina, Turkey, Japan, and Brazil. The Group has been subsequently exposed to variations in its earnings.<br><br>ⓘ *Also see Note 25 to the consolidated financial statements, in Section 5.1.6 of this Universal Registration Document for IFRS information.* | **Currency**<br>EssilorLuxottica seeks to limit currency risk exposure with natural hedges and will only use financial derivatives to offset its residual transactional exposure.<br><br>These financial derivatives are entered into solely to hedge currency risks arising for business and financing operations. The Group's Treasury department is at the forefront of this issue, making sure that the organization is flexible on costs and manages this risk across the Group adequately.<br><br>ⓘ *Also see Note 25 to the consolidated financial statements, in Section 5.1.6 of this Universal Registration Document for IFRS information.* |

## Operational Risks

### Cybersecurity and IT System

| Risk Description |
|---|
| Risks associated with the presence of inadequate IT systems and the risk of cyber-attacks, both of which could result in loss of confidentiality, integrity, and/or availability of information or temporary suspension of operational activities. |

| Risk Details | Mitigation Measures |
|---|---|
| The Group's global expansion with new acquisitions and innovative med-tech products like ear-supporting glasses leads to an increasing complexity of its IT systems and data management.<br><br>Poor IT control may create challenges in streamlining operations and achieving cohesive process and data management across the Company, ultimately causing:<br>• physical and electronic threats, human error, network, technical, power or backup failures;<br>• loss of opportunities and innovation in case of failure to leverage big data and AI for vision management.<br><br>Furthermore, these complex and interconnected digital networks may jeopardize the Group's Cybersecurity by exposing it to a growing number of malware, ransomware attacks, and phishing attempts that would cause loss of confidentiality, integrity, and availability (CIA) of critical data.<br><br>A prolonged resolution time for cyber-attacks may also influence the ability to handle financial communication in a timely manner, leading to reputational damage.<br><br>In addition, the non-adherence to regulatory requirements (e.g., GDPR, HITRUST, HIPAA, PCI) concerning the management of personal, health, and payment data could result in significant compliance consequences. | EssilorLuxottica actively addresses the complexities of the IT system risks by continuously progressing in standardizing and simplifying IT systems architecture in order to streamline business processes, operations and practices, and also strengthening its defenses against potential cyber threats.<br><br>The Group is dedicated to ongoing investments in security measures, which include among others:<br>• unified ERP and resiliency planning coupled with continuous updates to Business Continuity Plans and Disaster Recovery Plans to ensure operational continuity across all regions;<br>• annual risk assessment to identify and address vulnerabilities in IT and OT environments, conducted with external expert support;<br>• Key Performance Indicators (KPIs) are in place to regularly measure and track the effectiveness of essential information security functions also for external suppliers;<br>• extensive security policies and procedures guidelines, and instructions to provide a strong framework for safeguarding information assets;<br>• cybersecurity training and awareness through the EssilorLuxottica's Leonardo learning ecosystem for employees: a cybersecurity program has been launched allowing the organization to stay ahead of emerging threats and workshop on Software Lifecycle Management has been delivered to developers; |

# Cybersecurity and IT System (continued)

| Risk Details | Mitigation Measures |
|---|---|
| Failure to address these risks may result in data breaches or business interruptions with potential legal penalties, financial losses, and reputational damages (especially when it comes to highly sensitive personal health data arising from the recent med-tech sector entry that require increased care and management).<br><br>Finally, the rising reliance on Artificial Intelligence introduces new risks, particularly concerning data privacy and information disclosure. These increased vulnerabilities not only threaten the Group's reputation but also pose challenges to its operational efficiency. Such issues could strain relationships with partners, investors, and consumers, ultimately eroding trust in the organization's capability to protect sensitive information, adhere to regulatory requirements, and ensure the functioning of both IT and OT systems. | • advanced system protections including antivirus/antimalware tools, firewalls, an Extended Detection and Response (XDR) platform, and vulnerability management solutions to secure systems and data;<br>• data protection and privacy measures like Data Loss Prevention (DLP), data classification, and encryption for critical data types, such as Personally Identifiable Information (PII), Protected Health Information (PHI), and Payment Card Industry (PCI) data;<br>• a 24/7 global Security Operations Center (SOC) to detect anomalies in systems, devices, and user activities, enabling rapid response to security events;<br>• risk profile optimization and purchase of an appropriate cyber insurance;<br>• a dedicated technological solution that supports the digital features of the ear-supporting product;<br>• a Vendor Management Program: security addendums included in agreements and contracts with suppliers;<br>• threat Intelligence services aimed at enhancing the ability to detect potential attacks;<br>• initiatives in the OT domain, such as network segmentation and OT/IoT visibility.<br><br>By adopting these measures, EssilorLuxottica is proactively reinforcing its cybersecurity posture, aiming for comprehensive protection of its global information systems and assets. |

# Business Interruption

**Risk Description**

Risks arising from possible interruptions of critical operations as a consequence of both internal and external events (e.g., unavailability of primary raw materials, IT systems, skilled personnel, personnel strikes, natural disasters, and pollution incidents) that, in the absence of a crisis management plan and/or a disaster recovery plan, may prevent the company from carrying out its operational activities and lead to reputational impacts among stakeholders, as well as to financial losses for the Group.

**Risk Details**

EssilorLuxottica, vertically integrated with mass production plants (47), suppliers, prescription laboratories and edging-mounting facilities (562), transporters, distribution centers (118), and brick and mortar activities (17,638) globally located, may face possible business interruptions.

Disruptions may be caused by both internal and external events, such as:

- geopolitical tensions and transportation disruptions: political instability and trade restrictions leading to logistical challenges such as blockade in key transport routes (e.g., Panama Canal), canceled flights or delays in cargo shipments;
- climate change and natural disasters: increasing frequency of events like typhoons, floods, and severe weather affecting operations;
- water scarcity: issues related to the availability of a proper quantity of water;
- facility incidents/issues such as fire and explosions;
- supply chain disruptions: component shortages due to political conflicts or supplier distress could hinder the Group's ability to meet market demand and maintain adequate production flow.

Strengthening resilience and mitigation strategies across key regions and facilities remains critical to ensuring stable performance in an increasingly volatile environment.

ⓘ *For further information on the sustainability dimension see also Chapter 6 of this Universal Registration Document.*

**Mitigation Measures**

EssilorLuxottica's has in place adaptable and diversified strategies, essential to bring down business interruption risks.

The Group progressively improves its Business Continuity Plans (BCPs) to better address new risks and ensure interconnection through specific measures:

- defining alternative supply routes, leveraging the network of production sites through their decentralization (e.g., to reduce dependence on China, some supply chain activities have been shifted to neighboring countries like Vietnam and Malaysia);
- backup plans in regions like Chile, Peru, Mexico, Thailand, and Colombia to counter climate and socio-political risks. These sites are undergoing targeted improvements to bolster resilience, maintain continuity of operations during unexpected events, and contribute to the Group sustainability efforts;
- deployment of safety measures and local loss prevention plans at its facilities (e.g., water efficiency strategies, fire system inspection, and back-up power generators checks);
- external audits, performed by insurance companies, to enhance Health & Safety measures and reduce property loss;
- evaluation of risks and resilience with a dedicated tool enabling scenario analyses for potential natural disasters, such as earthquakes and climate change events;
- periodic simulations of IT systems failures to test the efficiency and effectiveness of the Disaster Recovery Plan. Additionally, alternative IT flows are gradually being introduced, ensuring that the same market can be served from different origins.

Finally, EssilorLuxottica has implemented measures to maintain the stability of its supply chain operations, such as strategic partnerships and double sourcing of critical materials (e.g., technological components).

ⓘ *For further information on the sustainability dimension see also Chapter 6 of this Universal Registration Document.*

# Supply Chain – Planning

**Risk Description**

Risk of disruptions stemming from the organization's supply chain and planning processes, including challenges such as raw material shortages, commodity price volatility, water scarcity, and stricter regulations. Limited supplier diversification and potential non-compliance with human rights, safety, and environmental standards further amplify vulnerabilities, leading to possible interruptions in production, operations, and sales. Additionally, the organization faces challenges in quickly adapting to physical risks like extreme weather events or systemic changes related to climate change, which could result in delays, increased costs, and loss of revenue.

**Risk Details**

Supply chain efficiency is fundamental to guaranteeing the high quality of EssilorLuxottica's products and services and contributes to maintaining and enhancing its reputation.

The Company's reliance on global networks, fluctuating consumer behaviors, unpredictable markets, and logistical complexities could affect both the Supply chain and planning, with potential impacts on product availability and customer satisfaction. Indeed, the Group is exposed to several challenges:

- organization's reliance on third-party entities for critical business components (e.g., technology components) which may impact the Group's operative processes;
- geopolitical factors, such as (i) the ongoing conflict in the Middle East and (ii) the limited accessibility to the Suez Canal due to the blockade of the Red Sea, that could affect the shipments and transportation costs, straining the supply chain and operations;
- complexity of managing multiple product categories as well as forecasting consumer behavior increase the need for data accuracy and control for a better inventory and distribution planning;
- reliance on individual fulfillment centers compounded by the lack of backup facilities as a consequence of Technology or Product transfer limitations in key regions, may expose the Company to potential operational risks hitting directly the lead time and production costs and competitiveness;
- transparency and compliance with sustainability regulations.

ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document.*

**Mitigation Measures**

The robust vertical integration, the diversified networks, and the cross-functional collaboration between supply chain, procurement, and planning teams, enable the Group to manage adversities such as inefficiencies and business interruptions.

To guarantee the distribution of goods to wholesale channels and approximately 18,000 stores, the Group:

- secures alternative sources for key materials to reduce dependency on exclusive suppliers;
- reviews shipping procedures in case of geopolitical disruptions: the Suez Canal disruption necessitated rerouting shipments, a growing reliance on rail transport to support material imports into Europe was considered;
- invests in improving data analytics and tools with regular updates (e.g., system flexibility to replan different footprint scenarios). This enables better decision-making, optimizing inventory levels, and reducing obsolete stock in both retail and wholesale channels;
- ensures the continuity of its supply chain through backup plans, as for example the two fully operational warehouses in Atlanta and Tijuana to serve the North American market. Moreover, it is also improving synergies between production sites and laboratories;
- performs audits in the operations and suppliers' sites regularly, to verify compliance with Labor and Human Rights, Health & Safety, Environment, Governance, and Ethics regulations through the EssilorLuxottica Responsible Sourcing and Manufacturing program.

Additionally, the Group provides standard and sustainable shipping options available in all regions (e.g., for e-commerce) and is prioritizing transport methods with lower carbon intensity.

# Pricing

| Risk Description |
| --- |
| Risks arising from the inability to sustain the correct price of a product in order to guarantee the desired margins, reach the expected positioning in the market, and maintain proper level of flexibility. |

| Risk Details | Mitigation Measures |
| --- | --- |
| EssilorLuxottica's segmented structure, encompassing Professional Solutions (the wholesale business) and Direct to Consumer (the brick and mortar and e-commerce business), exposes it to shifting market trends, varied sales channels and challenges when defining the go-to-market strategy.<br><br>In addition, the Group's global presence makes it exposed to diffuse inflation risks, socio-political uncertainty, and widespread economic influences and shifts that may prompt higher production costs impacting the final product's price.<br><br>Therefore, ineffective management of price dynamics could lead to potential unfair competition between regions and channels, inconsistency and unbalanced price levels across diverse markets.<br><br>Furthermore, failing to manage these variations through a well-structured pricing strategy, aligned with market expectations, could jeopardize customer trust and the brand's value proposition. This, in turn, may erode the Group's margins, ultimately weakening its financial stability, competitiveness, and strategic investment capabilities. | The Group is adopting a proactive approach to monitoring market trends and global economic conditions, allowing for timely adaptations to pricing strategies, mitigating the impact of inflation and interest rate fluctuations.<br><br>To further strengthen pricing consistency, the organization is actively conducting monitoring of existing price structures across product lines, addressing uncertainties, and aligning with market expectations. This effort includes ensuring transparency in categories such as frames and lenses while exploring inflation-responsive adjustments associated with global benchmarks.<br><br>Rather than heavily relying on price hikes, the organization employs a mix-driven approach to managing inflation impacts internally. It differentiates its offerings to maintain customer loyalty and brand value.<br><br>Finally, adjustments, evolution, and consistent price management are critical to maintaining competitiveness and ensuring the organization's long-term financial health. |

## Compliance Risks

### Data Privacy

| Risk Description |
|---|
| Risks of non-compliance with international and national regulations related to customer and employee Privacy and Data Protection (e.g., Data Privacy – GDPR) that could lead to fines, sanctions, and reputational impacts. |

| Risk Details | Mitigation Measures |
|---|---|
| The constant evolution of the various data protection regulations, the legal frameworks relating to the protection of privacy, and their interpretation by the authorities responsible for data protection may represent a threat to the Group due to its international exposure.<br><br>For instance, the deployment of new data protection laws in different US states, as well as newly enacted Acts in Europe (such as the AI Act and NIS2 Directive) will impact the Group's business as soon as they become mandatory.<br><br>Moreover, EssilorLuxottica's expansion into the medical and technology sector (e.g., with new Eye Care Professional Solutions services and the partnership with Meta) may pose new data privacy and data security concerns to the Group. Indeed, the processing of sensitive patient health information (e.g., vision disorders) requires additional efforts in terms of data privacy compliance practices across the regions to monitor and ensure compliance with evolving regulations, particularly for what concerns the adoption of innovative technologies such as Artificial Intelligence.<br><br>ⓘ *For further information see Cybersecurity and IT System Risk Factor.*<br><br>Any failure to meet standards or regulations leading to the inadequate management of health and personal data, not only could jeopardize certain certification statuses, which are mandatory for EssilorLuxottica to sell certain products, but can also expose the Group to reputational, financial and operational risks, undermining consumers' and stakeholders' trust.<br><br>Furthermore, given the Group's worldwide presence, the international transfer and circulation of data pose potential risks in terms of data security. The interconnectivity of systems and the vast scale of operations raise concerns regarding the secure transmission of information across borders, regulated by increasingly stringent control policies. | EssilorLuxottica invests in protecting its stakeholders' data privacy, whilst ensuring compliance with all the applicable Data Protection and Privacy acts across the world.<br><br>The Group has in place a data protection compliance program, enabling the integration of a compliance-by-design approach and the protection of personal data processed by the Group, or its suppliers, under all applicable regulations.<br><br>A new Group Policy on data retention and the related procedures was implemented to ensure the proper management of retention of, access to, and archiving and disposal of personal and sensitive data stored by the Group.<br><br>Moreover, the Group dispenses data protection training sessions to its employees both in live sessions and on the EssilorLuxottica's Leonardo learning ecosystem, as well as awareness programs in conjunction with technical solutions to prevent breaches.<br><br>The Group oversees and ensures that its partners contractually adhere to the same stringent data processing and security standards in processing personal information, particularly in relation to the launch of new products or services, including teleoptometry, Ray-Ban \| Meta, and related apps.<br><br>Besides, EssilorLuxottica is required to perform regular Data Protection impact assessments to manage particular risks on personal data and to maintain Data Protection certifications, which are mandatory to sell certain of its products or services on the different markets it serves.<br><br>Concerning its organizational structure, a Data Privacy Office is in place within the Compliance Department, with the tasks of monitoring data privacy issues, supported by local correspondents and regular specific committees.<br><br>The Group constantly monitors the new regulations and their impacts on the ongoing Group's processing activities to build trust in its technologies and mitigate potential privacy risks. |

## Data Privacy (continued)

| Risk Details | Mitigation Measures |
|---|---|
| Additionally, the integration of newly acquired entities (e.g., Heidelberg Engineering) further underscores the importance of addressing potential challenges related to IT Systems and Cybersecurity. The main causes of personal data breaches might stem from: (i) IT system failures; (ii) network disruptions; (iii) cybersecurity threats; (iv) inappropriate data management of new technological devices; (v) inadequate security of health and personal data; and (vi) personal data that may occasionally be exchanged internationally. Finally, ineffective data privacy and data security measures may lead to data breaches, exposing consumers, patients and, more in general, stakeholders' personal data, including their sensitive information, to external actors leading the Group to financial and reputational risks. | |

## Antitrust

| Risk Description |
|---|
| Risks arising from possible infringement of local or international Financial Market regulations (e.g., Antitrust Laws & Regulations) due to commercial agreements, M&A strategies or other business practices. |

| Risk Details | Mitigation Measures |
|---|---|
| EssilorLuxottica operates in a dynamic and competitive global market, particularly as it continues to expand its footprint through mergers, acquisitions, and entry into the med-tech sector.<br>While these strategies align with the Group's commitment to innovation and growth, they could expose it to complaints and class actions, attracting the attention of antitrust authorities or competitors.<br>In the United States, for example, the Group's growth strategies are under periodical review by the Federal Trade Commission (FTC).<br>Antitrust legislation requires the need for proactive and robust compliance measures that, if not respected, could result in severe penalties and legal actions, undermining reputation and financial performance. | In compliance with antitrust or competition laws and regulations, EssilorLuxottica promotes integrity and fair competition among all parties, including competitors.<br>Globally, the company conducts and updates an extensive antitrust compliance program, to ensure compliance in business and decision-making processes.<br>Regular training sessions are conducted to reinforce the understanding of these regulations while dedicated legal teams in regional markets monitor local regulatory developments and ensure adherence to evolving legal standards.<br>The Group has strengthened its governmental relations capabilities to foster positive interactions with policymakers and clarify its business objectives, ensuring alignment with regulatory expectations.<br>Collectively, these measures support EssilorLuxottica's commitment to regulatory compliance and transparent business practices on an extensive scale. |

# Reporting & Communication

**Risk Description**

Risks arising from missing, untimely or inadequate compulsory reporting (e.g., Universal Registration Document) and misleading communications (e.g., financial and sustainability performance) exposing the Group to legal proceedings, fines/penalties or reputational damages. Moreover, risks related to an inaccurate disclosure of sustainability information as per the European Corporate Sustainability Reporting Directive (CSRD) that may impair the perception of the Group by the market and its stakeholders and cause reputational damages.

**Risk Details**

EssilorLuxottica's prominent role in the eyecare and eyewear industry, coupled with its extensive international presence, necessitates adherence to a variety of national and international standards and regulations across its value chain and among its business partners.

Moreover, the Group's expansion into new sectors (e.g., med-tech) may expose it to new specific regulations.

These rules may require the Group to enhance transparency, establish consistent metrics, and ensure data integrity, to strengthen its corporate reporting, particularly in preparation for forthcoming sustainability reporting requirements.

The ever-increasing regulatory requirements and their evolutions, for instance, the implementation of the Corporate Sustainability Reporting Directive (CSRD) in 2024, mandate precise and transparent disclosure on environmental, social, and governance topics, with an increased volume of data points and KPIs.

As a result, a lack of proper management of its reporting and external communication due to inaccurate and inconsistent information could jeopardize EssilorLuxottica reputation, impacting the Group's growth.

**Mitigation Measures**

The Group is investing to align reporting and the communication of financial and sustainability information to ensure accuracy, consistency, and compliance with evolving regulatory frameworks through the adoption of different measures, including:

- committed teams that collaborate closely with the Internal Audit, Legal, Internal Control teams to report on the actions taken to senior management, the Group Audit Committee, and the Board of Directors;
- strengthening processes and controls over sustainability reporting;
- reinforcement of the Group compliance policies and procedures framework. Knowledge is fostered thanks to the creation of dedicated training disclosed via the EssilorLuxottica's Leonardo learning ecosystem (e.g., training programs on anti-corruption measures and Anti-Money Laundering and Terrorism Financing Policies);
- Code of Ethics to facilitate the infusion of the compliance culture among employees and of a Business Partners' Code of Conduct communicating the Group's expectations;
- regular checks and audits carried out by Internal Audit and Control teams or external parties, followed by the implementation of corrective measures;
- a Group-wide internal reporting 'whistleblowing' system, SpeakUp, allowing employees and external stakeholders to report their concerns about ethics through a platform hosted by a third party;
- compliance with local regulations before launching new campaigns (advertising, medical devices, and others). Particular attention is paid toward its external communication, monitoring media, and discussions on social media about the Group.

These measures collectively aim to address the risks of reporting and communication by reinforcing transparency and strengthening the organization's overall reputation.

ⓘ *For more information on the sustainability dimension, see Chapter 6 of this Universal Registration Document.*

# Trade Compliance – Intellectual Property Rights

**Risk Description**

Risk that the Group's failure to comply with applicable laws and regulations, particularly those related to trade compliance and intellectual property, could result in financial penalties, sanctions, and reputational damage. This includes the failure to adequately identify, manage, and protect intellectual property rights (such as trademarks, patents, and copyrights), potentially leading to a loss of revenue, legal disputes, and infringement claims.

| Risk Details | Mitigation Measures |
|---|---|
| EssilorLuxottica's expansion into new sectors such as med-tech, wearables, and digital software may increase its exposure to trade compliance and Intellectual Property (IP) risks.<br><br>If the Group fails to comply with regulatory requirements across different regions, especially in high-risk jurisdictions such as China, Israel or Russia, product approvals and market entry would not be guaranteed, causing potential legal, reputational, and financial damage.<br><br>In parallel, adequate IP processes to ensure innovations are well-protected, the competitors monitoring and the verification of ethical standards compliance by business partners, are key activities to avoid legal challenges, operational disruptions and reputational risks.<br><br>Furthermore, the organization's intellectual property strategy becomes increasingly important to avoid flows into parallel markets or misappropriation that may undermine the brand image and customer loyalty. | To successfully navigate new sectors while continuing to innovate and expand, EssilorLuxottica is investing to ensure strong trade compliance and IP portfolio management.<br><br>The Group actively monitors patent applications in relevant markets through regular in-store and online audits to identify potential infringements and allocates resources to research and development.<br><br>Additionally, to minimize consumer exposure to fake products and safeguard its competitive advantage, EssilorLuxottica, either through Brand protection or IP department activities, has implemented robust systems collaborating with local institutions and authorities around the world, to intercept counterfeit eyewear products and combat the entire illegal production chain as best permitted by law.<br><br>ⓘ *For further information see also Section 1.4 of this Universal Registration Document.*<br><br>In parallel, EssilorLuxottica focuses on compliance with international trade regulations and sanctions, particularly in high-risk markets, through monitoring and control systems, internal training, and consistent communication with local and international authorities. In Russia, for example, the Group restricted its operations and closely monitored its transactions, notably through regular screening and monitoring, according to specific guidelines that are regularly updated and communicated to exposed teams.<br><br>ⓘ *For further information see People Management and Political & Social Environment Risk Factors.* |

# Litigations and Proceedings Arbitration

**Risk Description**

Risks pertaining to the emergence of complaints and litigation, some of which are or may be material, from customers and other counterparties resulting in possible reputational and brand damage and the possible application of sanctions by regulators.

| Risk Details | Mitigation Measures |
|---|---|
| In the ordinary course of its business, the Group is party to legal actions, claims, lawsuits, arbitrations, investigations, governmental and administrative proceedings, and litigation, some of which are or may be material.<br><br>Given the growing complexity and international footprint of EssilorLuxottica, any ongoing or upcoming material litigation could have significantly negative consequences on the financial situation and reputation of the Group.<br><br>Various civil and criminal actions are pending in various jurisdictions. In 2024, the Group recovered approximately €50 million from various settlements.<br><br>**Alleged anti-competitive practices**<br>Following lengthy proceedings against Luxottica, the Group was sentenced by the French Competition Authority to a €125 million fine on July 22, 2021, on account of cartel practices, a decision that was confirmed by the Paris Court of Appeal on December 12, 2024.<br><br>The Group appealed to the Supreme Court (Cour de cassation) on January 13, 2025 and remains confident that it will successfully demonstrate that the decision is ungrounded.<br><br>Accordingly, no provisions have been booked in this respect.<br><br>Following lengthy proceedings against Essilor, the Group was sentenced by the French Competition Authority to a €81 million fine on October 6, 2022 for discrimination of online players and protection of brick and mortar retailers in connection with the distribution of certain specific prescription lenses, a decision that was confirmed by the Paris Court of Appeal on December 12, 2024.<br><br>The Group appealed to the Supreme Court (Cour de cassation) on January 13, 2025 and remains confident that it will successfully demonstrate that the decision is ungrounded. Accordingly, no provisions have been booked in this respect.<br><br>Following an investigation initiated in 2021, the Group was sentenced by the Turkish Competition Authority to a TRY 492 million fine on August 18, 2023 for breach of exclusivity commitment and abusive bundling. EssilorLuxottica strongly disagrees with the Turkish Competition Authority and appealed its decision, confident that it will successfully demonstrate that this decision is ungrounded. | EssilorLuxottica provides dedicated training sessions to its employees in order to meet its statutory and regulatory duties and enhance internal professional knowledge.<br><br>Furthermore, EssilorLuxottica addresses all claims, arbitrations, and litigation proceedings through specialized resources (internal and external) and evaluates their related risks in accordance with applicable accounting standards.<br><br>Such provisions for EssilorLuxottica amounted to €105 million as of December 31, 2024, compared to €134 million as of December 31, 2023. |

# Litigations and Proceedings Arbitration (continued)

| Risk Details | Mitigation Measures |
|---|---|
| **Other antitrust Investigations**<br>The Group is under an investigation initiated in 2022 by the Greek Competition Authority in relation to local commercial practices.<br>Moreover, in the United States, the Federal Trade Commission has issued a Civil Investigative Demand to the Group subsidiaries in relation to business practices within the optical industry.<br>The Group is working with the relevant authorities on these ongoing investigations.<br>**Class actions**<br>Certain EssilorLuxottica Group entities, primarily US and Canadian subsidiaries, are defendants in class actions and putative class actions brought before Federal, State, and Provincial courts alleging suppression of competition, price fixing, false and misleading advertising, misleading representations, warranty claims, unlawful control of optometrists, and data security breaches. This includes, among others, several putative class actions filed in H2 2023 in US Federal Courts for alleged price fixing and monopolization. The relevant entities vigorously dispute the merits of all these actions.<br>**Other existing proceedings**<br>Shamir Optical, a US subsidiary, is involved in a court case, which also involves the US Department of Justice, with regard to certain promotional activities.<br>Moreover, EssilorLuxottica and its subsidiaries are defendants in other legal proceedings arising in the ordinary course of business. EssilorLuxottica disputes the merits of all such outstanding claims, which it will vigorously pursue. | |

# 2.2 Main Characteristics of the Risk Management and Internal Control Systems Implemented by the Company for the Preparation and Processing of Accounting, Financial, and Sustainability Information

EssilorLuxottica's internal control system is consistent with international best practices such as the COSO (Committee Of Sponsoring Organizations of the Treadway Commission) Internal Control – Integrated Framework and in line with the requirements imposed on companies listed on the French Stock exchange and, more precisely, with the 'Reference framework for risk management and internal control system' published by the AMF in 2010.

## 2.2.1 The Company Risk Management Process

EssilorLuxottica has developed and adopted an Enterprise Risk Management (ERM) framework defining:

- a Group Risk Model, which clusters risks into four categories (strategic, operational, financial and compliance);
- an ESG-related component embedded in the Group Risk Model;
- an assessment methodology based on the impact, likelihood and velocity of each risk.

In 2024, EssilorLuxottica performed its annual risk assessment, based on the Group Risk Model:

- identification and analysis of risks through interviews and questionnaires;
- assessment of impact, likelihood and velocity, on a residual basis, considering all mitigating measures adopted by EssilorLuxottica;
- prioritization aimed at identifying risks and implementing action plans to minimize those risks.

The risk assessment process is complemented by the Double Materiality Assessment (DMA), which determines the significance (materiality) of each ESG (Environmental, Social and Governance) matter in the context of the Group value chain by evaluating their impact on environmental and social factors (inside-out perspective) while also considering how these factors influence the organization (outside-in perspective).

The risk assessment has been performed globally, incorporating all geographical areas, legal entities, and activities of the Group. In 2024, the results of these risk assessments were integrated in the identified risk factors for the Group, in terms of nature and mitigation actions.

EssilorLuxottica identified 18 relevant risk factors to which the Company may be exposed. For each risk factor, the overall severity has been calculated considering the likelihood and the potential impact (operational, financial, and reputational) as well as velocity of occurrence. Risks presented are clustered by risk categories.

## 2.2.2 The Company's Internal Control Objectives

The risk management of EssilorLuxottica and the internal control frameworks implemented within the Group are designed to:

- ensure that management actions, execution of transactions, and staff behavior fall within the scope defined by the guidelines applicable to activities undertaken by the relevant corporate bodies. This includes compliance with applicable laws and regulations, as well as values, standards, and internal rules of the Group;
- verify the quality and accuracy of all accounting, financial, sustainability, legal, and management information reported to the relevant corporate bodies, regulatory or supervisory authorities, shareholders or the public;
- cover all the policies and procedures implemented by the Group that provide reasonable assurance that business is managed efficiently and effectively;
- limit the risk of error or fraud, particularly of an economic, financial or legal nature, to which the Group may be exposed. However, no control system can provide an absolute guarantee that all such risks have been completely avoided or eliminated.

## 2.2.3 Organization of Internal Controls

The internal control systems implemented within the Group are based on:

- clear definitions of responsibilities, backed by the necessary resources and skills, appropriate information systems, procedures and processes, tools, and practices;
- internal communication of all the information needed for each individual to fulfill his or her responsibilities;
- systems that aim to identify and analyze the main identifiable risks and to ensure the implementation of procedures to manage these risks;
- control procedures that are proportionate to the risks associated with each process and are designed to provide assurance that measures are taken to limit and, to the extent possible, manage the risks that could prevent them from fulfilling their respective objectives;
- supervision of the internal control and risk management systems and regular reviews of their operations.

### 2.2.3.1 Main Finance Control Activities and Key Stakeholders

Various internal control activities help to ensure that the application of finance standards and procedures defined at corporate level are consistent with Senior Management's guidelines.

The risk management and control framework in place at EssilorLuxottica can be described as follows:

- first line of defense: the operational people responsible for transactions at entity level;
- second line of defense: the functional departments in charge of specific areas of activities (such as Internal Control, Treasury, Accounting and Consolidation, Forecasting, and Tax, etc.) with a solid reporting line from the regions to the corporate finance heads;
- third line of defense: the Internal Audit department, which independently checks the effectiveness of controls and reports on them to the relevant functions and bodies.

The following departments are under the responsibility of the Group Chief Financial Officer of EssilorLuxottica:

#### Group Internal Control

Group Internal Control focuses mainly on the controls related to Internal Control Over Financial Reporting (ICoFR) scope. Several initiatives have been carried out during 2024, such as:

- continue the harmonization of the Group policies and procedures;
- control testing on the financial statement closing process and on Minimum Control Standards;
- continue extension of the scope of the key controls monitoring related to payment and cash management processes *via* a Data Analytics tool;
- continue enhancement of the control environment centralizing some key activities on the Procure to Pay process;
- follow up on the remediation plans raised by Internal Audit.

And other projects led with IT to strengthen some digital processes.

The results of these internal control activities are periodically reported to the Group Chief Financial Officer and shared with the heads of Finance departments.

The aim is to focus on reinforcing controls and suggesting remedies in the finance area to prevent and detect potential fraud, and also to contribute to the continuous enhancement of the quality of the financial information reported.

#### Group Accounting and Consolidation

The EssilorLuxottica consolidation team (the 'Group consolidation team') is responsible for the preparation of the consolidated financial statements of EssilorLuxottica. The Group consolidation team issues instructions and timelines to ensure a consistent and reliable consolidation process; in addition, there is an open communication line with the local Finance Departments, which allows the understanding and analysis of the financial data and enables consistency in the accounting approaches with respect to complex transactions and/or implementation of new accounting standards.

Subsidiaries adopt the accounting and management policies communicated by the Group consolidation team and submit their financial information through a consolidation software that, in turn, enables the consolidation process at Group level.

EssilorLuxottica's consolidated financial statements are prepared in accordance with IFRS as adopted by the European Union, based on reporting packages submitted by each Group subsidiary. The statutory financial statements of EssilorLuxottica are prepared by a dedicated team in accordance with the French accounting standards.

The yearly consolidated and statutory financial statements are audited by the Statutory Auditors, who apply the standards of the profession.

#### Group Treasury

The Group Treasury department handles the strategic funding and liquidity management at parent company level, including asset management. Short-, medium-, and long-term financing is achieved through bonds, private placements, medium-term credit facilities, and commercial paper. Cash surpluses are invested in short-term instruments (such as bank deposits and money market funds), mainly concentrated at EssilorLuxottica.

The interest rate risk management is centralized and aims at balancing the cost of financing and protecting the Group against adverse changes in interest rates.

Group and Regional Treasury Departments of EssilorLuxottica oversee the funding, risk hedging, and local asset management of the affiliates, also providing general advice and assistance services to Group subsidiaries for these duties and cash management. Whenever possible, the financing needs of subsidiaries are funded intercompany. Exposures to currency risk are routinely hedged by the Treasury Departments through customary market instruments. Invoicing in local currency of importing or exporting companies allows the bulk of foreign exchange risk to be concentrated on a small number of entities.

### Group Controlling

The Group Controlling function (i) defines and monitors the indicators for checking that the Group is operating in accordance with its targets; (ii) measures the performance of the various operating divisions and their contribution of the Group; and (iii) performs consistency tests on management reporting data to check the overall reliability of the applicable information, working in cooperation with the business analysis units embedded in each operating division. The Group Controlling function identifies differences compared with targets set, risks and opportunities, provides decision-making guidance, and coordinates projection phases (forecasts and budget).

### Group Tax

The EssilorLuxottica Group Tax Department is in charge of monitoring and ensuring compliance with applicable tax laws and regulations, consistently with the values of honesty and fairness of EssilorLuxottica's Code of Ethics. It commits local subsidiaries to endorse a transparent, accurate and proactive policy of direct and constant interaction with tax authorities of the countries in which they operate. It also guides subsidiaries on tax matters, provides guidance on the transfer pricing approach, defines Group tax policies, and suggests adequate tax solutions to the Group's business requirements.

It has also implemented a Tax Control Framework ('TCF'), i.e., a set of rules and guidelines, ensuring overall consistency within the Group on relevant tax activities and tax governance. The EssilorLuxottica TCF also includes the EssilorLuxottica Tax Strategy.

#### THE KEY PILLARS OF ESSILORLUXOTTICA'S TAX STRATEGY

- EssilorLuxottica endeavours to comply with all applicable laws and regulations, in accordance with its Code of Ethics.
- EssilorLuxottica is committed to keep a cooperative and transparent relationship with the Tax Authorities in the countries where it operates and utilizes, where available, tax dispute prevention instruments (such as Rulings, Advance Pricing Agreements) to ensure tax certainty.
- EssilorLuxottica does not engage in 'aggressive tax planning transactions', namely transactions lacking economic substance aimed at obtaining undue tax advantages, which are in violation of the anti-abuse laws.

## 2.2.3.2 Internal Control Procedures Relating to the Production and Processing of Accounting and Financial Information

The production of the accounting and financial information is ensured at EssilorLuxottica Group level by the following processes:

(i) quarterly accounting closing processes performed at Group level, based on the closing processes implemented in accordance with the instructions and timelines communicated by the Group consolidation team;

(ii) implementation of general Group procedures to guarantee compliance with the applicable rules (e.g., IFRS and AMF guidelines);

(iii) existence of specific guidelines and procedures followed at Group level;

(iv) presentation of financial information, at each period-end preceding the publication, to the Audit and Risk Committee.

Data related to the income statement, the statement of financial position, and the cash-flow statement are prepared quarterly. The Group consolidation team checks the figures reported for consolidation purposes on a quarterly basis and ensures that they comply with applicable policies.

Even though they are not an integral part of the internal control procedures, the Statutory Auditors take into consideration the accounting and internal control systems to plan their audits and define their audit strategies.

## 2.2.3.3 Main Sustainability Control Activities and Key Stakeholders

The Corporate Sustainability function is under the responsibility of the Chairman and the Chief Executive Officer at EssilorLuxottica.

The Corporate Sustainability function leads efforts on environmental and social challenges while enhancing the development of the Company-wide sustainability strategy and roadmap titled Eyes on the Planet. It coordinates and addresses ESG topics within the entire Enterprise Risk Assessment process in alignment with the outcome of the Double Materiality Assessment, which is regularly reassessed, and it liaises with the three lines of defense to prepare the Sustainability reporting and to continuously improve and strengthen the related internal control system.

More information about the Double Materiality Assessment and Risk Management process on sustainability reporting is mentioned in Chapter 6.

### 2.2.4 Internal Audit Department

The goal of the Internal Audit department at EssilorLuxottica is to provide independent, risk-based, and objective assurance and consulting services designed to add value to the Group's operations and improve the effectiveness of its governance, risk management, and control processes, with a geographical organization matching the Group's footprint.

The Head of Internal Audit regularly reports to the Audit and Risk Committee on the status of the audits, the most significant issues, and the implementation of the related action plans. Additionally, the Audit and Risk Committee reviewed and subsequently the Board of Directors approved the 2025 Internal Audit Plan for EssilorLuxottica.

The Internal Audit department is not responsible for any operational area and has full, free, and unrestricted access to all functions, records, property and personnel pertinent to carrying out any engagement. If the Head of Internal Audit determines that independence or objectivity of the Internal Audit department may be impaired, the details of impairment will be disclosed to appropriate parties.

The Internal Audit department has a specific budget, assigned in accordance with the activities it is required to perform to achieve the objectives defined in the approved Internal Audit Plan.

Internal Audit activities are carried out according to the approved plan and applying common methodologies in all geographies. For each audit, a report is prepared and distributed to the relevant stakeholders.

Through continuous monitoring of the risk environment, the plan has been reviewed and updated, taking into account the new priorities from Management and also resources availability in the regions in order to ensure an adequate and balanced coverage. The adjustments to the 2024 audit plan have been reviewed by the Audit and Risk Committee during the year and subsequently approved by the Board of Directors when necessary. The Internal Audit department executed and completed the 2024 approved plan.

The results of the Internal Audit activities are periodically reported to the Audit and Risk Committee and to senior management, allowing the Group to identify areas for improvement of the internal control system for which specific action plans are agreed to further strengthen the foundation of the system itself. The implementation of the recommendations formulated by the Internal Audit activities is the responsibility of the owners of the audited processes and it is periodically monitored to ensure that the action plans agreed upon are carried out within the specified time frame.

## 2.3 EssilorLuxottica Vigilance Plan

This section aims to present EssilorLuxottica's approach to meeting requirements for French Law no. 2017-399 on the duty of care for parent companies and subcontracting companies ('duty of care'). This Vigilance Plan covers the scope of EssilorLuxottica represented by its subsidiaries, within the scope of financial consolidation.

EssilorLuxottica attaches particular importance to identifying risks and preventing serious breaches of Human Rights and fundamental freedoms, Health & Safety at work as well as the environment. These risks can arise as a result of its activities, those of its subsidiaries or those of its suppliers and subcontractors, regardless of their position in the value chain. Identifying those risks entails a commitment to make every reasonable effort and undertake the necessary measures to guarantee compliance. Actual or potential violations to the duty of care can be reported through the Group internal alert system, SpeakUp.

As EssilorLuxottica has a long history of responsibility toward its stakeholders, the requirements for the duty of care legislation have been undertaken to progressively clarify and strengthen existing frameworks and will also be used to mainstream Human Rights into the Company's corporate policies, procedures, and training modules as they are issued. The Group also harmonizes and updates its policies, when necessary, to consider new regulations.

EssilorLuxottica hereby reports on the progress of operational implementation of its commitment and vigilance approach for each of the corresponding key themes and according to any changes in its activities and structure. For the sole purposes of clarity and readability of this Vigilance Plan, if necessary, readers will be referred to sections of the 2024 Universal Registration Document, in which further information is provided.

## 2.3.1 Commitment to Promote Human Rights and Protect the Environment Across the Value Chain

EssilorLuxottica is built on two centuries of innovation and human endeavor. The Company places particular importance on respect for Human Rights and the environment, along with applicable laws and regulations (such as the French Duty of Care Law and other local regulations, including those about modern slavery) and international standards, such as the United Nations Guiding Principles for Business and Human Rights, and the OECD Guidelines for Multinational Enterprises. EssilorLuxottica is committed to respecting and promoting Human Rights across its entire value chain. The Company abides by the ILO Conventions and the ten principles of the United Nations Global Compact relating to Human Rights, labor law, the environment, and the fight against corruption. This commitment is deeply intertwined with the Company's Mission and was strengthened in recent years in the context of growth and expansion in new countries.

In light of the upcoming entry into force of new regulations, such as the Corporate Sustainability Due Diligence Directive ('CS3D'), the Company aims to take a proactive approach in fostering respect for Human Rights, Health & Safety and environment. In anticipation of the upcoming obligations, EssilorLuxottica plans to enhance its Human Rights risk mapping of its operations and chain of activities with a view to further conducting an in-depth assessment for identification and prioritization of adverse impacts and to adapt its risk prevention and remediation process accordingly.

Generally speaking, EssilorLuxottica aims to ensure that its activities comply with the International Bill of Human Rights and the principles of fundamental rights set out in the Declaration on Fundamental Principles and Rights at Work of the ILO. In all its businesses and across its supply chain, the Company has a duty to ensure that international standards and local employment laws are always adhered to, and that undeclared work, child labor, forced work, and any other inappropriate employment conditions are prevented.

EssilorLuxottica's Code of Ethics describes the Group 'key principles' and 'golden rules' in relation to human and labor rights, and Health & Safety, as well as its commitments to protecting the environment across its operations, as per the International Bill of Human Rights and ILO Conventions. The Code of Ethics applies and is binding on EssilorLuxottica, its subsidiaries and all their employees, regardless of their position within the Group or location. EssilorLuxottica applies similar principles to temporary and seconded staff of external companies.

EssilorLuxottica also works closely with suppliers to mitigate any environmental, Health & Safety and Human Rights risks along the value chain and extends its expectations to business partners across the supply chain, as outlined in its Business Partners' Code of Conduct.

EssilorLuxottica's Business Partners' Code of Conduct sets its expectations from its business partners including suppliers, distributors, franchisees, consultants, agencies, service providers, outsourcing partners, hiring agencies, licensing partners, and landlords (referred to as 'Business Partners') and aims to ensure that they uphold the Company's commitment in areas of ethics, Human Rights and labor standards, environment, and Health & Safety.

EssilorLuxottica also expects its suppliers and subcontractors, to the extent possible, to ensure the application of this Code of Conduct or similar ethical standards to their own suppliers and subcontractors, and to take reasonable steps to cascade its Code of Conduct or similar principles to them. All EssilorLuxottica Group subsidiaries must implement the Code of Conduct with their business partners and make commercially reasonable efforts to leverage the business relationship and obtain compliance with this Code (or similar principles) in their contracts. The Group's standard contractual clauses require its Business Partners to adhere to and comply with this Code of Conduct.

EssilorLuxottica is committed to ensuring healthy and safe working conditions, protecting both its people and the environment in all its locations. The Company is committed to complying with all applicable legislation and regulations and aims to continuously improve Health & Safety policies and procedures across countries through information and training and by fostering responsible behaviors of all workers through the application of Company-wide safety procedures and vigilant preventive actions.

Furthermore, to reduce its environmental risks and impacts and to have a process framework that guarantees regulatory compliance and meets stakeholder expectations, EssilorLuxottica applies environmental best practices that conform to ISO 14001 certification and facilitates management of related impacts.

However, the Group operates in regions where the application of legislation in relation to Human Rights and the environment may be limited or fall below international standards. In such situations, EssilorLuxottica strives to perform its activities in accordance with international standards for the protection of Human Rights and the environment, and implement actions designed to prevent negative consequences in these areas, and remedy them should they occur.

EssilorLuxottica is committed to making continuous progress and is aware that its Human Rights and environmental approach requires monitoring, reviewing and regular improvement to ensure continued identification of associated risks, updating of policies and internal procedures, making of commitments, and implementations of actions 'on the ground' to mitigate risks along its value chain. This allows the Company to further prevent serious breaches and take corrective actions where applicable, then remain vigilant about the consequences of its activities.

## 2.3.2 Organization and Steering

EssilorLuxottica's commitment to Human Rights and fundamental freedoms, health, safety, and the environment is supported at the highest levels of the Company by its Board of Directors.

In particular, the CSR Committee is regularly updated on specific topics including the ESG risk assessment and management of sustainability issues. The CSR Committee also coordinates with the Audit and Risk Committee for all matters related to the CSR Committee's areas of intervention. For more details on EssilorLuxottica's CSR Committee, see Chapters 4 and 6 of this Universal Registration Document.

Operationally, the drafting and oversight of the Vigilance Plan are coordinated by the Compliance and Corporate Sustainability functions which, together, lead a task force involving the Internal Audit, Risk Management, Human Resources, Responsible Sourcing, Legal Affairs, Internal Control, and EHS departments to identify and manage risks associated with the duty of care. This task force is also intended to support the creation, updating, and deployment of the Group's policies at regional or local level as well as the implementation of reasonable vigilance measures.

In addition, the Environment, Health & Safety function at EssilorLuxottica is responsible for the deployment of environmental management systems aimed at reducing environmental impact and ensuring the Health & Safety of all employees worldwide (see Chapter 6 of this Universal Registration Document).

For EssilorLuxottica, supply chain efficiency is key to guarantee the highest quality of its products and services, which contribute to maintaining and enhancing its reputation. The Company has defined standards for ethics, labor, health, safety, and the environment, and requests all its suppliers to adhere to these (see *Responsible Sourcing* Section below and Chapter 6 of this Universal Registration Document).

Lastly, EssilorLuxottica aims to further involve its stakeholders and go beyond the actions already undertaken. This is evident from its regular discussions with representatives from civil society, its support to NGOs, and its participation in roundtable discussions.

## 2.3.3 Risk Identification

Analysis of gross risks is undertaken on a yearly basis and includes the risks of impacts on Human Rights, the environment, and Health & Safety. In particular, as part of its commitment to mitigate environmental, social, and governance risks, the Group has integrated the analysis of risk related to sustainability topics (ESG risks) into the annual risk assessment process conducted by the Risk Management function in collaboration with the Corporate Sustainability function, involving all regions, legal entities, and business units. In 2024, the insights of the Double Materiality Assessment were used to deepen the analysis of ESG risks (see Chapter 6). Both Double Materiality assessment and Risk assessment enabled the Group to continue its dialogue with internal and external stakeholders on the potential impacts of its business activity on the environment and people (see Chapter 6).

A comprehensive analysis of the environmental risks associated with the Group's various operations was also carried out in 2024, particularly with regard to climate-related risks (see Chapter 6 of this Universal Registration Document).

## 2.3.4 Human Rights and Fundamental Freedoms

EssilorLuxottica operates globally, engaging a diverse network of employees, suppliers, and business partners in more than 150 countries, which entails risks related to Human Rights and fundamental freedoms. It is essential to address these risks comprehensively. Identifying, assessing, and managing these risks are integral part of the Group's risk assessment process (for more information, see Chapter 2, *Risk Management*), which takes into consideration the ESG-related risks, including Human Rights and fundamental freedoms.

### 2.3.4.1 Risk Mapping

EssilorLuxottica recognizes its exposure to Human Rights- and fundamental freedoms-related risks in its operations and supply chain. The Group attaches importance to identifying risks and preventing serious breaches of Human Rights and fundamental freedoms. The Group particularly focuses on the risks related to the apparel, footwear, and accessories supply chain. The usual nature of apparel manufacturing entails a labor-intensive process and can be linked with labor rights challenges including child labor, forced labor, poor working conditions, overtime, and low wages.

Human Rights- and fundamental freedoms-related risks are assessed and managed through a combination of the Group risk assessment process and the EssilorLuxottica Responsible Sourcing and Manufacturing program.

The Group risk assessment process takes into account Human Rights risks related to Group employees, including people management (risks related to work environment) and data privacy (risks related to personal data). The identified risks can include challenges such as a potential lack of attractiveness for certain scarce profiles (e.g., doctors and optometrists essential to supporting the retail business), difficulties in retaining employees (particularly among Gen Z), and risks related to non-compliance with working hours regulations (For further details, see Chapter 6, table 6.3.1.2.2 on *Material impacts, risks, and opportunities*, p. 406).

The Group actively works with its suppliers and business partners to manage labor risks and ensure that workers' rights are upheld. The Responsible Sourcing and Manufacturing Program focuses on the risks in the supply chain. As part of the program, supplier assessment takes into consideration four axes, including Labor and Human Rights as one of the axes. Suppliers are risk assessed in terms of country and industry risk and classified in ow-, medium-, and high-risk suppliers (Further details in the ELRSM program).

### 2.3.4.2 Risk Mitigation, Prevention and Monitoring

EssilorLuxottica integrates its Human Rights prevention & mitigation into its corporate culture, policies, and strategies. The Company takes a comprehensive approach to address Human Rights and fundamental freedom related risks. To prevent and minimize Human Rights- and fundamental freedoms-related impacts, the Group undertakes measures for its own workforce and for value chain workers.

The Group constantly works to anticipate and manage the actual and potential impacts on its workforce deriving from potentially inadequate human right practices that can damage the work environment and also jeopardize the Group's reputation. To manage the impacts within its own workforce and value chain workers, the Group has corporate policies and commitments as well as regular engagement. The corporate policies aim to safeguard Human Rights and promote principles established by international instruments and organizations. A few of the key notable corporate policies & commitments include:

- Code of Ethics
- Business Partner's Code of Conduct
- Modern Slavery Statement
- Workplace anti-harassment and discrimination policy
- Global EHS policy

To address risks, the Group also ensures that regular awareness-raising and training initiatives are delivered to employees on Human Rights and compliance-related topics (Code of Ethics, Data Protection, discrimination and harassment, and Health & Safety, etc.) organized *via* dedicated e-learning modules and face-to-face training.

The Group implemented several actions to mitigate potential negative impacts and inadequate Human Rights practices. For further information on the detailed actions implemented, see Chapter 6, Section 6.3.1.7.6 *Actions and resources*.

The processes for providing or contributing to remedying negative impacts include a whole set of corrective actions, either individual or general, such as:

- discussion with Human Resources manager (or the upper-level manager) to discuss the matter at stake and recommended actions, proportionate to the negative impact;
- coaching and/or specific training of the employees involved;
- reminder of the applicable policies to the employees involved ('reset expectations');
- enhancement of the existing training to the exposed part of the workforce;
- review and enhance of the policies and procedures, if necessary;
- interim measures such as suspension of an employee during investigation;
- internal reorganization such as change of department or new store affectation;
- disciplinary measures, from verbal or formal warning, up to termination of employment.

Moreover, to prevent or mitigate material, negative impacts on its own workforce, the Group has also put in place different types of audits, both internal and external, in order to ensure that appropriate working conditions are implemented in the different entities of the Group.

## 2.3.5 Health & Safety in the workplace

For EssilorLuxottica, guaranteeing and protecting the Health & Safety of its over 200,000 people and all external visitors (e.g., business partners, suppliers, and students) to the Group's premises is a top priority. As explained in Chapter 6 of this Universal Registration Document (Section 6.3.1.3 *Health & Safety*), the Company is committed to achieving zero work-related accidents through the implementation of strong Health & Safety programs that focus on identifying and preventing employee risks in the workplace. To achieve this, the Group has policies, action plans, procedures, and on-site audits aimed at reducing the occurrence, frequency, and severity of accidents. These include:

- the Global EHS Policy, that sets commitments and defines the levers for action;
- the Product Stewardship – Safety and Compliance of Chemicals, Materials and Components Policy – that outlines management methods of chemicals and materials and parties involved in product stewardship;
- the Machinery Safety Policy;
- environmental management systems aimed at reducing environmental impact and ensuring the Health & Safety of all employees worldwide, as per ISO 14001 and ISO 45001 standards;
- quantitative reporting in the form of indicators and qualitative reporting enabling the escalation and analysis of incidents and accidents as well as Safety Days and other events organized at local sites.

EssilorLuxottica's commitment to Environment, Health & Safety in the workplace is supported at the highest level of the organization by its Chairman and Chief Executive Officer, who signed EssilorLuxottica Global EHS policy.

### 2.3.5.1 Risk Mapping

EssilorLuxottica assesses its risk exposure through the Group risk assessment process described above and through the EssilorLuxottica Responsible Sourcing and Manufacturing programs that apply to both manufacturing sites and suppliers globally.

Each site conducts its own Health & Safety risk analysis applying the Corporate and regional guidelines and adapting the outcome to any specific regulations may apply at regional or local level. Tracking systems are in place to follow up on actions plan accordingly.

The EHS function oversees the initiatives implemented at local level and the data mining to prevent and mitigate the risk of potential or actual events. Quantitative inputs are collected in Gensuite, a tool used by all the local EHS of Operations' sites and dedicated also to the reporting of H&S KPIs, including observations and near misses raised by the workforce.

### 2.3.5.2 Risk Mitigation, Prevention, and Monitoring

As stated in the Group EHS policy, EssilorLuxottica's approach to prevent and minimize workplace hazards is consistent with international standards and its target of reducing work-related accidents to a minimum. As such the Company applies environmental best practices that conform to ISO 45001:2018 Occupational Health & Safety Management and facilitates management of related impacts.

In particular, Health & Safety programs focus on identifying and preventing Health & Safety risks in the workplace, actively involve employees, and include on-site audits, such as:

- Behavior-Based Safety program (BBS) – the program encourages employees' active participation in detecting any existing risks in the Operations;
- Loss Prevention program – the program covers the entire Operations organization from fire, flooding, and other potential scenarios that would impact workers' safety;
- Machine Safety program – following the release of the Group global standard for machine safety in 2024, the program consists in levelling up all the existing local policies according to the most stringent international technical standards, so to allow the company to buy and design machines with the highest safety standards;
- reporting tools and digitalization plan – Gensuite is the main database for the collection and management of key EHS data and KPIs related to safety and sustainability, enabling the Group to achieve greater data consistency and improve information integration;
- EHS auditing system at regional level – following the identification of any potential non-compliance or risk situation, actions plans are then created to follow up and their completion is measured accordingly;
- awareness-raising and training initiatives delivered to employees via dedicated e-learning modules and face-to-face settings.

For more information, see Chapter 6, Section 6.3.1.3 *Health & Safety*.

## 2.3.6 Environment

As a key milestone in its long-term goal to address climate change, in 2024, EssilorLuxottica's near-term emission reductions targets were validated by SBTi. These targets cover the Group value chain and support its ambition of acting as an example in the industry on the transition toward a low-carbon economy and climate-resilient business models.

As mentioned in Section 6.2.1.3 *Transition Plan for Climate Change Mitigation*, EssilorLuxottica committed to reducing absolute Scopes 1 and 2 GHG emissions by 42% by 2030, from a 2022 base year. Additionally, the Group committed to reducing absolute Scope 3 GHG emissions from purchased goods and services, fuel- and energy-related activities, upstream transportation and distribution, and waste generated in operations by 25% within the same timeframe.

In order to reach the above-mentioned targets, a Climate Transition Plan has been prepared and carbon reduction priorities have been identified:

- increasing the use of renewable energy – As part of the Group's efforts to minimize its own emissions (Scope 1 and Scope 2), actions on renewable energy have been largely accelerated with more investment in self-produced via a dedicated roadmap or externally produced (through Power Purchase Agreement) renewable energy via a formalized renewable energy purchasing roadmap;
- operations efficiencies – Priority of the Group is given in decreasing the use of resources (raw materials, energy and water consumption, and waste generation) through continuing process optimization and innovation as well as footprint consolidation with increased efficiency;
- supply chain optimization through near shoring and network optimization (e.g., part of production relocated to be closer to the market demand, consolidation of Rx labs, and complete-pair offerings, etc.);
- logistics optimization projects span from modal shift (shifts in transportation mode) to the optimization of all shipments preparation, to the redesign of the Group supply chain (nearshoring/reshoring) while constantly monitoring all logistics flows and network optimization activities;
- other initiatives (e.g., engaging all stakeholders on the climate journey): Significant emission reductions will also be achieved with the involvement of the direct suppliers in the reduction of their own emissions. Employees and customers are encouraged to take part in sustainability training and awareness initiatives available via a comprehensive online learning path on Leonardo, the Group's digital learning platform.

The sustainability program Eyes on the Planet, including climate, is overseen by the Board of Directors through the CSR and Audit & Risk Committees. In 2024, the Group also included a sustainability criterion in the long-term incentive scheme.

### 2.3.6.1 Risk Mapping

Following both the CSRD requirements and the recommendations of the TCFD framework (Task Force on Climate Related Financial Disclosures), two categories of climate-related risks – risks related to the physical impacts of climate change and risks related to the transition to a lower-carbon economy – are considered to prepare the Company for potential operational, financial and reputational effects, and to build the climate resilience of its activities.

The Physical climate risks model was built in 2022 based on four chronic climate hazards (heat stress, sea level rise, precipitation, and drought) and three acute climate hazards (tropical cyclones, extreme flooding, and fire weather) over the midterm (2030) and long term (2050 and 2100). This model helps the Group screen the physical climate risk exposure of a specific site based on its location, anticipate and prepare for potential climate hazards, raise awareness and protect employees in urgent situations, and improve the resilience of its assets and supply chain. In addition, the Climate transition risk is duly analyzed during the Group-wide risk assessment, as explained in Chapter 2 of this Universal Registration Document.

In addition, the Company performed a transition risks analysis in 2024, using the Net Zero emissions by 2050 scenario (consistent with limiting the global temperature rise to 1.5 °C) to stress-test business resilience and the Network for Greening the Financial System (NGFS) data for 2027 (short-term) and 2030 (medium-term) climate scenarios.

### 2.3.6.2 Risk Mitigation, Prevention, and Monitoring

To ensure the elimination and minimization of possible impacts on the environment, EssilorLuxottica has set several initiatives and performance indicators and promotes sustainability best practices throughout its value chain.

Important levers of action aimed at mitigating the environmental impact of the Company's activities include; i) the implementation of environmental management systems in conformity with the ISO 14001 standard; ii) water reduction processes; and iii) wastewater treatment systems. For more information about these levers, refer to Section 6.2 *Environmental Information* of this Universal Registration Document.

As described in Section 6.2 *Environmental Information* of this Universal Registration Document, relevant stakeholders include all Group operations, suppliers, service providers, contractors, and business partners. More specifically, EssilorLuxottica seeks Business Partners that address climate change and preserve the environment by reducing energy consumption, limiting carbon footprint across the value chain, and being resilient to climate-related risks. Environmental criteria are indeed assessed through the EcoVadis platform and on-site audits. The Responsible Sourcing team defines requirements and related evaluation criteria to seek and assess suppliers' answers on questions dedicated to climate change and energy consumption. In general, suppliers must comply with all national laws and international regulations regarding environmental compliance and governance, which includes documentation on environmental permits/licenses and a clear identification of roles and responsibilities. For more information on the Company's responsible sourcing program refer to Section 6.3.2.3 *Policies and Engagement* of this Universal Registration Document.

Employees and customers are encouraged to take part in sustainability training and awareness initiatives available via a comprehensive online learning path on Leonardo. This is complemented by the Eyes on the Planet Newsletter that, in 2024, focused on climate actions and key sustainability projects within the Group

In addition to the efforts within its own operations, EssilorLuxottica recognizes the need to have a positive impact beyond its value chain. The Group invests in nature-based solutions, thereby contributing to protect natural ecosystems and carbon sinks, and in renewable energy projects. Considering the relevance of these projects in mitigating climate change, EssilorLuxottica has set specific selection criteria:

- projects are located in countries where the Group operates;
- projects have a positive impact on biodiversity and socio-economic development of local communities (e.g., creation of job opportunities);
- the associated carbon credits have a vintage within five years from the date of retirement and are verified by well-recognized international standards;
- evidence of the specific due diligence carried by the carbon credit developer and supplier for the selected projects.

To reinforce its efforts to address climate change, in 2024, EssilorLuxottica's near-term emission reductions targets were validated by SBTi. These targets cover the Group value chain and support its ambition of acting as an example in the industry on the transition toward a low-carbon economy and climate-resilient business models.

## 2.3.7 Regular Assessment of Subsidiaries, Suppliers and Subcontractors

EssilorLuxottica is committed to respecting and promoting Human Rights in all its businesses across its operations and supply chain. Business Partners are expected to commit to respect the human and labor rights of their workers and seek to comply with all applicable Human Rights- and labor-related laws and conventions.

According to its Business Partners' Code of Conduct, EssilorLuxottica conducts risk-based due diligence and background checks on its Business Partners and may also submit them to self-assessment questionnaire and/or sustainability audits and on-site inspections, directly or by third parties, in order to verify the adequacy of their business with the principles mentioned in the Code of Conduct.

EssilorLuxottica has mostly focused on its upstream direct supply chain, notably through audits of its suppliers, with a specific attention and coverage of suppliers of its AFA (Apparels, Footwear and Accessories) division. Indeed, supplier risk assessments and on-site audits are at the core of EssilorLuxottica's responsible sourcing program. To ensure this, qualified third parties support suppliers' compliance with the Company's ethical working principles as well as environmental and social responsibilities. This approach aims to prevent the risk of serious cases of noncompliance with sensitive topics, including child labor and use of forced labor and corruption, when selecting and monitoring suppliers.

For more information, see Section 6.3.2.3 *Policies and Engagement*.

## 2.3.8 Alert and Reporting System: SpeakUp

EssilorLuxottica encourages a culture of dialogue and communication, and attaches particular importance to ensuring that all employees have the means to report ethical breaches, preferably to their line manager. When this does not seem possible, employees can use the Group's SpeakUp reporting tool. Launched worldwide in 2023 and promoted by the top leadership, this tool consolidates various pre-existing systems. It is gradually being rolled out across Group entities, thanks to both global (global communication on the Group intranet, specific actions with key managers, and distribution of FAQ's) and local (specific deployment with subsidiaries, dedicated posters, and digital animations, etc.) communication initiatives. Training programs for employees and investigators (employees from selected functions with specific skills, trained to analyze, conduct interviews, evaluate documents, and prepare reports) have also been set up. The reporting system is mentioned in the Code of Ethics and the Business Partners' Code of Conduct, and is public and easily accessible from a link published in the Group's website.

EssilorLuxottica has broadly defined suspected violations that can be reported, which include matters covered by the duty of care, such as violation of Human Rights, labor laws (including discrimination and harassment), Health & Safety, and environmental matters, as well as bribery and corruption, and fraud and several other matters as required by applicable laws. The SpeakUp internet platform is secure, accessible 24 hours a day, and is available in 19 languages. It is complemented by telephone hotlines in 11 countries. The Group's Reporting policy, published in several languages on the SpeakUp platform, provides employees with transparent information on the whistleblowing procedure, ensuring confidentiality of reports, allowing anonymous reporting (where permitted by applicable legislation) and reiterating the principle of prohibiting retaliation, facilitating the reporting of ethical misbehaviors Reports can also be made in person to authorized recipients, to the Human Resources function or to the Compliance function via email. The Group investigates and takes reports received very seriously. If the internal investigation confirms the existence of misconduct, remedial and disciplinary actions may be taken.

For more information, see Chapter 6, Section 6.4.1.5.1 *SpeakUp reporting system*.

# 3

# EssilorLuxottica in 2024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As table totals are based on unrounded figures, there may be discrepancies between these totals and the sum of their rounded components.

# Notes

1. **Constant exchange rates:** figures at constant exchange rates have been calculated using the average exchange rates in effect for the corresponding period in the relevant comparative year.
2. **Adjusted measures or figures**: adjusted from the expenses or income related to the combination of Essilor and Luxottica (the 'EL Combination'), the acquisition of GrandVision (the 'GV Acquisition'), other strategic and material acquisitions, and other transactions that are unusual, infrequent or unrelated to the normal course of business as the impact of these events might affect the understanding of the Group's performance. A description of those other transactions that are unusual, infrequent or unrelated to the normal course of business is provided in the half-year and year-end disclosure (see dedicated paragraph *Adjusted measures*).
3. **Comparable-store sales**: reflect, for comparison purposes, the change in sales from one period to another by taking into account in the more recent period only those stores already open during the comparable prior period. For each geographic area, the calculation applies the average exchange rate of the prior period to both periods.
4. **Comparable or *pro forma* (revenue)**: comparable revenue includes, the contribution of GrandVision's revenue to EssilorLuxottica as if the combination between EssilorLuxottica and GrandVision (the 'GV Acquisition'), as well as the disposals of businesses required by antitrust authorities in the context of the GV Acquisition, had occurred at the beginning of the year (i.e., January 1). Comparable revenue has been prepared for illustrative purpose only with the aim to provide meaningful comparable information.

As table totals are based on unrounded figures, there may be discrepancies between these totals and the sum of their rounded components.

# 3.1 Significant Events of the Year

## EssilorLuxottica Showcases its Smart and Hearing Aided Eyewear Innovation at CES 2024 in Las Vegas

For the first time, EssilorLuxottica exhibited at the Consumer Electronics Show (CES) in Las Vegas on January 9-12, 2024, showcasing the Company's bold moves in consumer technology.

At its booth in CES's North Hall, the Company showcased a prototype for Nuance Audio, a pair of beautiful glasses with advanced hearing technology built in seamlessly. Designed for consumers with mild to moderate hearing loss, Nuance Audio will eliminate the psychological barrier that has stood in the way of adoption of traditional hearing aids integrating proprietary state-of-the-art open-ear hearing technology into fashionable eyeglasses. Nuance Audio is expected to launch in the market starting with North America and Italy in Q1 2025 (see paragraph *Subsequent events*).

The EssilorLuxottica booth also featured Ray-Ban Meta, its iconic Ray-Ban glasses with built-in cameras, open-ear audio, AI-powered solutions and the ability to livestream and take calls hands-free, as well as the Group's new HELIX division with Vision(X), an intelligent and interconnected platform that will help modernize eyecare practices offering a full range of innovative digital solutions including tele-optometry and big data services for the world of optics.

Nuance Audio, Ray-Ban Meta and HELIX are a testament to EssilorLuxottica's commitment to moving the eyewear industry forward into a new era of interconnected and AI-powered devices and solutions.

Subsequently, on April 17, 2024, EssilorLuxottica took its place beside the world's leading tech companies at CES on the Hill in Washington DC. As one of only 19 companies invited by the Consumer Technology Association (CTA) to share their latest innovations with US lawmakers on Capitol Hill, EssilorLuxottica showcased Nuance Audio and its Ray-Ban Meta smart glasses in partnership with Meta.

## Breakthrough Device Designation Marks Myopia Management Milestone for Joint Venture Partner SightGlass Vision

On February 15, 2024, EssilorLuxottica announced that SightGlass Vision had been granted a 'Breakthrough Device' designation by the US Food and Drug Administration for its Diffusion Optics Technology (DOT) spectacle lenses designed to slow myopia progression in children.

Marking a milestone for the Company and the broader fight against the pediatric myopia epidemic, the 'Breakthrough Devices' designation granted to SightGlass Vision – EssilorLuxottica's myopia management joint venture with CooperCompanies – is limited to a small number of highly innovative devices that address irreversible debilitating diseases. In fact, only 18 other ophthalmic devices have received the designation since the start of the designation program in 2015.

With it, SightGlass Vision will benefit from more frequent opportunities for FDA feedback during the premarket review phase for DOT lenses as well as prioritized submission review. EssilorLuxottica and SightGlass Vision will continue to collaborate closely with the FDA, supporting their goal to improve access to vision care and expand the myopia management category.

The unique design of SightGlass Vision's DOT is the first to use the contrast management mechanism of action, incorporating thousands of elements that gently scatter light across the retina.

Helping reinforce its leadership in myopia, this patent-protected technology has demonstrated proven efficacy and safety through rigorous clinical evaluation. Full four-year outcomes reported in September 2023 from the pivotal CYPRESS study showed statistically significant slowing of the eye axial length progression and cycloplegic spherical equivalent refraction.

DOT spectacle lenses are available in several markets, including China, the Netherlands and Israel, as well as through preliminary market trials in other countries.

## Update on Licensed Brands

On February 21, 2024, EssilorLuxottica and Michael Kors announced the renewal of their licensing agreement for the development, production and worldwide distribution of prescription frames and sunglasses under the Michael Kors brand. The renewal will come into effect on January 1, 2025 and cover a period of five years, with an option for a five-year extension. The early renewal, coming almost a year before the expiration of the current agreement, is a testament to the strong confidence and collaboration between the two companies since 2015.

On March 7, 2024, EssilorLuxottica and Dolce&Gabbana announced the early renewal of their licensing agreement for the development, production and worldwide distribution of prescription frames and sunglasses under the Dolce&Gabbana brand. The existing agreement, which took effect on January 1, 2020, and was scheduled to expire on December 31, 2029, has been renewed and replaced with a new agreement, lasting 16 years, effective January 1, 2024 until December 31, 2039. The renewal, ahead of its natural expiration, and its duration are testament to the strong confidence and collaboration between the two companies since 2005.

On June 18, 2024, EssilorLuxottica and Diesel announced that they had signed an exclusive license agreement for the design, manufacture, and worldwide distribution of Diesel eyewear. The agreement was effective immediately until December 31, 2029, with an automatic renewal option of an additional five years. The first collection under the agreement will be available on the market from Q1 2025. The agreement combines Diesel's bold, fearless and provocative style with the unique craftsmanship, innovation and distribution capabilities of EssilorLuxottica, building on the first collaboration the two companies successfully started in 2022. The new collections will be developed under the leadership of Diesel Creative Director Glenn Martens and will play in a daring and irreverent way with materials and technologies, embracing Diesel's growing base of Gen Z brand builders and offering genderless products for diverse backgrounds.

On December 19, 2024, EssilorLuxottica and Prada Group announced the renewal of their licensing agreement for the development, production and worldwide distribution of eyewear under the Prada, Prada Linea Rossa and Miu Miu brands. The existing agreement, expiring on December 31, 2025, has been extended through December 31, 2030, with the provision for renewal until December 31, 2035. Rooted in a pioneering vision and commitment to excellence, the over twenty-year partnership has shaped a unique approach to luxury that is both timeless and forward-looking. The two companies have taken inspiration from the worlds of fashion and technology to deliver innovative collections that have become a benchmark in the entire industry.

## EssilorLuxottica Closes the Acquisition of Washin to Grow its Optical Retail Presence in Japan

On April 9, 2024, EssilorLuxottica announced that it had closed the acquisition of Washin Optical Co., Ltd., a Japanese optical retail player counting approximately 70 direct stores in the country with a strong heritage of quality and attention to consumers. The agreement represents an important step in shaping the vision care market in the region with the goal of growing the appreciation for quality eyewear and eyecare solutions among Japanese consumers and achieving new levels of customer service. It is also a testament of EssilorLuxottica's commitment to grow its eyewear retail operations in the country where it already directly operates approximately 70 retail locations under the Ray-Ban, Oakley and Oliver Peoples banners, as well as across department stores, and serves thousands of independent eyecare professionals and key partners.

## Five-year Clinical Findings of Essilor Stellest Lenses

On April 22, 2024, EssilorLuxottica announced that it would present the results of a five-year clinical follow-up study of its Essilor Stellest lenses for the first time at the 2024 Annual Meeting of the Association for Research in Vision and Ophthalmology (ARVO) in Seattle, USA, on May 5, 2024.

The findings strengthen the existing evidence base of the lenses in slowing down myopia progression in children. The data showed that the lenses save one- and three-quarter diopters of myopia over five years[(1)]*, demonstrating conclusive evidence of their efficacy in slowing down myopia progression in children in the fifth year.

(1) *On average, compared to the 60-month progression of the Virtual Control Group (predicted average annual decrease in SER by 9.7%, Smotherman C, et al. IOVS 2023;64:ARVO E-Abstract 811).*

* *Li X, Huang Y, Liu C, Yin Z, Cui Z, Lim EW, Drobe B, Chen H, Bao J. Myopia control efficacy of Spectacle Lenses with Highly Aspherical Lenslets: results of a 5-year follow-up study. ARVO Annual Meeting, Seattle. 2024. Available at: https://eppro02.ativ.me/web/page.php.*

## All Directors Re-Appointed to the New Board of Directors

On April 30, 2024, confirming its trust into the Group's management and its ability and commitment to lead EssilorLuxottica into the next chapter, the Shareholders' Meeting approved the staggered re-appointment of all previous directors to the new EssilorLuxottica Board of Directors, including: Francesco Milleri, Paul du Saillant, Jean-Luc Biamonti (independent) and Marie-Christine Coisne-Roquette (independent) for a three-year mandate; as well as Romolo Bardin (non-independent), José Gonzalo (independent), Virginie Mercier Pitre (representing the Valoptec Association), Mario Notari (non-independent), Swati Piramal (independent), Cristina Scocchia (independent), Nathalie von Siemens (independent) and Andrea Zappia (independent) for a two-year mandate.

At the end of the Shareholders' Meeting, the Board of Directors met and appointed the Company Officers confirming Francesco Milleri as Chairman and Chief Executive Officer and Paul du Saillant as Deputy Chief Executive Officer.

Additionally, the Board of Directors confirmed that three committees will continue supporting and advising the Board on four relevant topics and re-appointed their members as follows:

- The members of the Audit and Risk Committee are:
  - Jean-Luc Biamonti (Chairman)
  - Cristina Scocchia
  - Romolo Bardin
- The members of the Nomination and Compensation Committee are:
  - Andrea Zappia (Chairman)
  - José Gonzalo
  - Romolo Bardin
- The members of the Corporate Social Responsibility Committee are:
  - Swati Piramal (Chairwoman)
  - Nathalie von Siemens
  - Virginie Mercier Pitre
- The Board of Directors has also confirmed Jean-Luc Biamonti as Lead Director.

## Dividend Distribution

The Annual Shareholders' Meeting of EssilorLuxottica held on April 30, 2024 also approved the distribution of a dividend of €3.95 per ordinary share for the year 2023.

The Annual Shareholders' Meeting decided to grant to the shareholders the option to receive their dividend in newly issued shares at a price of €180.12 per share (so-called scrip dividend). This price corresponds to 90% of the average of the opening prices quoted on Euronext Paris over the twenty trading days preceding the date of the Annual Shareholders' Meeting less the dividend to be distributed for the financial year ended on December 31, 2023, this total being rounded up to the next Euro cent.

The period to opt for payment of the dividend in newly issued shares was open from May 8, 2024, up to, and including, May 28, 2024. At the end of that period, 157,650,962 dividend rights were exercised in favor of the payment of the 2023 dividend in shares. Accordingly, on June 3, 2024, 3,457,244 new EssilorLuxottica's shares were issued, delivered and admitted to trading on Euronext Paris. Those new shares confer the same rights as the existing shares and carry current dividend rights conferring the right to any distribution paid out as from the date of their issuance.

The total cash dividend paid to the shareholders who did not opt for the scrip dividend amounted to €1,163 million and was paid on the same date, June 3, 2024.

## A New Sustainable Approach for EssilorLuxottica's Operations in Italy

On June 10, 2024, EssilorLuxottica announced that it is implementing an innovative project near Pescara, Italy, which oversees the recovery and reconversion of industrial land surrounding the site of Barberini, a world-class optical glass lens manufacturer and part of EssilorLuxottica. Covering almost 40 hectares, EssilorLuxottica will create a large solar farm to produce renewable energy along with a green area hosting sports facilities and natural food crops for the corporate staff restaurants, with a sustainable and circular approach.

Covering an area of 25 hectares, the solar farm will be the first large-scale ground-mounted photovoltaic system built and directly managed by EssilorLuxottica and will have a total power of 20MW. The plant is expected to generate approximately 30,000 MWh of renewal energy per year (equivalent to the annual electricity consumption of approximately 10,000 families) and will be connected directly to Barberini's industrial site to maximize self-consumption of on site renewable power production.

The new solar farm, together with the photovoltaic panels which are already installed on the roofs of Barberini's buildings and on most of the Company's plants throughout the world, is a testament to the Group's commitment to increase the production of renewable energy and confirms the ongoing investments to improve the efficiency across its logistic and manufacturing facilities and to reduce energy and water consumption

## EssilorLuxottica to Acquire Supreme from VF Corporation

On July 17, 2024, EssilorLuxottica and VF Corporation, a global leader in branded lifestyle apparel, footwear and accessories, announced that they had entered into a definitive agreement for EssilorLuxottica to acquire the Supreme brand from VF for $1.5 billion in cash. The Supreme brand runs a digital-first business and 17 stores in the US, Asia and Europe.

This acquisition perfectly aligns with the EssilorLuxottica innovation and development journey, offering to the Group a direct connection to new audiences, languages and creativity. With its unique brand identity, fully-direct commercial approach and customer experience – a model the Group will work to preserve – Supreme has its own space within the house brand portfolio and complements the licensed portfolio as well. The brand is well-positioned to leverage the Group's expertise, capabilities, and operating platform.

The transaction was closed on October 1, 2024.

## Agreement to Acquire a Majority Stake in Heidelberg Engineering

On July 17, 2024, EssilorLuxottica and Heidelberg Engineering announced they entered into an agreement for the acquisition of an 80% stake in Heidelberg Engineering, a Germany-based company specializing in diagnostic solutions, digital surgical technologies and healthcare IT for clinical ophthalmology. Drawing on EssilorLuxottica's long-standing expertise in the design and manufacture of advanced instruments and vision care solutions for eyecare professionals, this agreement represents a step forward in the Group's strategy and its med-tech journey.

Founded by Dr. Gerhard Zinser and Christoph Schoess in 1990, Heidelberg Engineering brings extensive technological and scientific expertise in optical coherence tomography (OCT), real-time image processing and analytics, large-scale data analysis and digital surgical navigation, to serve medical professionals, scientists and researchers across a broad range of ophthalmic areas.

With a presence in over 100 countries, for more than three decades Heidelberg Engineering has been a reference in early detection of sight-threatening conditions such as glaucoma and age-related macular degeneration. As part of EssilorLuxottica, Heidelberg Engineering will continue to serve the market under their well-established brand, delivering the same solutions and expertise their customers have come to expect and trust.

The transaction was closed on October 1, 2024.

## Share Buyback Program

On July 29, 2024, EssilorLuxottica announced the launch of its share buyback program reflecting the Group's confidence in its value creation and long-term prospects. With a view to implementing this share buyback program, EssilorLuxottica has granted a mandate to an investment services provider for the purchase of up to 4,000,000 EssilorLuxottica shares, depending on market conditions, over a period starting from today, July 29, 2024, up until October 29, 2025. As of December 31, 2024, 1,480,214 EssilorLuxottica shares were purchased for an average price of €212.22 per share. The shares so acquired are intended to be awarded or transferred to employees and executive directors of EssilorLuxottica and affiliated companies, especially in the context of profit-sharing plans, bonus and performance share awards, stock option plans, and employee share ownership plans. EssilorLuxottica launched this share buyback program in accordance with the 24$^{th}$ resolution approved by the Annual General Meeting of April 30, 2024.

## Optical Investment Group Acquisition

On July 30, 2024, EssilorLuxottica announced that it had entered into an agreement for the acquisition of the entire share capital of Optical Investment Group, a leading retailer of optical eyecare and eyewear products in Romania, from Innova/6, a private equity fund of Innova Capital Group, and a group of individual minority shareholders.

The agreement represents a significant step forward in elevating the optical market in Romania for the benefit of all industry players. It will allow the Company to grow appreciation for quality eyewear and eyecare solutions among consumers in the 19 million people country, while at the same time continuing to deliver our innovations to our more than 1,800 valued customers and partners who remain at the heart of our strategy.

Optical Investment Group was set-up in 2019 in cooperation with Innova Capital by combining two established Romanian optical retail chains – OPTIblu and Optiplaza. Over the past five years, Optical Investment Group has not only significantly expanded its network of traditional stores, but has also developed e-commerce channels, with a total of more than 650 talented employees and optometrists. Optical Investment Group operates through the country's largest optical retail network comprising 99 directly operated stores, under three well-known banners: OPTIblu, Optiplaza and O51.

The transaction was completed in Q1 2025.

## Successful €2 billion Bond Issuance at 2.99%

On August 29, 2024, EssilorLuxottica successfully launched a bond issuance for a total amount of €2 billion with tenors of 4.5 and 7.5 years, carrying respectively a coupon of 2.875% and 3.00% (the 'Bonds') with an average rate after hedging of 2.99%.

The order book peaked close to €5 billion, attracting quality institutional investors, demonstrating high confidence in EssilorLuxottica's business model and credit profile.

On September 5, 2024, the Bonds were settled and admitted to trading on Euronext Paris.

## Long Term Partnership with Meta

On September 17, 2024, EssilorLuxottica announced that it had extended its partnership with Meta Platforms by entering into a new long term agreement, under which the parties will collaborate into the next decade to develop multi-generational smart eyewear products. The two companies have been collaborating successfully since 2019, resulting in two generations of Ray-Ban branded smart glasses that broke the barriers to adoption and redefined the potential for wearables in consumers' lives.

By striking the ultimate balance between form and function, using EssilorLuxottica's know-how in the industry and its global network of retail and wholesale locations together with Meta's advancements in technology, Ray-Ban Meta glasses have garnered excitement and widespread adoption. The glasses, now a mainstream product, are in high demand in the markets they're available in, including the US, CA, the UK, Australia and many European countries including Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, Norway, Spain and Sweden.

The latest generation of Ray-Ban Meta glasses, introduced by EssilorLuxottica and Meta in the Fall of 2023, have advanced technology built seamlessly into Ray-Ban's iconic frames. They give consumers superpowers, including the ability to make phone calls, capture and share photos and videos, listen to music, and livestream content. This hands-free connectivity with loved ones allows people to truly live in the moment and experience life as it should be. The integration of Meta AI lets users get things done, be inspired and more easily connect.

## New Corporate Headquarters in Paris

On September 17, 2024, EssilorLuxottica announced the signing of a long-term pre-letting agreement for its new global headquarters in Paris, expected to open late 2027. Located at Place Valhubert, in the heart of the lively Austerlitz district -Paris 13e-, boasting a tech start-up and global digital company scene, the new headquarters will bring together in a single building up to more than 2,000 people, regrouping teams from the Group functions currently spread across different locations in the Grand Paris area.

The new over 20,000 square meters state-of-the-art facility overlooking the Seine will blend the elegance of Haussmannian style with contemporary design and architecture. The building will be a forward-looking window to Paris and the future of a constantly evolving Company, a space for creativity and the exchange of new ideas embracing the new trends of agile work, the digital economy, and a tangible representation of EssilorLuxottica's trailblazing role in reshaping the industry.

Bringing all the Company's organizations under the same roof – from design to digital, business development and corporate functions, the new headquarters will be uniquely designed to foster the Company's culture of innovation and strengthen its long-standing commitment to employee well-being. It will also feature training areas, an auditorium and a showroom dedicated to the Group's iconic brands, innovative solutions and technologies.

The new facility will complement the existing and recently expanded corporate locations in Milan, Italy, reaffirming the Group's European roots and its global strategy. In line with EssilorLuxottica's Eyes on the Planet program, the new facility will meet the highest environmental sustainability and well-being standards, with the ambition of achieving HQE, BREEAM, BBCA, and BBC certifications among others.

## OneSight EssilorLuxottica Foundation's Collaboration with the World Health Organization on the WHO's SPECS 2030 Initiative

On December 6, 2024, the OneSight EssilorLuxottica Foundation announced its collaboration with the World Health Organization (WHO) as a global collaborating partner on the WHO's SPECS 2030 initiative.

The SPECS initiative builds on the world's first-ever global target to increase effective refractive error coverage by 40% by 2030, which was endorsed by WHO Member States in 2021 at the World Health Assembly.

This collaboration between WHO and the Foundation represents a significant step forward in addressing refractive error, preventing myopia, and improving access to vision care worldwide, particularly in low-resource settings.

The collaboration will focus on knowledge sharing, technical input, and data provision to scale impactful solutions and ensure the effective implementation of United Nations' 'Vision for Everyone' resolution. By leveraging their respective expertise, WHO and the Foundation aim to make sustainable vision care accessible to millions, improving health outcomes and social inclusion.

The WHO SPECS 2030 initiative accelerates global eye health efforts by focusing on five key pillars: Services, improving access to refractive services; Personnel, building the capacity of eyecare professionals; Education, promoting public awareness about eye health; Cost, reducing the cost of eyeglasses and services; and Surveillance, strengthening data collection and research.

Across these areas, the Foundation will provide technical input, share best practices, and contribute data to inform WHO's initiatives in alignment with the global eyecare target of effective refractive error coverage.

This collaboration reflects a shared commitment to improving lives through better vision and advancing progress toward Sustainable Development Goals, especially in health, education, and economic participation.

## Greenhouse Gas Emissions Reduction Targets Validated by the Science-Based Targets Initiative (SBTi)

On December 12, 2024, EssilorLuxottica announced that its near-term greenhouse gas (GHG) emissions reduction targets had been validated by the Science-Based Targets initiative (SBTi), marking a key milestone in the Company's efforts to reduce the environmental impact across its entire value chain.

The new 2030 targets address emissions across the Company's Scopes 1, 2 and 3, in line with the climate mitigation efforts outlined in the Paris Agreement adopted by the United Nations in 2015.

EssilorLuxottica commits to reduce absolute Scopes 1 and 2 GHG emissions by 42% by 2030, from a 2022 base year. Additionally, the Group commits to reduce absolute Scope 3 GHG emissions from purchased goods and services, fuel- and energy-related activities, upstream transportation and distribution, and waste generated in operations by 25% within the same timeframe.

Since its creation, EssilorLuxottica has been committed to minimize its environmental impact throughout the entire value chain, aiming to mitigate the effects of climate change on the planet. Key milestones include reducing and neutralizing the carbon footprint of its direct operations (Scopes 1 and 2) globally by 2025 (already achieved in Europe in 2023). Its climate strategy focuses on improving energy efficiency across facilities, increasing the self-production and use of renewable energy, and supporting the protection and restoration of natural ecosystems.

The Science-Based Targets initiative (SBTi) is a corporate climate action organization that enables companies and financial institutions worldwide to play their part in combating the climate crisis. It develops standards, tools and guidance which allow companies to set greenhouse gas emissions reductions targets in line with what is needed to keep global heating below catastrophic levels and reach net-zero by 2050 at latest. The SBTi is incorporated as a charity. Its partner organizations are CDP, the United Nations Global Compact, the We Mean Business Coalition, the World Resources Institute (WRI), and the World Wide Fund for Nature (WWF).

## Espansione Group Acquisition

On December 16, 2024, EssilorLuxottica announced that it had entered into an agreement for the acquisition of Espansione Group, an Italy-based company specialized in the design and manufacturing of non-invasive medical devices for the diagnosis and treatment of dry-eye, ocular surface and retinal diseases.

Espansione Group is a med-tech pioneer delivering the highest medical standards in over 40 countries. with the photobiomodulation (PBM) technology – the Light Modulation Low-level Light Therapy (LLLT) – for use in medical fields such as ophthalmology and dermatology, along with the Intense Pulsed Light (IPL) technology.

The agreement represents for EssilorLuxottica another step forward in the med-tech space and it is consistent with the Group's strategy in elevating industry standards and improving the quality of patient care solutions.

The transaction, which was subject to local regulatory review and other customary closing conditions, was closed at the beginning of 2025.

# 3.2 Consolidated Revenue

## EssilorLuxottica Revenue

| *€ millions* | 2024 | 2023 | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| **North America** | **11,979** | **11,637** | **3.1%** | **2.9%** |
| • of which Professional Solutions | 5,454 | 5,337 | 2.4% | 2.2% |
| • of which Direct to Consumer | 6,524 | 6,300 | 3.8% | 3.6% |
| **EMEA** | **9,759** | **9,184** | **7.9%** | **6.3%** |
| • of which Professional Solutions | 4,142 | 3,949 | 6.4% | 4.9% |
| • of which Direct to Consumer | 5,617 | 5,235 | 9.0% | 7.3% |
| **Asia-Pacific** | **3,247** | **3,036** | **9.3%** | **7.0%** |
| • of which Professional Solutions | 2,164 | 2,088 | 6.0% | 3.6% |
| • of which Direct to Consumer | 1,083 | 948 | 16.4% | 14.3% |
| **Latin America** | **1,523** | **1,537** | **9.7%** | **-0.9%** |
| • of which Professional Solutions | 787 | 825 | 8.7% | -4.5% |
| • of which Direct to Consumer | 736 | 712 | 10.8% | 3.3% |
| **TOTAL REVENUE** | **26,508** | **25,395** | **6.0%** | **4.4%** |

## Revenue by Operating Segment

EssilorLuxottica is a vertically integrated player whose go-to market strategy is based on two distribution channels.

The Group's operating segments are:

- the **Professional Solutions** ('PS'): representing the wholesale business of the Group, i.e., the supply of the Group's products and services to all the professionals of the eyecare industry (distributors, independent opticians, third-party e-commerce platforms, etc.); and
- the **Direct to Consumer** ('DTC'): representing the retail business of the Group, i.e., the supply of the Group's products and services directly to the end consumer either through the network of physical stores operated by the Group (brick and mortar) or the online channel (e-commerce).

| *€ millions* | 2024 | 2023 | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| Professional Solutions | 12,547 | 12,199 | 4.7% | 2.9% |
| Direct to Consumer | 13,960 | 13,195 | 7.1% | 5.8% |
| **TOTAL REVENUE** | **26,508** | **25,395** | **6.0%** | **4.4%** |

| *€ millions* | Q4 2024 | Q4 2023 | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| Professional Solutions | 3,117 | 2,986 | 5.5% | 4.4% |
| Direct to Consumer | 3,664 | 3,264 | 12.7% | 12.3% |
| **TOTAL REVENUE** | **6,781** | **6,250** | **9.2%** | **8.5%** |

## Fourth-Quarter Revenue by Operating Segment

### Professional Solutions

Professional Solutions posted revenue of €3,117 million, up 5.5% at constant exchange rates[1] compared to the fourth quarter of 2023 (+4.4% at current exchange rates).

EMEA was the fastest growing region in the quarter, followed by North and Latin America. Asia-Pacific progressed on a slower pace on the back of the continued, subdued macroeconomic environment in China. Ray-Ban with its wearable product range posted strong results, while Miu Miu and the new licenses also gave a nice boost to the overall sales performance. Stellest, Nikon and Varilux were the most successful lens brands.

### Direct to Consumer

Direct to Consumer posted revenue of €3,664 million, up 12.7% at constant exchange rates[1] compared to the fourth quarter of 2023 (+12.3% at current exchange rates).

The growth of the segment was underpinned by the brick-and-mortar stores delivering their best quarter of the year, also supported by the impact of the recently consolidated Supreme. Comparable-store sales[3] were up 5%, accelerating thanks to the inversion of trends at Sunglass Hut North America, which turned positive after eight consecutive declining quarters. Ray-Ban Meta continued to flourish in the online channel, especially on the dedicated brand's website.

## Full-Year Revenue by Operating Segment

### Professional Solutions

The Professional Solutions segment recorded revenue of €12,547 million, up 4.7% at constant exchange rates[1] compared to 2023 (+2.9% at current exchange rates), and represented 47% of the Group's total revenue in 2024.

Professional Solutions posted sound growth in the year. One of the key drivers of the segment was EMEA, which achieved convincing results throughout the year, bolstered by growth across countries, categories and channels with the support of innovative products. In Asia-Pacific, Greater China expanded at a slower pace in the second half of the year, impacted by the challenging macroeconomic conditions. Nevertheless, Asia-Pacific still outperformed the overall Professional Solutions. North America posted decent growth underpinned by sales to key accounts and partner ECPs. Latin America registered a similar growth to the prior year, being the fastest growing region in 2024. Overall, the innovative products acted as the catalysts of the year. On the lens side, Stellest and Varilux stood out. On the frame side, Ray-Ban Meta kept growing, while Miu Miu and new license contributed nicely.

### Direct to Consumer

The Direct to Consumer segment recorded revenue of €13,960 million, up 7.1% at constant exchange rates[1] compared to 2023 (+5.8% at current exchange rates), and represented 53% of the Group's total revenue in 2024.

Brick and mortar comparable-store sales[3] growth kept the pace of last year at around 5%, sustained by optical banners, while the sun business saw a recovery driven by Sunglass Hut in North America re-entering a growth phase in the fourth quarter. The optical banners delivered steady growth over the year particularly supported by EMEA and Latin America, where the integration progressed promisingly. The sun business faced challenges entering the year and dipped in the second quarter when North America was still impacted by weak demand and EMEA tottered due to unfavourable weather conditions. The growth of Ray-Ban.com revitalized the e-commerce business with special thanks to the smartglasses category. Consolidated since October, the Supreme business also contributed to the growth of the retail business, especially in North America and Asia Pacific.

## Revenue by Geographical Area

EssilorLuxottica's geographical areas are **North America**, **EMEA** (i.e., Europe, including Turkey and Russia, together with Middle East and Africa), **Asia-Pacific** and **Latin America**.

| *€ millions* | 2024 | 2023 | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| North America | 11,979 | 11,637 | 3.1% | 2.9% |
| EMEA | 9,759 | 9,184 | 7.9% | 6.3% |
| Asia-Pacific | 3,247 | 3,036 | 9.3% | 7.0% |
| Latin America | 1,523 | 1,537 | 9.7% | -0.9% |
| **TOTAL REVENUE** | **26,508** | **25,395** | **6.0%** | **4.4%** |

| *€ millions* | Q4 2024 | Q4 2023 | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| North America | 3,151 | 2,910 | 7.8% | 8.3% |
| EMEA | 2,357 | 2,150 | 9.6% | 9.6% |
| Asia-Pacific | 864 | 757 | 14.0% | 14.1% |
| Latin America | 408 | 433 | 8.7% | -5.7% |
| **TOTAL REVENUE** | **6,781** | **6,250** | **9.2%** | **8.5%** |

## Fourth-Quarter Revenue by Geographical Area

### North America

North America posted revenue of €3,151 million, up 7.8% at constant exchange rates[1] compared to the fourth quarter of 2023 (+8.3% at current exchange rates), with the underlying business recording its best quarter of the year in both segments.

In Professional Solutions, the sales drivers were broadly in line with the third quarter. The growth was underpinned by the excellent momentum of prescription frames led by Ray-Ban and Oakley, while the soft performance of sunglasses continued to persist. In the lens business, Shamir stood out as one of the top winning brands in the quarter. Key accounts and partner ECPs once again outpaced the performance of non-partner independent ECPs.

In Direct to Consumer, trends accelerated thanks to the recovery of Sunglass Hut where comparable-store sales[3] crossed confidently into the positive territory. The performance of the domestic locations caught up with the solid trajectory of the international stores. Ray-Ban Meta was one of the top-selling models across the network. In optical, LensCrafters delivered solid comparable-store sales[3] successfully leveraging the peak season at the end of the year to target the insured consumers. Online sales advanced nicely thanks to Ray-Ban.com, with Ray-Ban Meta booming and also leveraging its appeal as a unique gift item during the holiday season. The overall growth of the segment was boosted by the consolidation of Supreme.

### EMEA

EMEA posted revenue of €2,357 million, up 9.6% at constant exchange rates[1] compared to the fourth quarter of 2023 (+9.6% at current exchange rates), accelerating in both segments compared to the previous quarter.

The healthy performance of Professional Solutions was the consequence of the effective execution on the business strategy across geographies, products and trade channels. The frame category was the strongest contributor to the results thanks to both prescription and sunglasses. Miu Miu continued to be the hottest brand of the moment and among the new licenses Jimmy Choo generated the biggest excitement in the quarter. The lens business was driven by new innovation with Stellest, Varilux XR and Transitions Gen S contributing more than half of the category's growth.

In Direct to Consumer, comparable-store sales[3] for optical and sun were up high-single digit. The strong delivery of the integration initiatives visibly reflected on the thriving performance of the optical retail banners. Consumers appreciated the access to a more valuable offering and approximately one million loyal customers already took advantage of the optical subscription program. The sun business achieved its 13th consecutive quarter of positive comparable-store sales[3].

### Asia-Pacific

Asia-Pacific posted revenue of €864 million, up 14.0% at constant exchange rates[1] compared to the fourth quarter of 2023 (+14.1% at current exchange rates), growing soundly in its core business and benefiting from a positive impact of Supreme in the Direct to Consumer segment.

In Professional Solutions, the performance of Greater China was slightly positive and a result of two diverging trends. On one hand, the myopia management portfolio confirmed its resilience as Stellest expanded around 50% and Nikon and Kodak DOT continued to ramp up at a fast pace. On the other hand, Bolon kept struggling amid the tougher macroeconomic environment. Japan and Australia contributed nicely to the results.

In Direct to Consumer, the Australian retail business posted healthy comparable-store sales[3] across sun and optical banners. Favorable price-mix drove the performance at OPSM. Following the success in EMEA, the banner also launched the first subscription program in the market in November. Comparable-store sales[3] in China remained negative but improved compared to the previous quarter. The eight Supreme stores in the region prospered.

### Latin America

Latin America posted revenue of €408 million, up 8.7% at constant exchange rates[1] compared to the fourth quarter of 2023 (-5.7% at current exchange rates), delivering solid results, still impacted by the hyperinflationary environment in Argentina.

In Professional Solutions, Brazil registered a positive performance in frames, while the pressures in the lens business were exacerbated by a tough comparison base last year. Colombia once again delivered excellent results in frames as well as lenses with the newly launched Transitions Gen S leaving a strong mark on the growth.

Direct to Consumer posted its best quarter of the year. The optimized assortment of the former GrandVision banners as well as the solid growth in GMO pushed the optical performance. The sun business further accelerated thanks to a buoyant Sunglass Hut across all countries.

## Full-Year Revenue by Geographical Area

### North America

North America posted revenue of €11,979 million, up 3.1% at constant exchange rates[1] compared to 2023 (+2.9% at current exchange rates), accelerating in the fourth quarter driven by the recovery of the sun retail business.

Professional Solutions kept ramping up quarter by quarter. The segment was supported by the consistent growth of prescription frames. The lens business was lighted up by the innovations, namely Varilux XR and Transitions Gen S. From a channel perspective, the resilient outcome was supported by solid key accounts and partner ECPs, while non-partner ECPs were under pressure.

The performance of Direct to Consumer was relatively consistent throughout the first nine months of the year and subsequently spiked in the fourth quarter gaining support from the recovery of Sunglass Hut returning back to growth mode. The optical banners reported positive comparable-store sales[3] growth throughout the year supported by customers with insurance coverage. The online business was driven by Ray-Ban.com, helped by the desirable Ray-Ban Meta smartglasses. Additionally, Supreme further contributed to the business expansion.

### EMEA

EMEA posted revenue of €9,759 million, up 7.9% at constant exchange rates[1] compared to 2023 (+6.3% at current exchange rates), once again being the greatest contributor to the overall growth of the Group.

Professional Solutions was a reliable source of growth over the whole year. Almost all the key markets contributed, successfully leveraging on innovations. Varilux XR and Transitions Gen S supported the results on the lens side, while Miu Miu and Oakley performed well on the frame side. Moreover, a positive progression was also recorded across channels.

Direct to Consumer realized strong growth during the year. The optical integration progressed on a good trajectory. More customers experienced a wider range of product and service offers with great satisfaction. The sun business was negatively impacted by the adverse weather across Europe in the second quarter, but caught up afterwards and closed the year with comparable-store sales[3] growth broadly in line with its optical peer. The online business in the region expanded as well.

### Asia-Pacific

Asia-Pacific posted revenue of €3,247 million, up 9.3% at constant exchange rates[1] compared to 2023 (+7.0% at current exchange rates), posting another year of growth on top of a tough comparison base of 2023 (+14.3% versus 2022 at constant exchange rates).

Professional Solutions started the year with robust growth but slowed down in the second half of the year, impacted by the deceleration of the Chinese business related to the lack of consumer confidence in the market. The performance of myopia management solutions was still cheerful, especially Stellest growing by 60%, which more than offset the sales downturn of local brand Bolon. Japan posted strong results in the year, followed by good momentum in India and South Korea.

Direct to Consumer in the region was sustained by the resilient performance of OPSM in Australia/New Zealand and fueled by the buoyant retail business in Japan on a comparable-store sales[3] basis. Sun banners in South-East Asia performed well and Oakley has been gaining attraction from its Asian audience. With eight stores in Asia Pacific, Supreme made its debut with a great contribution, expanding the Group's reach to Asian consumers.

### Latin America

Latin America posted revenue of €1,523 million, up 9.7% at constant exchange rates[1] compared to 2023 (-0.9% at current exchange rates), helped by the tailwinds of Argentina's price inflation effect.

In Professional Solutions, the Brazilian business was negatively impacted by the weakness of the lens business, while the frame category kept expanding. Mexico slowed down in the second half of the year and posted a flattish growth on an annual basis. Colombia caught the attention as an outstanding performer, supported by new launches.

Direct to Consumer posted solid performance with all the markets growing. The growth was driven by the optical banners across the region. GMO accelerated in the second half of the year. Former GrandVision stores, receiving positive feedback from the integration, posted robust double-digit comparable-store sales[3] growth in 2024. The sun banners closed the year positively with Sunglass Hut back to sound growth in the second half of the year.

# 3.3 Statement of Profit or Loss and Alternative Performance Measures

## EssilorLuxottica Consolidated Statement of Profit or Loss

| *€ millions* | 2024 | 2023 | Change |
|---|---|---|---|
| Revenue | 26,508 | 25,395 | 4.4% |
| Cost of sales | (9,702) | (9,347) | 3.8% |
| **GROSS PROFIT** | **16,805** | **16,048** | **4.7%** |
| *% of revenue* | *63.4%* | *63.2%* | |
| **Total operating expenses** | **(13,358)** | **(12,871)** | **3.8%** |
| **OPERATING PROFIT** | **3,448** | **3,176** | **8.5%** |
| *% of revenue* | *13.0%* | *12.5%* | |
| **PROFIT BEFORE TAXES** | **3,291** | **3,035** | **8.4%** |
| *% of revenue* | *12.4%* | *12.0%* | |
| Income taxes | (800) | (609) | 31.3% |
| *Effective tax rate* | *24.3%* | *20.1%* | |
| **NET PROFIT** | **2,491** | **2,426** | **2.7%** |
| **NET PROFIT ATTRIBUTABLE TO OWNERS OF THE PARENT** | **2,359** | **2,289** | **3.0%** |

The table above shows the performance of EssilorLuxottica activities in 2024 and 2023.

- *Revenue* increased by 4.4% compared to 2023, at current exchange rates; the Group's net sales performance has been commented on, by operating segment as well as by geographical area, in the paragraph *Consolidated revenue* above.
- *Cost of sales* increased showing a 3.8% variation at current exchange rates versus 2023 (less than the revenue growth over the same period) leading to an increase in the *Gross profit* margin (63.4% versus 63.2% in 2023). The main driver of the *Gross profit* margin accretion is a favorable price-mix in both frames and lenses businesses coupled with manufacturing efficiencies. The *Gross profit* was also affected by non-recurring costs related to restructuring and reorganization projects targeting the production facilities of the Group (see paragraph *Adjusted measures*).
- *Operating expenses* are still materially affected by the amortization resulting from the recognition of intangible assets following the purchase price allocation related to the strategic and material acquisitions performed by the Group (such as the combination between Essilor and Luxottica and the acquisition of GrandVision), for an overall effect close to €1 billion both in 2024 and 2023. 2024 performance (an increase of operating expenses of 3.8% at current exchange rates) is largely driven by business expansion and persistence of inflationary pressure on labor affecting mainly *Selling* expenses. Moreover, in 2024, the Group supported its brands and the launch of new products with advertising and marketing initiatives such as those related to the 2024 Olympics and the roll-out of the new generation of Transitions lenses (GEN S) and Ray-Ban Meta. The Group's *Operating expenses* also include the effects coming from a number of restructuring and reorganization projects embarked on by the Group during the year and various settlements reached in 2024 (see paragraph *Adjusted measures*). The *Operating profit* represented 13.0% of revenue, showing an increase compared to 2023 due to the above impacts despite the tailwinds in terms of foreign exchange.
- *Net profit* increased to €2,491 million from €2,426 million reported in 2023, despite the combined increase in income taxes (which, in 2023, included a tax benefit related to the reassessment of an *uncertain tax position* for approximately €115 million) and financial expenses (led by an increase in interests on lease liabilities).

# EssilorLuxottica Alternative Performance Measures (APM)

## Adjusted Measures

In this document, the management presented certain performance indicators that are not envisioned by the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and endorsed by the European Union. Such measures are not meant to be considered in isolation or as a substitute for items appearing in EssilorLuxottica consolidated financial statements prepared in accordance with IFRS. Rather, these non-IFRS measures should be used as a supplement to IFRS results to help the reader to better understand the operating performance of the Group and should be read in conjunction with EssilorLuxottica consolidated financial statements. Such measures are not defined terms under IFRS and their definitions should be carefully reviewed and understood by investors.

The combination of Essilor and Luxottica (the 'EL Combination'), the acquisition of GrandVision (the 'GV Acquisition'), other strategic and material acquisitions, as well as events that are unusual, infrequent or unrelated to normal operations, have a significant impact on the consolidated results. Accordingly, in order to provide additional comparative information on the results for the year under review compared to previous years, to reflect EssilorLuxottica actual economic performance and enable it to be monitored and benchmarked against competitors, some measures have been adjusted ('adjusted measures'). In particular, management adjusted the following measures: *Cost of sales*, *Gross profit*, *Operating expenses*, *Operating profit*, *Profit before taxes* and *Net profit*. Such adjusted measures are reconciled to their most comparable measures reported in the consolidated statements of profit or loss for the twelve-month period ended December 31, 2024.

In continuity with previous years, in 2024 adjusted measures exclude: (i) the incremental impacts of the purchase price allocations related to the strategic and material acquisitions completed by the Group ('*Adjustments related to PPA impacts*'); and (ii) other adjustments related to transactions that are unusual, infrequent or unrelated to normal operations, as the impact of these events might affect the understanding of the Group's performance ('*Other non-GAAP adjustments*').

| *€ millions* | 2024 | Adjustments related to PPA impacts | Other non-GAAP adjustments | 2024 Adjusted[2] |
|---|---|---|---|---|
| Revenue | 26,508 | - | - | 26,508 |
| Cost of sales | (9,702) | 10 | 20 | (9,673) |
| **GROSS PROFIT** | **16,805** | **10** | **20** | **16,835** |
| *% of revenue* | *63.4%* | | | *63.5%* |
| Total operating expenses | (13,358) | 869 | 67 | (12,421) |
| **OPERATING PROFIT** | **3,448** | **879** | **87** | **4,414** |
| *% of revenue* | *13.0%* | | | *16.7%* |
| Cost of net debt and other* | (157) | - | - | (157) |
| **PROFIT BEFORE TAXES** | **3,291** | **879** | **87** | **4,257** |
| *% of revenue* | *12.4%* | | | *16.1%* |
| Income taxes | (800) | (172) | (18) | (990) |
| **NET PROFIT** | **2,491** | **707** | **69** | **3,267** |
| **NET PROFIT ATTRIBUTABLE TO OWNERS OF THE PARENT** | **2,359** | **694** | **70** | **3,122** |

* *Including* Other financial income/(expenses) *and* Share of profit (loss) of associates.

The most significant Other non-GAAP adjustments of 2024 resulted from:

- restructuring and reorganization projects (for an effect of approximately €98 million on the *Operating profit*) related to several initiatives across the Group in different geographies and businesses, including the continued rationalization and centralization of GrandVision activities (accounting for approximately €43 million). The related effects were recognized in *Cost of sales* (for approximately €20 million), *Research and development* expenses (a positive effect of approximately €1 million), *Selling* and *Advertising and marketing* expenses (for approximately €46 million) and *General and administrative* expenses (for approximately €33 million);
- professional fees related to M&A transactions (for approximately €13 million) and non-recurring costs related to significant legal cases (approximately €18 million including legal fees) whose effects were recognized in *General and administrative* expenses;
- an income accounted for in the line *Other income/(expenses)* for an aggregate amount of €50 million resulting from various settlements reached by the Group in 2024; and
- *Income taxes*, adjusted for an amount of €(18) million corresponding to the tax effects of the above-mentioned adjustments.

## Adjusted[2] Consolidated Statement of Profit or Loss

| *€ millions* | 2024 Adjusted[2] | 2023 Adjusted[2] | Change at constant exchange rates[1] | Change at current exchange rates |
|---|---|---|---|---|
| Revenue | 26,508 | 25,395 | 6.0% | 4.4% |
| Cost of sales | (9,673) | (9,305) | 5.1% | 4.0% |
| **GROSS PROFIT** | **16,835** | **16,090** | **6.5%** | **4.6%** |
| *% of revenue* | *63.5%* | *63.4%* | | |
| Research and development | (371) | (333) | 11.6% | 11.3% |
| Selling | (7,964) | (7,502) | 7.4% | 6.2% |
| Royalties | (252) | (246) | 4.5% | 2.4% |
| Advertising and marketing | (1,716) | (1,700) | 1.9% | 0.9% |
| General and administrative | (2,124) | (2,126) | 0.9% | -0.1% |
| Other income/(expenses) | 6 | (4) | >100% | >100% |
| **Total operating expenses** | **(12,421)** | **(11,912)** | **5.4%** | **4.3%** |
| **OPERATING PROFIT** | **4,414** | **4,178** | **9.4%** | **5.7%** |
| *% of revenue* | *16.7%* | *16.5%* | | |
| Cost of net debt and other * | (157) | (144) | 10.5% | 8.6% |
| **PROFIT BEFORE TAXES** | **4,257** | **4,033** | **9.4%** | **5.6%** |
| *% of revenue* | *16.1%* | *15.9%* | | |
| Income taxes | (990) | (938) | | |
| Effective tax rate | *23.3%* | *23.25%* | | |
| **NET PROFIT** | **3,267** | **3,095** | **9.3%** | **5.6%** |
| **NET PROFIT ATTRIBUTABLE TO OWNERS OF THE PARENT** | **3,122** | **2,946** | **9.8%** | **6.0%** |

* *Including* Other financial income/(expenses) *and* Share of profit (loss) of associates.

***Revenue*** for the year totaled €26,508 million, an increase of 6.0% at constant exchange rates[1] (+4.4% at current exchange rates).

**Adjusted[2] *Gross profit*: +6.5% at constant exchange rates[1] (+4.6% at current exchange rates)**

Adjusted[2] *Gross profit* in 2024 ended at €16,835 million, representing 63.5% of revenue (compared to 63.4% of revenue in 2023). The main drivers of the *Gross margin* accretion are the favorable price-mix in both frames and lenses businesses and manufacturing efficiencies.

**Adjusted[2] *Operating expenses*: +5.4% at constant exchange rates[1] (+4.3% at current exchange rates)**

Adjusted[2] *Operating expenses* amounted to €12,421 million in 2024, translating to 46.9% of revenue (46.9% in 2023).

The main variances related to *Operating expenses* refer to:

- *Selling* expenses amounting to €7,964 million, an increase of 7.4% at constant exchange rates[1] compared to 2023, the main driver of the cost increase is represented by the investments made on sales force in the Professional solution channel, the impact of the acquisitions closed in 2024 as well as inflationary trends, particularly on labor costs.
- *Advertising and marketing* expenses amounting to €1,716 million, increased by approximately 1.9% on a constant exchange rates[1] basis due to the specific investments supporting the Group's brands and the launch of new products, such as the marketing initiatives in the context of the 2024 Olympics, the Luna Rossa sponsorship and the continued support to the roll-out of the new generation of Transitions lenses (GEN S) and Ray-Ban Meta. These initiatives were partially offset by efficiencies resulting from centralization and integration activities.
- *General and administrative* expenses amounting to €2,124 million, increased by 0.9% at constant exchange rates[1] compared to 2023, mainly thanks to the synergies coming from GrandVision integration as well as cost-containment initiatives.

**Adjusted[2] *Operating profit*: +9.4% at constant exchange rates[1] (+5.7% at current exchange rates)**

The Group posted an adjusted[2] *Operating profit* of €4,414 million, representing 16.7% of revenue compared to 16.5% in 2023 (17.0% at constant exchange rates[1], an improvement of 50 basis point compared to 2023).

**Adjusted[2] *Cost of net debt and other***

The adjusted[2] *Cost of net debt and other* increased compared to 2023 mainly due to higher interest on lease liabilities (recognized according to lease accounting as per IFRS 16).

**Adjusted[2] *Income taxes***

EssilorLuxottica reported an adjusted[2] tax rate of 23.3% both in 2024 and 2023.

**Adjusted[2] *Net profit attributable to owners of the parent* up 9.8% at constant exchange rates[1] (+6.0% at current exchange rates).**

# 3.4 Statement of Financial Position, Net Debt, Cash Flows and Other Non-GAAP Measures

## EssilorLuxottica Reclassified Consolidated Statement of Financial Position

The reclassified consolidated statement of financial position aggregates the amount of assets and liabilities from the consolidated statement of financial position in accordance with functional criteria, which considers the Group conventionally divided into the three fundamental areas focusing on resources investments, operations and financing.

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Goodwill | 31,996 | 30,265 |
| Intangible assets | 11,047 | 11,014 |
| Property, plant and equipment | 5,689 | 5,182 |
| Right-of-use assets | 3,484 | 3,069 |
| Investments in associates | 85 | 81 |
| Other non-current assets | 1,535 | 803 |
| **Fixed Assets** | **53,836** | **50,415** |
| **Trade working capital** | **3,756** | **3,306** |
| **Employees benefits and provisions** | **(939)** | **(1,010)** |
| Tax receivables/(payables) | (243) | (290) |
| Deferred tax assets/(liabilities) | (1,651) | (1,758) |
| **Tax assets/(liabilities)** | **(1,895)** | **(2,048)** |
| **Other operating assets/(liabilities)** | **(2,791)** | **(2,673)** |
| **Assets/(liabilities) held for sale** | - | - |
| **NET INVESTED CAPITAL** | **51,967** | **47,990** |
| **EQUITY** | **41,001** | **38,891** |
| **NET DEBT** | **10,966** | **9,098** |

Fixed assets amount to €53,836 million and increased by €3,421 million compared to December 31, 2023. The main variances in the categories of fixed assets are mentioned below.

i. *Goodwill*: goodwill increased by €1,732 million, of which €957 million resulting from the business combinations completed in the year (Supreme and Heidelberg Engineering being the most important), and €775 million due to foreign currency fluctuations.

ii. *Intangible assets*: the positive variance by €33 million, of which €760 million resulting from the business combinations completed in the year, particularly the one related to Supreme, €341 million from new additions largely related to licenses, software and R&D projects, and €266 million due to foreign currency fluctuations, offset by the amortization of the period, for €1,300 million (materially affected by the amortization resulting from the recognition of intangible assets following the purchase price allocation related to the EL Combination and GV Acquisition).

iii. *Property, plant and equipment* and *Right-of-use assets*: the overall increase of the period amounts to €922 million. The additions of the period (capital expenditure, for approximately €1,185 million, as well as the recognition of new *Right-of use assets* in connection with lease contracts signed in 2024, for €1,205 million) were counterbalanced by the depreciation and impairment of the period amounting to €1,766 million. The main additions in *Property, plant and equipment* were related to the expansion of the Group's manufacturing and supply chain footprint, as well as to the improvement and renewal of the retail store network. The business combinations concluded in the period contributed to the increase in *Property, plant and equipment* and *Right-of-use assets* for €63 million and €124 million, respectively.

*Trade working capital* (i.e., the sum of inventories, trade receivables and trade payables) increased by €451 million compared to December 31, 2023, following the growth trend experienced in both the Professional Solutions and Direct to Consumer segments and the contribution resulting from the significant acquisitions completed in the fourth quarter of the year.

*Equity* mainly increased from the net result attributable to owners of the parent (€2,359 million) as well as for the effects related to the translation of balances and flows in foreign currencies (an increase of €961 million in the translation reserve of the Group); its balance was also affected by the dividend distribution of the period that led to a decrease of €1,256 million, of which €1,163 million paid to EssilorLuxottica's shareholders who did not opt for the *scrip* dividend (see paragraph *Significant events of the year*) and €92 million distributed to minorities shareholders of the Group's subsidiaries. Share-based payments also affected the final balance (€219 million increase) as well as the net sale/(net purchase) of treasury shares (€315 million decrease, entirely due to the share buy-back program launched in 2024, see paragraph *Significant events of the year*).

*Net debt* increased by €1,867 million compared to December 31, 2023 as illustrated in the dedicated paragraph.

## Other Non-GAAP Measures

Other non-GAAP measures such as Net debt, Free Cash Flow, EBITDA and the ratio Net debt to EBITDA are also included in this document in order to:

- improve transparency for investors;
- assist investors in their assessment of the Group's operating performance and its ability to refinance its debt as it matures and incur additional indebtedness to invest in new business opportunities;
- assist investors in their assessment of the Group's cost of debt;
- ensure that these measures are fully understood in light of how the Group evaluates its operating results and leverage;
- properly define the metrics used and confirm their calculation; and
- share these measures with all investors at the same time.

These other non-GAAP measures are not meant to be considered in isolation or as a substitute for items appearing in EssilorLuxottica's consolidated financial statements prepared in accordance with IFRS. Rather, they should be used as a supplement to IFRS results to assist the reader in better understanding the operating performance of the Group. Moreover, investors should be aware that the Group's method of calculating those non-GAAP measures may differ from that used by other companies.

The following table provides a reconciliation of those non-GAAP measures to the most directly comparable IFRS financial measures.

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Net cash flow provided by operating activities[(a)] | 4,874 | 4,861 |
| Purchase of property, plant and equipment and intangible assets[(a)] | (1,522) | (1,531) |
| Cash payments for the principal portion of lease liabilities[(a)] | (940) | (936) |
| **FREE CASH FLOW** | **2,413** | **2,394** |
| Operating profit[(b)] | 3,448 | 3,176 |
| Depreciation, amortization and impairment[(a)] | 3,098 | 2,972 |
| **EBITDA** | **6,545** | **6,148** |
| **NET DEBT[(c)]** | **10,966** | **9,098** |
| **NET DEBT/EBITDA LTM[(d)]** | **1.7** | **1.5** |

*(a) As presented in the consolidated statement of cash flows.*
*(b) As presented in the consolidated statement of profit or loss.*
*(c) Net debt is presented in Note 20* Financial Debt, Including Lease Liabilities *of the Notes to the consolidated financial statements. Its components are also reported in the* Net debt *paragraph below.*
*(d) EBITDA LTM = Last Twelve months.*

## Net Debt

Group Net debt excluding lease liabilities amounted to €7,319 million at the end of December 2024, increasing by €1,460 million compared to the position at the end of December 2023. Lease liabilities as of the end of December 2024 increased by €408 million compared to December 31, 2023.

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Non-current borrowings | 7,071 | 6,559 |
| Current borrowings | 2,498 | 1,858 |
| **TOTAL LIABILITIES** | **9,570** | **8,417** |
| Short-term investments | - | - |
| Cash and cash equivalents | (2,251) | (2,558) |
| **TOTAL ASSET** | **(2,251)** | **(2,558)** |
| Financial debt derivatives at fair value | - | - |
| **NET DEBT EXCLUDING LEASE LIABILITIES** | **7,319** | **5,859** |
| Lease liabilities (current and non-current) | 3,647 | 3,239 |
| **NET DEBT** | **10,966** | **9,098** |

Non-current borrowings increased compared to December 31, 2023, due to the issuance of the €2 billion Eurobond in September 2024, offset by the reclassification to current borrowings of a €1.5 billion Eurobond due in May 2025. Current borrowings recorded an increase of €641 million due to the aforementioned reclassification for €1.5 billion (face value), the issuance of Commercial Papers, mainly under the USCP program, partially offset by the reimbursement of three Eurobonds due between January and April 2024 for €1.3 billion (face value).

## Reclassified Consolidated Statement of Cash Flows

The reclassified consolidated statement of cash flows reconciles the EBITDA to the net cash flow generated by the Group highlighting the cash flow derived from its operations (Free Cash Flow).

| *€ millions* | 2024 | 2023 |
|---|---|---|
| **EBITDA** | **6,545** | **6,148** |
| Capital expenditure | (1,522) | (1,531) |
| Lease payments (excluding interests)[(a)] | (940) | (936) |
| Tax paid | (982) | (916) |
| Changes in trade working capital[(b)] and other flows | (689) | (371) |
| **FREE CASH FLOW** | **2,413** | **2,394** |
| Dividends paid | (1,255) | (598) |
| Acquisitions net of cash acquired | (1,755) | (114) |
| Other changes in equity | (536) | (301) |
| Other changes in financial and non-financial assets | (346) | (78) |
| Changes in borrowings (excluding FX) | 1,083 | (590) |
| **NET CASH FLOW** | **(395)** | **712** |

*(a) Cash payments for the principal portion of lease liabilities as presented in the consolidated statement of cash flows.*
*(b) Trade working capital comprises inventories, trade receivables and trade payables.*

*Capital expenditure* cash-out amounted to €1,522 million, substantially in line with the corresponding period of the prior year and representing approx. 6% of the Group's revenue.

The line *Dividend paid* increased significantly in 2024 compared to 2023 due to the different proportion of EssilorLuxottica shareholders who opted for a distribution of the dividend in cash rather than shares (*scrip* dividend): 65% of EssilorLuxottica shareholders in 2024 versus 34% in 2023.

The line *Acquisition net of cash acquired* represents the net cash-out related to business combinations completed during the year and, to a lesser extent, price supplements and/or deferred payments on acquisitions completed in prior years. The cash-out incurred in 2024 is significantly higher than the prior year due to the major acquisitions of the year, Supreme and Heidelberg Engineering (see paragraph *Significant events of the year*).

The line *Other changes in equity* includes, among others, the effects of transactions with non-controlling interests – such as acquisition of minorities in consolidated companies and/or exercise of put option over non-controlling interests – (€297 million in 2024 versus €64 million in 2023) as well as the cash-out related to the share buyback program (approximately €315 million, including financial fees, in 2024 *versus* approximately €312 million in 2023) compensated by the cash-in related to share capital increases and the exercise of stock options.

The flows reported in *Other changes in financial and non-financial assets* for 2024 include the cash-out related to some financial investments in non-consolidated companies.

Finally, the line *Changes in borrowings (excluding FX)* was mainly affected by the movements described in the *Net debt* paragraph.

## 3.5 Acquisitions and Partnerships

During 2024, EssilorLuxottica continued to pursue its M&A strategy in selected businesses and geographies. Among others, key transactions include the following.

- On April 9, 2024, EssilorLuxottica closed the acquisition of Washin Optical Co., Ltd., a Japanese optical retail player counting approximately 70 direct stores in the country.
- On July 17, 2024, EssilorLuxottica and VF Corporation announced that they had entered into a definitive agreement for EssilorLuxottica to acquire the Supreme brand from VF for $1.5 billion in cash. The transaction was successfully closed on October 1, 2024.
- On July 17, 2024, EssilorLuxottica and Heidelberg Engineering announced they had entered into an agreement for the acquisition of an 80% stake in Heidelberg Engineering, a Germany-based company specializing in diagnostic solutions, digital surgical technologies and healthcare IT for clinical ophthalmology. The transaction was successfully closed on October 1, 2024.
- On December 16, 2024, EssilorLuxottica announced it had entered into an agreement for the acquisition of Espansione Group, an Italy-based company specialized in the design and manufacturing of non-invasive medical devices for the diagnosis and treatment of dry-eye, ocular surface and retinal diseases. The transaction, which was subject to local regulatory review and other customary closing conditions, was closed at the beginning of 2025.

Other transactions closed during the year include minority buyouts and minority or majority stake acquisitions of companies operating across the eyecare and eyewear space.

# 3.6 Investments Made in 2024 and Planned for 2025

| *€ millions* | 2024 | 2023 | 2022 |
|---|---|---|---|
| Property, plant and equipment and intangible assets (gross of disposals) | 1,522 | 1,531 | 1,572 |
| Depreciation, amortization and impairment | 3,098 | 2,972 | 2,970 |
| Financial investments net of cash acquired | 1,755 | 114 | 965 |
| Purchase/(sale) of treasury shares | 274 | 271 | 431 |

## Capital Expenditure

In 2024, EssilorLuxottica cash-out related to capital expenditures amounted to €1,522 million (5.7% on revenue, 6.0% in 2023), an amount broadly in line compared to 2023 and mainly related to the investments in the retail store network and digital infrastructure.

## Financial Investments

*Financial investments net of cash acquired* amounted to €1,755 million in 2024 (compared to €114 million in 2023 and €965 million in 2022). These amounts represent the net cash-out related to business combinations completed during the year and, to a lesser extent, price supplements and/or deferred payments on acquisitions completed in prior years. In 2024, the amount was mainly related to the transactions described in the paragraph *Acquisitions and partnerships*, including the acquisition of Supreme and the acquisition of a 80% stake in Heidelberg Engineering, a Germany-based company; in 2023, the amount was mainly related to the acquisition of the Israeli start-up Nuance Hearing; whereas in 2022, the amount was mainly related to the acquisition of Walman, SightGlass Vision and Fedon.

Moreover, in 2024, the Company acquired approximately 1.5 million EssilorLuxottica shares in the context of its share buyback program launched at the end of July 2024 (see paragraph *Significant events of the year*) for an average price per share of €212.22 and a total cash-out amounting to €315 million – including bank and other fees. Similar programs were launched in 2023 and 2022, when the Company acquired, respectively, nearly 1.7 million EssilorLuxottica shares (for an average price per share of €173.15 and a total cash-out amounting to €312 million – including bank and other fees) and nearly 3 million EssilorLuxottica shares (for an average price per share of €156.74 and a total cash-out amounting to €470 million – including bank and other fees). The shares acquired are intended to be awarded or transferred to employees and corporate directors of EssilorLuxottica and its subsidiaries, especially in the context of profit-sharing plans, bonus and performance share awards, stock option plans, and employee share ownership plan.

## Main Future Investments

In 2025, the Group will continue investing strongly in the renewal of its retail network, its manufacturing capacities and its digital platforms to sustain the Group's brand and innovations. The Group will also continue its share buyback program for the benefit of employees and corporate directors of EssilorLuxottica and its subsidiaries, in the context of profit-sharing plans, bonus and performance share awards, stock option plans, and employee share ownership plan.

# 3.7 Subsequent Events

## Acquisition of the AI-driven French Start-Up Pulse Audition

On January 2, 2025, EssilorLuxottica announced the acquisition of Pulse Audition, a French start-up delivering AI-based noise reduction and voice enhancement through algorithms allowing people with hearing impairment to better understand speech, even in noisy environments.

By integrating Pulse Audition's proprietary technologies, expertise in AI software development, embedded AI, and audio signal processing, as well as its top talents, EssilorLuxottica will complement proprietary hardware and software to improve the quality of its products and solutions in the long-term. This acquisition aligns seamlessly with the Group's strategy in the hearing solutions space, marking a natural evolution in the journey started in 2023 with the acquisition of Nuance Hearing.

## EssilorLuxottica Receives FDA Clearance and EU Certifications for Nuance Audio, Making it Available to Consumers in the US and Europe

On February 3, 2025, EssilorLuxottica announced that it had received clearance from the Food and Drug Administration (FDA) for its OTC Nuance Audio Glasses. The Group had simultaneously achieved the CE marking under the Medical Devices Regulation in the EU, alongside the development of an ISO Quality Management System certification dedicated to Hearing Aids, which will allow Nuance Audio to launch in Europe.

Paving the way for a disruptive new category in the med-tech space, Nuance Audio Hearing Aid Software is the first FDA cleared, preset Software as Medical Device (SaMD) in the US It delivers a groundbreaking open-ear hearing solution seamlessly integrated into a pair of stylish smart glasses. After decades of adoption barriers ranging from comfort to visibility, consumers will finally be able to see clearly and hear clearly with a single product that is both beautiful and highly functional.

Nuance Audio will be available for purchase in the US beginning in Q1. In the first half of 2025, it will be available in certain European countries, including France, Germany and UK, starting progressively from Italy in Q1, in parallel with the US market.

As part of EssilorLuxottica's open business model, the Group will leverage its extensive retail network, while also engaging both traditional audiology practices and optical wholesale customers to make this technology accessible to consumers wherever possible.

## EssilorLuxottica Acquires the Canadian Med-Tech Start-Up Cellview

Furthering its commitment to elevating industry standards and enhancing the quality of vision care, EssilorLuxottica announced, on February 11, 2025, the acquisition of Cellview Imaging Inc, a Canadian start-up specialized in innovative diagnostic via retinal imaging. With the company's proprietary technologies, the Group is building a wider portfolio of ophthalmic instruments and solutions, pursuing its journey into the med-tech space.

Based in Toronto, Cellview designs and manufactures innovative and highly performant diagnostic imaging instruments leveraging solid internal R&D expertise. Currently distributed in North America, Cellview's solutions allow eyecare practitioners to diagnose retinal pathologies thanks to the ultrawidefield retinal camera capable of capturing significantly larger images compared to most existing technologies. Cellview's product offering is FDA and CE approved and targets a large market base – from eyecare practices in retail locations to ophthalmology clinics – and is set to be distributed in different geographies, starting with Europe.

# 3.8 Recent Trends and Outlook

## Recent Trends

The year of 2024 experienced divergent performances across markets and sectors, witnessing the post-covid normalization twisted by turbulence due to macro factors. We entered 2025 with uncertainties, on grounds of ongoing geopolitical tensions, uncertain outlook for the interest rate cutting pace, and frictions over import duties and immigration policies. Although the US consumer showed a pattern of overall resilience toward the end of last year, macroeconomic risks are still lingering in the market. Macro challenges in China continue to weigh on consumer confidence, and the market is waiting for powerful remedies. Moreover, Europe and the rest of the world continue to suffer from geopolitical and local political tensions.

In the unsettled environment, EssilorLuxottica, leveraging on its vertically integrated model, demonstrated remarkable agility by anticipating customer needs and adapting swiftly to market changes. More fundamentally, the Company pivoting at addressing people's vision care needs, kept expanding its product portfolio, improving its services, developing creative solutions and investing in the future of the industry. These initiatives have paved the way for a sustainable growth this year, and beyond.

As a result of the advancement of technology, the artificial intelligence industry is experiencing an exponential growth. From industrial products to consumer goods, from prototypes to various applications, the vision of an AI-powered world is becoming a reality. As an ideal vehicle of artificial intelligence, the smart glasses category is booming. Ray-Ban Meta AI glasses have been embraced by consumers, achieving growth beyond expectations. Guided by its long-term vision, the Company continues to develop the new category, leveraging its legacy and expertise. The launch of Nuance Audio in the hearing aid sector at the beginning of 2025 is an additional testament of the management's focus on disruptive innovations in smart glasses space.

## Outlook

The Company confirms its target of mid-single digit annual revenue growth from 2022 to 2026 at constant exchange rates[1] (based on 2021 *pro forma*[4] revenue), targeting a range of €27-28 billion, and expects to achieve an adjusted[2] operating profit as a percentage of revenue in the range of 19-20% by the end of that period.

# 4

# Report on Corporate Governance


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# In brief

## Composition of the Board of Directors

| From January 1, 2024 to December 31, 2024 |
|---|
| **Francesco MILLERI**, Chairman and Chief Executive Officer, Non-Independent Director, |
| **Paul du SAILLANT**, Deputy Chief Executive Officer, Non-Independent Director, |
| **Margot BARD**, Director representing employees, |
| **Romolo BARDIN**, Non-Independent Director, |
| **Jean-Luc BIAMONTI****(a), Independent Director, |
| **Sébastien BROWN**, Director representing employees, |
| **Marie-Christine COISNE-ROQUETTE****, Independent Director, |
| **José GONZALO****, Independent Director, |
| **Virginie MERCIER PITRE**, Director representative of Valoptec*, association of shareholders employees and former employees, Non-Independent Director, |
| **Mario NOTARI**, Non-Independent Director, |
| **Swati A. PIRAMAL****, Independent Director, |
| **Cristina SCOCCHIA****, Independent Director, |
| **Nathalie VON SIEMENS****, Independent Director, |
| **Andrea ZAPPIA****, Independent Director. |

*(a) Lead Director*

* *Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

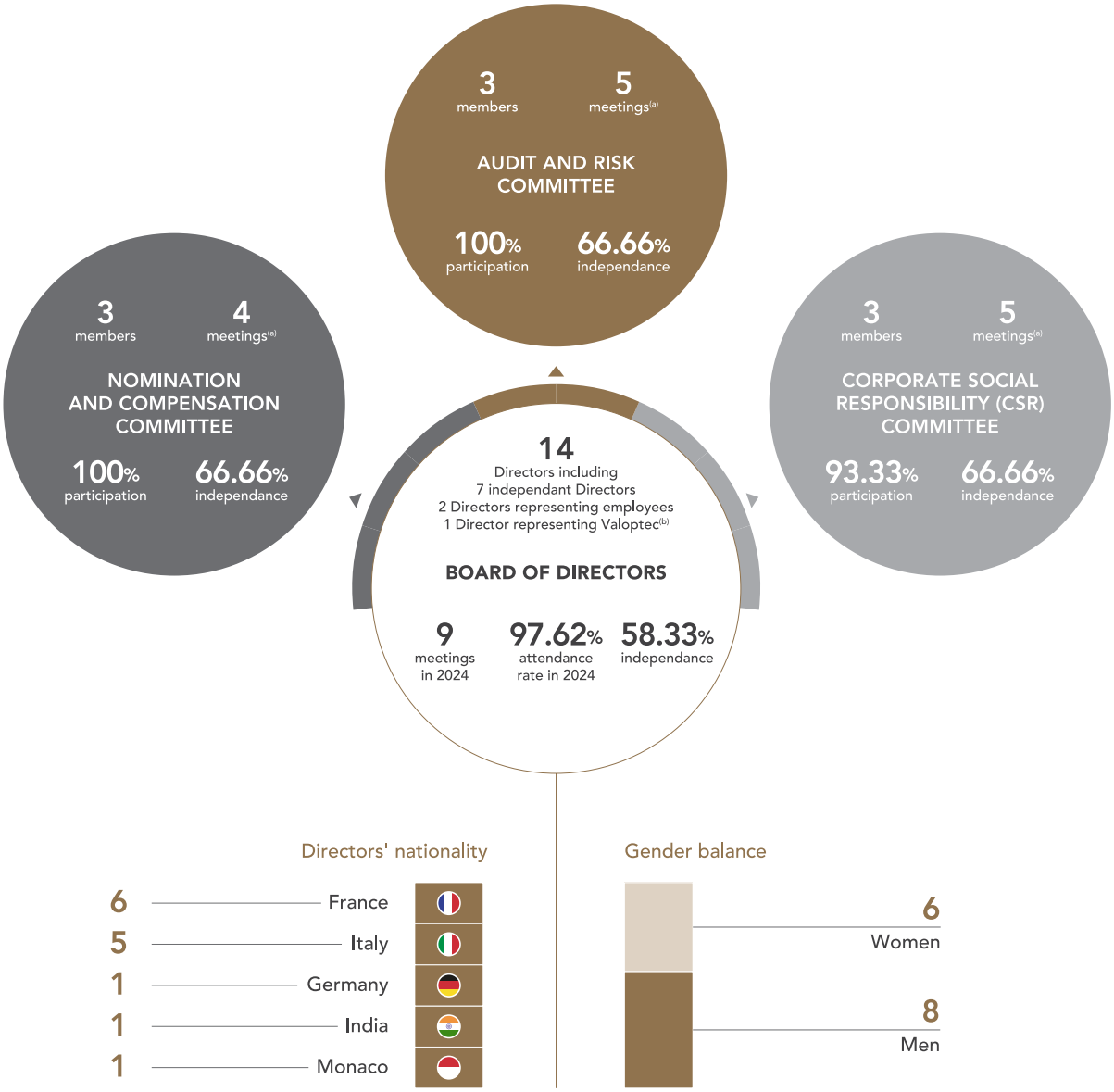
** *For a summary table detailing each Director's compliance or non-compliance with the independence criteria of the AFEP-MEDEF Code for the fiscal year 2024 refer to Section 4.1.1.3.*

The EssilorLuxottica bylaws approved by the Shareholders' Meeting of May 11, 2017 entered into force on October 1, 2018, along with the Board of Directors' Internal Rules as amended from time to time, a full version of which is available on the Company's website under Governance.

## Special Committees

| | |
|---|---|
| **Audit and Risk Committee** | Chairman: Jean-Luc Biamonti<br>Members: Romolo Bardin, Cristina Scocchia |
| **Nomination and Compensation Committee** | Chairman: Andrea Zappia<br>Members: Romolo Bardin, José Gonzalo |
| **Corporate Social Responsibility (CSR) Committee** | Chairwoman: Swati Piramal<br>Members: Virginie Mercier Pitre, Nathalie von Siemens |

The Report on Corporate Governance reported in the following sections has been reviewed by the Board of Directors of EssilorLuxottica on February 12, 2025.




*(a) Including joint sessions with another Committee.*
*(b) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

# 4.1 Information on Corporate Governance

In accordance with the provisions of Articles L.225-37, L.225-37-4 and L.22-10-9 to L.22-10-11 of the French Commercial Code, this report includes notably the following information:

- the composition of the Board of Directors and the description of the diversity policy applied to the members of the Board of Directors, as well as a description of the aims of this policy, its implementation and the results obtained during the financial year;
- the agreements signed between a Director or a significant shareholder of EssilorLuxottica and another company controlled by EssilorLuxottica within the meaning of Article L.233-3;
- the conditions governing the preparation and organization of the work of the Board of Directors during the fiscal year ended December 31, 2024;
- the AFEP-MEDEF Code[1] recommendations to which the Company has referred and the applications that have been disregarded (Section 4.4)[2];
- the restrictions on the powers of the Chairman and Chief Executive Officer decided by the Board of Directors (Section 4.1.3);
- the specific procedures for shareholders participation in Shareholders' Meetings (Section 4.2);
- the summary table of current authorizations granted by the Shareholders' Meeting in respect of increases in share capital, and the use made of these authorizations during the financial year (Section 4.2.3);
- the information that may have an impact in the event of a public offering (Section 4.2.4);
- the compensation for corporate officers and specifically the compensation policy applicable to the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer and the corresponding resolution submitted for approval by the Shareholders' Meeting convened in 2025 to approve the financial statements for the fiscal year ending December 31, 2024 (Section 4.3).

This report was presented to the Nomination and Compensation Committee at its meeting of February 6, 2025 before being submitted to the Board of Directors for approval on February 12, 2025.

## 4.1.1 Composition of the Board of Directors

### Principles Relating to the Composition of the Board of Directors of EssilorLuxottica

The Board of Directors of EssilorLuxottica is composed as follows:

(1) Article 11 of EssilorLuxottica's bylaws stipulates that "the Company shall be governed by a Board of Directors, the minimum and maximum number of members of which is defined by the legal provisions in force, currently a minimum of three (3) members and no more than eighteen (18) members", it being specified that the Directors representing employees shall not be taken into account when determining the minimum and maximum number of members stipulated in paragraph 1 of this article;

(2) the EssilorLuxottica Board of Directors is composed of fourteen members.

The composition of the EssilorLuxottica Board of Directors and Committees shall comply with applicable laws and regulations and the AFEP-MEDEF Code (subject to limited exceptions)., The deviations from the AFEP-MEDEF Code as of the date of this document are described in Section 4.4.

(1) *This Code can be viewed online at http://www.medef.com.*
(2) *Since 2009, the Company has referred to the AFEP-MEDEF code as modified from time to time, the latest version referred to in this Universal Registration Document being from December 2022.*

Combination of Chairman and CEO functions:

Upon the death of Mr. Leonardo Del Vecchio, the Board of Directors decided on June 28, 2022, to recombine the functions of Chairman and CEO and to entrust Mr. Milleri as CEO with the role of Chairman of the Board of Directors.

The Board of Directors has considered that, in light of the challenges to be addressed in the integration phase of Essilor, Luxottica and GrandVision, this governance model was the most efficient and appropriate for the operations of the Company. It gives some continuity, given the close working relationship that existed between Mr. Milleri and the late Mr. Leonardo Del Vecchio.

Furthermore, the balance of power within the Company's bodies is ensured by the composition of the Board of Directors and its committees, which comprises a high proportion of independent Directors and members having a wide diversity of profiles and skills, who are fully involved in the work of the Board.

On February 22, 2023, the Board of Directors, upon recommendation of the Nomination and Compensation Committee, appointed Jean-Luc Biamonti as lead director (hereafter the 'Lead Director') for the duration of his mandate as Director, in accordance with Article 3.2 of the AFEP-MEDEF Code, which provides that the Board may appoint a lead director among its independent members.

On April 30, 2024 upon the Nomination and Compensation Committee's recommendation, the Board of Directors appointed again Mr. Jean-Luc Biamonti, whose mandate as Director was renewed by the Shareholders' Meeting on the same day, as lead director for the duration of his mandate as Director.

The Lead Director shall maintain a regular dialogue with and coordination of the Directors and ensure the quality of the information provided to Directors and the proper functioning of the Company's governance bodies.

### 4.1.1.1 Composition of the Board of Directors at December 31, 2024

As at December 31, 2024, EssilorLuxottica's Board of Directors had 14 members, including one member representing Valoptec[1] and two members representing employees.

As required by the law, the complete list of the positions of Directors in office is provided in Section 4.5.

EssilorLuxottica Board of Directors' members have a term of office of three-years or two years in some cases, as detailed here below in the paragraph 'Directors' terms of office'. Any new member of the EssilorLuxottica Board of Directors is nominated for election at EssilorLuxottica's Shareholders' Meeting by the EssilorLuxottica Board of Directors based on the recommendation of the EssilorLuxottica Nomination and Compensation Committee or any EssilorLuxottica shareholder in accordance with applicable law.

[1] *Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

## Composition of the Board of Directors at December 31, 2024

| | | |
|---|---|---|
| 14 Directors | 6 Women | 5 Nationalities |
| 1 Director Representing Valoptec Association[a] | 7 Independent Directors | 2 Directors Representing Employees |

**Francesco Milleri**

Non-Independent Director

Chairman and Chief Executive Officer of EssilorLuxottica (mandate renewed on April 30, 2024)

**Paul du Saillant**

Non-Independent Director

Deputy Chief Executive Officer (mandate renewed on April 30, 2024)

**Margot Bard**

Director representing employees (mandate renewed on July 2, 2024)

**Romolo Bardin**

Non-Independent Director (mandate renewed on April 30, 2024)

**Jean-Luc Biamonti**

Independent Director

Lead Director (mandate renewed on April 30, 2024)

**Sébastien Brown**

Director representing employees (mandate renewed on July 2, 2024)

**Marie-Christine Coisne-Roquette**

Independent Director (mandate renewed on April 30, 2024)

**José Gonzalo**

Independent Director (mandate renewed on April 30, 2024)

**Virginie Mercier Pitre**

Director representative of Valoptec[a], association of shareholders employees and former employees

Non-independent Director (mandate renewed on April 30, 2024)

**Mario Notari**

Non-Independent Director (mandate renewed on April 30, 2024)

**Swati A. Piramal**

Independent Director (mandate renewed on April 30, 2024)

**Cristina Scocchia**

Independent Director[b] (mandate renewed on April 30, 2024)

**Nathalie von Siemens**

Independent Director (mandate renewed on April 30, 2024)

**Andrea Zappia**

Independent Director[b] (mandate renewed on April 30, 2024)

*(a) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*
*(b) Qualified as an independent Director by derogation from the criteria defined by the AFEP-MEDEF Code; see Section 4.4.*

## Composition of the Board of Directors at December 31, 2024

| Director | Gender | Age | Nationality | Main positions | Term of office | |
|---|---|---|---|---|---|---|
| | | | | | Start date | End date[b] |
| **Francesco Milleri**<br>Non-independent Director, Chairman and Chief Executive Officer | M | 65 | Italian | Chairman and CEO of EssilorLuxottica | 10/01/2018 | 2027 |
| **Paul du Saillant**<br>Non-independent Director, Deputy Chief Executive Officer | M | 65 | French | Deputy CEO of EssilorLuxottica | 03/30/2020 | 2027 |
| **Margot Bard**<br>Non-independent Director, Employees' representative | F | 59 | French | Supply Chain Director at Group Supply Chain Strategy and Transformation Dept. (France) | 09/22/2021 | 2027 |
| **Romolo Bardin**<br>Non-independent Director | M | 46 | Italian | CEO of Delfin S.à r.l (Luxembourg) | 10/01/2018 | 2026 |
| **Jean-Luc Biamonti**<br>Independent Director, Lead Director | M | 71 | Monegasque | Chairman of the Strategic Committee of Calcium Capital (France) | 05/21/2021 | 2027 |
| **Sébastien Brown**<br>Non-independent Director, Employees' representative | M | 30 | French | Production Manager at Essilor (France) | 09/22/2021 | 2027 |
| **Marie-Christine Coisne-Roquette**<br>Independent Director | F | 68 | French | Chairperson of the Sonepar Group Board (France) | 05/21/2021 | 2027 |
| **José Gonzalo**<br>Independent Director | M | 59 | French | Executive Director of Direct Investment of Bpifrance (France) | 05/21/2021 | 2026 |
| **Virginie Mercier Pitre**<br>Non-independent Director<br>Representative of Valoptec[a], association of shareholders employees and former employees | F | 58 | French | VP Key Accounts EMEA & Asia Professional Solutions at EssilorLuxottica (France)<br>Representative of Valoptec Association | 01/20/2022 | 2026 |
| **Mario Notari**<br>Non-independent Director | M | 60 | Italian | Full Professor of Business Law at Bocconi University of Milan and Notary at ZNR notai (Italy) | 06/28/2022 | 2026 |
| **Swati A. Piramal**<br>Independent Director | F | 68 | Indian | Vice Chairperson of Piramal Enterprises Limited (India) | 05/21/2021 | 2026 |
| **Cristina Scocchia**<br>Independent Director | F | 51 | Italian | Chief Executive Officer of illycaffè (Italy) | 10/01/2018 | 2026 |
| **Nathalie von Siemens**<br>Independent Director | F | 53 | German | Positions in Supervisory Boards (Germany) | 05/21/2021 | 2026 |
| **Andrea Zappia**<br>Independent Director | M | 61 | Italian | Chairman of MCH Group AG (Switzerland) | 05/21/2021 | 2026 |

*(a) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*
*(b) Date of the Annual Shareholders' Meeting for Directors not representing employees.*

## Directors' terms of office

Pursuant to Article 13 of the bylaws, "Directors shall serve for a three-year term".

"In order to provide the possibility to put in place and maintain a staggered term system for directors and ensure the best possible candidate selection and smoothest transition between directors, the Ordinary General Shareholders' Meeting may appoint one or more directors for a term of office of two years. Directors may always be re-elected".

The terms of office of directors representing employees shall terminate automatically on the relevant anniversary date of their appointment, and shall not require any specific notice. The Company shall take all measures to organize a new appointment no later than one month before the expiry date of their terms of office.

Pursuant to Article 15.2 of AFEP-MEDEF Code, "Terms of office should be staggered so as to avoid replacement of the entire body and to favor a smooth replacement of directors".

Pursuant to Article 13 of the bylaws, as of 2024, a staggering of their terms of office was implemented so that the Board of Directors is fully renewed at the end of each three-year period.

In order to implement a staggering of the Directors' terms of office, the April 30, 2024 Shareholders' Meeting:

- **appointed for a three-year term** as Director:
  - Francesco Milleri,
  - Paul du Saillant,
  - Jean-Luc Biamonti,
  - Marie-Christine Coisne-Roquette;
- **appointed for a two-year term** as Director:
  - Romolo Bardin,
  - José Gonzalo,
  - Virginie Mercier Pitre,
  - Mario Notari,
  - Swati Piramal,
  - Cristina Scocchia,
  - Nathalie von Siemens,
  - Andrea Zappia.

Using this staggered approach, as of 2026 the Board of Directors will be partly renewed every year and fully renewed at the end of a three-year period. The mandates of Margot Bard and Sébastien Brown, Directors representing employees were renewed by decision of the Group's Works Council dated on July 2, 2024, for a three-year term.

### 4.1.1.2 Expertise and Skills of Directors

| Director (as of December 31, 2024) | Contribution to the Board of Directors' work |
|---|---|
| **Francesco Milleri,** Non-independent Director, Chairman and Chief Executive Officer | Extensive expertise as a strategist for global companies and proven ability to futurize business through digital technology and infrastructure. |
| **Paul du Saillant,** Non-independent Director, Deputy Chief Executive Officer | 40 years of international experience in world-class groups with successful long-term strategy, values and global/local presence. He contributes a global strategic vision, deep industrial culture and business acumen, sustained by a detailed knowledge of the optical industry, manufacturing processes and supply chain, markets and technology as well as of human and sustainability aspects. |
| **Margot Bard,** Non-independent Director, employees' representative | Deep expertise in operational strategy and supply chain management, coupled with a comprehensive understanding of the value chain and a proven ability to navigate diverse cultural and business landscapes. |
| **Romolo Bardin,** Non-independent Director | High level expertise in terms of strategy, management and finance. |
| **Jean-Luc Biamonti,** Independent Director, Lead Director | International expertise in retail and luxury goods. |
| **Sébastien Brown,** Non-independent Director, employees' representative | Knowledge of the optics industry and of IT systems. |
| **Marie-Christine Coisne-Roquette,** Independent Director | Extensive international expertise in terms of strategy and management ability. |
| **José Gonzalo,** Independent Director | Extensive expertise and practice in terms of strategy, mergers and acquisitions and management. |
| **Virginie Mercier Pitre,** Non-independent Director, Representative of Valoptec[(a)], association of shareholders employees and former employees | Extensive knowledge of the Group, the optical market, the value chain as well as the main key customers. |
| **Mario Notari,** Non-independent Director | Deep expertise in corporate, financial and competition law and practice in corporate governance and M&A. |
| **Swati A. Piramal,** Independent Director | Experience in healthcare, financial services, manufacturing and academic general management with long-term perspectives, as well as a knowledge of the Indian market. |
| **Cristina Scocchia,** Independent Director | Extensive experience in strategy and management. |
| **Nathalie von Siemens,** Independent Director | Experience in governing bodies of global leading companies active in various industries with focus on technologies to facilitate digital transformation across industries as well as sustainable infrastructures and healthcare. Expertise in terms of management in impact-oriented philanthropy. |
| **Andrea Zappia,** Independent Director | Extensive expertise in terms of strategy and management in key industrial sectors. |

*(a) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

## Expertise and skills of Directors regarding ESG

| Director (as of December 31, 2024) | Contribution to the Board of Directors' work in ESG matters |
|---|---|
| **Francesco Milleri,** Non-independent Director, Chairman and Chief Executive Officer | He launched the EssilorLuxottica Eyes on the Planet corporate responsibility program in 2021, which aims to achieve carbon neutrality for Group direct global operations in 2025 among other goals. He also created the OneSight EssilorLuxottica Foundation in 2022, the largest foundation in the world driving inclusive vision care access in underserved regions and a global collaborating partner of the World Health Organization under its SPECS 2030 initiative. |
| **Paul du Saillant,** Non-independent Director, Deputy Chief Executive Officer | He launched the EssilorLuxottica Eyes on the Planet corporate responsibility program in 2021, which aims to achieve carbon neutrality for Group direct global operations in 2025 among other goals. He also created the OneSight EssilorLuxottica Foundation in 2022, the largest foundation in the world driving inclusive vision care access in underserved regions and a global collaborating partner of the World Health Organization under its SPECS 2030 initiative. |
| **Margot Bard,** Non-independent Director, employees' representative | In 2024 she completed a rigorous program at Sciences Po and IFA that included specialized training in CSR. |
| **Romolo Bardin,** Non-independent Director | He serves as Director of the Leonardo Del Vecchio Foundation, dedicated to improving access to education and healthcare services, and advancing scientific research. |
| **Jean-Luc Biamonti,** Independent Director, Lead Director | He is a member of the CSR committee at Covivio (France) and as a member of the EssilorLuxottica Audit & Risk Committee (ARC), he attends joint sessions of the CSR and ARC of EssilorLuxottica. |
| **Sébastien Brown,** Non-independent Director, employees' representative | In 2024 he completed a rigorous program at Sciences Po and IFA that included specialized training in CSR. He is also a member of the Chapter Zero association, dealing with ESG topics at Board level. |
| **Marie-Christine Coisne-Roquette,** Independent Director | Serving in companies exposed to environmental scrutiny and going through a sustainability transition, she developed experience in CSR subjects. She also followed regular ESG in-house trainings and meetings with experts at Total Energies and Sonepar. |
| **José Gonzalo,** Independent Director | He is member of the Climate Steering Committee (*Comité de Pilotage Climat)* at Bpifrance. He has followed several internal trainings on sustainability. In his Department at BPI France, there is a function dedicated to ESG and Climate Plan. |
| **Virginie Mercier Pitre,** Non-independent Director, Representative of Valoptec[(a),] association of shareholders employees and former employees | As Valoptec President she encourages the employee shareholding and the CSR policies of the Group. She is member of the CSR Committee of EssilorLuxottica. |
| **Mario Notari,** Non-independent Director | He has developed a strong background in ESG issues, especially on governance and diversity, both as an author and speaker at scientific conferences, as well as on board committees of Italian listed companies. |
| **Swati A. Piramal,** Independent Director | She has used her background as medicine graduate to change the trajectory of healthcare, education, and public policy in India. One of India's leading scientists and industrialists, she is also involved in public health and innovation. As the Director of the Piramal Foundation, she helps promote health in rural India, women's empowerment and community education. She is also Chairwoman of the EssilorLuxottica CSR Committee. |
| **Cristina Scocchia,** Independent Director | In 2024 she joined Fondazione Burlo Garofolo, a non-profit association which assists and protects children with complex pathologies, as member of the Board of Directors. She was also awarded the LILT for Women Prize, which recognizes her as a model of women empowerment and promoter of an inclusive, ethic and meritocratic leadership. |

| Director (as of December 31, 2024) | Contribution to the Board of Directors' work in ESG matters |
|---|---|
| **Nathalie von Siemens,** Independent Director | At Siemens Stiftung, she co-founded and implemented the 'Office on Climate Education'. She is also co-founder of Flowerpower Energy GmbH (award winning sustainable energy supplier for micro grid in urban neighbourhood development) and Impact Investor in Econnext AG (starts, incubates, advises and scales companies with inherent potential to tackle significant social or environmental challenges). |
| **Andrea Zappia,** Independent Director | He led CSR missions such as the Sky Ocean Rescue project in Italy, the Sky 0 Footprint Fund project and the Diversity and Inclusion project at Sky. He also took part in the SkyArts talent development project, launched to support Italian creative communities. |

*(a) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

## Obligation of Directors appointed by Shareholders' Meeting to hold shares

In accordance with Article 12 of the bylaws, each Director appointed by a Shareholders' Meeting must own at least 1,000 shares of the Company. Notwithstanding the foregoing, the Director representing employees is not required to hold shares, pursuant to Article L.225-25 of the French Commercial Code.

The information relating to each Director (see Section 4.5), states the number of shares held by each of them.

## Independence of the members of the Board of Directors

The criteria for determining Directors' independence are set out in the Board of Directors' Internal Rules as adopted by the Board of Directors on October 1, 2018 as last updated on November 27, 2024. These criteria, which comply with the AFEP-MEDEF Corporate Governance Code, are as follows:

A Board of Directors' member is independent when he/she has no relationship of any kind whatsoever with the Company, the Group or the management thereof, which may colour his/her judgment. The criteria for a member to qualify as independent are as follows:

1. not to be and not to have been during the course of the previous five years:
   - an employee or Executive Officer[1] of the Company,
   - an employee, Executive Officer or Director of a company belonging to the Group (other than a Director of the Company, Essilor International (SAS) or Luxottica Group S.p.A.)[2];
2. not to be an Executive Officer of a company in which the Company holds a directorship, directly or indirectly, or in which an employee or an Executive Officer of the Company (currently in office or having held such office during the last five years) is a Director;
3. not to be a customer, supplier, commercial banker or investment banker (or be linked directly or indirectly to these persons):
   - that is material to the Company or its Group,
   - or for a significant part of whose business the Company or its Group accounts;
4. not to be related by close family ties to a Company's officer;
5. not to have been an Auditor of the Company within the previous five years;
6. not to have been a Director of the Company for more than 12 years. Loss of the status of independent Director occurs on the date at which this period of 12 years is reached.

Given the EssilorLuxottica group's structure, the fact that a Company Director has a seat within the Board of Directors of one of its two operating subsidiaries, Essilor International (SAS) or Luxottica Group S.p.A., does not affect his or her independence.

Board of Directors' members representing shareholders who do not have a controlling interest in the Company are considered independent Directors.

(1) *In these Internal Rules, 'executive officer' designates the CEO and any Deputy CEO when used in reference to the Company or any similar function in companies registered under a different corporate form; 'non-executive officer' designates any non-executive Chairperson of the Board; 'corporate officers' includes the executive officers, the non-executive officers and the other Board members.*

(2) *Nearly all the independent Board members in place at EssilorLuxottica prior to the May 2021 change in the Board of Directors, were Board members who also served as independent Board members, either on the Luxottica or Essilor International Board of Directors prior to the combination of the two groups. This situation results from the fact that the merger of the two groups did not occur through a conventional merger, but through the implementation of an ad hoc structure in which Luxottica and Essilor International became two sister companies, subsidiaries of the same holding company called EssilorLuxottica, the management of which was very broadly autonomous. This is therefore a different situation from what is addressed by Article 9.5.1 of the AFEP-MEDEF Code, which aims to prevent situations in which a Board member is asked to monitor, supervise or question decisions in which s/he himself or herself has taken part as a corporate officer ('mandataire social') within a controlled subsidiary. It was to take account of the specific nature of the operation that the EssilorLuxottica Board Internal Rules stipulated from the outset that, with regard to what constitutes independence, and as an exemption from the principle set out in Article 9. 5.1 of the AFEP-MEDEF Code, the fact of being or having been a Board member of Essilor International or Luxottica in the five preceding years would not affect the 'independent' criterion. The Board's rules in relation to conflict of interests apply to all Board members and these provisions should also apply in case of conflicts of interests between EssilorLuxottica and its subsidiaries, including Essilor International and Luxottica Group. Consequently, Ms. Scocchia and Mr. Zappia would be prevented from deliberating and voting on any decision concerning a matter relating to Luxottica Group that derives from a decision submitted to the Board of Directors of this entity at the time they were member of such Board.*

However, if a Board of Directors member represents a shareholder holding more than 10% of the share capital or voting rights, the Board of Directors determines whether that Board of Directors member is an 'independent Director', based on the written opinion of the Nomination and Compensation Committee. This opinion takes into account:

- the composition of the Company's share capital;
- whether there exists a potential conflict of interest.

Every year, the Board of Directors reviews the situation of each Director with regard to the independence criteria set out in the AFEP-MEDEF Code in force.

As at February 12, 2025, seven Directors could be considered independent under the independence criteria of the AFEP-MEDEF Code, namely Jean-Luc Biamonti, Marie-Christine Coisne-Roquette, José Gonzalo, Swati A. Piramal, Cristina Scocchia, Nathalie von Siemens and Andrea Zappia.

On that date, the Board of Directors' independence ratio was 58.33%, pursuant to the recommendations of the AFEP-MEDEF Code (i.e., not including the two Directors representing employees).

The Board of Directors is of the opinion that none of these Directors who qualified as independent had any material business relationships with the Company and its Group.

Upon the Nomination and Compensation Committee's recommendation, the Board of Directors of February 12, 2025 considered that the indirect business relations between a Director and the EssilorLuxottica Group were not material and not likely to question a Director's independence or to create a conflict of interest, when they were in the ordinary course of business, at 'arms length', in a classic competitive environment and with no economic dependency link or exclusivity in the field at stake.

Upon of the Nomination and Compensation Committee's recommendation, the Board of Directors of February 12, 2025 considered that:

- the indirect business relationship between Marie-Christine Coisne-Roquette and the EssilorLuxottica Group via the Sonepar group fulfilled these criteria and also noted that purchases made by the EssilorLuxottica Group from the Sonepar group represented less than 0.5% of EssilorLuxottica Group's global purchases;
- the indirect business relations between Andrea Zappia and the EssilorLuxottica Group via MCH Group AG fulfilled these criteria and also noted that purchases made by the EssilorLuxottica Group from MCH Group AG represented less than 0.5% of EssilorLuxottica group's global purchases;
- the indirect business relations between Jose Gonzalo and the EssilorLuxottica Group via a financing agreement from BPI France fulfilled these criteria and also noted that such financing agreement represented less than 0.5% of EssilorLuxottica's global financing.

The following Directors did not qualify as independent according to the AFEP-MEDEF Code:

- Francesco Milleri (Chairman and Chief Executive Officer);
- Paul du Saillant (Deputy Chief Executive Officer);
- Romolo Bardin (Chief Executive Officer of Delfin);
- Margot Bard and Sébastien Brown (the two Directors representing employees appointed by the Essilor *Comité de Groupe* following deliberation of July 2, 2024 for a three-year term in application of the By-laws);
- Virginie Mercier Pitre (Director representative of Valoptec[1], association of employees and former employees shareholders);
- Mario Notari (Director of Delfin).

[1] *Valoptec is not an employees' representative body within the meaning of Article L.225-23 of the French Commercial Code.*

### 4.1.1.3 Summary Table Detailing the Compliance or Non-Compliance of Each Director in Office at December 31, 2024 with the Independence Criteria of the AFEP-MEDEF Code

In the table below, √ indicates an independence criterion has been satisfied, X indicates that it has not.

| | AFEP-MEDEF independence criteria | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Employee or Executive Director within the past five years | Employee, Executive Director or Director of the Company or a Group company | | | | | | |
| Director | of the Company | | Cross-Directorships | Is a client, supplier, investment banker or Financing banker (significant Business relationships) | Has a close family tie with a corporate officer | Has been a Statutory Auditor Within the past five years | Has been a Director for more than 12 years | Represents a major shareholder |
| Francesco MILLERI | x | x | √ | √ | √ | √ | √ | x |
| Paul du SAILLANT | x | x | √ | √ | √ | √ | √ | √ |
| Margot BARD | √ | x | √ | √ | √ | √ | √ | √ |
| Romolo BARDIN | √ | √ | x | √ | √ | √ | √ | x |
| Jean-Luc BIAMONTI* | √ | √ | √ | √ | √ | √ | √ | √ |
| Sébastien BROWN | √ | x | √ | √ | √ | √ | √ | √ |
| Marie-Christine COISNE-ROQUETTE* | √ | √ | √ | √ | √ | √ | √ | √ |
| José GONZALO* | √ | √ | √ | √ | √ | √ | √ | √ |
| Virginie MERCIER PITRE | √ | x | √ | √ | √ | √ | √ | √ |
| Mario NOTARI | √ | √ | √ | √ | √ | √ | √ | x |
| Swati A. PIRAMAL* | √ | √ | √ | √ | √ | √ | √ | √ |
| Cristina SCOCCHIA* | √ | √ | √ | √ | √ | √ | √ | √ |
| Nathalie von SIEMENS* | √ | √ | √ | √ | √ | √ | √ | √ |
| Andrea ZAPPIA* | √ | √ | √ | √ | √ | √ | √ | √ |

* *Independent Director within the meaning of the AFEP-MEDEF Code. (Given the EssilorLuxottica group's structure, the fact that a Company Director has or had, a seat on the Board of Directors of one of its two operating subsidiaries, Essilor International or Luxottica Group, does not affect his or her independence, see Section 4.4).*

### 4.1.1.4 Composition of the Company's Board of Directors from January 1, 2024

The mandates of all the Directors were renewed on April 30, 2024. The composition of the EssilorLuxottica Board of Directors was as follows for the year 2024 and at December 31, 2024:

1. Francesco Milleri, qualified as non-independent Director, Chairman and Chief Executive Officer;
2. Paul du Saillant, qualified as non-independent Director, Deputy Chief Executive Officer;
3. Margot Bard, employees' representative, qualified as non-independent Director;
4. Romolo Bardin, qualified as non-independent Director;
5. Jean-Luc Biamonti, qualified as independent Director, Lead Director;
6. Sébastien Brown, employees' representative, qualified as non-independent Director;
7. Marie-Christine Coisne-Roquette, qualified as independent Director;
8. José Gonzalo, qualified as independent Director;
9. Virginie Mercier Pitre, representative of Valoptec[1], association of employees and former employees' shareholders, qualified as non-independent Director;
10. Mario Notari, qualified as non-independent Director;
11. Swati A. Piramal, qualified as independent Director;
12. Cristina Scocchia, qualified as independent Director;
13. Nathalie von Siemens, qualified as independent Director;
14. Andrea Zappia, qualified as independent Director.

The composition of the EssilorLuxottica Board of Directors is seven Directors qualified as independent (58.33% of the members of the EssilorLuxottica Board of Directors[2] and six women (five women not taking into account the Directors representing employees), which is more than 40% of the members of the EssilorLuxottica Board of Directors, in compliance with applicable laws and regulations and the recommendations of the AFEP-MEDEF Code.

As detailed in Section 4.1.1.1, in order to implement a staggering of the Directors' terms of office, the April 30, 2024 Shareholders Meeting:

- **appointed for a three-year term** as Director:
  - Francesco Milleri,
  - Paul du Saillant,
  - Jean-Luc Biamonti,
  - Marie-Christine Coisne-Roquette;
- **appointed for a two-year term** as Director:
  - Romolo Bardin,
  - José Gonzalo,
  - Virginie Mercier Pitre,
  - Mario Notari,
  - Swati Piramal,
  - Cristina Scocchia,
  - Nathalie von Siemens,
  - Andrea Zappia.

### 4.1.1.5 Diversity Policy

#### a) Applied to the members of the EssilorLuxottica Board of Directors

The Board of Directors comprises:

- seven independent Directors within the meaning of the AFEP-MEDEF Code;
- six women; more than 40% of the EssilorLuxottica Board of Directors, as required under Articles L.225-18-1 and L.22-10-3 of the French Commercial Code are women (the female Director representing employees is taken into account when calculating the aforementioned 40% minimum requirement, pursuant to Article L.225-27-2 of the French Commercial Code, as amended by Order no. 2024-934 dated October, 15 2024);
- five nationalities (French, German, Indian, Italian and Monegasque).

In accordance with Article L.22-10-10 of the French Commercial Code, the two summary tables in Sections 4.1.1.1 and 4.1.1.2 detailing the main criteria (gender, age, nationality, qualifications and professional experience) illustrate the Company's efforts to promote diversity.

**Gender balance**

EssilorLuxottica ensures that it complies with the principle of balanced gender representation on its Board of Directors. Six of the Board of Directors' 14 members are women (five of the Board of Directors' 12 members excluding Directors representing employees), which is over 40% of its membership.

**Average age of Directors**

As at December 31, 2024, the Board of Directors had 14 Directors with an average age of 58.1 years.

(1) *Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*
(2) *In accordance with the AFEP-MEDEF Code, Directors representing employees are not taken into account for the calculation of this percentage.*

### b) Applied to the members of any given committee set up, as appropriate, by senior management to assist it on a regular basis in the performance of its general duties and in connection with the results in terms of gender balance in the 10% of positions with the most responsibility. If the Company does not apply such a policy, the report must include an explanation of the reasons for this

EssilorLuxottica strives to create a community that values all backgrounds, identities and cultures. The Company is firmly committed to building a work culture that is inclusive and nurtures diversity to allow unique perspectives and novel ideas to flourish.

The establishment in October 2022 of a DE&I (Diversity, Equity and Inclusion) department marked a new milestone in EssilorLuxottica's commitment to accelerating and expanding its actions in support of diversity, equality and inclusion.

To achieve these objectives, the new global division of Diversity, Equity and Inclusion is leading the pillars of the Global DE&I strategy, which are to Drive Internal & External Awareness by fostering a culture of Inclusivity & belonging, Build & Evolve More Inclusive Processes and Policies, Ensuring Diversity of Thought through Ambassadors and Regional Networks.

At December 31, 2024, Women represented 35% of the Management Bodies[1] and 35% of Senior Executives[2].

At the date of this Universal Registration Document, EssilorLuxottica had not set up any Executive Committee or collective body to assist Francesco Milleri and Paul du Saillant within the meaning of the regulation.

The organisation of EssilorLuxottica is the following:

- Executive Corporate Officers:
  - Chairman and Chief Executive Officer: Francesco Milleri;
  - Deputy Chief Executive Officer: Paul du Saillant.

### c) Applied to the members of the Board of Directors of the operating companies, Essilor International (SAS), Luxottica Group S.p.A. and GrandVision B.V.

Composition of the Essilor International (SAS) and Luxottica Group S.p.A. Boards of Directors and of the GrandVision B.V. Management Board as at December 31, 2024

| Essilor International (SAS) (unlisted operating company) | Luxottica Group S.p.A. | GrandVision B.V. |
|---|---|---|
| Francesco MILLERI, Chairman and CEO | Francesco MILLERI, Chairman and CEO | Massimiliano MUTINELLI, Member of the Management Board |
| Paul du SAILLANT, Director | Leonardo Maria DEL VECCHIO, Director | Niccolò BENCIVENNI, Member of the Management Board |
| Stefano GRASSI, Director | Paul du SAILLANT, Director | Alessio BAUSI, Member of the Management Board |
| | Stefano GRASSI, Director | |
| | Mr. Luigi FRANCAVILLA, Honorary Chairman (not a Board member) | |

(1) *See definition of Management Bodies in Section 6.3.1.6.5.*
(2) *See Section 6.3.1.6.5.*

### 4.1.1.6 Directors' Ethical Awareness and Conflicts of Interest Management

#### No potential conflicts of interest

In accordance with the Board of Directors' Internal Rules and with the Directors' Charter, Directors have an obligation to inform the Board of Directors of any conflict of interest, even potential, as provided for in the rules defined by the Board of Directors' Internal Rules, an extract from which is provided in the box below and pursuant to the criteria of the AFEP-MEDEF Code to which the Company refers (throughout the different versions and henceforth in this Universal Registration Document in the version as of December 2022).

Participation of the Director in a transaction in which the Company, or any other Group company, is directly involved is brought to the attention of the Board of Directors prior to the completion of that transaction.

As part of an annual declaration, the Director informs the Board of Directors of the terms of office and positions he or she holds in other companies and must request the opinion of the Nomination and Compensation Committee prior to accepting any new Directorship.

The Director must, more specifically, make an annual declaration of any conflicts of interest, even potential, he or she has detected. On the basis of these declarations, the Board of Directors has not identified any conflict of interest.

Based on the information above, to the best of the Company's knowledge:

- there are no potential conflicts of interest between the duties, with regard to the issuer, and the private interests and/or other duties with regard to third parties, of any of the members of the Company's Board of Directors, except as disclosed below (see Section 4.6 on related parties agreements). To this end, the Directors' Charter stipulates that Directors have an obligation to inform the Board of Directors of any conflict of interest, even potential, and must refrain from participating in the deliberations related thereto;
- none of the Executive or non-Executive Directors has a service contract with EssilorLuxottica or any of its subsidiaries providing for the award of benefits at the end of such contract;
- none of the Executive or non-Executive Directors has been convicted of a fraudulent offence in the past five years;
- none of the Executive or non-Executive Directors has been associated with bankruptcy, receivership or liquidation as a member of an administrative, management or supervisory body or as Chief Executive Officer within the past five years;
- none of the Executive or non-Executive Directors has been publicly charged and/or sanctioned by statutory or regulatory bodies (including designated professional bodies);
- there are no family ties between the members of the Board of Directors.

## EXTRACT FROM BOARD OF DIRECTORS' INTERNAL RULES ON THE MANAGEMENT OF CONFLICTS OF INTEREST (AS MODIFIED ON NOVEMBER 27, 2024)

### 1.3 Conflicts of Interest

Any Director (whether he/she is an individual Director or a permanent representative of a legal entity holding directorship) of the Company shall consider himself or herself as being bound by the provisions of Articles 20 and 21 of the AFEP-MEDEF Code, the Director's Charter included as Annex 1 to these Board Rules of Procedure and the rules set forth in the following paragraphs.

#### 1.3.1 Situations giving rise to Conflict of Interest

Any Director who is directly or indirectly exposed to an actual or potential conflict between his or her interests (or those of the legal entity holding directorship he/she represents) and those of the Company (or any company of the Group) because of the positions that he/she holds, and/or any interests that he/she has elsewhere (a 'Conflict of Interest'), shall inform the Chairperson of the Board with a copy to the Secretariat of the Board, and the Chairperson of the relevant Committees, if applicable. When a Director takes office and by January 31 of each year, he/she shall prepare (and update when needed) and submit to the Chairperson of the Board and to the Nomination and Compensation Committee, a statement indicating any actual or potential Conflict of Interest he/she may have with any Group's companies.

A Director may be requested by the Chairperson, at any time, to confirm in writing that he or she is not in a Conflict of Interest situation. Pursuant to Section 3.5 below (of the Board Internal Rules), Directors and any other persons who attend Board Meetings shall be required to treat all information provided during these meetings as strictly confidential.

#### 1.3.2 Guidelines for dealing with Conflicts of Interest

In the event of a Conflict of Interests, the concerned Director shall (i) prior to the concerned meeting, inform in due time the Chairperson with a copy to the Secretariat of the Board, and (ii) shall not attend the Board (or Committee) meeting during the discussions and debates on the concerned items of the agenda and shall not vote on the concerned deliberations.

It is specified that if the concerned Director is the Chairperson of a Committee and the concerned meeting is one of such Committee, then, such Director shall notify his or her Conflict of Interest situation to the other Committee's members and shall not attend the meeting during the discussions and debates on the concerned items of the agenda and shall not vote on the concerned deliberations.

Any issues concerning the implementation of this Section *Conflicts of interest* shall be submitted to the Chairperson with a copy to the Secretariat of the Board, and for Committee meetings, the Chairperson of the relevant Committee. If an issue relating to any concerned Director cannot be resolved following discussions between them, then, the Board (or the Committee) shall make a decision.

#### 1.3.3 Sensitive information as defined in competition law

In the event of a Conflict of Interest relating to a position or interest in an entity whose interests compete with those of the Group, no sensitive information, as defined in competition law, may be disclosed or discussed in the presence of the concerned Director.

The definition of sensitive information in competition law covers all information not in the public domain that could enable the concerned Director to understand or influence the Company's commercial and other strategies in markets served by the entity whose interests compete with those of the Company and with which the concerned Director has ties, including, without limitations, recent, current or future pricing strategies and prices (including discounts or rebates), detailed information concerning technology and R&D projects, recent current or future profit margins on, or profitability targets for, specific products or services, and current or future strategic plans, business development projects, particularly planned potential mergers and acquisitions, market shares, market analyses, covering *inter alia* forecast changes in offer and/or demand and prices.

The risk of an exchange of sensitive information as defined in competition law is equivalent in all respects to a conflict of interest within the meaning of this Section *Conflicts of interest*.

### Agreements between one of the Executive Corporate Officers or shareholders with more than 10% of voting rights with a subsidiary of EssilorLuxottica Group (with the exception of agreements concerning day-to-day operations entered into under normal conditions)

None.

### Agreements between a subsidiary of EssilorLuxottica Group and a company in which an Executive Corporate Officer has a direct or indirect interest (with the exception of agreements concerning day-to-day operations entered into under normal conditions)

None. See Section 4.6 on related parties agreements.

### Procedure set up to regularly evaluate if the agreements relating to ordinary transactions concluded under normal terms still fulfil those conditions

Pursuant to Article L.22-10-12 of the Commercial Code, the Charter regarding related-party agreements includes a procedure set up to regularly evaluate if the agreements relating to ordinary transactions concluded under normal terms still fulfil those conditions. The person directly or indirectly involved in the agreement does not take part to the evaluation.

### Insider dealing

On October 1, 2018, the Board of Directors approved the EssilorLuxottica Directors' Charter, updated on May 21, 2021, which includes the stipulation that any holder of inside information shall refrain from engaging in any transaction involving the Company's securities or from causing or allowing others to engage in such transactions based on such information for as long as such information has not yet been made public (Articles 8, 10 and 14 of European Regulation no. 596/2014 of April 16, 2014 on market abuse – the Market Abuse Regulation ('MAR')). The Charter states that Directors must, in addition to the period preceding the publication of any inside information of which they are aware, refrain from engaging in any transaction in the Company's securities during the blackout periods set in accordance with Article 19.11 of the MAR and the AMF guide to ongoing disclosure and management of inside information.

Lastly, Directors must inform the AMF, on an annual basis, of any transactions involving EssilorLuxottica securities performed by themselves or by individuals with whom they are closely associated. These individual reporting obligations regarding securities transactions are covered in the Directors'Charter, the full version of which is available on the Company's website.

The summary statement of transactions involving EssilorLuxottica securities carried out in 2024 by the Corporate Officers is included in Section 4.3.6.

On July 28, 2022, the Board of Directors updated its 'Procedure for Management and Public Disclosure of Corporate Information' and its appendix, the Insider List Procedure and the Internal Dealing Procedure, to take into account the changes in the Company's Governance.

## 4.1.2 Preparation and Organization of the Work of the Board of Directors

The operating procedures of the Board of Directors and special Committees are governed by Board of Directors' Internal Rules by the Board of Directors on October 1, 2018, as last updated on November 27, 2024 and by a Directors' Charter. These documents are periodically reviewed by the Board of Directors.

The documents reflect the main principles regarding the decision-making process in the EssilorLuxottica Group. The key points of both documents are reproduced or summarized below. The full version of these documents, along with the bylaws, is available on the Company's website.

### 4.1.2.1 Board of Directors' Internal Rules and the Directors' Charter

The Board of Directors' Internal Rules and the Directors' Charter, both of which were approved by the Board of Directors, as last amended on November 27, 2024 reflect the basic principles regarding the decision-making process in the EssilorLuxottica group. These principles are outlined below.

#### Powers of the EssilorLuxottica Chairman and Chief Executive Officer and Deputy Chief Executive Officer

The EssilorLuxottica Chairman and Chief Executive Officer is vested with full powers to act in all circumstances in the name of EssilorLuxottica. He shall exercise those powers within the limits of the corporate purpose and subject to the powers expressly granted to the EssilorLuxottica Shareholders' Meeting and to the EssilorLuxottica Board of Directors by law as well as to the limitations set forth by the bylaws of EssilorLuxottica and by the Board of Directors' Internal Rules.

According to the decision of the Board of Director on April 30, 2024, the Deputy Chief Executive Officer assists the Chief Executive Officer in all his duties, and in particular in relation to the management and supervision of the Professional Solutions division of the Group.

#### Powers of the Board of Directors of EssilorLuxottica

The Board of Directors of EssilorLuxottica directs EssilorLuxottica's business and oversees its implementation in accordance with its corporate interest, taking into account the social and environmental stakes of its activity. Subject to the powers expressly granted to the Shareholders' Meeting, to the limitations set forth by the bylaws of EssilorLuxottica and within the limits of the corporate purpose, the Board of Directors deals with all matters concerning the proper running of EssilorLuxottica and the EssilorLuxottica Group, in accordance with the Board of Directors' Internal Rules. Upon the proposal of the management, the Board of Directors determines the Company's multi-annual strategic guidelines on social and environmental responsibility. The Board of Directors examines the results obtained each year and the opportunity, when appropriate, to adapt the action plan or revise the objectives.

A set of material decisions relating to EssilorLuxottica and/or the EssilorLuxottica Group are subject to prior approval by the EssilorLuxottica Board of Directors (see Section 4.1.2.2).

The Board of Directors' Internal Rules are supplemented by a Directors' Charter, which stipulates a certain number of rights and obligations, including the commitment to regularly attend meetings of the Board of Directors and Shareholders' Meetings, to inform the Board of Directors of any potential or actual conflict of interest, and to refrain from participating in the corresponding proceedings, including the work of special Committees. Directors must consider themselves subject to an obligation of professional secrecy as regards information which is not public and which they have come to know in the course of their duties; this goes further than the obligation of discretion provided for in Article L.225-37 paragraph 5 of the French Commercial Code.

### 4.1.2.2 Roles and Responsibilities of the Board of Directors

The EssilorLuxottica Group's internal governance rules stipulate that the Board of Directors must grant its prior approval, under the quorum and majority conditions set forth in Section 3.6.2 of the Internal Rules, for any issue, event, act or decision concerning the Company and any entity of its Group, related to:

a. review and approval of the statutory financial statements and of the consolidated financial statements of the Company;
b. approval and modification of the Group's annual budget (including the annual investments budget) upon the presentation of the forecast of the financing needs of the Group for the year made by the CFO;
c. approval and modification of the Group's three-year strategic plan;
d. any transaction above €500 million individually, except when such transaction corresponds to usual purchases, sales or leases, in the ordinary course of business. (It is understood that any transaction for an amount below or equal to €250 million can be approved by the CEO alone; and any transaction for an amount between €250 million and €500 million will have to be preliminarily approved jointly by the CEO and the Deputy CEO, using any communication means);
e. distribution of dividends, interim dividends, premium, reserves and/or any other distributions by the Company;
f. any amendment, or any decision that will entail such amendment, to the Articles of Association of the Company;
g. decision relating to the admission to listing on any regulated stock exchange of securities in any Group's company;
h. any change in accounting methods or principles, or of the tax practices applied within the Group (save for mandatory changes resulting from regulatory changes);
i. appointment and renewal of the Statutory Auditors of the Company, based on the recommendation of the Audit and Risk Committee;
j. decisions on capital expenditures, acquisitions or divestments with a value exceeding €500 million; (It is understood that any transaction for an amount below or equal to €250 million can be approved by the CEO alone; and any transaction for an amount between €250 million and €500 million will have to be preliminarily approved jointly by the CEO and the Deputy CEO, using any communication means);
k. entering by the Company into any bank loan or credit facility so that the cumulative notional amount of all the existing bank loans and credit facilities entered into by the Company exceeds €5.5 billion;
l. any liquidation, merger, spin-off (scission), contribution or other similar corporate restructuring (save for intra-Group transactions that trigger no change in the direct or indirect holding by the Company in the share capital or assets and liabilities of the concerned company or companies) involving any Group's company;
m. authorization, determination of the terms and conditions and modification of any mandatory or voluntary profit-sharing plan, stock option plan, free share plan (*plan d'attribution gratuite*) or other similar collective incentive schemes in favor of the management and/or employees of the Group (upon proposal of the Nomination and Compensation Committee when it concerns executive officers);
n. except for intra-group transactions, the purchase, transfer or disposal of trademarks or patents and/or the acquisition or the granting of any license with respect to the right to use a trademark or patent or any other transaction entailing, directly or indirectly or as an ancillary consequence thereof (including, for example, the acquisition of a business), the purchase, transfer, disposal or granting of any such trademarks, patents or licenses, for a value exceeding €50 million.

In addition, the Board is responsible in particular for:

- defining the notion of an 'Independent Director' and deliberating on this matter each year;
- identifying the Independent Directors, following recommendation by the Nomination and Compensation Committee;
- assessing its own performance (collective and individual) and the performance of management;
- debating and, if applicable, approving any compensation following recommendation by the Nomination and Compensation Committee for Executive Officers;
- appointing the CEO and the Deputy CEO (if any) (following recommendation by the Nomination and Compensation Committee);
- debating and, if applicable, approving the appointment of the special Committee members (following recommendation by the Nomination and Compensation Committee);
- approving and implementing the succession plans for the replacement of the executive officers, following recommendation by the Nomination and Compensation Committee;

- examining the procedures for the identification, evaluation, control and monitoring of the Group's commitments and risk management, in coordination with the work of the Audit and Risk Committee and the Corporate Social Responsibility Committee;
- defining the financial communication policy for the market and analysts, applicable to the whole Group, in order to allow shareholders and investors to access the same information at the same time, and making sure that they are receiving relevant, balanced and meaningful information on the Company's long-term strategy through the financial statements, in the course of major operations and development, and outlook as part of the Group's financial communications.

### 4.1.2.3 Self-Assessment of the Board of Directors' Operating Procedures

The independent Directors on the Nomination and Compensation Committee, Andrea Zappia and Jose Gonzalo, conducted a self-assessment of the Board of Directors' functioning between June and July 2022.

The self-assessment was based on questionnaires covering the following topics: 1) composition of the Board of Directors and Committees, 2) Board of Directors process, 3) Board of Directors information and accountability, 4) Board of Directors and strategy, 5) Communication with shareholders and the markets, 6) the standards of conduct and 7) Evaluation and comments on the Board Committees. It included the assessment of how each Director individually contributes effectively to the Board's work.

The results of the questionnaires were analyzed in August and September and presented to the Board of Directors on October 6, 2022. The Board of Directors unanimously approved the self-assessment summary. The overall results of the self-assessment were very satisfactory.

There was unanimity on the following topic as being treated in a 'Consistently good' or 'Excellent' manner: size of the Board, diversity policy; exercise of their roles as Board members by Executive officers; quality of the financial information; active participation and contribution of Directors; quality of the Universal Registration Document and the Shareholders meeting; Board digital portal.

A more in-depth analysis was done of topics with at least 2 votes for 'Need improvement' or 'Need significant improvement'. As a result, the following suggestions were made: Provide for more time at each Board meeting for the business or strategy updates; Hold more 'in person' Board meetings and offsite meetings.

On July 25, 2023, the Board of Directors discussed the functioning of the Board of Directors and acknowledged that the recommendations for improvement resulting from the 2022 self-assessment had been implemented. There was an increase in the time dedicated to business and strategy updates and a meeting of the Board of Directors was held 'in person' in Milan, with a site visit for the Directors, including more explanations on the products and business.

On November 27, 2024, the Board of Directors discussed the functioning of the Board of Directors and acknowledged its continuous improvement, including the renewal of the Board of Directors and the implementation of Board mandates staggered over time, as well as off-site meetings of the Board and its Committees.

### 4.1.2.4 Information and Training for the Board of Directors

#### Information

Any documentation required to ensure that the Directors are informed about the agenda and any items to be discussed by the Board of Directors will either be enclosed with the notice of meeting or sent or delivered at the latest five days before the meeting.

Any such documentation shall be drafted in English, and French and Italian courtesy translations can also be provided at the request of any Director. In case of discrepancy between the English version and one of its translations, the English version shall prevail, except for those documents whose official language is French pursuant to applicable law.

To be prepared for decisions to be made, Directors must check that the information they deem necessary for the proper flow of the Board of Directors' or special Committee's work has been made available to them. If any information has not been made available or has not properly been made available in a Director's opinion, that Director must request it. Such requests should be addressed to the Chairman, with copy to the secretariat of the Board, who must be sure that the Directors are in a position to fulfil their duties.

In addition, Directors will receive between meetings any useful or critical information on significant events or operations relating to the Company or the Group, in particular press communications released, or Financial Reports made by the Company.

#### Training

Any Director may avail himself or herself of supplementary training on the specific concerns of the Company, its industry or business sectors as well as on social and environmental responsibility aspects, including with respect to climate related issues, if he or she deems it necessary. From the time of their appointment, members of the Audit and Risk Committee receive information on the Company's accounting, financial and operational affairs.

In 2024 most of the Directors attended a training on sustainability given by PwC.

Directors representing employees or Director(s) representing employees shareholders should be provided with suitable training enabling them to perform their duties, in accordance with regulations. In 2022, the two Directors representing employees attended courses on legal and financial matters. The legal courses focused on corporate governance and the Director's role. The financial courses were on financial statements, tax, treasury and shared services at Group level. They also attended several courses on communication. In 2023, they attended a training on the 'Practice of a Company Board of Directors' from the IFA (Institut Français des Administrateurs) and FNSP (Fondation Nationale des Sciences Politiques), entitled 'Exercising a mandate of company Director'.

### 4.1.2.5 Meetings of the Board of Directors in 2024

The Board of Directors is convened by the Chairperson. The Board of Directors shall meet as often as necessary in the interests of the Company, but at least five times per year.

The meetings of the Board of Directors are chaired by the Chairperson, or, in the absence of the Chairperson, by the Vice-Chairperson (if any), or in the absence of the Vice-Chairperson, by the person appointed by the Board to chair the meeting.

Directors may choose to be represented by another Director at meetings of the Board of Directors.

Each Director may represent no more than one other Director at any Board of Directors' Meeting.

The quorum for any decision taken by the Board of Directors shall be at least half of the Directors present (in person or, as the case may be, by videoconference or telecommunication means).

The decisions shall be taken by a simple majority of the members present or represented. In 2024, the Board of Directors of EssilorLuxottica met nine times.

As allowed by the Company's bylaws, the Board of Directors' Internal Rules state that Directors may participate in exceptional circumstances by using videoconferencing or other forms of telecommunications, with the exception of those cases explicitly stipulated, such as the approval of the financial statements and preparation of the Management Report. The Board of Directors' Internal Rules state that Directors who participate in this way are considered to be present when calculating the quorum and voting majority for the meeting.

#### Attendance of the members of the Board of Directors

The table below shows the number of Board of Directors and Committee meetings held during fiscal year 2024, as well as their members as at December 31, 2024 and the individual attendance at each meeting. The average attendance of the Directors was 97.39% for all meetings of the Board of Directors and the Committees in 2024.

Attendance as of December 31, 2024

| | Board of Directors | Audit and Risk Committee | Nomination and Compensation Committee | CSR Committee |
|---|---|---|---|---|
| **NUMBER OF MEETINGS IN 2024** | **9** | **5** | **4** | **5** |
| **Attendance** *(in %)* | | | | |
| Francesco Milleri | 100% | | | |
| Paul du Saillant | 100% | | | |
| Margot Bard | 100% | | | |
| Romolo Bardin | 100% | 100% | 100% | |
| Jean-Luc Biamonti | 100% | 100% | | |
| Sébastien Brown | 100% | | | |
| Marie-Christine Coisne-Roquette | 100% | | | |
| José Gonzalo | 100% | | 100% | |
| Virginie Mercier Pitre | 100% | | | 100% |
| Mario Notari | 88.89% | | | |
| Swati Piramal | 100% | | | 100% |
| Cristina Scocchia | 100% | 100% | | |
| Nathalie von Siemens | 77.78% | | | 80% |
| Andrea Zappia | 100% | | 100% | |

## Major accomplishments of the Board of Directors in 2024

The Board of Directors met nine times with an attendance rate of 97.62%.

For the period from January 1, 2024 to December 31, 2024 the EssilorLuxottica Board of Directors was informed about, reviewed or discussed the following issues:

- Corporate governance:
  - upon the NCC's recommendation, the Board of Directors approved the implementation of staggered terms of office for the Directors and the proposal to be submitted to the Shareholders' meeting that 4 Directors be renewed for three years: Francesco Milleri; Paul du Saillant; Jean-Luc Biamonti and Marie-Christine Coisne-Roquette; the other Directors being renewed for two years;
  - following the Directors' appointments by the Shareholders' Meeting of April 30, 2024, the Board of Directors held the same day decided to appoint Mr. Francesco Milleri as Chairman of the Board of Directors and Chief Executive Officer and approved the amendment to his non-compete obligations, upon the NCC's recommendation. It also appointed Mr. Paul du Saillant as Deputy Chief Executive Officer, determined his powers and approved the amendments to his non-compete obligations as well as his severance package, ensuring alignment with the 2024 compensation policies as approved by the Shareholders' Meeting held on April 30, 2024. It also designated the members and Chairpersons of the Audit and Risk Committee, the Corporate Social Responsibility Committee and the Nomination and Compensation Committee. Finally, it appointed Jean-Luc Biamonti as Lead director and designated Alexander Lunshof as Secretary of the Board of Directors;
  - the Board Internal Rules were amended to take into account the new missions of the Audit and Risk Committee and Corporate Social Responsibility Committee in connection with ESG and to simplify the 'reserved matters' (submitted to the Board of Directors' prior approval) in order to avoid a Board approval for contracts and matters in the ordinary course of business;
  - assessment of the independence of Directors;
  - Board of Directors self-assessment of its functioning;
- **2024 Budget**: the 2024 budget was discussed at a Board Meeting at the beginning of the year;
- **Accounts**: review and/or approval of the Company and consolidated financial statements for the 2024 financial year, the half-year financial statements and the forecast financial statements, after hearing the reports of the work done by the Audit and Risk Committee and the Statutory Auditors. The Board of Directors also reviewed the Company's financial and cash position;
- **Dividend**: the Board of Directors approved the option for a payment in shares of the dividend, and gave powers to the Chairman and Chief Executive Officer and to the Deputy Chief Executive Officer to acknowledge the share capital increase resulting therefrom;
- **Regulated agreements (i.e., related parties' transactions)**: the Board of Directors reviewed the Audit and Risk Committee report on related parties transactions;
- **Shareholders' Meeting of April 30, 2024**: the Board of Directors convened the Shareholders' Meeting and decided on the draft resolutions to be submitted to the Shareholders. It reviewed and approved the answers to written questions from shareholders;
- **Authorizations to increase the share capital**: the Board of Directors, upon recommendation from the Audit and Risk Committee, decided to submit to the April 30, 2024 Shareholders' Meeting resolutions granting authority to the Board of Directors to give it the necessary flexibility, within strictly defined limits, to take advantage of any transactions that may arise. Each of these resolutions authorizes an increase in the share capital corresponding to specific modalities and a given ceiling. One resolution (31st) defines a global ceiling pour all these operations, should they be cumulated (see the detailed description of these resolutions in Section 7.2.2. of this Universal Registration Document *Financial Authorizations Giving Access to the Share Capital*);
- **Business performance**: at each meeting scheduled under the annual calendar the executive corporate officers presented the general situation of the Company in the preceding period, the developments of key financial indicators, the noteworthy events in commercial and technical fields, the state of the competition, etc.;
- **Major commercial agreements**: renewal and/or signing of license agreements;
- **Acquisitions**: approval of the acquisition of Heidelberg Engineering and Supreme; regular updates regarding acquisitions;
- **Lease for the new Paris office Headquarter**: approval of the lease agreement to be signed for the premises located Place Valhubert in Paris;
- **Compliance**: regular updates were done on various compliance topics;

- **Financial authorizations:**
  - Renewal for a period of one year (from February 14, 2024 to February 13, 2025 inclusive) of the authorization to issue notes and/or bonds, within the framework of the EMTN program and/or outside this framework, up to a nominal amount equal to €5,5 billion or its equivalent in any other currency to finance the Company's current needs; renewal for the same period of the authorization to renew and update the EMTN program as required; delegation of all powers, with the option of sub-delegation, to Mr. Francesco Milleri, in his capacity as Chairman and Chief Executive Officer, for the same period to update and implement the EMTN program and do whatever is necessary and/or useful for the purposes of the programs,
  - Approval of a share buy-back program to be submitted to the Shareholders' Meeting of April 30, 2024 and delegation of powers to the Chairman and Chief Executive Officer and to the Deputy Chief Executive Officer to implement a share buy-back program,
  - Renewal of the authorization, for a period up to and including July 24, 2025, of an envelope and cap for the granting by the Company of guarantees, endorsements, securities and/or Comfort Letters, of an amount of €1 billion; delegation of full powers, with the power to sub-delegate, to Mr. Francesco Milleri, in his capacity as Chairman and Chief Executive Officer, to grant such guarantees, endorsements, securities and/or Comfort Letters;
- **Employee shareholding:**
  - Acknowledgement of the completion of the share capital increase resulting from the issue of new shares following the exercise of stock options from April 27, 2024 to October 3, 2024;
  - Allocation of performance shares to employees and to Executive corporate officer;
  - Delegations of authority to the Chairman and Chief Executive Officer and to the Deputy Chief Executive Officer to carry out the 2024 employee shareholding operation, within the framework of the Company Savings Plans (P.E.E.) of the EssilorLuxottica Group's French companies;
  - Delegations of authority to the Chairman and Chief Executive Officer and to the Deputy Chief Executive Officer to set up an International Employee Shareholding plan reserved for employees of EssilorLuxottica's non-French subsidiaries;
- **Compensation of Corporate Officers:**
  - the Board of Directors, without the concerned Corporate Officers attending, reviewed the performance of the Executive Corporate Officers for the 2023 financial year and set the variable proportion of compensation due to the latter for the 2023 financial year, the payment of which was submitted for approval to the Shareholders' Meeting on April 30, 2024;
  - upon the NCC's recommendation, the Board of Directors, without the concerned Corporate Officers attending, approved the new structure of the 2024 Bonus of the Chairman and Chief Executive Officer and of the Deputy Chief Executive Officer as well as the compensation policy for the new three year mandates of the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer;
  - allocation by the Board of Directors to the Chairman and Chief Executive Officer of 100,000 performance shares and to the Deputy Chief Executive Officer of 45,000 performance shares, subject to compliance with the ceilings defined in the compensation policy (see Section 4.3.1.2). These performance shares were allocated at the end of a vesting period starting on November 27, 2024 and expiring after three years;
- **Committee reports**: in preparation for its deliberations the Board of Directors heard the reports from the Audit and Risk Committee, the Nomination and Compensation Committee and the Corporate Social Responsibility Committee respectively, in the areas that concern them;
- **Internal Audit**: the Board of Directors approved the audit plan for 2024 and upon the Nomination and Compensation Committee's recommendation, the Board of Directors approved the performance of the Head of Internal Audit in 2023 and his new objectives for 2024.

### 4.1.2.6 Committees of the Board of Directors

On the recommendation of the Nomination and Compensation Committee, the Board of Directors may create special Committees and set the rules governing their duties and composition. The Company has three permanent Directors Committees:

- Audit and Risk Committee;
- Nomination and Compensation Committee; and
- Corporate Social Responsibility (CSR) Committee.

These Committees act on the authority delegated to them by the Board of Directors and make recommendations and proposals to the Board of Directors. The Committees do not act in the place of the Board of Directors, but rather as an extension of the Board of Directors, facilitating its work.

Committee members may choose to be represented by another member at meetings of the Committee. Each member may represent no more than one other member at any Committee meeting. The deliberations of the Committees shall be valid only if at least half of their members attend the meeting in person.

Decisions shall be made based upon a majority vote of the members attending. If vote is tied, then the Chairperson of the meeting shall not have any casting vote.

## Audit and Risk Committee

### Composition

The Board of Directors' Internal Rules stipulate that the Audit and Risk Committee shall consist of three members appointed by the Board of Directors from among its members. At least two third of its members must be independent Directors.

The Committee shall not include any executive Directors.

The members of the Audit and Risk Committee must have special competency in financial, risk management or accounting matters.

The Chair of the Audit and Risk Committee will be held by an independent Director.

The Audit and Risk Committee is chaired by Jean-Luc Biamonti. The other members are Romolo Bardin and Cristina Scocchia.

### Role

Under the Board of Directors' Internal Rules and in accordance with Article L.823-19 of the French Commercial Code, the Audit and Risk Committee, acting under the responsibility of the Board of Directors, follows up on issues related to the preparation and audit of the financial statements and financial information.

For any issues relating to the compliance and the efficiency of the internal audit and major risk management systems, the Audit and Risk Committee must work closely with the Corporate Social Responsibility Committee to establish a comprehensive picture of any financial or non-financial issues.

Without prejudice to the powers of the Board of Directors, this Committee monitors the specific procedures to ensure:

- the integrity of the financial statements, in particular, the statutory and consolidated accounts, the scope of the consolidated accounts and the off-balance sheet commitments;
- when preparing the financial information, that the accounting methods employed are relevant and applied consistently, in particular when dealing with major transactions;
- when reviewing the accounts, a focus on major transactions which could have given rise to conflicts of interest;
- the efficiency of the internal control and risk management systems;
- when monitoring the effectiveness of the internal control and risk management systems and, where applicable, the internal audit of the procedures relating to the preparation and processing of the accounting and financial information, that it hears the persons responsible for the internal audit and risk control and that it is informed of the internal audit schedule and internal audit reports or a periodical summary of these reports;
- compliance with legal requirements and regulations;
- the review of major risks and off-balance-sheet commitments, assessing the significance of any deficiencies or weaknesses of which it has been informed, and informing the Board of Directors, as the case may be;
- the performance, qualification, independence and control of incompatibilities of the Auditors;
- the performance of internal audit.

It issues a recommendation to the Board of Directors on the Auditors of the Company which have been proposed to be appointed by the Shareholders' Meeting.

The responsibilities incumbent on the Audit and Risk Committee are set out in Article 4.1.2 of the Board of Directors' Internal Rules, available on the Company's website.

The Chairperson of the Audit and Risk Committee organizes the Committees' work every year based on his or her assessment of the importance of certain types of risk, in consultation with the management and the Board of Directors, as well as the Chairperson of the CSR Committee.

The Chairperson of the Audit and Risk Committee must regularly coordinate with the Chairperson of the other Committees. In addition, joint meetings of the Audit and Risk Committee and Corporate and Social Responsibility Committee examine topics related to the preparation of sustainability reporting.

The Chairperson of the Audit and Risk Committee or the Board of Directors may convene a meeting at any time, whenever it deems it necessary.

The Chairman, and the Vice-Chairman if applicable, may jointly request the Chairperson of the Audit and Risk Committee to arrange a meeting whenever they deem it useful.

The Audit and Risk Committee shall meet at least three times per year.

The meeting agenda is determined by the Chairperson of the Audit and Risk Committee or agreed with the Board of Directors, the Chairman or the Vice-Chairman if applicable, if the Board of Directors, the Chairman, or the Vice-Chairman if applicable, has initiated the meeting. The agenda is sent to the Audit and Risk Committee members before the meeting together with any information that is useful for the discussions.

Sufficient time must be available for the Accounts to be provided and for their review. In order to perform its duties properly, the Audit and Risk Committee must be given a delay of at least five days for considering in advance the documents on which discussions will be based and, in particular, for examining the accounts before their publication.

During the meetings, the Committee hears the Statutory Auditors and may receive presentations from the Company's corporate officers and EssilorLuxottica's Key Executives (and such other persons as it deems appropriate) who are responsible for the accounts, the risk management system (including compliance) and internal audit. Management (assisted by a person of its choice) makes a presentation to the Committee on the Group's exposure to risks and significant off-balance sheet commitments.

The Committee may also gather information directly from persons who are able to assist it with fulfilling its duties, in particular certain business and financial managers and those responsible for handling data, whilst keeping management informed. In addition, the Committee may consult external experts, if it deems this necessary, at the Company's expenses, within the limits of the budget approved by the Board of Directors for the Audit and Risk Committee.

### Major accomplishments in 2024 achieved by the Audit and Risk Committee

The Audit and Risk Committee's assignments are carried out on the basis of the recommendations stipulated in the AMF working group's report for Audit Committees dated July 22, 2010.

The Audit and Risk Committee met five times with an attendance rate of 100%. In particular, the committee heard the Group's Chief Financial Officer, the Chief Compliance Officer, the Head of the Internal Audit, the General Counsel and Secretary of the Board of Directors and the Statutory Auditors.

During the period from January 1 to December 31, 2024, the Audit and Risk Committee reviewed the following issues:

- **Financial statements**: review of the 2023 consolidated and statutory financial statements; review of the part of the Management Report concerning primarily risk factors and internal control procedures; review of the consolidated financial statements for the first and second half of 2024 and of the Statutory Forecasts;
- **Budget:** review of the 2024 budget;
- **Finance**: impairment test analysis; renewal of the EMTN program;
- **Statutory Auditors**: presentation of the reports from the Statutory Auditors for the 2023 financial year; review of the result of the 2023 external audit plan from the Statutory Auditors and key audit points described in the Statutory Auditors' Report; review of the draft Statutory Auditors' report for the first half of 2024; review of the Auditors' qualifications, performance, fees and independence (particularly by considering the annual statement of independence);
- **Annual Shareholders' Meeting on April 30, 2024**: related party agreements, dividend in shares; draft resolutions of a financial nature, in particular regarding the share buy-back program, proposal to the Board of Directors to submit to the General Meeting resolutions granting delegations of authority to the Board of Directors in order to give it the necessary flexibility, within strictly defined limits, to take advantage of all transactions that may arise; each of these resolutions allows for a capital increase corresponding to specific terms and conditions with a specific ceiling. An overall ceiling is defined for all transactions, if they were to be cumulated (see the detailed description of these resolutions in Section 7.2.2 of this Universal Registration Document *Financial Authorizations Giving Access to the Share Capital*);
- **Non-financial performance statement**: presentation of the non-financial statement; preparation of the 2024 non-financial performance declaration (Chapter 5 of the 2023 Universal Registration Document);
- **Internal audit**: presentation of the implementation of the 2023 audit plan and presentation of the 2024 audit plan; presentation of audits carried out during 2023; 2023 Management Report including the main features of the internal control systems; annual assertion on Internal Auditing Standards; annual assessment by the Head of Internal Audit about the internal audit standards for the financial year 2023; review of the performance of the Head of Internal Audit in 2023 and assignment of 2024 objectives;
- **Compliance:** regular reports on compliance, including on Code of Ethics/Code of conduct implementation and the new SpeakUp whistleblowing system implementation; on the protection of personal data and on the 2024 compliance roadmap;
- **Risk management**: update on the Company's risk assessment in 2023; 2023 Management Report, including the main features of the risk management and internal control systems;
- **Sustainability**: as part of the preparation of sustainability reporting, two joint sessions with the Corporate Social Responsibility Committee focused in particular on the assessment of the double materiality criterion, the training commitment and the development of control processes.

## Nomination and Compensation Committee

### Composition

The Board of Directors' Internal Rules, as last amended by the Board of Directors on November 27, 2024, stipulate that the Nomination and Compensation Committee shall comprise three members, the majority of whom shall be appointed from among the Board of Directors' independent Directors (as defined by the AFEP-MEDEF Code).

The Committee shall be chaired by an independent Director (as defined by the AFEP-MEDEF Code).

The Nomination and Compensation Committee is chaired by Andrea Zappia. The other Committee members are Romolo Bardin and José Gonzalo.

### Role

As described in the Board of Directors' Internal Rules, the main duties of the Nomination and Compensation Committee within the work of the Board of Directors are as follows:

- **Nominations:**
  - it examines and recommends to the Board of Directors the persons who may be appointed as Directors, taking into account, in particular, the appropriate balance of the composition of the Board and its Committees in view of the composition and development of the Company's shareholder base, the skills and expertise required to perform the Board's duties, and the gender balance on the Board; it may, in particular, organize a procedure to select future Independent Directors and examine potential candidates before any contact is made with them;
  - it develops a succession plan for the Company's executive officers.

- **Assessment:**
  - it assists the Board in the periodic assessments of its membership, organization and operation as well as that of its committees;
  - it may put forward proposals to improve the functioning of the Board;
  - it puts forward proposals for creation of Committees and assignment for each of them;
  - it monitors changes in the Company's shareholdings structure and Company's awareness of such changes with a view to monitor the representation of shareholders (including employee shareholders) in the governance;
  - it conducts yearly a case-by-case assessment of each Director with regard to the independence criteria set forth in the AFEP-MEDEF Code and the Board Rules of Procedure and, in this respect, it puts forward its recommendations to the Board;
  - it receives the conflict of interest statements (and any update of such statements when needed) prepared and submitted by each Director when he or she takes office and by January 31 of each year;
  - it is informed before any corporate officer or Director accepts a new directorship or a management position in a company outside the Group; it being specified that a Director may not take on any personal responsibilities in companies or businesses that are in direct competition with the Company and its subsidiaries without first informing the Chairman of the Board of Directors, whose prior written approval must be obtained as well as the Chairman of the Nomination and Compensation Committee.
- **Compensation:**
  - it puts forward proposals on the compensation policy and the compensation of the executive officers of the Company;
  - it examines the compliance of the compensation policy, its structure and components with legal requirements and the AFEP-MEDEF Code;
  - it examines termination provisions and financial conditions of departure for any executive officer;
  - it puts forward proposals to the Board of Directors on the general policy and terms and conditions for granting free performance shares, the allocation of free shares and the setting-up of employee share ownership plans, profit-sharing measures as well as any other incentive schemes for the Company's or Group's employees;
  - it puts forward proposals on the allocation of free performance shares for executive officers of the Company as well as the number of performance shares that they will be required to retain until the termination of their office;
  - it puts forward proposals on Directors' compensation policy and notably the fees amount and their allocation taking into account Directors' attendance rate;
  - it reviews the terms and conditions of any service agreement to be entered into with any member of the Board of Directors or any executive officer of EssilorLuxottica prior to their entering into;
  - it contributes to the preparation of the parts of the corporate governance report relating to the compensation policy for corporate officers and issues an opinion on the related draft resolutions on which the Shareholders' Meeting is called upon to vote in accordance with French regulations.
- **Governance:**
  - it assesses whether corporate governance practices within the Group comply with the AFEP-MEDEF Code and recommendations of the AMF and proxy agencies and monitors their compliance therewith;
  - where appropriate, it points out deviations from the AFEP-MEDEF Code and prepares the related explanations.

The Nomination and Compensation Committee shall be associated in the preparation of any report (including the Universal Registration Committee) for the sections pertaining to its areas of expertise and duties.

It may consult external advisors, consultants, counsels or experts at the Company's expenses if necessary for the completion of its duties (including to identify directorship's candidates or to assess the membership and functioning of the Board of Directors), within the limits of the budget approved by the Board of Directors for the Nomination and Compensation Committee.

### Major accomplishments in 2024 achieved by the Nomination and Compensation Committee

Between January 1 and December 31, 2024, the Committee met four times, with an attendance rate of 100% for the year.

It reviewed the following matters:

- **Board of Directors' assessment:**
  - follow-up on the performance assessment of the Board of Directors and its Committees,
  - review of the independence of each director with respect to the criteria set forth in the AFEP-MEDEF Code;
- **Nomination:**
  - implementation of a staggered renewal process for the terms of office of Board members,
  - renewal of Board members' mandate terms for two years, except for those of the two Corporate Officers, Marie-Christine Coisne-Roquette, and Jean-Luc Biamonti, who are proposed for a three-year term,
  - review of succession plans for key Group executives,
  - analysis of interviews with shareholders, investors and proxy advisors regarding governance topics,
  - following of gender diversity objectives for Management bodies in consultation with Senior Management, and presentation of the methods for achieving these objectives;

- **Compensation:**
  - determination of the achievement rate of the 2023 corporate social responsibility criteria,
  - determination of the achievement rate of the variable compensation component of Mr. Francesco Milleri and Mr. Paul du Saillant for the 2023 fiscal year,
  - comparison between the Chief Executive Officer's total compensation and the compensation paid to executive corporate officers of other comparable companies,
  - for each of the executive corporate officers: determination of their respective fixed compensation, structure and objectives for their target annual variable compensation and granting performance shares for the 2024 fiscal year,
  - proposal of the Executive Corporate Officers' compensation policy for 2024,
  - revision of the performance criteria for the 2024 Long-Term Incentive Plan, including the introduction of a financial performance condition (Adjusted Earnings Per Share), a CSR performance condition aligned with the Eyes on the Planet program and Science Based Target Initiatives, as well as the addition of a 'clawback' clause,
  - introduction of the ability for the Board of Directors to waive the application of non-compete clauses, with the extension of their duration beyond the age of 65, and the strengthening of performance criteria for severance pay through the addition of a minimum threshold per year,
  - review of the resolutions regarding executive corporate officers' compensation submitted to the Shareholders' Meeting held on April 30, 2024 and of the approval rate of these resolutions after the Meeting,
  - analysis of interviews conducted with shareholders, investors and proxy advisors regarding compensation topics;
- **Employee share ownership:** the Committee approved the main following measures to be submitted to the Board of Directors: renewal of the Company Savings Plans for the employees of the Company and of EssilorLuxottica's French subsidiaries; extension and improvement of the international Employee Shareholding Plan to almost all Group countries; renewal of the resolution authorizing the grant of performance shares for a period of three years; granting performance shares for the benefit of Group's employees after review of the proposals made by management;
- **Organization of the committee:** review of the Committee's priorities throughout the year and setting of a schedule for the next Committee's meetings for 2025.

## Corporate Social Responsibility (CSR) Committee

### Composition

The Board of Directors' Internal Rules stipulate that the CSR Committee shall comprise three members, two of whom must be Independent Directors.

The CSR Committee is chaired by an Independent Director.

Swati Piramal (Independent Director) chairs the CSR Committee, the other committee members are Virginie Mercier Pitre and Nathalie von Siemens.

### Role

The main duty of the CSR Committee, within the remit of the Board of Directors, is to ensure that the Group effectively addresses the deployment of its Mission to help people 'see more and be more' which is fully integrated in the strategy of the Company to improve vision around the world by creating the best possible eyewear that protects and corrects each individual's eyesight while addressing their personal tastes and aspirations with the goal to respond to the world's growing vision needs by meeting the changing lifestyles of existing consumers and inventing new ways to reach the 2.7 billion people who suffer from uncorrected poor vision and the 6.2 billion people who do not protect their eyes from harmful rays.

The CSR Committee's duties go beyond philanthropy, including business and compliance to address the manner in which the Company manages its economic, social and environmental impacts and the relationships with its stakeholders, including e.g., customers, shareholders, suppliers, employees, community associations, governmental authorities and institutions, multi-lateral agencies, financial analysts and ratings agencies, consumers and the media. This policy is anchored in the common principles and values of the Group that form the basis of the corporate culture and are shared across the Group. For example, they are reflected in the way the Group works as a community of entrepreneurs, in the importance given by the Group to employee shareholding as well as in the emphasis put on the health and socially significant roles of vision correction and vision protection that allow people to learn and work to the best of their ability and to fully interact with the world around them.

The CSR Committee is notably responsible under the authority of the Board of Directors for:

- **The sustainable development matters:**

  The CSR Committee also addresses the deployment of the EssilorLuxottica's sustainability program (Eyes on the Planet).

  The committee reviews and assesses the Company's strategy, policies and procedures on issues related to corporate responsibility and sustainable development as described below and provides the Board of Directors with its views on the Group's long-term development, including its economic development, through its CSR initiatives in matters of sight and its improvement. In fulfilling its role, the committee is responsible for the following:

  - to review the Group's environmental policies and management systems,
  - to review policies with respect to relationships with stakeholders,
  - to review the inclusive business roll-out,
  - to review the charitable policies of the Group and any philanthropic initiatives performed directly or via dedicated entities or in partnership with non-profit organizations,
  - to review the human resources policies and the risk management in relation to the following areas: Health & Safety, diversity, equal employment, employee relations and related matters,
  - to review the social impacts of the main restructuring and/or reorganizational projects,
  - to review the Group's Human Rights policy,
  - to receive, on an annual basis, the presentation of the Group's risk map concerning social responsibility and sustainable development; it reviews the risks and the opportunities thus identified and is kept informed of their evolution and of the characteristics of their management systems,
  - to review and assess the reporting and control procedures on non-financial indicators (environmental, Health & Safety, social reporting and indicators),
  - to review the rankings and assessments made on the Group by ranking agencies and non-financial agencies,
  - to review the reporting, evaluation and control systems to enable the Company to produce reliable non-financial information and primarily give an opinion on the CSR report to be published in accordance with the French legal obligations (Article L.225-102-1 and L.22-10-36 of the French Commercial Code);

- **The Ethics and Compliance matters:**

  The CSR Committee reviews and monitors the Company's policies on compliance and ethics matters and the systems and procedures in place to implement these policies and provides the Board of Directors with its views. In fulfilling its role, the CSR Committee is responsible for the following:

  - to review the definition of the Group's core values and ethics and compliance policy,
  - to review and put forward proposals to promote the corporate culture and employee shareholdings,
  - to promote ethics and ensure harmonization of ethical rules within the Group's entities and monitor their compliance thereto; it reviews the organization of the Compliance function and makes recommendations if any,
  - to review the Group's Code of Ethics, rules and procedures,
  - to receive, on an annual basis, the presentation of the Group's risk map concerning ethics and compliance; it reviews the risks thus identified and is kept informed of their evolution and of the characteristics of their management systems.

The CSR Committee shall coordinate its works with the Audit and Risk Committee for all matters related to the CSR Committee's areas of intervention, in particular concerning the internal control, compliance, management and review of risks of non-financial information and major litigation. The CSR Committee may also be consulted, jointly with the Audit and Risk Committee, on the management procedures with regard to any unusual risks, whenever the Board or management deems this useful.

The CSR Committee shall be associated in the preparation of any report (including the Annual Report) for the sections pertaining to its areas of expertise and duties.

In addition, joint meetings of the Audit and Risk Committee and Corporate and Social Responsibility Committee examine topics related to the preparation of sustainability reporting.

It may consult external advisors, consultants, counsels or experts at the Company's expenses if necessary for the performance of its duties, within the limits of the budget approved by the Board for the CSR Committee.

### Major accomplishments of the CSR Committee in 2024

**For the period from January 1 to December 31, 2024**, the committee met five times with an attendance rate of 93.33% for the year and reviewed the following issues:

- **EssilorLuxottica Mission**: the 2024 CSR meetings provided a comprehensive review of OneSight EssilorLuxottica Foundation's progress and strategic focus areas throughout the year. Key updates included advancements in new and ongoing initiatives, results from critical pilot studies, and insights from high-profile events and speaking engagements. A major milestone highlighted during the year was the Foundation's collaboration with the World Health Organization's SPECS 2030 initiative, which saw the Foundation onboarded as a global collaborating partner in December 2024. This collaboration is a significant step forward in addressing refractive error, preventing myopia, and improving access to vision care worldwide, particularly in low-resource settings. The CSR committee also reviewed regional updates, focusing on the Foundation's contributions to government-led initiatives aimed at broadening access to vision care services in countries such as India, Kenya and Ethiopia, among many others. These discussions underscored the importance of aligning efforts with local policies and community needs to maximize impact. Additionally, the CSR committee addressed awareness and content strategies, emphasizing the importance of external communications in generating widespread recognition of vision care as a cause. This included activities around World Sight Day to drive employee advocacy through 'The Right To See' photo competition, while building external support through partnerships with digital publications and social media platforms to amplify the visibility of uncorrected poor vision globally;
- **2023 non-financial statement**, corresponding to Chapter 5 of the 2023 Universal Registration Document, with the development of the double-materiality approach in the identification and integration of ESG risks, in line with the Corporate Sustainability Reporting Directive (CSRD) and including PwC's verification report;
- **sustainability**, as part of the preparation of CSRD-compliant sustainability reporting, two joint sessions with the Audit and Risk Committee focused in particular on the outcome of the double materiality assessment and its integration in the Eyes on the Planet sustainability program, the launch of the 2024 sustainability reporting campaign, the Board training on CSRD and ESRS (European Sustainability Reporting Standards) requirements, and the development of dedicated internal control processes;
- **the execution and progress of the Group sustainability program Eyes on the Planet** along with its five strategic pillars (Eyes on Carbon, Eyes on Circularity, Eyes on Inclusion, Eyes on Ethics and Eyes on World Sight) with examples of sustainability-focused programs such as 'Eyes on Construction', focused on reducing the carbon footprint and implementing well-being in relation to the construction and renewal of stores, and 'Eyes on Art', aimed at making art accessible to people leveraging the Group's large urban digital screens and by transposing artworks into tactile devices.

## 4.1.3 Organization of the Powers of Management and Control of the Company and Powers of the Chairman and Chief Executive Officer and of the Deputy Chief Executive Officer

During the April 30, 2024 Board meeting, the Board of Directors decided:

- to appoint Francesco Milleri as Chairman of the Board of Directors for the duration of his corporate mandate expiring at the end of the Shareholders' Meeting to be called in 2027 to approve the financial statements for the year ended December 31, 2026;
- that Francesco Milleri will continue to serve concurrently as Chief Executive Officer (*Directeur Général*) of the Company pursuant to Article 15 of the Company's bylaws, for the duration of his mandate as Director, expiring at the end of the Shareholders' Meeting to be called in 2027 to approve the financial statements for the year ended December 31, 2026;
- to appoint Paul du Saillant as Deputy Chief Executive Officer of the Company, for the duration of his mandate as Director of three years, to expire at the end of the Shareholders' Meeting to be called in 2027 to approve the financial statements for the year ended December 31, 2026.

The Chairman and Chief Executive Officer is vested with full powers to act in all circumstances in the name of EssilorLuxottica. He shall exercise these powers within the limits of the corporate purpose and subject to the powers expressly granted to the EssilorLuxottica Shareholders' Meeting and Board of Directors by law, as well as to the limitations set forth by the bylaws of EssilorLuxottica and by the Internal Rules of the EssilorLuxottica Board of Directors.

The Deputy Chief Executive Officer will assist the Chief Executive Officer in all his duties, and in particular in relation to the management and supervision of the Professional Solutions division of the Group.

However, in application of Article 3.2 of the Board of Directors' Internal Rules, a certain number of decisions require prior approval from the Board of Directors, after review by the competent committee if required.

# 4.2 Special Procedures for Shareholder Participation in Shareholders' Meetings

All holders of ordinary shares are entitled to participate in Shareholders' Meetings, regardless of the number of shares they own, provided all payments due for such shares have been met.

The rights of shareholders to be represented by proxy at Shareholders' Meetings and to participate in the vote are exercised in accordance with the relevant laws and regulations.

EssilorLuxottica's bylaws (Section V – *Shareholders' Meetings*) include the following provisions concerning the organization of Shareholders' Meetings, the meetings' main powers and the rights of shareholders, which are in compliance with the law.

As an exemption to the provisions of the last paragraph of Article L.22-10-46 of the French Commercial Code, no double voting rights are conferred on the shares of the Company.

## 4.2.1 Ordinary Shareholders' Meetings (Article 24)

The Ordinary Shareholders' Meeting has the powers defined by law and the bylaws of the Company.

The Ordinary Shareholders' Meeting votes under the rules of quorum and majority required by law. It is reminded that Article 23 of the bylaws provides for a limit on voting rights of 31% for any shareholder, based on a formula disclosed in the bylaws.

## 4.2.2 Extraordinary Shareholders' Meetings (Article 25)

The Extraordinary Shareholders' Meeting has the powers defined by law and these bylaws. Under no circumstances may it increase the commitments of the shareholders or undermine the equality of their rights unless the shareholders unanimously approve such a decision, subject to the obligation imposed on shareholders to buy or sell fractional shares, in the event of a consolidation of shares, capital increase or reduction, merger or demerger.

The Extraordinary Shareholders' Meeting votes under the rules of quorum and majority required by law. Notwithstanding the foregoing, an Extraordinary Shareholders' Meeting that decides to carry out a capital increase through the capitalization of reserves, profits or issue premiums, votes under the rules of quorum and majority required for Ordinary Shareholders' Meetings. It is reminded that Article 23 of the bylaws provides for a limit on voting rights of 31% for any shareholder, based on a formula disclosed in the bylaws.

The Extraordinary Shareholders' Meeting may also, if applicable, amend the rights of various classes of shares. However, in the event that a decision by the Extraordinary Shareholders' Meeting would affect the rights attached to a class of shares, this decision will only become final after it has been ratified by a Special Shareholders' Meeting for the relevant class. Regarding the specific capital that it represents, said Special Meeting will be subject to the legal and regulatory provisions governing Extraordinary Shareholders' Meetings. If none of the Company's Directors holds shares in the class giving rise to said Special Meeting, that Special Meeting elects its own Chairman.

## 4.2.3 Delegations and Authorizations Granted by the Shareholders' Meeting to the Board of Directors

Share capital issued and non-issued authorized share capital[1]: the table below summarizes the current delegations granted by the Shareholders' Meetings to the Board of Directors in respect of share capital and the use made of these delegations.

| Type of delegation | Date of Shareholders' Meeting (resolution no.) | Duration (Date of expiration) | Maximum authorized amount | Use made of the delegation |
|---|---|---|---|---|
| **Increase in share capital for the benefit of employees and executive corporate officers** | | | | |
| Increase in share capital reserved to employees (members of a Company savings plan) | April 30, 2024 (32nd) | 26 months (June 29, 2026) | 0.5% of the share capital (at the date of issue) | 0.04% |
| **Authorizations related to the employee share ownership policy to allot existing shares (use of vested shares under the share buyback program – no increase in share capital)** | | | | |
| Bonus share award (performance shares) for the benefit of employees and executive corporate officers | April 30, 2024 (33rd) | 38 months (June 29, 2027) | 2.5% of the share capital (at the award date) | 0.46% |
| **Increase in the share capital** | | | | |
| Delegation of authority to be granted to the Board of Directors to issue, by means of public offerings (other than those referred to in paragraph 1° of Article L.411-2 of the French Monetary and Financial Code), ordinary shares, and/or equity securities giving access to other equity securities or that confer rights to the allocation of debt securities, and/or securities giving access to equity securities to be issued, without preferential subscription rights but with the option of granting a priority right | April 30, 2024 (26th) | 26 months (June 29, 2026) | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity[a]<br>€2 billion for debt[b] | Not used |
| Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to other equity securities or that confer rights to the allocation of debt securities, and/or securities giving access to equity securities to be issued, without preferential subscription rights, by means of public offering referred to in paragraph 1 of Article L.411-2 of the French Monetary and Financial Code (*i.e* through a private placement to qualified investors or a restricted circle of investors) | April 30, 2024 (27th) | 26 months (June 29, 2026) | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity[a]<br>€2 billion for debt[b] | Not used |
| Delegation of authority to be granted to the Board of Directors to raise the number of securities to be issued in connection with capital increases, either with or without preferential subscription rights for shareholders | April 30, 2024 (28th) | 26 months (June 29, 2026) | 15% of initial issuance (legal max)[a][b] | Not used |

(1) *Articles L.225-37-4 and L.22-10-10 of the French Commercial Code.*

| Type of delegation | Date of Shareholders' Meeting (resolution no.) | Duration (Date of expiration) | Maximum authorized amount | Use made of the delegation |
|---|---|---|---|---|
| Delegation of authority to be granted to the Board of Directors to issue, up to a maximum of 5% of the share capital, ordinary shares or equity securities giving access to other equity securities of the Company or that confer rights to the allocation of debt securities in consideration for the contributions in kind to the Company of equity securities and/or securities giving access to equity securities to be issued, granted to the Company | April 30, 2024 (29th) | 26 months (June 29, 2026) | 5% of share capital for equity(a)<br>€2 billion for debt(b) | Not used |
| Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or equity securities giving access to other equity securities or that confer rights to the allocation of debt securities and/or securities giving access to equity securities to be issued in consideration for securities tendered to any public exchange offer initiated by the Company | April 30, 2024 (30th) | 26 months (June 29, 2026) | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity(a)<br>€2 billion for debt(b) | Not used |
| Determination of the overall limit for capital increases to be carried out immediately or at a future date pursuant to delegations of authority | April 30, 2024 (31st) | N/A | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity<br>€2 billion for debt.<br>This does not include the % for PEE and performance shares | Not used |
| **Buyback by the company of its own shares** | | | | |
| Purchase by the Company of its own shares | April 30, 2024 (24th) | 18 months (October 29, 2025)<br>A renewal of this authorization is submitted to the 2025 Shareholders' Meeting | 10% of the share capital at the date of purchase | See Chapter 7 Section 7.3.1 |
| **Reduction in the share capital by cancellation of shares** | | | | |
| Cancellation of shares acquired by the Company under Article L.22-10-62 of the French Commercial Code | April 30, 2024 (25th) | 26 months (June 29, 2026)<br>A renewal of this authorization is submitted to the 2025 Shareholders' Meeting | 10% of the share capital at the date of cancellation by 24-month periods | Not used |

*(a) Up to the overall ceiling of 4,084,624 euros (representing 5% of the share capital at February 14, 2024) provided for in the 31st resolution.*
*(b) Up to the overall ceiling of 2 billion euros provided for in the 31st resolution.*

## 4.2.4 Factors that May Have an Impact in the Event of a Public Offering

In accordance with Article L.22-10-11 of the French Commercial Code, the factors that may have an impact in the event of a public offering are presented below:

### 4.2.4.1 Structure of the Company's Share Capital

The structure of the Company's share capital is detailed in Section 7.2.1 of this Universal Registration Document.

Pursuant to the terms of the Combination Agreement, Delfin has agreed not to file a tender offer for shares of EssilorLuxottica for a period of 10 years as from the signature date of the Combination Agreement, provided that no third-party (acting alone or in concert) comes to hold, directly or indirectly, more than twenty percent (20%) of the share capital or voting rights of EssilorLuxottica, or announces its intention to file a tender offer for all of the shares of EssilorLuxottica (the **'Standstill Undertaking'**).

### 4.2.4.2 Statutory Restrictions in the Exercise of Voting Rights

- **Obligation to disclose threshold crossings**

  The Company's bylaws stipulate a disclosure requirement for any person who acquires directly or indirectly a fraction equal to 1% of the voting rights. The crossing of any additional threshold of 2% must be brought to the attention of the Company under the same conditions. This information must also be provided to the Company under the same conditions if the percentage of voting rights held falls below the above-mentioned thresholds.

  If this disclosure requirement is not complied with, at the request of one or several shareholders owning at least 5% of the share capital, the shares exceeding the fraction that should have been declared shall be denied voting rights under the conditions stipulated by law. This mechanism is described in Section 7.1 of this Universal Registration Document.

- **Article 23 of the Company's bylaws sets forth a 31% cap on voting rights, applicable to any shareholder based on a formula described therein.**

  Consequently, no shareholder may exercise, either personally or through a proxy holder, voting rights of shares that they hold, directly or indirectly, representing more than 31% of the total number of voting rights of the Company, calculated as indicated above.

  Given the share capital structure as of December 31, 2024, this cap is applicable to Delfin (see Section 7.2.1 of this Universal Registration Document).

#### REMINDER OF THE STATUTORY CALCULATION FORMULA (ARTICLE 23 OF THE BYLAWS)

"If no more than one natural person or corporate entity, acting alone or in concert with one or more other natural persons or corporate entities, directly or indirectly holds more than ten percent (10%) of the share capital or voting rights of the Company as of the Shareholder Listing Date for the relevant General Shareholders' Meeting or exercises more than ten percent (10%) of the voting rights of the Company for itself or as a proxy holder, the number of voting rights that any shareholder may express, personally or through a proxy holder, with respect to the voting rights attached to the shares or to the divisions of share ownership (for the rights he or she is authorized to exercise, as the case may be) that he or she holds, directly and indirectly, alone or in concert, cannot exceed the number resulting from the following formula:

31* (N-P-D)/100

where

- (N) the total number of voting rights of the Company existing on the Shareholder Listing Date for the relevant General Shareholders' Meeting and reported to the shareholders on the date of the General Shareholders' Meeting;
- (P) the total number of voting rights attached to the treasury shares within the limits of a maximum amount of treasury shares corresponding to 1% of the Company's share capital;
- (D) the total number of voting rights of the concerned shareholder which are neutralized by this statutory clause limiting voting rights for the fraction of voting rights attached to the shares that he or she holds exceeding 34% of the Company's share capital.

If at least two (2) natural persons or corporate entities, each acting alone or in concert with one or more natural persons or corporate entities, each hold more than ten percent (10%) of the share capital or voting rights of the Company on the Shareholder Listing Date for the relevant General Shareholders' Meeting or each exercise more than ten percent (10%) of the voting rights of the Company for themselves or as proxy holders on the Shareholder Listing Date for the relevant General Shareholders' Meeting, the above-mentioned voting right limitation shall apply with the exception of elements (P) and (D), which will not be deducted."

As at the date of this Universal Registration Document, the Company has no knowledge of any agreement clauses that provide for preferential disposal or acquisition rights concerning at least 1% of the Company's share capital or voting rights.

### 4.2.4.3 Direct or Indirect Investment in the Company's Share Capital, to the Company's Knowledge

The Company's shareholder structure is presented in detail in Section 7.2.1 of this Universal Registration Document.

**Crossing of legal thresholds in 2024**

The crossing of legal thresholds occurred in 2024 are listed in Section 7.4 of this Universal Registration Document.

### 4.2.4.4 Rules Applicable to the Appointment and Replacement of Members of the Board of Directors or Management Board

The following principles apply to the appointment of the Directors:

- the members of the Board of Directors of EssilorLuxottica will be appointed for a term of office of three years; and
  - as from the expiry of the terms of office of Directors appointed by the General Shareholders' Meeting convened to approve the financial statements for the year 2020, the Board of Directors shall be renewed each year during the Ordinary General Shareholders' Meeting convened to approve the financial statements for the year ended, for the number of members necessary for the Board of Directors to be fully renewed at the end of each three-years (3-years) period,
  - later on, in order to provide the possibility to put in place and maintain a staggered term system for Directors and ensure the best possible candidate selection and smoothest transition between directors, the Ordinary General Shareholders' Meeting may appoint one or more Directors for a term of office of two years.

  Directors may always be re-elected. (Article 13 of the bylaws);
- any new member of the Board of Directors of EssilorLuxottica will be proposed for election at EssilorLuxottica's Shareholders' Meeting by the Board of Directors of EssilorLuxottica upon recommendation of the EssilorLuxottica Nomination and Compensation Committee.

### 4.2.4.5 Powers of the Board of Directors

The Company's current authorization to buy back its own shares excludes any buyback during a public offering on the Company's shares. In addition, the delegations set out above in Section 4.2.3, granted to the Board of Directors to buyback Company shares, stipulate that they may not be used during public offerings.

### 4.2.4.6 Control Mechanisms Provided for by Any Staff Shareholding System, When Control Rights Are Not Exercised by the Latter

Internal shareholders and partners own 4.40% of the share capital and 4.50% of the voting rights, as of December 31, 2024. They may exercise voting rights individually, with the possibility of delegating this power to representatives of the Actionnariat EssilorLuxottica FCPE and EssilorLuxottica FCPE; they may also give power to the Chairman of Valoptec Association who will issue a vote in accordance with the vote by the Shareholders' Meeting of Valoptec Association held prior to the Shareholders' Meeting of the Company.

### 4.2.4.7 Significant Agreements that May be Amended or Ended if the Company has a Change in Control

- The joint venture contract with Nikon Corporation includes a clause allowing Nikon Corporation, under certain conditions, to purchase the Company's 50% stake in the Nikon-Essilor joint venture or to request the liquidation of the joint venture in the event of a change in the Company's control.
- Certain licensing agreements for the production and distribution of eyewear products and collaboration agreements for the development of smart glasses include clauses allowing the relevant counterpart, under certain conditions, to terminate the respective agreement in the event of a direct or indirect change of Luxottica's control.
- Financing agreements entered into by the Company (or some of its subsidiaries) include acceleration clauses in the event of a change in the Company's control.

To the Company's knowledge, there is no other significant agreement which would be modified or ended in case of a change in control of the Company.

# 4.3 Compensation of Corporate Officers

## 4.3.1 Compensation Policy for Corporate Officers

Pursuant to Articles L.22-10-8 and R.22-10-14 of the French Commercial Code (*Code de commerce*), the compensation policy for EssilorLuxottica corporate officers is presented in this corporate governance report and will be subject to the approval of the Annual Shareholders' Meeting of April 30, 2025, in the eighth (compensation policy of the members of Board of Directors), ninth, and tenth resolutions (compensation policy for corporate officers).

### Reminder Regarding Governance

Following the Annual Shareholders' Meeting of May 21, 2021, the Board of Directors had appointed:

- Leonardo Del Vecchio as Chairman of the Board of Directors;
- Francesco Milleri as Chief Executive Officer;
- Paul du Saillant as Deputy Chief Executive Officer.

Following the passing of Leonardo Del Vecchio, the functions of Chairman and Chief Executive Officer were combined. On June 28, 2022, Francesco Milleri was appointed as Chairman, in addition to his role as Chief Executive Officer, and Paul du Saillant was confirmed as Deputy Chief Executive Officer. In February 2023, to ensure the principle of balance of powers within the governance structure, on the recommendation of the Nomination and Compensation Committee, the Board of Directors appointed Jean-Luc Biamonti as Lead Director.

At the Annual Shareholders' Meeting of April 30, 2024, Francesco Milleri and Paul du Saillant were re-appointed as Directors for three-year terms. The Board of Directors has decided to maintain Francesco Milleri and Paul du Saillant in their respective positions as Chairman and Chief Executive Officer and Deputy Chief Executive Officer.

In view of the re-appointment of the Chairman and Chief Executive Officer in 2024, it should be noted that this governance model remains the most appropriate for the Company, given its modus operandi and shareholder structure. Furthermore, to uphold the principle of balance of power and conflicts of interest management, the Company relies on a reinforced governance structure. This structure is based on a majority of independent directors from diverse and committed backgrounds, as well as specialized Committees chaired by independent Directors.

### Stakeholder Discussions

In order to address their expectations, the Group holds regular discussions with proxy advisors and the main institutional investors. The Company welcomed and discussed the stakeholders' views and standpoints both before and after the Annual Shareholders' Meeting, as part of its standard best practice of maintaining an open dialogue and welcoming their engagement requests. The Company met more than 1,000 investment firms in 2024. In addition, the Chairman of the Nomination and Compensation Committee met with the main investors and proxy advisors, prior to the Annual Shareholders' Meeting.

### Compensation Policy

As a reminder, on the recommendation of the Nomination and Compensation Committee, in 2024 the Board of Directors defined the compensation of the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer for their entire term of office[1]. Therefore, the amount of fixed and variable compensation of the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer for 2025, and the balance between the various compensation components, will be strictly identical to 2024.

| | Fixed compensation | Annual variable compensation | Long-term incentive |
|---|---|---|---|
| **Francesco Milleri**<br>Chairman and Chief Executive Officer | €2,100,000 | Target: **150% of fixed compensation**<br>Maximum: **300% of fixed compensation** | Maximum **100,000**<br>performance shares |
| **Paul du Saillant**<br>Deputy Chief Executive Officer | €1,350,000 | Target: **125% of fixed compensation**<br>Maximum: **250% of fixed compensation** | Maximum **45,000**<br>performance shares |

Upon the recommendation of the Nominations and Compensation Committee, the Board of Directors approved the following adjustments to Long-term incentive:

- the review of the performance criteria weighting:
  - 50% for cumulative adjusted EPS instead of 40% in 2024,
  - 30% for stock price growth instead of 40% in 2024,
  - and 20% for a CSR-related criterion;
- the removal of the relative comparison condition with the Euro Stoxx 50, which was previously an additional requirement on top of the share price growth criterion.

These changes aim to focus performance evaluation on indicators directly linked to the company's core performance (EPS, share price, and CSR). This approach reduces the impact of external factors, improves clarity and transparency, and simplifies the process. This approach reinforce stakeholder confidence and remain in line with market standards.

[1] *Unless major events or exceptional circumstances justify modifying the compensation policy, which would of course then be subject to shareholder approval*

## 4.3.1.1 General Principles

### 4.3.1.1.1 Main aims of the policy

EssilorLuxottica's legacy is rooted in a steadfast commitment to vision care innovation and a profound belief in the transformative power of good vision. Guided by its Mission to help people worldwide 'see more and be more', the Group's strategy integrates sustainable development with an ambitious goal to eliminate uncorrected poor vision within a generation.

At the core of EssilorLuxottica's approach are groundbreaking products that correct, protect and frame the beauty of our most precious and powerful sensory organ – the eyes – while exploring the connection between vision and hearing. By combining cutting-edge lens technology, eyewear manufacturing expertise and, now, proprietary advanced hearing solutions with a portfolio of beloved brands and robust global distribution, EssilorLuxottica empowers people to learn, work, express themselves and unlock their full potential.

Inventing and developing solutions that correct, protect and enhance the sight of each consumer requires operational excellence and the relentless commitment of the Group's 195,000 employees.

The compensation policy is a key driver of employee engagement. Compensation must reward performance in relation to the Company's business strategy and should be aligned with the interests of the Company and its shareholders and reflect the Group's long-term development objectives, by:

- promoting the recruitment, development and long-term retention of the talent required for the Group's growth;
- encouraging and rewarding long-term value creation for all stakeholders;
- developing a culture of sustainable performance, excellence and innovation by setting ambitious long-term objectives that are correlated with EssilorLuxottica's business and sustainability strategy;
- sharing the shareholder value generated with the widest number of employees through a proactive employee shareholding policy;
- supporting employee well-being thanks to a groundbreaking social well-being policy.

#### a) For members of the Board of Directors

The aim of the compensation policy for members of the Board of Directors is to set competitive compensation from an international perspective in order to promote diversity on the Board and the presence of members with a wide range of complementary skills. Separate compensation is set for the Lead Director in order to take into account the specific duties associated with this position. It is specified that the corporate officers and Directors performing duties within the Group receive compensation for their office as Director or committee member.

#### b) For Executive Corporate Officers (Chairman and Chief Executive Officer and Deputy Chief Executive Officer)

The compensation policy for Executive Corporate Officers is determined on the basis of the following objectives:

- compensation must be governed by simple, clear, transparent rules;
- compensation must be considered as a whole: all components (cash compensation, long-term incentive, employee benefits and, where appropriate, supplementary pension) and the balance between those components must be taken into account;
- the pillars and principles of the compensation policy are based on:

| Pay for Performance | Alignment with the shareholders' interests | Consistency with other Group employees | Competitiveness |
|---|---|---|---|
| • Predominant weighting of the variable component: ~90% (at target).<br>• Performance evaluation based solely on quantitative criteria.<br>• Financial and social responsibility objectives balanced between the annual variable component and long-term incentives. | • Significant portion of total compensation in the form of shares.<br>• Performance conditions aligned with Group's strategic priorities and shareholder expectations.<br>• Shareholder value creation criteria integrated into the annual variable component and long-term incentive plans. | • Financial and CSR criteria have been included in the annual or long term variable compensation of employees.<br>• Identical criteria for all long-term incentive beneficiaries.<br>• Employee compensation and employment conditions taken into account in the compensation policy for corporate officers. | • Practices of comparable European and international companies taken into account.<br>• Compensation policy designed to support the Group's strategic ambitions, to attract, develop and retain exceptional leaders. |

#### 4.3.1.1.2 Process used to determine, revise and implement the compensation policy

The compensation policy for corporate officers is set by the Board of Directors on the recommendation of the Nomination and Compensation Committee.

**a) For members of the Board of Directors**

In accordance with Article 14 of the bylaws, the Annual Shareholders' Meeting determines the total annual amount allocated to members of the Board of Directors as compensation for their duties as Director.

On November 29, 2018, the Board of Directors approved the rules for allocating this total annual amount between the Directors, pursuant to the aforementioned principles. A specific compensation package for the position of Lead Director was approved by the Board of Directors on February 22, 2023. These rules will apply until a further decision is made by the Board of Directors.

**b) For Executive Corporate Officers (Chairman and Chief Executive Officer and Deputy Chief Executive Officer)**

***Role of the Nomination and Compensation Committee***

When drafting the compensation policy for the Company's corporate officers, the Nomination and Compensation Committee considers any changes to be made to the policy in the spirit of continuous improvement.

In order to prepare the compensation policy for the Company's corporate officers, the Nomination and Compensation Committee:

- relies in particular on the AFEP-MEDEF Code, the report of the High Committee for Corporate Governance (*Haut Comité de Gouvernement d'Entreprise*), and the AMF report on corporate governance and executive compensation at listed companies;
- analyzes the applicable governance rules and reviews any changes that have occurred or that are planned;
- takes note of the expectations expressed by all stakeholders (investors and proxy advisors, notably through reports drawn up in conjunction with governance roadshows);
- analyzes the approval rates for resolutions on compensation for the Company's corporate officers;
- carefully considers the compensation and employment conditions of the Group's employees with a view to ensuring the consistency of the Group's policy.

Annual work cycle of the Nomination and Compensation Committee

| | |
|---|---|
| January-February | Recommendations regarding the previous year's compensation:<br>• evaluation of annual variable compensation after reviewing financial results;<br>• draft resolutions to be submitted to the Annual Shareholders' Meeting on the components of compensation paid or awarded.<br>Recommendations regarding the current year's compensation:<br>• amount of fixed compensation;<br>• performance criteria and amount of annual variable compensation;<br>• performance criteria and amount of long-term variable compensation;<br>• supported, where appropriate, by a benchmarking study of the Executive Corporate Officers' compensation carried out by an external, independent consultancy firm;<br>• draft resolution to be submitted to the Annual Shareholders' Meeting on the compensation policy. |
| April-May | Preparation of the Annual Meeting:<br>• presentation of the draft resolutions on compensation;<br>• where appropriate, consideration of first feedback from proxy advisors and investors on the resolutions relating to compensation. |
| September-December | Recommendation regarding employee shareholding plans:<br>• performance share awards/long-term incentive plans;<br>• information on the deployment of other employee shareholding plans (SuperBoost, Company Savings Plan, etc.);<br>• information on the delivery of performance share plans of prior fiscal years.<br>Preparation of the compensation policy for the following year:<br>• report on the results of the Annual Meeting, on proxy advisors' and investors' remarks;<br>• presentation of market trends in compensation and of the practices of companies of a comparable size, operating in comparable sectors, by an external, independent consultancy firm, where appropriate;<br>• discussion of priorities in terms of compensation for the following fiscal year and possible changes to the compensation policy (benchmark, etc.). |

The Nomination and Compensation committee determines the various components of the compensation policy with regard to the following principles:

**Fixed compensation**

- Fixed compensation must help attract exceptional leaders from within EssilorLuxottica, or from outside the Group if necessary, to the most senior management positions, and ensure the long-term commitment of executives who know the Company and the business sector well and are capable not only of reflecting the Group's values, strategy and ambition, but also of transforming its organization to anticipate changes on the market in which it operates. Any changes to fixed compensation must be substantiated, mainly in terms of the change in responsibilities, strategic alignment with the market and need to retain exceptional leaders.

**Annual variable compensation**

- Annual variable compensation must be linked to the achievement of strategic objectives for the year to come. The structure of the variable component, the nature of the objectives and the assessment scales are established at the start of each fiscal year.
- The objectives must be demanding but remain achievable and be selected from those that allow the best possible implementation of EssilorLuxottica's strategy.
- The annual variable component must be based predominantly on quantifiable indicators (financial and non-financial). The weighting of each indicator is reviewed annually according to the fiscal year's priorities.
- The Nomination and Compensation Committee assesses whether said objectives have been achieved at the start of the following fiscal year (February). The financial objectives are assessed on the basis of information provided by the Audit and Risk Committee.
- The variable component for year Y is payable during year Y+1 once it has been approved by a vote taken at the Annual Shareholders' Meeting.

**Long-term incentive**

- Long-term incentive plans are designed to encourage the creation of lasting value for shareholders and to align the interests of the corporate officers with those of shareholders.
- Long-term incentive plans take the form of performance share awards pursuant to Articles L.225-197-1 et seq. of the French Commercial Code and the authorizations approved by the Annual Shareholders' Meeting.
- On the basis of ambitious objectives, the Nomination and Compensation Committee suggests the performance criteria that will determine the number of performance shares awarded within the Group.
- As sustainable development is at the heart of EssilorLuxottica's operations, the long-term variable compensation must include an objective in this respect. Sustainable development includes Corporate Social Responsibility practices, charitable initiatives and employee shareholding.
- The Nomination and Compensation Committee suggests the number of performance shares to award to the Executive Corporate Officers. Share awards are made during the same calendar periods (fourth quarter). In exceptional circumstances, the Board of Directors may, on the recommendation of the Nomination and Compensation Committee, revise the award schedule. In this case, these changes are made public after the Board of Directors' meeting that approved them and are disclosed in the summary table of the AFEP-MEDEF recommendations not applied (see Section 4.4).

***Role of the Board of Directors***

On the basis of the work and the recommendations of the Nomination and Compensation Committee, the Board of Directors:

- defines the compensation policy for corporate officers for the year in progress;
- approves the Executive Corporate Officers' annual variable compensation for the previous year after assessing their performance;
- defines the employee shareholding policy for the year in progress;
- approves the terms and conditions of the long-term incentive plans, records the performance levels achieved with respect to plans that have expired and awards performance shares with respect to the year in progress.

All decisions taken by the Board of Directors concerning the compensation of Executive Corporate Officers must be published on the Company's website.

The decision-making process used to determine the compensation policy is also applicable in the event of any revisions of this policy.

#### 4.3.1.1.3 Managing conflicts of interest

In order to prevent conflicts of interest, the corporate officers do not attend Nomination and Compensation Committee meetings that pertain to them personally and do not take part or vote in deliberations of the Board of Directors concerning their compensation and benefits in kind.

Pursuant to the Board of Directors' Internal Rules of procedure and the Directors' Charter (see Section 4.1.2.1), the Directors are required to notify the Board of Directors of any conflicts of interest or potential conflicts of interest in accordance with the rules set out in the Board of Directors' Internal Rules of procedure, an excerpt of which is presented in Section 4.1.1.6 of this Universal Registration Document.

## 4.3.1.2 Criteria for Determining, Allocating and Awarding the Components of Corporate Officers' Compensation

Pursuant to the aforementioned principles, the criteria for determining, allocating and awarding the components of EssilorLuxottica corporate officers' compensation are described below.

### 4.3.1.2.1 Members of the Board of Directors of EssilorLuxottica

The compensation policy for members of the Board of Directors builds on the policy approved by the Annual Shareholders' Meeting of April 30, 2024.

A fixed maximum amount of €2,000,000 approved by the Combined Shareholders' Meeting of November 29, 2018 will be awarded and allocated by the Board of Directors among the various members, giving priority to the variable component in accordance with the AFEP-MEDEF Code recommendations, based on the type of offices held on the Board and its committees and the actual presence of the members at Board and committee meetings, pursuant to the rules summarized as follows:

| Compensation | Fixed component (full-year basis) | Variable component (full-year basis) based on attendance |
|---|---|---|
| All Board of Directors' members | €40,000 | €60,000 |
| Chairman of the Audit and Risk Committee | €20,000 | €15,000 |
| Member of the Audit and Risk Committee | €10,000 | €15,000 |
| Chairman of the Nomination and Compensation Committee | €15,000 | €15,000 |
| Member of the Nomination and Compensation Committee | €5,000 | €15,000 |
| Chairman of the CSR Committee | €15,000 | €10,000 |
| Member of the CSR Committee | €5,000 | €10,000 |
| Lead Director | €40,000 | €- |

Additional compensation (consisting solely of a fixed component) for the function of Lead Director has been set up to reflect the importance given by the Group to the specific governance duties assigned to the Lead Director as detailed in Section 4.1.1 of this Universal Registration Document.

The amounts shown above are determined on a full-year basis.

Pursuant to Article 5 of the Board of Directors' Internal Rules of Procedure, the Directors may seek reimbursement of the reasonable costs required to exercise their corporate office, on the presentation of supporting documents and under the Group's standard travel conditions set out in the expenses policy applicable to all of the Group's employees.

In addition, given the changes to working methods, Directors are now compensated regardless of how they participate in Board meetings (for example by videoconferencing techniques). The Board of Directors favors attending meetings in person whenever possible, but takes into account changes in communication methods, which allow Directors to participate in meetings and discussions under conditions as good as those of in-person meetings.

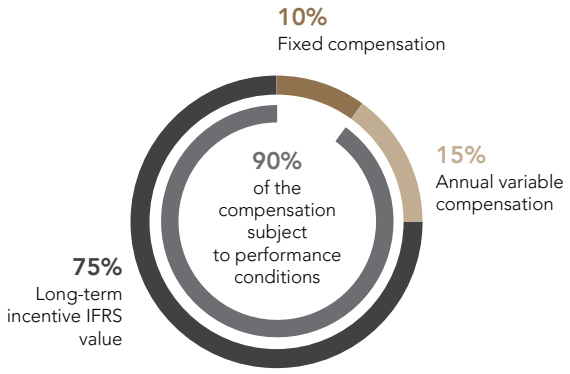
### 4.3.1.2.2 Chairman and Chief Executive Officer and Deputy Chief Executive Officer

**Overview**

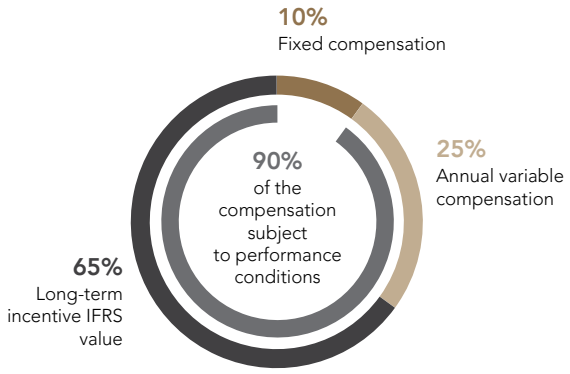
| | Compensation policy in force | Adjustments |
|---|---|---|
| Fixed compensation | Chairman and Chief Executive: **€2,100,000**<br>Deputy Chief Executive Officer: **€1,350,000** | Unchanged |
| Annual variable compensation | Chairman and Chief Executive Officer:<br>Target: **150% of fixed compensation**<br>Maximum: **300% of fixed compensation**<br>Deputy Chief Executive Officer:<br>Target: **125% of fixed compensation**<br>Maximum: **250% of fixed compensation** | Unchanged |
| | Performance conditions:<br>• 40% Group adjusted Earnings per share (EPS ) (at constant exchange rates);<br>• 30% Revenue growth (at constant exchange rates, excluding strategic acquisitions);<br>• 30% Adjusted Operating profit (at constant exchange rates). | Unchanged |
| Long-term incentive (LTI) | Chairman and Chief Executive Officer: maximum **100,000** performance shares<br>Deputy Chief Executive Officer: maximum **45,000** performance shares | Unchanged |
| | Performance conditions:<br>• 40% Cumulative Group adjusted Earnings per share (EPS);<br>• 40% Annualized growth in share price and penalty in the event of underperformance compared with the EuroStoxx 50 index;<br>• 20% Corporate Social Responsibility. | Performance conditions:<br>• 50% Cumulative Group adjusted Earnings per share (EPS);<br>• 30% Annualized growth in share price;<br>• 20% Corporate Social Responsibility. |
| Shareholding policy | At least the equivalent of 400% of their fixed annual compensation in EssilorLuxottica shares within five years from the appointment.<br>Moreover, they are required to keep, for the duration of their term of office, one-third of their vested performance shares until they reach the said requirement. | Unchanged |

At least 90% of the total annual compensation of the Executive Corporate Officers is subject to performance conditions, of which nearly three-quarters depend on long-term performance.

Target structure




Maximum structure



### *Fixed annual compensation*

Fixed compensation reflects the incumbent's level of responsibility, performance and development in the position. It must be consistent with market practices.

The fixed annual gross compensation proposed is set at:

- €2,100,000 for Francesco Milleri, Chairman and Chief Executive Officer;
- €1,350,000 for Paul du Saillant, Deputy Chief Executive Officer.

### *Annual variable compensation*

Payment of the annual variable compensation is subject to the achievement of specific objectives, in line with the Group's strategy.

- For Chairman and Chief Executive Officer:
  - Target: The annual variable component is equal to 150% of the fixed compensation if targets are achieved in full,
  - Ceiling: The annual variable component payable may not exceed 300% of the fixed compensation.
- For Deputy Chief Executive Officer:
  - Target: The annual variable component is equal to 125% of the fixed compensation if targets are achieved in full,
  - Ceiling: The annual variable component payable may not exceed 250% of the fixed compensation.

The annual variable compensation due for 2025 will be paid in 2026, subject to approval by shareholders at the Annual Meeting to be held in 2026 to approve the financial statements for the year ending December 31, 2025.

The Board of Directors approved a variable component based exclusively on financial quantifiable objectives.

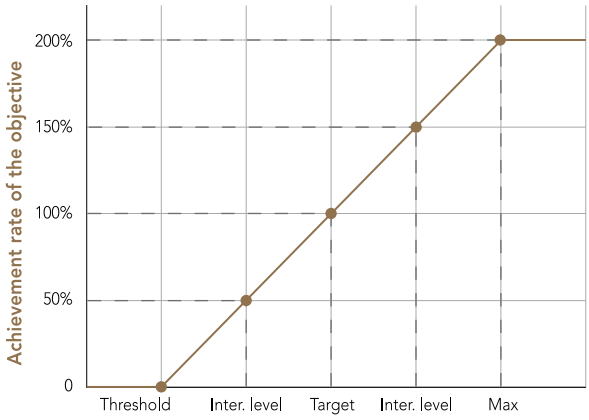
For the 2025 fiscal year, based on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to renew three criteria used for the 2024 fiscal year:

| Objectives | Rationale/Link with strategy | Weighting | Nature of objective |
|---|---|---|---|
| Group adjusted[(a)] Earnings per share (EPS) (at constant[(b)] exchange rates) | This indicator reflects the Company's overall performance and the value created for the shareholders. | 40% | Quantifiable financial |
| Revenue growth (at constant[(b)] exchange rates, excluding strategic acquisitions) | EssilorLuxottica has devised a growth strategy to meet the needs of billions of consumers seeking to both improve their vision and express their style. This strategy aims to contribute to the transformation and accelerated development of the eyecare industry. | 30% | Quantifiable financial |
| Adjusted[(a)] Operating profit (at constant[(b)] exchange rates) | This indicator reflects the Company's business performance and the profitability of its business model. | 30% | Quantifiable financial |

*(a) Adjusted measures or figures: adjusted from the expenses or income related the combination of Essilor and Luxottica (the 'EL Combination'), the acquisition of GrandVision (the 'GV Acquisition'), other strategic and material acquisitions, and other transactions that are unusual, infrequent or unrelated to the normal course of business as the impact of these events might affect the understanding of the Group's performance.*

*(b) Constant exchange rates: figures at constant exchange rates are calculated using the average exchange rates in effect for the corresponding period in the relevant comparative year.*

For each objective, an assessment scale has been devised, as follows (by way of illustration, curve not necessarily linear):




Calibration of the objective

The level of performance required to achieve each of these three objectives has been established in a precise, demanding and rigorous manner but cannot be disclosed for confidentiality reasons. For each of the financial objectives, the target corresponds to the budget approved by the Board of Directors at the beginning of the year.

The calculation method and the definition of the assessment scale are reviewed by the Board of Directors at the beginning of the year. They may change from one year to the next to take into account the priorities and specific focuses of the coming year.

To assess the achievement of quantifiable objectives, indicators are calculated by neutralizing factors beyond the Executive Corporate Officer's control (such as exchange rate fluctuations). Each criterion is evaluated independently.

On the recommendation of the Nomination and Compensation Committee, the Board of Directors is afforded a certain degree of discretion to adapt and/or modify the calculation grid, upwards or downwards, in exceptional circumstances. The Board of Directors may exercise this discretion in accordance with this compensation policy, without having to comply with the conditions required for the application of the legal derogation provided for in Article L.22-10-8, III, paragraph 2 of the French Commercial Code, as it simply has a certain degree of leeway with respect to the assessment. Exceptional circumstances include any significant change in the Group's scope of consolidation or in the scope of responsibility of the relevant Executive Corporate Officer, a change of accounting method or any major external event impacting the Group's business that could not have been anticipated at the date when the targets were set. The Board will ensure that any adaptations or modifications that are made remain aligned with the general principles described in Section 4.3.1.1. Any such adaptations may not, under any circumstances, lead to a modification in the respective weighting of each objective, or an increase in the ceiling represented by the variable annual compensation compared to the fixed compensation. Where it exercises this discretionary power, the Board of Directors will make public the adjustments or modifications made after the meeting at which they were decided and provide a detailed explanation thereof.

***Clawback clause***

The Board of Directors has the possibility to request the return of all or part of the annual variable compensation paid to the Executive Corporate Officers in exceptional and serious circumstances. Consequently, if during the five years following the payment of the annual variable compensation it turns out that:

- the financial, accounting or quantitative data used to measure performance has been clearly and intentionally misstated; or
- the Executive Corporate Officer has been guilty of serious or gross misconduct;

The Board of Directors may ask the Executive Corporate Officer in question to return all or part of the variable compensation paid.

***Long-term incentive***

Performance shares mean that a predominant portion of Executive Corporate Officers' compensation is subject to the achievement of the Group's long-term performance objectives.

On the recommendation of the Nomination and Compensation Committee, the Board of Directors approved a maximum award in the fourth quarter of 2025 to the Executive Corporate Officers:

- 100,000 performance shares to the Chairman and Chief Executive Officer;
- 45,000 performance shares to the Deputy Chief Executive Officer.

***Performance conditions***

On the recommendation of the Nominations and Compensation Committee, the Board of Directors approved the following adjustments:

- the review of performance criteria weighting, now set at 50% for cumulative group adjusted EPS, 30% for share price growth, and 20% for a CSR-related criterion;
- the removal of the relative comparison condition with the Euro Stoxx 50, which was previously an additional requirement on top of the share price growth criterion.

These changes aim to focus performance evaluation on indicators directly linked to the company's core performance (EPS, share price, and CSR). This approach reduces the impact of external factors, improves clarity and transparency, and simplifies the process. This approach reinforce stakeholder confidence and remain in line with market standards.

The vesting of the performance shares will be wholly subject to the achievement of three performance conditions measured over a period of three years:

| Objectives | Rationale | Weight |
|---|---|---|
| Cumulative Group adjusted[(a)] Earnings per share (EPS) (at constant[(b)] exchange rates) | This criterion in the long-term incentive plan, in addition to the annual variable component, aims to foster profitable and sustainable growth, aligning the interests of the beneficiaries with those of long-term shareholders. This balanced strategy encourages not only the achievement of immediate results, but also decisions that guarantee the future success. | 50% |
| Annualized growth in the share price | EssilorLuxottica's growth strategy must create shareholder value in the medium to long term.<br>Performance shares must therefore vest in direct proportion to the growth in the share price and the gain that this represents for shareholders. | 30% |
| Corporate Social Responsibility | EssilorLuxottica's growth strategy includes a Corporate Social Responsibility component with the Eyes on the Planet sustainability program.<br>The CSR criterion is intended to reinforce commitment to sustainability over the long term. | 20% |

*(a) Adjusted measures or figures: adjusted from the expenses or income related the combination of Essilor and Luxottica (the 'EL Combination'), the acquisition of GrandVision (the 'GV Acquisition'), other strategic and material acquisitions, and other transactions that are unusual, infrequent or unrelated to the normal course of business as the impact of these events might affect the understanding of the Group's performance.*

*(b) Constant exchange rates: figures at constant exchange rates will be calculated using the average exchange rates in effect for the corresponding period in the relevant comparative year.*

For each objective, an assessment scale has been devised, as follows:

- in the event of performance below a threshold defined by the Board of Directors, no shares will vest under this criterion;
- in the event of performance exceeding the target to be set by the Board of Directors, all shares under this criterion will vest;
- between these two limits, vesting will be calculated using linear interpolation (between 0% and 100%).

*Group adjusted Earnings per share (EPS) (50%)*

The achievement of the objective will be measured with respect to the Group EPS over the three years period (2025-2027).

The level of performance required to achieve EPS objective is defined by the Board of Directors at the beginning of the 3-year period.

It has been established in a precise, demanding and rigorous manner but cannot be made public for reasons of confidentiality.

*Annualized growth in share price (30%)*

The allocation of performance shares depend on EssilorLuxottica's annualized share price growth. If the annualized share price growth is below 2% per year (equivalent to 6.1% over three years), no performance shares will vest under this criterion. Conversely, all the performance shares will vest under this criterion if annualized share price growth exceeds 7% per year (22.5% over three years).

Between 2% and 7%, the vesting rate is determined through linear interpolation.

The performance scale for this objective is as follows:

| **Annualized growth in the EssilorLuxottica share price**[(a)] | **Number of shares vested** *(as a % of initial grant under this criterion)* |
|---|---|
| <2% per year (i.e <6.1% after three years[(b)]) | -% |
| 2% per year (6.1% after three years) | 50% |
| 4% per year (12.5% after three years) | 70% |
| 6% per year (19.1% after three years) | 90% |
| ≥7% per year (i.e., ≥22.5% after three years) | 100% |

*(a) Annualized growth in relation to the Initial Reference Share Price, as approved by the Board of Directors.*

*(b) Growth as an absolute value (and not annualized) in relation to the Initial Reference Share Price.*

*Corporate Social Responsibility (20%)*

The performance conditions governing the long-term incentive scheme will be complemented by a specific performance indicator reflecting the Group's long-term commitment to climate change in accordance with its Eyes on the Planet sustainability program.

The assessment scale for this criterion will be meticulously defined by the Board of Directors, in line with the Eyes on the Planet sustainability program.

Detail of the scale will be disclosed when the 2025 performance share plan is announced.

On the recommendation of the Nomination and Compensation Committee, the Board of Directors is afforded a certain degree of discretion to adapt and/or modify the performance scales of the cumulative adjusted EPS and CSR criteria, upwards or downwards, in exceptional circumstances. The Board of Directors may exercise this discretion in accordance with this compensation policy, without having to comply with the conditions required for the application of the legal derogation provided for in Article L.22-10-8, III, paragraph 2 of the French Commercial Code, as it simply has a certain degree of leeway with respect to the assessment. Exceptional circumstances include any significant change in the Group's scope of consolidation or in the scope of responsibility of the relevant Executive Corporate Officer, a change of accounting method or any major external event impacting the Group's business that could not have been anticipated at the date when the targets were set. The Board will ensure that any adaptations or modifications that are made remain aligned with the general principles described in Section 4.3.1.1. Any such adaptations may not, under any circumstances, lead to a modification in the respective weighting of each objective, or an increase of the maximum number of performance shares awarded. Where it exercises this discretionary power, the Board of Directors will make public the adjustments or modifications made after the meeting at which they were decided and provide a detailed explanation thereof.

The annual variable compensation and the long-term incentive are based on complementary performance criteria, making it possible to assess the Group's performance from different perspectives.

In the event of death or disability, under the plan rules applicable to all beneficiaries, the performance conditions are deemed to be met.

***Employment condition***

In order to vest, the shares will be subject to a three-year employment condition as from the award date.

In the event of voluntary resignation or dismissal for serious or gross misconduct during the vesting period, the shares initially allocated by the Board of Directors will be forfeited.

In the event of forced departure, non-renewal of the term of office for reasons other than serious misconduct, or retirement, the allocation rate for performance shares will be determined pro rata to the length of time the corporate officer has been with the Company during the performance criteria assessment period for the plans concerned, subject to fulfilment of the performance conditions. In line with the AFEP-MEDEF Code, the Board of Directors may, on an exceptional and justified basis, reconsider the application of the aforementioned pro rata rule, if deemed in the best interest of the Group. This is contingent on the executive corporate officer refraining from any competitive activity during the vesting period, as specified in the plan's regulations.

In the event of disability, death or exceptional circumstances due to a change of control during the vesting period of the performance shares, this employment condition will be deemed satisfied, in accordance with the plan's terms, for all beneficiaries.

***Award limits***

For Executive Corporate Officers, the following award limits apply:

- a maximum number of 100,000 shares;
- performance share awards valued in accordance with IFRS as applied for the preparation of the consolidated financial statements, may not represent more than 80% of Total Maximum Compensation (corresponding to the sum of fixed annual compensation, the maximum annual variable component and the long-term incentive valued in accordance with IFRS);
- all Executive Corporate Officers may not receive an award exceeding 10% of the total granted each year.

***Mandatory shareholding policy and rules applicable to Executive Corporate Officers***

The Chairman and Chief Executive Officer and the Deputy Chief Executive Officer must hold in registered form, either directly or indirectly through an investment company in which they fully hold the capital and are legally responsible, at least the equivalent of 400% of their fixed annual compensation in EssilorLuxottica shares. Once they are appointed, they must acquire these shares within five years.

Moreover, they are required to keep, for the duration of their term of office, one third of their vested performance shares. This requirement to hold shares no longer applies when they hold in registered form, either directly or indirectly through an investment company in which they hold the capital and are legally responsible, a number of EssilorLuxottica shares representing an amount equivalent to 400% of their fixed annual compensation. The fixed compensation used is that for the year during which an Executive Corporate Officer intends to sell performance shares.

In accordance with the AFEP-MEDEF Code, the corporate officers have pledged, until the expiration of their term of office, not to use any hedging strategies to manage the risk related to the shares awarded under long-term incentive plans.

Pursuant to the Directors' Charter, the corporate officers are required, inter alia, to refrain from trading in EssilorLuxottica securities during:

- the period prior to the publication of any inside information of which they are aware;
- the 30 calendar days preceding the publication of the annual consolidated financial statements, half-yearly consolidated financial statements and, where applicable, quarterly consolidated financial statements, and the 15 calendar days preceding the publication of quarterly financial information. The corporate officers are permitted to trade in EssilorLuxottica securities only from the day after the publication of the information concerned, provided they do not use any inside information. The corporate officers are given the dates of blackout periods at the start of each year.

*Clawback clause*

In line with market best practice, the Board of Directors introduced from 2024 the possibility of reducing or canceling unvested performance shares or requesting the return of all or part of vested performance shares in exceptional and serious circumstances. Consequently, if during the five years following the allocation or vesting of performance shares:

- the financial, accounting or quantitative data used to measure performance has been clearly and intentionally misstated; or
- the Executive Corporate Officer has been guilty of serious or gross misconduct.

The Board of Directors may require the Executive Corporate Officer concerned to repay all or part of the vested shares, or reduce or cancel all or part of the unvested performance shares.

***Supplementary defined benefit pension plan***

Francesco Milleri is not eligible for this plan.

Paul du Saillant is eligible for the plan under the same conditions as those that apply for beneficiaries that are not Executive Corporate Officers. Pursuant to the PACTE Law (Action Plan for Business Growth and Transformation) and the Government Order of July 3, 2019 implementing certain provisions of this Law, the supplementary defined benefit pension plan has been closed and the amount of the beneficiaries' pension will be calculated taking into account their length of service at December 31, 2019 (i.e., 11 years and two months for Paul du Saillant). Paul du Saillant has not accrued any additional rights since that date.

The supplementary defined benefit pension plan was designed to reward the loyalty of executives who have spent a significant portion of their careers with the EssilorLuxottica Group by entitling them to a pension in line with market practices.

The supplementary pension plan was built around the following principles:

- a minimum length of service condition of 10 years with the EssilorLuxottica Group must be met in order to benefit from the plan;
- potential beneficiaries must end their careers working with the EssilorLuxottica group;
- the pension benefit is proportional to the length of service with the EssilorLuxottica group;
- the reference compensation on which the calculation of the final pension is based is calculated according to the gross compensation (annual fixed + annual variable component effectively paid) over the last three years;
- the potential annual entitlement is below the statutory maximum of 3% and is subject to performance conditions;
- the final pension benefit is capped.

### *Employment contract and severance payment*

#### *Employment contract and corporate office*

As from the Annual Meeting of May 21, 2021, any employee who is promoted to Chief Executive Officer or Chairman and Chief Executive Officer must resign from their position of employment. The Deputy Chief Executive Officer is permitted to maintain an employment contract, pursuant to the provisions of the AFEP-MEDEF Code.

Accordingly, Francesco Milleri terminated his employment contract with effect from his appointment as Chief Executive Officer by the Board of Directors' meeting that followed the Annual Shareholders' Meeting of May 21, 2021.

Paul du Saillant has held a permanent employment contract with Essilor International SAS since November 1, 2008. Following his appointment as Chief Executive Officer of Essilor International SAS on March 30, 2020, his employment contract was suspended. It was decided to maintain the suspension of his employment contract upon his appointment as Deputy Chief Executive Officer of EssilorLuxottica, in accordance with the AFEP-MEDEF Code.

#### *Termination benefits upon termination of corporate office*

EssilorLuxottica's policy is to adhere strictly to the law and the recommendations of the AFEP-MEDEF Code.

Thus, in the case of an Executive Corporate Officer eligible for a termination benefit on the termination of their corporate office:

- this termination benefit is capped at two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination of the corporate office, plus one-twelfth of the last short-term variable compensation due or received);
- this may only be paid in the event of a forced departure and is fully subject to the achievement of a performance condition as set out below:
  - all cases of forced departure, irrespective of the type of departure (removal, resignation request, non-renewal, etc.) will be deemed cases of forced departure giving rise to the payment of the termination benefit, except in the case of serious or gross misconduct. No termination benefit will be paid in the event of serious or gross misconduct, resignation or where the beneficiary is able to claim a full pension, in accordance with the AFEP-MEDEF Code,
  - the right to receive the termination benefits is subject to meeting a performance condition duly noted by the Board of Directors at the time of or after the termination of duties. Performance conditions are measured using the average achievement rate of the objectives for the annual variable component of the Executive Corporate Officers' compensation over the three years prior to their departure. The annual objectives are those set by the Board of Directors for Executive Corporate Officers and used to calculate their annual variable compensation,
  - in line with the expectations of investors and proxy advisors, performance criteria have been tightened since 2024. A minimum performance rate of 50% must be achieved in each of these three years to trigger payment of these benefits. In the event of exceptional events beyond the control of the Corporate Officers, the Board of Directors may decide to waive this threshold for one of the three years concerned,
  - beyond, the termination benefit is calculated on a strictly proportionate basis up to a maximum of 100% (for example, if the average performance rate reaches 90% of the target, 90% of the termination benefit will be paid),
  - this condition is directly related to the fulfilment of the objectives underlying the short-term compensation of the Executive Corporate Officers and is therefore in keeping with the fundamental principles of the compensation policy applicable to them, in that it takes into account the achievement of performance objectives that are aligned with the Group's strategy.

#### *Case of an Executive Corporate Officer without an employment contract – Applied to the Chairman and Chief Executive Officer (Francesco Milleri)*

The principles for paying the termination benefit upon termination of the aforementioned corporate office apply to the Chairman and Chief Executive Officer or to any Executive Corporate Officer who does not have an employment contract.

#### *Case of an Executive Corporate Officer with a suspended employment contract – Applied to the Deputy Chief Executive Officer (Paul du Saillant)*

In the specific case of an Executive Corporate Officer with a suspended employment contract that includes a severance payment, the severance payment will comprise:

- a severance payment required under law or related to the collective bargaining agreement (not subject to performance conditions);
- a supra-legal severance payment for the corporate office that is wholly subject to a performance condition, under the same conditions as described above for the Chairman and Chief Executive Officer.

In any event, the aggregate of these two payments may not exceed two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination, plus one-twelfth of the last short-term variable compensation due or received).

As a reminder, the amount of the severance payment to which Paul du Saillant could be entitled under the collective bargaining agreement in the event of dismissal, would represent 7.35 months of the compensation awarded under his suspended employment contract (average monthly salary and of any contractual benefits received by Paul du Saillant during the twelve or three (which is more favorable) months immediately preceding the notice of his dismissal).

In the event of the termination of the employment contract, the notice period is set in accordance with the applicable legal provisions and the collective bargaining agreement and must be complied with by both Parties.

### *Non-compete payment*

The Chairman and Chief Executive Officer is eligible for a non-compete payment for respecting a non-compete obligation of 20 months from the date his corporate office ends. The non-compete payment would be paid in installments over the application period of the clause in an amount equal to 60% of his gross compensation (fixed + variable due or received). In accordance with the AFEP-MEDEF Code:

- the non-compete payment may not be paid if the officer retires;
- the aggregate amount of the non-compete payment and the termination benefits (including, if applicable, the amount due by law or under the collective bargaining agreement) may not exceed the two-year cash compensation cap.

On the recommendation of the Nomination and Compensation Committee, the Board of Directors decided in 2024 to modify the non-compete payment policy by eliminating any reference to age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Chairman and Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.

This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied*.

The Board of Directors can, on the recommendation of the Nominations and Compensation Committee, reserve the right to release the Chairman and Chief Executive Officer from this commitment, in accordance with the AFEP-MEDEF Code.

Following the appointment of Paul du Saillant as Deputy Chief Executive Officer, the non-compete payment mentioned in his employment contract has been tightened to ensure compliance with the recommendations of the AFEP-MEDEF Code.

Under his employment contract, the Deputy Chief Executive is eligible for a non-compete payment, paid in installments over the period of application of the clause in an amount equal to 60% of his gross compensation (fixed + variable due or received), for respecting a non-compete obligation of 12 to 24 months from the termination date of his employment contract. Accordingly:

- the Board of Directors may waive the application of the non-compete clause when the officer leaves the Company;
- the non-compete payment may not be paid if the officer retires;
- the aggregate amount of the non-compete payment and the termination benefit (including, if applicable, the amount due by law or under the collective bargaining agreement) may not exceed the two-year cash compensation cap.

On the recommendation of the Nomination and Compensation Committee, the Board of Directors decided in 2024 to modify the non-compete payment policy by eliminating any reference to age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Deputy Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.

This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied*.

### *Benefits in kind*

The Executive Corporate Officers are eligible for the death/disability, health insurance and defined contribution pension plans in force within the EssilorLuxottica Group under the same conditions as those applicable to the category of employees to which they are assimilated for the purpose of determining benefits and other components of their compensation.

The defined contribution pension plan is based on a flat employer contribution rate, currently set at 1% of gross compensation paid over the year.

The Executive Corporate Officers are eligible for a company car with a driver and are entitled to reimbursement, upon presentation of receipts, of accommodation, travel and assignment expenses incurred in the performance of their duties.

In addition, on the recommendation of the Nomination and Compensation Committee, the Board of Directors may decide, after considering the specific circumstances of the Executive Corporate Officers, to provide them with company accommodation or grant them a housing allowance in the form of a lump sum payment.

Therefore, if provided during the year under review, details of such benefits will be reported in the compensation report.

### *Compensation policy for appointed Executive Corporate Officers*

Developing an effective long-term strategy means not only having a thorough knowledge of the market, customers, competitors and technologies, but also of EssilorLuxottica's culture. For that reason, EssilorLuxottica prioritizes internal talent development as much as possible. However, the ability to attract talented individuals from all over the world is also a key driver of EssilorLuxottica's future success.

The principles and criteria of the compensation policy will apply, where appropriate, to any successor to the position of Chairman and Chief Executive Officer and of Deputy Chief Executive Officer, appointed after the Annual Shareholders' Meeting of April 30, 2025. Similarly, these principles and criteria will apply, where appropriate, to any additional Executive Corporate Officer appointed after that date.

Based on the recommendation of the Nomination and Compensation Committee, the Board of Directors would adapt these principles and criteria of the compensation policy to the specific situation of the appointed Executive Corporate Officer (fixed compensation, amount and objectives underlying the variable compensation, etc.).

In each of these situations, the total compensation offered to hire an Executive Corporate Officer from a company outside the Group should correspond to the 'fair market price' in consideration of the position and the candidate's profile. This compensation would be in accordance with the general principles set out above (Section 4.3.1.1) and would be calculated taking into account, where applicable, any difference in the level of responsibility and in line with previous practices within the Company, it being specified, however, that the balance between the fixed, short-term variable and long-term variable components would be maintained and that any new Chief Executive Officer or new Deputy Chief Executive Officer could not, respectively, be awarded compensation higher than that provided for in the compensation policy for the current Chairman and Chief Executive Officer, and for the current Deputy Chief Executive Officer, respectively.

For the purpose of recruiting the Executive Corporate Officer, the Board of Directors, on the recommendation of the Nomination and Compensation Committee, reserves the right to compensate them for items of compensation or benefits which they enjoyed in their previous position. This compensation may take the form of a sign-on premium and/or a one-off performance share award.

In any event:

- the effective payment of a sign-on premium may only take place following approval by the Meeting;
- the aggregate amount of the sign-on premium and, if applicable, the one-off performance share award would be equivalent to no more than the amount of compensation lost by the candidate, and would be duly communicated by the Company along with an explanation of the amount.

For Executive Corporate Officers appointed during the year, annual variable compensation objectives may be set during the year given the exceptional circumstances. In such cases, the variable component of their compensation will be calculated on a pro rata basis.

### *Compensation policy in case of exceptional circumstances*

The Board of Directors has decided to introduce the possibility of granting exceptional compensation to executive corporate officers under certain circumstances which must be communicated and justified. Payment of such compensation could only be made after shareholders' approval.

This exceptional compensation may not exceed one time the Total Maximum Compensation (fixed annual compensation, maximum annual variable component and long term incentive valued in accordance with IFRS) of the Executive Corporate Officer concerned.

This compensation may take the form of a cash payment and/or shares allocation.

### *If the functions of Chairman and Chief Executive Officer are separated*

The compensation of the appointed Chairman of the Board of Directors should consist solely of fixed compensation, in accordance with the recommendations of the AFEP-MEDEF Code. The Chairman of the Board of Directors could not receive any variable compensation (annual variable compensation or long-term incentive) or post-termination benefits (termination benefits or non-compete payment).

In accordance with the recommendation of the Nomination and Compensation Committee, the Board of Directors will determine the fixed annual compensation of the Chairman at the time of appointment, in accordance with the general principles set out in Section 4.3.1.1.1 or in accordance with the following general principles:

- the responsibilities and duties entrusted to the Chairman, as described in the bylaws and the Board's Internal Rules;
- the Chairman's skills, experience and knowledge of the Group;
- the compensation levels for the same position within companies comparable to EssilorLuxottica.

The Chairman of the Board of Directors may be eligible for compensation for his position as Director, as set out in Section 4.3.1.2.1.

## 4.3.2 2024 Compensation of Corporate Officers

### Change of Governance Structure

At the close of the Shareholders' Meeting of May 21, 2021, the Board of Directors, decided to maintain Leonardo Del Vecchio, Francesco Milleri and Paul du Saillant to their respective positions as Chairman of the Board of Directors, a non-executive position, Chief Executive Officer and Deputy Chief Executive Officer.

On June 28, 2022, following the passing of Leonardo Del Vecchio, the Board of Directors appointed Francesco Milleri as Chairman of the Board of Directors for the remainder of his current term of office, in addition to his role as Chief Executive Officer of EssilorLuxottica. In addition, the Board of Directors confirmed Paul du Saillant as Deputy Chief Executive Officer of the Company.

Following the combination of the functions of Chairman of the Board of Directors and Chief Executive Officer, the Board of Directors' meeting of February 22, 2023, on the recommendation of the Nomination and Compensation Committee, appointed Jean-Luc Biamonti as Lead Director.

Following the approval of the Annual Shareholders' Meeting on April 30, 2024, the directorship mandates of Francesco Milleri and Paul du Saillant have been renewed for a period of three years. The Board of Directors has consequently decided to maintain Francesco Milleri and Paul du Saillant in their respective roles as Chairman and Chief Executive Officer, and Deputy Chief Executive Officer.

### 4.3.2.1 2024 Compensation of Members of the Board of Directors

The components of compensation for members of the Board of Directors presented below were set by the Board of Directors on the recommendation of the Nomination and Compensation Committee.

In accordance with the allocation rules for the compensation of members of the Board of Directors described in Section 4.3.1.2.1, the total amount of annual compensation due to the Board of Directors' members in 2024 amounted to €1,505,000, which is less than the maximum amount of €2,000,000, authorized by the Annual Meeting of November 29, 2018.

The compensation of members of the Board of Directors, in respect of their roles as Directors, is established as shown in the table below, given that non-Executive Directors did not receive any compensation other than the compensation listed below. Details of the compensation paid or awarded in respect of 2024 to Executive Corporate Officers are provided in Section 4.3.2.2.

| | Gross amount allocated in respect of 2023 | Gross amount allocated in respect of 2024 |
|---|---|---|
| F. Milleri | €100,000 | €100,000 |
| P. du Saillant | €100,000 | €100,000 |
| R. Bardin | €141,250 | €145,000 |
| M. Bard | €100,000 | €100,000 |
| S. Brown | €100,000 | €100,000 |
| J-L. Biamonti[(a)] | €169,167 | €175,000 |
| M-C. Coisne Roquette | €100,000 | €100,000 |
| J. Gonzalo | *José Gonzalo has decided to waive any compensation to which he may be entitled in respect of his directorship at EssilorLuxottica* | |
| V. Mercier Pitre | €115,000 | €115,000 |
| M. Notari | €90,000 | €95,000 |
| S. Piramal | €125,000 | €125,000 |
| C. Scocchia | €121,250 | €125,000 |
| N. von Siemens | €100,000 | €95,000 |
| A. Zappia | €130,000 | €130,000 |
| **TOTAL** | **€1,491,667** | **€1,505,000** |

*(a) Following the combination of the functions of Chairman of the Board of Directors and Chief Executive Officer, the Board of Directors' meeting of February 22, 2023, on the recommendation of the Nomination and Compensation Committee, appointed Jean-Luc Biamonti as Lead Director.*

## 4.3.2.2 2024 Compensation of the Corporate Officers (Chairman and Chief Executive Officer and Deputy Chief Executive Officer)

### 4.3.2.2.1 Structure of the 2024 compensation of the Executive Corporate Officers

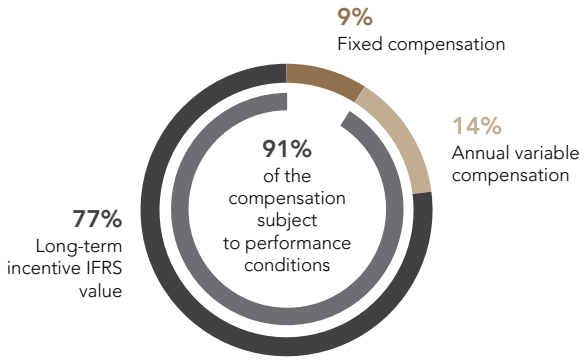
As a reminder, the 2024 compensation structure of Francesco Milleri and Paul du Saillant for the performance of their duties as Chairman and Chief Executive Officer and Deputy Chief Executive Officer, respectively, is as follows:

| | Francesco Milleri<br>Chairman and Chief Executive Officer | Paul du Saillant<br>Deputy Chief Executive Officer |
|---|---|---|
| Fixed annual compensation | €2,100,000 | €1,350,000 |
| Annual variable compensation | Target: 150% of fixed compensation | Target: 125% of fixed compensation |
| | Maximum: 300% of fixed compensation<br>i.e., a target amount of €3,150,000 | Maximum: 250% of fixed compensation<br>i.e., a target amount of €1,687,500 |
| Long-term incentive | 100,000 performance shares | 45,000 performance shares |

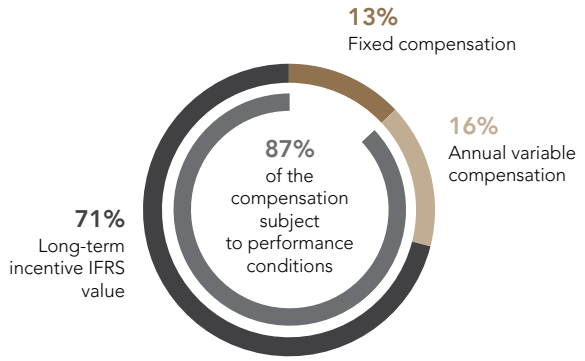
*The rules for determining the Chairman and Chief Executive Officer's fixed compensation, annual variable compensation and long-term incentive are set out in Section 3.3.1.2.2 of the 2023 Universal Registration Document.*

**2024 compensation structure for Francesco Milleri, Chairman and Chief Executive Officer, and Paul du Saillant, Deputy Chief Executive Officer**

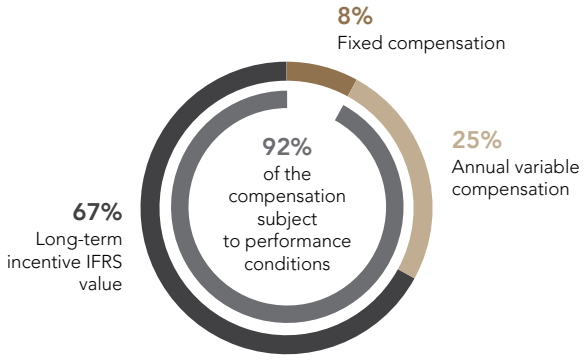
Compensation target for Francesco Milleri



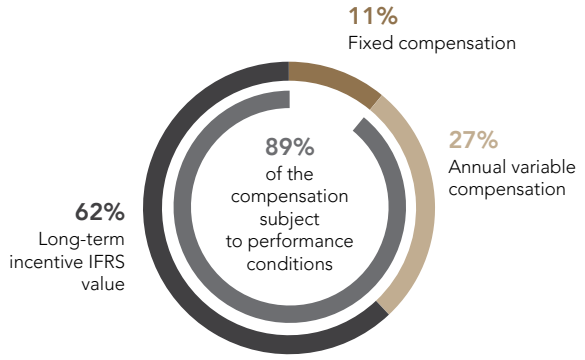

Compensation target for Paul du Saillant




Compensation maximum for Francesco Milleri




Compensation maximum for Paul du Saillant




It should be noted that almost 90% of the total annual target compensation of the Executive Corporate Officers is subject to performance conditions, of which nearly three-quarters depend on long-term performance.

The compensation presented above for Francesco Milleri and Paul du Saillant constitutes the entire compensation paid to them by EssilorLuxottica or one of its subsidiaries (excluding compensation received in respect of their roles as Directors within EssilorLuxottica).

### 4.3.2.2.2 Summary of 2024 compensation of the Executive Corporate Officers

| | Francesco Milleri Chairman and Chief Executive Officer | | | Paul du Saillant Deputy Chief Executive Officer | | |
|---|---|---|---|---|---|---|
| | 2023 | 2024 | Evol. 2024/2023 | 2023 | 2024 | Evol. 2024/2023 |
| **Annual cash compensation** | | | | | | |
| Fixed | €1,800,000 | €2,100,000 | +17% | €1,250,000 | €1,350,000 | +8% |
| Target variable component | €2,250,000 | €3,150,000 | | €1,250,000 | €1,687,500 | |
| **TARGET CASH COMPENSATION** | **€4,050,000** | **€5,250,000** | **+30%** | **€2,500,000** | **€3,037,500** | **+21.5%** |
| Variable component due | €3,152,250 | €3,726,450 | | €1,751,250 | €1,996,313 | |
| % achievement against target | 140.1% | 118.3%[(a)] | | 140.1%[(a)] | 118.3%[(a)] | |
| Maximum % (for reference) | 250% | 300% | | 200% | 250% | |
| **CASH COMPENSATION DUE** | **€4,952,250** | **€5,826,450** | **+18%** | **€3,001,250** | **€3,346,313** | **+11%** |
| **Long-term incentive plan** | | | | | | |
| Performance shares vested | 35,000 | 50,000 | | 35,045 | 35,000 | |
| **Other compensation** | | | | | | |
| Directors' compensation | €100,000 | €100,000 | | €100,000 | €100,000 | |
| **Employee benefits** | | | | | | |
| Benefits in kind | €- | €12,641 | | €- | €- | |
| Type | | | | | | |
| Employer contributions to Group plans (health insurance, death/disability insurance and defined contribution pension plan) | €32,304 | €36,304 | | €41,160 | €39,448 | |
| **Deferred benefit obligations** | | | | | | |
| Supplementary defined benefit 'loyalty-based' pension plan | No | No | | Yes, without acquiring any new rights | Yes, without acquiring any new rights | |
| Non-compete payment | Yes | Yes | | Yes | Yes | |
| Termination benefits | With respect to the corporate office | With respect to the corporate office | | With respect to his suspended employment contract | With respect to his suspended employment contract | |

*(a) Details of the achievement rate of the criteria are presented in Appendix 1 below.*

### 4.3.2.2.3 2024 Compensation appendices

Six explanatory appendices are provided in addition to this summary table on 2024 compensation. They pertain to:

1. the 2024 variable component;
2. the 2024 performance share plan;
3. the supplementary defined benefit pension plan;
4. the termination benefits related to corporate office or suspended contract;
5. the non-compete payment;
6. Group plans and benefits in kind.

#### Appendix 1: 2024 variable component

The annual variable compensation of the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer for 2024 was determined in accordance with the principles set out in the 2024 compensation policy described in Section 3.3.1. of the 2023 Universal Registration Document and was approved by the Annual Shareholders' Meeting of April 30, 2024 (under the ninth resolution with respect to the Chairman and Chief Executive Officer and the tenth resolution with respect to the Deputy Chief Executive Officer).

Payment of this variable component will be submitted for approval at the Annual Shareholders' Meeting to be held on April 30, 2025.

The target bonus for Francesco Milleri and Paul du Saillant as Chairman and Chief Executive Officer and Deputy Chief Executive Officer, respectively, for 2024 was equal to 150% and 125% of their fixed compensation, i.e., €3,150,000 and €1,687,500 respectively.

#### *Company performance for 2024*

The performance criteria result for the 2024 fiscal year are as follows:

| Weighting | Description | % achievement from 0% to 200% of the target | Weighted % achievement |
|---|---|---|---|
| **W** | | **A** | **W x A** |
| 40% | Group adjusted[2] Earnings per share (EPS) growth (at constant exchange rates[1]) | 127.5% | 51.0% |
| 30% | Revenue growth (at constant exchange rates[1], excluding strategic acquisitions) | 116.7% | 35.0% |
| 30% | Adjusted[2] Operating profit (at constant exchange rates[1]) | 107.5% | 32.3% |
| **100%** | | | **118.3%** |

#### *Achievement in amount*

| | Fixed Compensation for 2024 fiscal year (FC) | Target Variable compensation *(% FC)* | Weighted % achievement | Achievement in amount |
|---|---|---|---|---|
| Chief Executive Officer | €2,100,000 | 150% | 118.3% | €3,726,450 |
| Deputy Chief Executive Officer | €1,350,000 | 125% | 118.3% | €1,996,313 |

#### *Analysis of 2024 performance*

***Financial Performance***

In 2024 EssilorLuxottica delivered another year of sound business expansion, with revenue growth at constant exchange rates[1] of 6.0%, the fourth consecutive year of revenue growth above 5% at constant exchange rates[1]. In terms of profitability, the adjusted[2] operating profit and the adjusted[2] Group net profit grew by 9.4% and 9.8% respectively at constant exchange rates[1]. In particular, the adjusted[2] operating profit as a percentage of revenue improved by 50 basis points at constant exchange rates[1], proving the Group's ability to expand margins despite inflation headwinds.

The Group's strategy remains focused on disruptive innovation, with 2024 being another year of expansion for two new product categories EssilorLuxottica has been developing: myopia management solutions and smartglasses. During 2024, the Group presented the results of a five-year clinical study of its Stellest lenses, demonstrating conclusive evidence of their efficacy in slowing down myopia progression in children. As for smartglasses, the partnership with Meta Platforms has been extended entering into a new long-term agreement, under which the parties will collaborate into the next decade to develop multi-generational smart eyewear products.

The adjusted[2] operating profit reached €4,414 million in the year, representing 16.7% of revenue, compared to 16.5% in 2023, a margin accretion of 20 basis points. At constant exchange rates[1], the margin expanded by 50 basis points to 17.0% of revenue.

(1) *Figures at constant exchange rates have been calculated using the average exchange rates in effect for the corresponding period in the relevant comparative year*

(2) *Adjusted measures or figures: adjusted from the expenses or income related to the combination of Essilor and Luxottica (the 'EL Combination'), the acquisition of GrandVision (the 'GV Acquisition'), other strategic and material acquisitions, and other transactions that are unusual, infrequent or unrelated to the normal course of business as the impact of these events might affect the understanding of the Group's performance.*

The adjusted[2] Group net profit amounted to Euro 3,122 million in the full year, representing 11.8% of revenue, compared to 11.6% in 2023, a margin accretion of 20 basis points (or +40 basis points at constant exchange rates[1] to 12.0% of revenue).

As a reminder, the achievement rate of the annual variable portion of the Executive Corporate Officers' compensation over the last five years was:

| 2019 [a] [b] | 2020 [a] | 2021 | 2022 | 2023 |
|---|---|---|---|---|
| -% | 22.9% | 197.8% | 162.5% | 140.1% |

*(a) Executive Corporate Officers were Leonardo Del Vecchio and Hubert Sagnières.*
*(b) Following the fraud at an Essilor plant in Thailand.*

### Appendix 2: 2024 Performance share plan

The Annual Shareholders' Meeting of April 30, 2024 authorized the Board of Directors, in its thirty-third resolution, to grant performance shares to employees and corporate officers, thereby giving the Board of Directors of EssilorLuxottica the opportunity to instigate a culture of employee shareholding throughout the EssilorLuxottica Group. Performance share awards are a key aspect of the Group's culture and enable employees to be fully involved in the Group's value creation and success. The significant level of employee shareholding contributes to the Group's competitiveness and is a source of pride among all EssilorLuxottica employees.

In 2024, performance shares were awarded to around 9,000 EssilorLuxottica Group employees.

In addition to performance shares, the Group has proactive shareholding programs to enable as many employees as possible to become Group shareholders. Currently, over 83,500 active and former employees in over 85 countries hold a financial stake in the Group, with the ambition to continue strengthening and expanding its community of employee shareholders.

Long-term compensation plans in the form of performance shares help to strengthen the Group's employee shareholder base. The plans enable employees and corporate officers to be fully engaged in value creation and contribute to the Group's success.

The final vesting of shares is subject to the fulfillment of three performance conditions, mentioned below, enabling a comprehensive and balanced evaluation of performance while strengthening employee commitment to strategic objectives. It should be noted that the vesting period is set at three years from the date of grant.

The number of shares received will be determined on the basis of (i) share price growth, (ii) a financial target based on Earnings Per Share (EPS), and (iii) a Corporate Social Responsibility (CSR) commitment, breaking down as follows:

| Weighting | Criterion | Rationale |
|---|---|---|
| 40% | Cumulative Group adjusted earnings per share (EPS) (at constant exchange rates) | Adding the earnings per share (EPS) criterion in the long-term incentive plan, in addition to the annual bonus, reflects the goal of promoting profitable and sustainable growth in order to align the interests of the beneficiaries with those of long-term shareholders. |
| 40% | Annualized growth in the share price | EssilorLuxottica's growth strategy must create shareholder value in the medium to long term.<br>Performance shares must therefore vest in direct proportion to the growth in the share price and the gain that this represents for shareholders.<br>If the EssilorLuxottica share price grows but underperforms the EuroStoxx 50 index, a penalty is applied with respect to the number of shares granted to the Executive Corporate Officers that actually vest. |
| 20% | Corporate Social Responsibility (CSR) | EssilorLuxottica's growth strategy includes a Corporate Social Responsibility component with the Eyes on the Planet sustainability program.<br>The introduction of a CSR criterion is intended to reinforce commitment to sustainability over the long term. |

#### *Cumulative Group adjusted earnings per share (40%)*

Up to 40% of the performance shares will be delivered to each beneficiary if the Cumulative Group Adjusted Earnings Per Share (the 'CA EPS') over a three years period (e.g., the sum of adjusted EPS with respect to 2024, 2025 and 2026) will reach the target defined by the Board of Directors, at the beginning of the three-year period.

The CA EPS is calculated following the approval of the 2026 year-end EL Group's consolidated financial statements. The calculation of the CA EPS will be performed considering constant exchange rates and is based on the number of shares issued at June 30, 2024.

If CA EPS is below the threshold defined by the Board of Directors, the performance shares granted in relation to this criterion will not vest.

If CA EPS is equal or greater than a threshold defined by the Board of Directors, each beneficiary will receive a number of performance shares determined in accordance with the scale approved by EL Board of Directors.

| Cumulative Adjusted EPS | Number of shares vested *(as a % of the initial award under this criterion)* |
|---|---|
| <Level 1 (Threshold) | -% |
| Level 1 – Level 2 | 50% |
| Level 2 – Level 3 | 60% |
| Level 3 – Level 4 | 70% |
| Level 4 – Level 5 | 80% |
| Level 5 – Level 6 | 90% |
| ≥Level 6 (target) | 100% |

The required achievement level for the EPS has been established in a precise, demanding and rigorous manner but cannot be made public for reasons of confidentiality.

***Annualized growth in the share price (40%)***

The performance condition applicable to all beneficiaries is based calculated as follows:

- on November 27, 2024, the date of the award by the Board of Directors, the Initial Reference Share Price was set at €226.54 (corresponding to the average of the 20 opening prices of the EssilorLuxottica share preceding the award date);
- on November 27, 2027, i.e., three years after the award date, the Average Share Price will be calculated, corresponding to the average of the opening share prices between August 27 and November 26, 2027.

The number of shares vested is determined as follows:

| Average Share price three years after the award date | Annualized growth in the EssilorLuxottica share price[(a)] | Number of shares vested *(as a % of initial award under this criterion)* |
|---|---|---|
| Lower than €240.4 | Lower than 2% | -% |
| Between €240.4 and €247.5 | between 2% and 3% | 50% |
| Between €247.5 and €254.8 | between 3% and 4% | 60% |
| Between €254.8 and €262.2 | between 4% and 5% | 70% |
| Between €262.2 and €269.8 | between 5% and 6% | 80% |
| Between €269.8 and €277.5 | between 6% and 7% | 90% |
| Higher than or equal to €277.5 | Higher than or equal to 7% | 100% |

*(a) Annualized growth in relation to the Initial Reference Share Price of €226.54.*

***Performance conditions specific to Executive Corporate Officers – Comparison with EuroStoxx 50***

For Corporate Officers, the performance condition, based on a comparison of the performance of the EssilorLuxottica share in relation to the EuroStoxx 50 index, is calculated as follows:

- for any annualized growth in EssilorLuxottica's share price of less than 2% per year, i.e., 6.1% over three years, no performance shares will vest;
- if the minimum 2% growth per year threshold is exceeded and EssilorLuxottica outperforms the EuroStoxx 50 index, the performance shares vest under the same terms as indicated above;
- if the minimum 2% growth per year threshold is exceeded but EssilorLuxottica underperforms the EuroStoxx 50 index, the vesting of performance shares is capped at 50%.

To summarize:

| Average Share Price three years after the award date | Annualized growth in the EssilorLuxottica share price[(a)] | Number of shares vested *(as a % of initial award under this criterion)* | |
|---|---|---|---|
| | | If the EssilorLuxottica share outperforms the EuroStoxx 50 index | If the EssilorLuxottica share underperforms the EuroStoxx 50 index |
| Lower than €240.4 | <2% | -% | -% |
| Between €240.4 and €247.5 | between 2% and 3% | 50% | 50% |
| Between €247.5 and €254.8 | between 3% and 4% | 60% | |
| Between €254.8 and €262.2 | between 4% and 5% | 70% | |
| Between €262.2 and €269.8 | between 5% and 6% | 80% | |
| Between €269.8 and €277.5 | between 6% and 7% | 90% | |
| Higher than or equal to €277.5 | Higher than or equal to 7% | 100% | |

*(a) Annualized growth in relation to the Initial Reference Share Price of €226.54.*

***Corporate Social Responsibility (CSR) (20%)***

This objective reflects the Group's long-term commitment to climate change through its Eyes on the Planet sustainability program. The indicator chosen is the level of carbon emissions in fiscal year 2026, in line with EssilorLuxottica's environmental sustainability roadmap, drawn up in accordance with the Science-Based Targets initiative. (For more details, see Section 6.2).

The criterion measurement includes all the Group's Scope 1 (direct) and Scope 2 (purchased energy) emissions, as well as 70% of Scope 3 (indirect) emissions deriving from: (i) purchased good and services (not including equipment, instruments and wearables sub-categories), (ii) fuel and energy related activities, (iii) upstream transportation and iv) waste generated in operations. It will be calculated only once, following the approval of the 2026 year-end EL Group's consolidated financial statements.

If the carbon emissions during 2026 are greater than 3,000 Ktons of $CO_2$-equivalent emissions, performance shares granted under this condition will not vest.

If the carbon emissions during 2026 are less than or equal to 3,000 kilotonnes of $CO_2$ equivalent emissions, each beneficiary will receive a number of performance shares determined according to the performance grid below.

| Carbon emissions in 2026 'C' | Number of shares vested *(as a % of the initial award under this criterion)* |
|---|---|
| If C >3,000Kt | -% |
| If 2,960Kt <C ≤3,000Kt | 50% |
| If 2,920Kt <C ≤2,960Kt | 60% |
| If 2,880Kt <C ≤2,920Kt | 70% |
| If 2,840Kt <C ≤2,880Kt | 80% |
| If 2,800Kt <C ≤2,840Kt | 90% |
| If C ≤2,800Kt | 100% |

In the event of death or disability, in accordance with the plan's terms applicable to all beneficiaries, the performance conditions are deemed to be met.

***Employment condition***

In order to vest, the shares will be subject to a three-year employment condition as from the award date.

In the event of voluntary resignation or dismissal for serious or gross misconduct during the vesting period, the shares initially allocated by the Board of Directors will be forfeited.

In the event of forced departure, non-renewal of the term of office for reasons other than serious misconduct, or retirement, the allocation rate for performance shares will be determined pro rata to the length of time the corporate officer has been with the Company during the performance criteria assessment period for the plans concerned, subject to fulfilment of the performance conditions.

In the event of disability, death or exceptional circumstances due to a change of control during the vesting period of the performance shares, this employment condition will be deemed satisfied, in accordance with the plan's terms, for all beneficiaries.

**Appendix 3: Supplementary defined benefit 'loyalty-based' pension plan**

Pursuant to the PACTE Law and the Government Order of July 3, 2019 implementing certain provisions of this Law, the supplementary defined benefit pension plan was closed on that date.

The supplementary defined benefit pension plan (Article 39 of the French Tax Code) was open to Group senior executives in categories IIIC and HC within the meaning of the Metalworking Industry collective bargaining agreement.

At least 10 years' service (versus the two years recommended by the AFEP-MEDEF Code) with the EssilorLuxottica Group is required in order to receive supplementary defined pension plan benefits. Grantees also have to be employees of EssilorLuxottica (or a member company) at the time they cease their professional activity. In accordance with the applicable regulations, an executive whose employment is terminated after reaching the age of 55 and who does not accept any other paid position is considered as having retired from the Company.

The supplementary pension is based on length of service within the Group and the average gross compensation (annual fixed and variable) paid for the three years preceding the last day worked (reference compensation).

More specifically, if the eligibility conditions are met, the supplementary pension is determined as follows:

- 10% of the reference compensation;
- plus, for each year of service in excess of 10 years and up to and including 20 years:
  - 1% of the reference compensation,
  - 1.5% of the portion of the reference compensation that exceeds the 'tranche C' ceiling for Social Security contributions or 5% of the reference compensation, whichever is lower.

Accordingly, category IIIC and HC executives with at least 20 years' service with the Group are eligible for a maximum supplementary pension benefit of up to 25% of their reference compensation (versus a maximum of 45% provided for in the AFEP-MEDEF Code). The increase in potential rights is therefore a maximum of 1.25% per year (versus a maximum of 3% provided by law).

NB: The benefit obligation is accrued in the balance sheet during the vesting period (i.e., the period during which the Executive Corporate Officer remains in office) and, upon the grantee's retirement, the liability is fully outsourced to an insurance company which is responsible for paying the benefits.

***Francesco Milleri, Chairman and Chief Executive Officer***

Francesco Milleri is not eligible for the Company's defined benefit pension plan.

***Paul du Saillant, Deputy Chief Executive Officer***

Paul du Saillant recorded 11 years and two months of service at December 31, 2019. He has not accrued any additional rights since that date.

Under this plan, in view of his length of service in the Group when the plan was closed, the theoretical calculation of the annual benefits due to Paul du Saillant at December 31, 2024 would be 12.8% of the average compensation actually received in 2022, 2023 and 2024 (i.e., around €431,206).

### Appendix 4: Termination benefits related to corporate office or suspended contract

***Francesco Milleri, Chairman and Chief Executive Officer***

**No termination benefit was granted to Francesco Milleri for 2024.**

As a reminder, the terms of the commitment applicable since Francesco Milleri's appointment are as follows:

In accordance with the recommendations of the AFEP-MEDEF Code, as from the Annual Meeting of May 21, 2021, any employee who is promoted to Chief Executive Officer is required to resign from their position of employment. Accordingly, Francesco Milleri terminated his employment contract with effect from his appointment as Chief Executive Officer on May 21, 2021.

Termination benefit is wholly subject to a performance condition as described below.

***Condition for allocating a termination benefit***

Any cases of forced departure, irrespective of the type of departure (removal, resignation request, non-renewal, etc.), would give rise to the payment of the termination benefit subject to a performance condition.

No payment will be made in the event of serious or gross misconduct, resignation or where the beneficiary is able to claim a full pension, in accordance with the recommendations of the AFEP-MEDEF Code.

***Performance condition***

The potential payment of this benefit would be subject to the following performance condition.

Performance would have been measured using Francesco Milleri's average achievement rate of his target annual variable component over the three years prior to his departure. These annual objectives would be those set by the Board of Directors in respect of Francesco Milleri's role as an Executive Corporate Officer and used to calculate his annual variable compensation.

- a minimum performance rate of 50% must be achieved in each of these three years to trigger payment of these benefits. In the event of exceptional events beyond the control of the Corporate Officers, the Board of Directors may decide to waive this threshold for one of the three years concerned;
- beyond, the termination benefit would be determined on a strictly proportionate basis up to a maximum of 100% (for example, if the average performance rate reaches 90% of the target, 90% of the termination benefit would be paid).

This performance condition is directly related to the fulfilment of the objectives underlying Francesco Milleri's annual variable compensation, in line with the compensation policy applicable to him, voted at Shareholders' Meetings and taking into account the achievement of performance targets that are aligned with the Group's strategy.

***Amount of the termination benefit***

This termination benefit is set at a maximum of two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination of the corporate office, plus one-twelfth of the last annual variable compensation due or received).

The conditions for granting the termination benefit, its maximum amount as well as the calculation methods were defined in accordance with the recommendations contained in the AFEP-MEDEF Code.

***Paul du Saillant, Deputy Chief Executive Officer***

**No termination benefit was granted to Paul du Saillant for 2024.**

As a reminder, the terms of the commitment applicable since Paul du Saillant's appointment are as follows:

Paul du Saillant's employment contract was suspended on March 30, 2020 following his appointment as Chief Executive Officer of Essilor International SAS. Upon his appointment as Deputy Chief Executive Officer of EssilorLuxottica, it was decided to maintain the suspension of his employment contract, in accordance with the AFEP-MEDEF Code.

In the specific case of Paul du Saillant with a suspended employment contract that includes a severance payment, the severance payment would comprise:

- a severance payment or dismissal payment required by law or related to the collective bargaining agreement (not subject to performance conditions);
- a supra-legal severance payment for the corporate office that is wholly subject to the following performance condition.

***Condition for allocating a termination benefit***

Any cases of forced departure, irrespective of the type of departure (removal, resignation request, non-renewal, etc.), would give rise to the payment of the supra-legal severance payment subject to a performance condition.

No supra-legal severance payment would be made in the event of serious or gross misconduct, followed by dismissal under the employment contract within one year of the end of the corporate office or where the beneficiary is able to claim a full pension, in accordance with the recommendations of the AFEP-MEDEF Code.

***Performance conditions of the supra-legal severance payment***

The supra-legal severance payment would be subject to the fulfilment of a performance condition assessed by determining the average achievement rate of the objectives underlying the annual variable component for the three years prior to departure.

Performance would have been measured using Paul du Saillant's average achievement rate of his target annual variable component over the three years prior to his departure. These annual objectives would be those set by the Board of Directors in respect of Paul du Saillant's role as an Executive Corporate Officer and used to calculate his annual variable compensation.

- A minimum performance rate of 50% must be achieved in each of these three years to trigger payment of these benefits. In the event of exceptional events beyond the control of the Corporate Officers, the Board of Directors may decide to waive this threshold for one of the three years concerned.
- Beyond, the termination benefit would be determined on a strictly proportionate basis up to a maximum of 100% (for example, if the average performance rate reaches 90% of the target, 90% of the termination benefit would be paid).

This performance condition is directly related to the fulfilment of the objectives underlying Paul du Saillant's annual variable compensation in line with the compensation policy applicable to him, voted at Shareholders' Meetings and taking into account the achievement of performance targets that are aligned with the Group's strategy.

***Amount of the severance payment***

In any event, the aggregate of these two payments (legal and supra-legal) may not exceed two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination of the employment contract, plus one-twelfth of the last annual variable compensation due or received).

The amount of the severance payment to which Paul du Saillant could be entitled under the collective bargaining agreement in the event of dismissal, would represent 7.35 months of the compensation awarded under his suspended employment contract (average monthly salary and of any contractual benefits received by Paul du Saillant during the twelve or three (which is more favorable) months immediately preceding the notice of his dismissal).

In the event of the termination of the employment contract, the notice period is set in accordance with the applicable legal provisions and the collective bargaining agreement and must be complied with by both Parties.

The conditions for granting the severance payment, its maximum amount as well as the calculation methods were defined in accordance with the recommendations contained in the AFEP-MEDEF Code.

### Appendix 5: Non-compete payment

***Francesco Milleri, Chairman and Chief Executive Officer***

**No non-compete payment was granted to Francesco Milleri for 2024.**

As Chief Executive Officer of EssilorLuxottica, Francesco Milleri is eligible for a non-compete payment for respecting a non-compete obligation of 20 months from the date his corporate office ends.

The non-compete payment would be paid in installments over the application period of the clause in an amount equal to 60% of his gross compensation (fixed + variable due or received).

In accordance with the AFEP-MEDEF Code:

- the Board of Directors may waive the application of this clause when the officer leave the Company;
- the non-compete payment may not be paid if the officer retires;
- the aggregate amount of the non-compete payment and the termination benefit, may not exceed the two-year cash compensation cap.

In line with 2024 Compensation policy, on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to modify the non-compete payment policy by eliminating any reference to age. This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied*.

As a reminder, the Board's decision is based on the fact that preserving strategic information and the Group's interests is essential and remains necessary in the event of an executive officer's departure, irrespective of their age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Chairman and Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.

***Paul du Saillant, Deputy Chief Executive Officer***

**No non-compete payment was granted to Paul du Saillant for 2024.**

As a reminder, the terms of the commitment applicable since Paul du Saillant's appointment are as follows:

Following the appointment of Paul du Saillant as Deputy Chief Executive Officer, the non-compete payment mentioned in his employment contract has been tightened to ensure compliance with the recommendations of the AFEP-MEDEF Code.

Under his employment contract, Paul du Saillant is eligible for a non-compete payment, paid in installments over the period of application of the clause in an amount equal to 60% of his gross compensation (fixed + variable due or received), for respecting a non-compete obligation of 12 to 24 months from the termination date of his employment contract. Accordingly:

- the Board of Directors may waive the application of the non-compete clause when the officer leaves the Company;
- the non-compete payment may not be paid if the officer retires;
- the aggregate amount of the non-compete payment and the termination benefit (including, if applicable, the amount due by law or under the collective bargaining agreement) may not exceed the two-year cash compensation cap.

In line with 2024 Compensation policy, on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to modify the non-compete payment policy by eliminating any reference to age. This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied.*

As a reminder, the Board's decision is based on the fact that preserving strategic information and the Group's interests is essential and remains necessary in the event of an executive officer's departure, irrespective of their age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Deputy Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.

**Appendix 6: Group plans and benefits in kind**

For the year ended December 31, 2024, Francesco Milleri and Paul du Saillant were eligible for the death/disability, health insurance and defined contribution pension plans in force within the EssilorLuxottica Group under the same conditions as those applicable to the category of employees to which they are assimilated for the purpose of determining benefits and other components of their compensation.

The defined contribution pension plan is based on a flat employer contribution rate, currently set at 1% of gross compensation of the year.

The Executive Corporate Officers are eligible for a company car and are entitled to reimbursement, upon presentation of receipts of travel and assignment expenses incurred in the performance of their duties, in accordance with EssilorLuxottica's internal rules.

In addition, on the recommendation of the Nomination and Compensation Committee, the Board of Directors may decide, after considering the specific circumstances of the Executive Corporate Officers, to provide them with company accommodation or grant them a housing allowance in the form of a lump sum payment.

**Francesco Milleri is provided with a company car for both professional and personal use, in compliance with applicable tax and social regulations. This company car benefits amounted to €12,641 for the fiscal year 2024.**

**No benefits in kind were granted to Paul du Saillant during the fiscal year 2024.**

### 4.3.2.2.4 Maturity of the performance share award plan of October 28, 2021

On October 28, 2021, the Board of Directors decided to grant a performance share plan, including 50,000 performance shares for Francesco Milleri and 35,000 performance shares for Paul du Saillant.

The vesting of the shares under the plan was linked to both a presence condition and the achievement of a performance condition applicable to all beneficiaries, as well as a specific performance condition applicable to Executive Corporate Officers only.

The performance condition applicable to all beneficiaries related to annualized growth in the share price, which had to be equal to or greater than 7% for all the shares initially granted to vest.

The initial reference share price was set at €165.80 (the average of the 20 opening prices prior to October 28, 2021, granting date).

With an average opening price at the end of the vestting period of €211.46 (from July 28 to October 25, 2024), representing annualized growth of 8.45%, this performance condition, applicable to all beneficiaries, has been fully met (see table below).

**Additional performance condition applicable to Francesco Milleri and Paul du Saillant**

For the Executive Corporate Officers, the vesting of performance shares was also dependent on EssilorLuxottica share price outperforming the EuroStoxx 50 index.

Over the reference period, annualized growth in the EssilorLuxottica share price (8.45%) outperformed the EuroStoxx 50 index (5.81%). The second condition, applicable to Francesco Milleri and Paul du Saillant, has therefore been fully met. In the event of underperformance, the vesting of the performance shares would have been capped at 50%.

| | | EssilorLuxottica | EuroStoxx50 |
|---|---|---|---|
| **Initial reference share price** | Average of the 20 opening prices/values prior to October 28, 2021 | €165.8 | 4,109.9 |
| **Average price at the end of the vesting period** | Average of the opening prices/values for the period from July 28 to October 25, 2024 (inclusive) | €211.46 | 4,868.95 |
| **Annualized growth in the share price** | | +8.45% | +5.81% |
| **Achievement of the performance condition** | | Yes (100%) | Yes (EssilorLuxottica outperformance) |

As a reminder, the performance scale for the annualized share price growth was as follows:

| Annualized growth in the EssilorLuxottica share price[(a)] | Average Share Price three years after the award date | Number of shares vested *(as a % of initial grant)* |
|---|---|---|
| < 2% | Lower than €175.95 | -% |
| between 2% and 3% | Between €175.96 and €181.17 | 50% |
| between 3% and 4% | Between €181.18 and €186.50 | 60% |
| between 4% and 5% | Between €186.51 and €191.93 | 70% |
| between 5% and 6% | Between €191.94 and €197.47 | 80% |
| between 6% and 7% | Between €197.48 and €203.11 | 90% |
| >= 7% | Higher than or equal to €203.12 | 100% |

*(a) Annualized growth in relation to the Initial Reference Share Price of €165.80.*

Measured on October 28, 2024, the performance condition had been met at 100% (see table below).

| | | |
|---|---|---|
| **Initial reference share price** | Average of the 20 opening prices prior to October 28, 2021 | €165.80 |
| **Average price** | Average of the opening prices for the period from July 28 to October 25, 2024 (included) | €211.46 |
| **Annualized growth in the share price** | | +8.45% |
| **Achievement of the Performance Condition** | | 100% |

On October 28, 2024, a total of 2,383,365 shares granted to the plan beneficiaries have vested, including 50,000 performance shares to Francesco Milleri and 35,000 performance shares to Paul du Saillant.

### Additional lock-up period for Executive Corporate Officers

The Chairman and Chief Executive Officer and the Deputy Chief Executive Officer must hold in registered form, either directly or indirectly through an investment company in which they fully hold the capital and are legally responsible, at least the equivalent of 400% of their fixed annual compensation in EssilorLuxottica shares. Once they are appointed, they must acquire these shares within five years.

Moreover, they are required to keep, for the duration of their term of office, one-third of their vested performance shares. This requirement to hold shares no longer applies when they hold in registered form, either directly or indirectly through an investment company of which they hold the capital and are legally responsible, a number of EssilorLuxottica shares representing an amount equivalent to 400% of their fixed annual compensation. The fixed compensation taken into account is that for the year during which the corporate officer intends to sell performance shares.

At December 31, 2024, Francesco Milleri and Paul du Saillant hold either directly or indirectly respectively 550,265[(1)] shares and 375,877 shares and therefore complied with their shareholding requirement.

*(1) Francesco Milleri holds 549,265 EssilorLuxottica shares via Milleri S.r.l., a company that he fully owns.*

## 4.3.3 AFEP-MEDEF Compensation and Benefits Tables

### Table 1 – Summary of compensation, options and shares awarded to each corporate officer

| *In euro (gross amount)* | 2024 | 2023 |
|---|---|---|
| **Francesco Milleri** | Chairman and Chief Executive Officer | Chairman and Chief Executive Officer |
| Compensation due for the year (detailed in Table 3)[a] | €5,939,091 | €5,052,250 |
| Value of options granted during the year | | |
| Value of performance shares awarded during the year[b] | €17,131,000 | €4,733,400 |
| **Paul du Saillant** | Deputy Chief Executive Officer | Deputy Chief Executive Officer |
| Compensation due for the year (detailed in Table 3)[a] | €3,446,313 | €3,101,250 |
| Value of options granted during the year | | |
| Value of performance shares awarded during the year[b] | €7,708,950 | €2,366,700 |

*(a) Amount of compensation due for the fiscal year 2024, subject to approval by the Annual Shareholders' Meeting.*

*(b) The amounts shown correspond to the accounting fair value of the shares in accordance with IFRS. Accordingly, they are not the actual amounts that may be received if and when the shares vest. In addition, share awards are contingent on employment and performance conditions. The increase in the IFRS fair value of performance shares is driven by two main factors: first, the rise in the reference share price, which increased from €171.16 in 2023 to €226.54 in 2024; and more importantly, a significant revision of the plan's structure. In 2023, performance shares were entirely linked to a single objective based on share price growth performance. This condition, included in the IFRS valuation, required the use of the Monte Carlo model. However, 2024 plan introduces a broader set of performance conditions: 40% remain tied to a share price-related goal, while 60% are now based on internal criteria, such as Earnings Per Share (EPS) and CSR targets. Since these new criteria are internal, they do not require the Monte Carlo model, which has significantly impacted the IFRS fair value assessment.*

### Table 2 and 3 – Summary of compensation paid to each executive and non-executive corporate officer

| **Francesco Milleri** | 2024 | | 2023 | |
|---|---|---|---|---|
| | Chairman and Chief Executive Officer | | Chairman and Chief Executive Officer | |
| *In euro (gross amount)* | Amount due | Amount paid | Amount due | Amount paid |
| Fixed compensation | €2,100,000 | €2,100,000 | €1,800,000 | €1,800,000 |
| Variable compensation[a][b][c] | €3,726,450 | €3,152,250 | €3,152,500 | €2,437,500 |
| Exceptional compensation | | | | |
| Directors' compensation[d] | €100,000 | €100,000 | €100,000 | €100,000 |
| Benefits in kind: | | | | |
| • car | €12,641 | €12,641 | | |
| • unemployment insurance | | | | |
| • other | | | | |
| **TOTAL** | **€5,939,091** | **€5,364,891** | **€5,052,250** | **€4,337,500** |

| **Paul du Saillant** | 2024 | | 2023 | |
|---|---|---|---|---|
| | Deputy Chief Executive Officer | | Deputy Chief Executive Officer | |
| *In euro (gross amount)* | Amount due | Amount paid | Amount due | Amount paid |
| Fixed compensation | €1,350,000 | €1,350,000 | €1,250,000 | €1,250,000 |
| Variable compensation[a][b][c] | €1,996,313 | €1,751,250 | €1,751,250 | €2,031,250 |
| Exceptional compensation | | | | |
| Directors' compensation[d] | €100,000 | €100,000 | €100,000 | €100,000 |
| Benefits in kind: | | | | |
| • car | | | | |
| • unemployment insurance | | | | |
| • other | | | | |
| **TOTAL** | **€3,446,313** | **€3,201,250** | **€3,101,250** | **€3,381,250** |

*(a) Variable compensation for fiscal year 2024: 118.3% target achievement, subject to approval by the Shareholders' Meeting.*

*(b) Variable compensation for fiscal year 2023: 140.1% target achievement approved by the Shareholders' Meeting of April 30, 2024.*

*(c) Variable compensation for fiscal year 2022: 162.5% target achievement approved by the Shareholders' Meeting of May 17, 2023.*

*(d) Directors' compensation for the second half of year Y can be paid at the beginning of Y+1.*

## Table 4 – Stock subscription or purchase options granted during the year to each corporate officer

No stock subscription or purchase options were granted in fiscal year 2024.

## Table 5 – Stock subscription or purchase options exercised by each corporate officer during the fiscal year

### Francesco Milleri, Chairman and Chief Executive Officer

Francesco Milleri has no stock subscription options to exercise. Consequently, no options were exercised in fiscal year 2024.

### Paul du Saillant, Deputy Chief Executive Officer

Paul du Saillant has no stock subscription options to exercise. Consequently, no options were exercised in fiscal year 2024.

## Table 6 – Performance shares awarded to each corporate officer during the fiscal year

| Rights to performance shares granted | Total number | Valuation (method applied in the consolidated financial statements) *(in euro)* | Vesting date | End of lock-up period | Plan | Performance conditions |
|---|---|---|---|---|---|---|
| Francesco Milleri | 100,000 | 171.31 | 11/27/2027 | 11/27/2027 | 11/27/2024 | Share price +Earnings per share + Corporate Social Responsibility[(a)] |
| Paul du Saillant | 45,000 | 171.31 | 11/27/2027 | 11/27/2027 | 11/27/2024 | Share price +Earnings per share + Corporate Social Responsibility[(a)] |

*(a) In addition to the employment condition, the number of shares that vest is contingent on three performance conditions based on the annualized growth in the EssilorLuxottica share price (40%), Group adjusted earnings per share (40%) and Corporate Social Responsibility based on gas emissions (20%). For the share price growth criterion, a second performance condition applies specifically to Executive Corporate Officers: the number of shares that vest is reduced in the event of underperformance in relation to the EuroStoxx 50 index during the performance measurement period.*

## Table 7 – Performance shares that became available during the year for each corporate officer

| Performance shares awarded that became available | Total number | Plan | Performance conditions |
|---|---|---|---|
| Francesco Milleri | 50,000[(a)] | 10/28/2021 | Share price + relative performance linked to EuroStoxx 50 for Corporate Officers[(c)] |
| Paul du Saillant | 35,000[(b)] | 10/28/2021 | Share price + relative performance linked to EuroStoxx 50 for Corporate Officers[(c)] |

*(a) 50,000 performance shares out of the 50,000 vested under the October 28, 2021 plan became available on October 28, 2024.*
*(b) 35,000 performance shares out of the 35,000 vested under the October 28, 2021 plan became available on October 28, 2024.*
*(c) A second performance condition applies specifically to Executive Corporate Officers: the number of shares that vest is reduced in the event of underperformance in relation to the EuroStoxx 50 index during the performance measurement period.*

## Table 8 – History of capped performance stock subscription option awards (until 2017 inclusive) and capped performance stock purchase option awards (from 2018)

| Plan | 2016 | 2017 | 2018 | 2019 | 2020 | 2021 |
|---|---|---|---|---|---|---|
| Date of Shareholders' Meeting | 05/05/2015 | 05/05/2015 | 11/29/2018 | 11/29/2018 | 11/29/2018 | 05/21/2021 |
| Date of Board of Directors' meeting | 09/22/2016 | 10/03/2017 | 11/29/2018 | 10/03/2019 | 10/01/2020 | 10/28/2021 |
| Total number of shares that can be subscribed/ purchased | 119,392 | 132,016 | 133,203 | 127,117 | 113,536 | 121,868 |
| Number of shares that can be subscribed/ purchased by the corporate officers: | | | | | | |
| Starting point for the exercise of options | 09/22/2019 | 10/03/2020 | 11/29/2021 | 10/03/2022 | 10/01/2023 | 10/28/2024 |
| Expiration date | 09/22/2023 | 10/03/2024 | 11/29/2025 | 10/03/2026 | 10/01/2027 | 10/28/2028 |
| Subscription/purchase price (average of the 20 opening prices prior to the Board of Directors' meeting) | €114.88 | €105.80 | €116.74 | €131.52 | €110.79 | €165.80 |
| Exercise procedures[(a)] | Subject to conditions: 100% after three years | Subject to conditions: 100% after three years | Subject to conditions: 100% after three years | Subject to conditions: 100% after three years | Subject to conditions: 100% after three years | Subject to conditions: 100% after three years |
| Number of shares subscribed/purchased at December 31, 2024 | 60,077 | 76,518 | 83,184 | 66,098 | 52,065 | 11,734 |
| Cumulative number of options canceled or expired | 59,315 | 55,498 | 20,685 | 19,169 | 25,065 | 27,711 |
| Options remaining at December 31, 2024 | - | - | 29,334 | 41,850 | 36,406 | 82,423 |

*(a) The vesting of subscription options is subject to an employment condition and to a performance condition based on the annualized growth in the EssilorLuxottica share price. Within the framework of the proposed combination between Essilor and Luxottica, at its meeting of January 15, 2017 the Board of Directors decided to remove the performance conditions for the employee grantees of the 2015 and 2016 plans in advance.*

## Table 9 – History of performance share awards (excluding collective awards)

| Plan | 2019 | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|---|
| Date of Shareholders' Meeting | 11/29/2018 | 11/29/2018 | 05/21/2021 | 05/21/2021 | 05/21/2021 | 04/30/2024 |
| Date of Board of Directors' meeting | 10/03/2019 | 10/01/2020 | 10/28/2021 | 10/06/2022 | 10/02/2023 | 11/27/2024 |
| Total number of shares awarded | 2,228,446[(b)] | 2,138,851 | 2,817,295[(c)] | 2,092,725 | 2,187,234 | 2,019,872 |
| Number of shares awarded to the corporate officers: | | | | | | |
| • Leonardo Del Vecchio | 40,000 | 20,000 | | | | |
| • Francesco Milleri | 35,000 | 35,000 | 50,000 | 50,000 | 70,000 | 100,000 |
| • Paul du Saillant | 30,005 | 35,045 | 35,000 | 35,000 | 35,000 | 45,000 |
| Vesting date of shares | 10/03/2022 | 10/01/2023 | 10/28/2024 | Not yet vested | Not yet vested | Not yet vested |
| Date of end of lock-up period | Not applicable | Not applicable | Not applicable | Not applicable | Not applicable | Not applicable |
| | Not applicable | Not applicable | Not applicable | Not applicable | Not applicable | Not applicable |
| Number of shares vested[(a)] at December 31, 2024 | 1,461,666 | 1,764,627 | 2,320,534 | 3,900 | 2,621 | - |
| Cumulative number of shares canceled or expired | 766,780 | 374,224 | 496,761 | 238,675 | 126,265 | 10,229 |
| Shares remaining at December 31, 2024 | - | - | - | 1,850,150 | 2,058,348 | 2,009,643 |

*(a) In addition to the employment condition, the number of shares that vest is contingent on a performance condition based on the annualized growth in the EssilorLuxottica share price; Starting from the 2010 award and up to and including the 2019 plan, a second performance condition applies specifically to Executive Corporate Officers: the number of shares that vest is reduced when the average rate of achievement of variable compensation targets is less than 100%. As from the 2020 award, the number of shares that vest is reduced in the event of underperformance in relation to the EuroStoxx 50 index during the performance measurement period. As from 2024, the numbers of shares vesting depend on three criteria: 40% on Cumulative Group adjusted Earnings per share, 40% on annualized growth in share price with penalty for corporate officers in case of underperformance compared with the Euro Stoxx 50 and 20% on Corporate Social Responsibility.*

*(b) This total does not include the 801,400 free shares granted to 122 beneficiaries on March 7, 2019 to convert the Luxottica cash retention plan.*

*(c) Of which 1,849,295 performance shares as part of the annual long-term incentive plan and 968,000 shares as part of an exceptional retention plan. The shares granted under the exceptional retention plan are subject to the same presence and performance conditions as the ordinary annual plan.*

## Table 10 – Summary of multi-annual variable compensation paid to each executive officer

No multi-annual variable compensation were paid in fiscal year 2024.

## Table 11 – Corporate officers – Detailed table

| Francesco Milleri<br>**Chairman and Chief Executive Officer** | |
|---|---|
| Start of term | 2021 |
| End of term | 2027 |
| Employment contract | No[(a)] |
| Compensation relating to a non-compete clause | Yes[(b)] |
| Supplementary pension plan | No |
| Compensation or benefits that are or may be owed due to termination or change of functions | Yes[(c)] |

*(a) In accordance with the AFEP-MEDEF Code, Francesco Milleri terminated his employment contract when he was appointed as Chief Executive Officer by the Board of Directors' meeting held after the Annual Shareholders' Meeting on May 21, 2021.*
*(b) Details of the non-compete payment provided for in respect of the corporate office are given in Appendix 5 to Section 4.3.2.2.3.*
*(c) Details of the severance payment provided for in respect of the corporate office are given in Appendix 4 to Section 4.3.2.2.3.*

| Paul du Saillant<br>**Deputy Chief Executive Officer** | |
|---|---|
| Start of term | 2021 |
| End of term | 2027 |
| Employment contract | Yes – suspended since March 30, 2020[(a)] |
| Compensation relating to a non-compete clause | Yes[(b)] |
| Supplementary pension plan | Yes[(c)] |
| Compensation or benefits that are or may be owed due to termination or change of functions | Yes[(d)] |

*(a) Paul du Saillant's employment contract was suspended on March 30, 2020 following his appointment as Chief Executive Officer of Essilor International SAS. Upon his appointment as Deputy Chief Executive Officer of EssilorLuxottica, it was decided to maintain the suspension of his employment contract, in accordance with the AFEP-MEDEF Code.*
*(b) Details of the non-compete payment are given in Appendix 5 to Section 4.3.2.2.3.*
*(c) Details of the supplementary pension plan provided for Paul du Saillant are given in Appendix 3 to Section 4.3.2.2.3.*
*(d) Details of the severance payment provided for in respect of the corporate office and the suspended employment contract a are given in Appendix 4 to Section 4.3.2.2.3.*

## Ratio between the compensation of Corporate Officers and the average and median compensation of the Company's employees

The following information is presented in accordance with the provisions of the PACTE Law (no. 2019-486 of May 22, 2019) and Government Order no. 2019-1234 of November 27, 2019 to ensure transparency in terms of executive compensation. It shows the ratios between the compensation of each Corporate Officer and the average and median compensation of the Company's employees.

### Methodology

- EssilorLuxottica refers to the AFEP-MEDEF guidelines (updated in February 2021) for the comparative analysis of the total compensation of the Corporate Officers and that of the Group's employees, except with regard to the method of valuation of long-term incentive for the reasons described below.
- The listed holding company EssilorLuxottica SA has a very small number of employees compared to the total number of Group's employees in France. In order to cover at least 80% of the payroll in France, while taking into account the Group's development, the following scopes are used:
  - until 2018: Essilor International SAS, EssilorLuxottica SA and BBGR,
  - 2019 to 2021: integration of Luxottica France,
  - from 2022: integration of GrandVision France.
- The workforce used to calculate average and median compensations corresponds to a full-time equivalent workforce present continuously over the last two fiscal years.
- Compensation taken into account to calculate the ratios includes:
  - for Corporate Officers: base salary, annual variable compensation paid during the year in respect of the previous year, long-term incentive vested during the year, benefits in kind, Directors' compensation due in respect of the year,
  - for employees (full-time equivalent): fixed compensation, annual variable compensation paid during the year in respect of the previous year, profit-sharing and collective incentive plans paid in the year, long-term incentive vested during the year, benefits in kind, individual premiums paid during the year.

The valuation of long-term incentives has been adjusted to now reflect the amounts actually vested during the year. Previously, the assessment was based on the IFRS methodology, which remained theoretical by relying on accounting value estimates rather than the amounts actually received. While this change deviates from the AFEP-MEDEF guidelines (updated in February 2021), it nonetheless provides a more accurate representation of the amounts effectively paid to employees and corporate officers.

The compensation taken into account for the Corporate Officers and the employees is gross and does not include the employer's contributions.

For comparison purposes, the following table presents the annual change in the corporate officers' and employees' compensation compared to the Group's performance.

| | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|
| **The company's performance** | | | | | |
| Final share price for the year | €127.55 | €187.24 | €169.20 | €181.60 | €235.60 |
| Change in final share price versus the previous year | -6.1% | +46.8% | -9.6% | +7.3% | +29.8% |
| Attributable net profit for the year | €788 M[(a)] | €2,060 M | €2,860 M | €2,946 M | €3,122 M |
| Change in attributable net profit versus the previous year | -59%[(a)] | +161%[(b)] | +39%[(c)] | +3% | +9.8% |
| **Employees' compensation** | | | | | |
| Average compensation of employees during the year | €73,587 | €85,967 | €77,221 | €86,114 | €96,485 |
| Change in average compensation versus the previous year | -% | +17% | -10% | +12% | +12% |
| Median compensation of employees during the year | €56,445 | €63,203 | €56,631 | €61,166 | €60,168 |
| Change in median compensation versus the previous year | -% | +12% | -10% | +8% | -2% |

*(a) Impact of the Covid-19 epidemic.*
*(b) Strong recovery in 2021 following the Covid-19 pandemic, excluding GrandVision (significant increase by 16.1% at constant exchange rates compared to 2019).*
*(c) Impact of the integration of GrandVision.*

## Corporate officers' compensation

| | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|
| **Leonardo Del Vecchio with the title of Executive Chairman until December 17, 2020** | | | | | |
| Leonardo Del Vecchio | €887,365 | | | | |
| Change in compensation versus the previous year | | | | | |
| Ratio in relation to average compensation | 12 | | | | |
| Ratio in relation to median compensation | 16 | | | | |
| **Chairman of the Board of Directors until June 27, 2022** | | | | | |
| Leonardo Del Vecchio | | €3,756,990 | €290,500 | | |
| Change in compensation versus the previous year | | | -92% | | |
| Ratio in relation to average compensation | | 44 | 4 | | |
| Ratio in relation to median compensation | | 59 | 5 | | |
| **Chief Executive Officer, Chairman and Chief Executive Officer from June 28, 2022** | | | | | |
| Francesco Milleri | | €7,845,462 | €8,071,039 | €10,173,400 | €16,344,891 |
| Change in compensation versus the previous year | | | +3% | +26% | +61% |
| Ratio in relation to average compensation | | 91 | 105 | 118 | 169 |
| Ratio in relation to median compensation | | 124 | 143 | 166 | 272 |
| **Deputy Chief Executive Officer** | | | | | |
| Paul du Saillant | | €7,833,794 | € 6,992,256 | €9,224,653 | €10,887,250 |
| Change in compensation versus the previous year | | | -11% | +32% | +18% |
| Ratio in relation to average compensation | | 91 | 91 | 107 | 113 |
| Ratio in relation to median compensation | | 124 | 123 | 151 | 181 |

## 4.3.4 Compensation Paid in 2024 or Awarded in Respect of 2024 to Corporate Officers ('Say on Pay' or 'Ex-post' Vote)

The following resolutions will be submitted to the Annual Shareholders Meeting of April 30, 2025.

**The purpose of the Fifth resolution** is to submit for shareholder approval, in accordance with Article L.22-10-34, I of the French Commercial Code, the report presenting information on the compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to the corporate officers referred to in Article L.22-10-9 of the French Commercial Code.

This information includes the total compensation and benefits in kind paid in or awarded in respect of 2024 to corporate officers, including those whose term of office ended during the past fiscal year and those newly appointed during the year and the information, including CSR information, making it possible to establish a link between the corporate officers' compensation and the Company's performance.

**The purpose of the Sixth resolution** is to submit for shareholder approval, in accordance with Article L.22-10-34, II of the French Commercial Code, the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Francesco Milleri, Chairman and Chief Executive Officer.

**The purpose of the Seventh resolution** is to submit for shareholder approval, in accordance with Article L.22-10-34, II of the French Commercial Code, the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Paul du Saillant, Deputy Chief Executive Officer.

These votes are required in accordance with Article L.22-10-34 of the French Commercial Code as amended by Law no. 2016-1691 of December 9, 2016 (the 'Sapin II Law'), Law no. 2019-486 of May 22, 2019 (the 'PACTE Law'), and Government Order no. 2019-1234 of November 27, 2019.

These components are presented in the form of a table prepared in accordance with the recommendations contained in the AFEP-MEDEF Code Application Guide issued by the High Committee for Corporate Governance (*Haut Comité de Gouvernement d'Entreprise*).

### Fifth resolution

**Approval of the information relating to the compensation of Executive Corporate Officers referred to in Article L.22-10-9 I of the French Commercial Code**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, and having reviewed the Report on Corporate Governance referred to in Article L.225-37 of the French Commercial Code, approves, pursuant to Article L.22-10-34, I of the French Commercial Code, the information referred to in Article L.22-10-9, I of the French Commercial Code presented therein, as shown in Section 4.3 *Compensation of Corporate Officers* of this Universal Registration Document.

### Sixth resolution

**Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Francesco Milleri, Chairman and Chief Executive Officer**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, pursuant to Article L.22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Francesco Milleri, Chairman and Chief Executive Officer, as shown in Section 4.3 *Compensation of Corporate Officers* of this Universal Registration Document.

The fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of 2024 are summarized below.

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Fixed compensation | €2,100,000 | Gross fixed annual compensation of €2,100,000 approved by the Board of Directors on February 14, 2024 on the recommendation of the Nomination and Compensation Committee, in respect of his position as Chairman and Chief Executive Officer. |
| Variable compensation | €3,726,450 | **Annual variable compensation awarded in respect of 2024**<br>At its meeting of February 12, 2025, acting on the recommendation of the Nomination and Compensation Committee and after the approval of the financial items by the Audit and Risk Committee, the Board of Directors assessed the variable compensation payable to Francesco Milleri in respect of fiscal year 2024.<br>In light of the financial and specific objectives approved by the Board at its meeting of February 14, 2024 and the achievements recorded at December 31, 2024, the amount of the variable component was assessed as follows:<br>• growth in Group adjusted earnings per share (EPS), objective achieved at 127.5%;<br>• revenue growth (at constant exchange rates, excluding strategic acquisitions), objective achieved at 116.7%;<br>• adjusted operating profit, objective achieved at 107.5%.<br>Consequently, the amount of Francesco Milleri's variable compensation for 2024 was set at €3,726,450, i.e., 118.3% of his 2024 target bonus.<br>Details of these criteria, their respective weighting and their assessment scales are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document.<br>**Reminder: Annual variable compensation paid in 2024 (in respect of 2023)**<br>Francesco Milleri received annual variable compensation of €3,152,250, i.e., objectives achieved at 140.1%, paid in 2024. |
| Deferred variable compensation | N/A | Francesco Milleri does not benefit from any deferred variable compensation. |
| Multi-year variable compensation | N/A | Francesco Milleri does not benefit from any multi-year variable compensation. |
| Directors' compensation | €100,000 | Francesco Milleri received €100,000 in respect of his directorship of EssilorLuxottica. |
| Exceptional compensation | N/A | Francesco Milleri did not benefit from any exceptional compensation. |

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Award of stock subscription and purchase options | N/A | Francesco Milleri does not benefit from stock options. |
| Award of performance shares | Number:<br>100,000 and accounting valuation:<br>€17,131,000 | At its November 27, 2024 meeting, in accordance with the authorization granted by the thirty-third resolution of the Shareholders' Meeting of April 30, 2024, and acting on the recommendation of the Nomination and Compensation Committee, the Board of Directors awarded 100,000 performance shares to Francesco Milleri, valued at €17,131,000 according to the method used for the consolidated financial statements, i.e., 4.8% of the total number of performance shares awarded and 0.022% of the share capital at December 31, 2024.<br>The rules governing awards to corporate officers and the vesting conditions for such shares are set out in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |
| Sign-on premium | N/A | Francesco Milleri did not benefit from any sign-on premium. |
| Termination benefits | No payment | Francesco Milleri did not receive any termination benefits for the fiscal year 2024.<br>For information, in accordance with the recommendations of the AFEP-MEDEF Code, Francesco Milleri terminated his employment contract with effect from his appointment as Chief Executive Officer on May 21, 2021.<br>**Reminder:**<br>In accordance with the 2024 compensation policy for corporate officers approved at the Shareholders' Meeting of April 30, 2024, Francesco Milleri is eligible for termination benefits, in the event of forced departure, in an amount of two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination of the corporate office, plus one-twelfth of the last annual variable compensation due or received). The termination benefits are wholly subject to a performance condition.<br>Details of the award criteria for these benefits are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Non-compete payment | No payment | Francesco Milleri did not receive any non-compete payment for the fiscal year 2024.<br>As a reminder, since his appointment as Chief Executive Officer of EssilorLuxottica, Francesco Milleri has been eligible for a non-compete payment for respecting a non-compete obligation of 20 months from the date his corporate office ends.<br>The non-compete payment would be paid in installments over the application period of the clause in an amount equal to 60% of his gross compensation (fixed + variable due or received), accordingly:<br>• the Board of Directors may waive the application of this clause when the officer leave the Company;<br>• the non-compete payment may not be paid if the officer retires;<br>• the aggregate amount of the non-compete payment and the termination benefit (including, if applicable, the amount due by law or under the collective bargaining agreement) may not exceed the two-year cash compensation cap.<br>In line with 2024 Compensation policy, on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to modify the non-compete payment policy by eliminating any reference to age. This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied*.<br>As a reminder, the Board's decision is based on the fact that preserving strategic information and the Group's interests is essential and remains necessary in the event of an executive officer's departure, irrespective of their age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Chairman and Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.<br>Details of the award criteria for this payment are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |
| Supplementary pension plan | N/A | Francesco Milleri is not eligible for the Company's defined benefit pension plan. |
| Employee death/ disability and health insurance plans and defined contribution pension plan | | Francesco Milleri was eligible for the death/disability, health insurance and defined contribution pension plans in force within the EssilorLuxottica Group under the same conditions as those applicable to the category of employees to which he is assimilated for the purpose of determining benefits and other components of his compensation. |
| Benefits in kind | €12,641 | Mr. Francesco Milleri is provided with a company vehicle for both professional and personal use, in compliance with applicable tax and social regulations. The value of the benefits in kind amounted to €12,641 for the fiscal year 2024. |

## Seventh resolution

**Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Paul du Saillant, Deputy Chief Executive Officer**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, pursuant to Article L.22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of the year ended December 31, 2024 to Paul du Saillant, Deputy Chief Executive Officer, as shown in Section 4.3 *Compensation of Corporate Officers* of this Universal Registration Document.

The fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in or awarded in respect of 2024 to Paul du Saillant are summarized below.

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Fixed compensation | €1,350,000 | Gross fixed annual compensation of €1,350,000 approved by the Board of Directors on February 14, 2024 on the recommendation of the Nomination and Compensation Committee. |
| Variable compensation | €1,996,313 | **Annual variable compensation awarded in respect of 2024**<br>At its meeting of February 12, 2025, acting on the recommendation of the Nomination and Compensation Committee and after the approval of the financial items by the Audit and Risk Committee, the Board of Directors assessed the variable compensation payable to Paul du Saillant in respect of fiscal year 2024.<br>In light of the financial and specific objectives approved by the Board at its meeting of February 14, 2024 and the achievements recorded at December 31, 2024, the amount of the variable component was assessed as follows:<br>• growth in Group adjusted earnings per share (EPS), objective achieved at 127.5%;<br>• revenue growth (at constant exchange rates, excluding strategic acquisitions), objective achieved at 116.7%;<br>• adjusted operating profit, objective achieved at 107.5%.<br>Consequently, the amount of Paul du Saillant's variable compensation for 2024 was set at €1,996,313, i.e., 118.3% of his 2024 target bonus.<br>Details of these criteria, their respective weighting and their assessment scales are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document.<br>**Reminder: Annual variable compensation paid in 2024 (in respect of 2023)**<br>Paul du Saillant received annual variable compensation of €1,751,250 i.e., objectives achieved at 140.1%, paid in 2024. |
| Deferred variable compensation | N/A | Paul du Saillant does not benefit from any deferred variable compensation. |
| Multi-year variable compensation | N/A | Paul du Saillant does not benefit from any multi-year variable compensation. |
| Directors' compensation | €100,000 | Paul du Saillant received €100,000 in respect of his directorship of EssilorLuxottica. |
| Exceptional compensation | N/A | Paul du Saillant did not benefit from any exceptional compensation. |
| Award of stock subscription and purchase options | N/A | Paul du Saillant does not benefit from stock options. |

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Award of performance shares | Number:<br>45,000 and accounting valuation: €7,708,950 | At its November 27, 2024 meeting, in accordance with the authorization granted by the thirty-third resolution of the Shareholders' Meeting of April 30, 2024, and acting on the recommendation of the Nomination and Compensation Committee, the Board of Directors awarded 45,000 performance shares to Paul du Saillant, valued at €7,708,950 according to the method used for the consolidated financial statements, i.e., 2.1% of the total number of performance shares awarded and 0.010% of the share capital at December 31, 2024.<br>The rules governing awards to corporate officers and the vesting conditions for such shares are set out in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |
| Sign-on premium | N/A | Paul du Saillant did not benefit from any sign-on premium. |
| Termination benefits | No payment | Paul du Saillant did not receive any termination benefits for the fiscal year 2024.<br>For information, Paul du Saillant's employment contract was suspended on March 30, 2020 following his appointment as Chief Executive Officer of Essilor International SAS. Upon his appointment as Deputy Chief Executive Officer of EssilorLuxottica, it was decided to maintain the suspension of his employment contract, in accordance with the AFEP-MEDEF Code.<br>**Reminder:**<br>In accordance with the 2024 compensation policy for corporate officers approved at the Shareholders' Meeting of April 30, 2024, Paul du Saillant is eligible for a severance payment composed of:<br>• severance payment or dismissal payment required by law or related to the collective bargaining agreement (not subject to performance conditions);<br>• a supra-legal severance payment for the corporate office that is wholly subject to a performance condition.<br>In any event, the aggregate of these two payments (legal and supra-legal) may not exceed two years of cash compensation (calculated with reference to the average monthly amount corresponding to the fixed compensation received over the last full 12 months of service prior to notice of termination of the employment contract, plus one-twelfth of the last annual variable compensation due or received).<br>The amount of the severance payment to which Paul du Saillant could be entitled by law or under the collective bargaining agreement in the event of dismissal would represent 7.35 months of the compensation awarded under his suspended employment contract (average monthly salary and of any contractual benefits received by Paul du Saillant during the twelve or three (whichever is more favorable) months immediately preceding the notice of his dismissal).<br>The conditions for granting the severance payment, its maximum amount as well as the calculation methods were defined in accordance with the recommendations contained in the AFEP-MEDEF Code.<br>Details of the award criteria for this payment are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Non-compete payment | No payment | Paul du Saillant did not receive any non-compete payment for the fiscal year 2024.<br>Following the appointment of Paul du Saillant as Deputy Chief Executive Officer, the non-compete payment mentioned in his employment contract has been tightened to ensure compliance with the recommendations of the AFEP-MEDEF Code.<br>As a reminder, since his appointment, Paul du Saillant is eligible for a non-compete payment under his employment contract, paid in installments over the period of application of the clause in an amount equal to 60% of his gross compensation (fixed + variable), for respecting a non-compete obligation of 12 to 24 months from the termination date of his employment contract. Accordingly:<br>• the Board of Directors may waive the application of the non-compete clause when the officer leaves the Company;<br>• the non-compete payment may not be paid if the officer retires or is over 65 at the time his duties terminate;<br>• the aggregate amount of the non-compete payment and the termination benefit (including, if applicable, the amount due by law or under the collective bargaining agreement) may not exceed the two-year cash compensation cap.<br>In line with 2024 Compensation policy, on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to modify the non-compete payment policy by eliminating any reference to age. This deviation from the provisions of the AFEP-MEDEF Code is described in greater detail in Section 4.4 *Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied*.<br>As a reminder, the Board's decision is based on the fact that preserving strategic information and the Group's interests is essential and remains necessary in the event of an executive officer's departure, irrespective of their age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age. The Board also took into account the fact that no payment under the non-compete clause could be made in the event of the Deputy Chief Executive Officer's retirement, so maintaining the age limit at 65 was not necessary in practice.<br>Details of the award criteria for this payment are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |

| Compensation components paid in 2024 or awarded in respect of 2024 | Amount or accounting valuation submitted to the vote | Comments |
|---|---|---|
| Supplementary pension plan | No payment | Paul du Saillant is eligible for the supplementary pension plan under the same conditions as those applicable to the category of employees to which he is assimilated for the purpose of determining benefits and other components of his compensation.<br>Pursuant to the PACTE law and the Government Order of July 3, 2019 implementing certain provisions of this law, the supplementary defined benefit pension plan was closed on that date.<br>Paul du Saillant recorded 11 years and two months of service at December 31, 2019. He has not accrued any additional rights since that date.<br>Under this plan, in view of his length of service in the Group when the plan was closed, the theoretical calculation of the annual benefits due to Paul du Saillant at December 31, 2024 would be 12.8% of the average compensation actually received in 2022, 2023 and 2024 (i.e., around €431,206).<br>Details of the award criteria for this supplementary pension plan are provided in Section 4.3.2 *2024 Compensation of Corporate Officers* of this Universal Registration Document. |
| Employee death/ disability and health insurance plans and defined contribution pension plan | | Paul du Saillant was eligible for the death/disability, health insurance and defined contribution pension plans in force within the EssilorLuxottica Group under the same conditions as those applicable to the category of employees to which he is assimilated for the purpose of determining benefits and other components of his compensation. |
| Benefits in kind | No payment | Paul du Saillant did not receive any benefits in kind in 2024. |

## 4.3.5 Compensation Policy for Corporate Officers ('Say on Pay' or 'Ex-ante' Vote)

The following resolutions will be submitted to the Annual Shareholders's Meeting of April 30, 2025.

Pursuant to Article L.22-10-8 of the French Commercial Code, the Board of Directors submits for the approval of the Shareholders' Meeting the principles and criteria for the determination, distribution and award of the fixed, variable and exceptional components making up total compensation and benefits in kind attributable to the corporate officers, representing the compensation policy applicable to them.

These principles and criteria approved by the Board of Directors on the recommendation of the Nomination and Compensation Committee are set out in the report under the above Article and appear in Section 4.3 of this Universal Registration Document. It is hereby specified that the compensation policy for corporate officers, which is subject to an annual vote, is set by the Board of Directors, acting on the recommendation of the Nomination and Compensation Committee, based on the following key principles:

- compensation must be strictly aligned with the performance (including CSR) of EssilorLuxottica, in connection with the Company's business strategy;
- compensation must be considered as a whole: all components (cash compensation, long-term incentive, employee benefits and supplementary pension) and the balance between those components must be taken into account;
- compensation must be competitive with regard to the practices of comparable European and international companies;
- compensation must take account of Group employees' compensation and employment conditions: it must be consistent with that of the other senior executives and employees of EssilorLuxottica in terms of structure and progression;
- compensation must be governed by simple, clear, transparent rules.

### 1. Compensation Policy for Members of the Board of Directors

The compensation for members of the Board of Directors includes only cash compensation, whose maximum amount is voted on by the Shareholders' Meeting and whose allocation rules are set by the Board of Directors.

Directors' compensation includes a fixed component and a predominant variable component, which take into account (i) the type of offices held on the Board of Directors and its committees and (ii) the actual presence of the members at Board of Directors' and committee meetings. Separate compensation is set for the Lead Director in order to take into account the specific duties associated with this position.

The fixed maximum amount of €2,000,000 approved by the Combined Shareholders' Meeting of November 29, 2018 will be awarded and allocated by the Board of Directors among the various members.

In accordance with Article L.22-10-8 II of the French Commercial Code, the purpose of **the Eighth resolution** is to submit for shareholder approval the compensation policy applicable to the members of the Board of Directors. Details of the compensation policy for members of the Board of Directors are provided in Section 4.3.1 of this Universal Registration Document.

## 2. Compensation Policy of the Executive Corporate Officers

The compensation of the Executive Corporate Officers includes three main components:

- a fixed component, which should attract and retain top talents;
- a short-term variable component, linked to the achievement of strategic financial objectives at the start of each fiscal year;
- a long-term incentive component, which is designed to encourage the creation of lasting value for shareholders and to align the interests of the Executive Corporate Officers with those of shareholders.

| Fixed compensation | Short-term compensation *(can represent respectively 150% and 125% of fixed compensation if objectives are achieved in full for Chairman and Chief Executive Officer and Deputy Chief Executive Officer without exceeding respectively 300% and 250%)* | Long-term compensation *(performance conditions measured over a period of three years)* |
|---|---|---|
| | 100% of financial criteria:<br>• Group adjusted earnings per share (EPS);<br>• revenue growth (at constant exchange rates, excluding strategic acquisitions);<br>• adjusted Operating profit. | 80% of financial criteria:<br>• Group adjusted earnings per share (EPS);<br>• annualized growth in share price. |
| | | 20% of non-financial criteria linked to a CSR objective. |

The purpose of the **Ninth resolution** is to submit for shareholder approval the compensation policy that applies to Francesco Milleri, Chairman and Chief Executive Officer.

The purpose of the **Tenth resolution** is to submit for shareholder approval the compensation policy that applies to Paul du Saillant, Deputy Chief Executive Officer.

Details of all compensation policies and the planned changes can be found in the *Report on Corporate Governance* in Section 4.3.1 of this Universal Registration Document.

### Eighth resolution

**Approval of the compensation policy applicable to the members of the Board of Directors**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, and having reviewed the Board of Directors' Report on Corporate Governance, pursuant to Article L.22-10-8 II of the French Commercial Code, approves the components of the compensation policy applicable to the members of the Board of Directors, as presented in Section 4.3.1 *Compensation Policy for Corporate Officers* of this Universal Registration Document.

### Ninth resolution

**Approval of the compensation policy applicable to the Chairman and Chief Executive Officer**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, and having reviewed the Board of Directors' Report on Corporate Governance, pursuant to Article L.22-10-8 II of the French Commercial Code, approves the components of the compensation policy applicable to the Chairman and Chief Executive Officer, as presented in Section 4.3.1 *Compensation Policy for Corporate Officers* of this Universal Registration Document.

### Tenth resolution

**Approval of the compensation policy applicable to the Deputy Chief Executive Officer**

The Shareholders' Meeting, acting under the quorum and majority conditions required for Ordinary Shareholders' Meetings, and having reviewed the Board of Directors' Report on Corporate Governance, pursuant to Article L.22-10-8 II of the French Commercial Code, approves the components of the compensation policy applicable to the Deputy Chief Executive Officer, as presented Section 4.3.1 *Compensation Policy for Corporate Officers* of this Universal Registration Document.

## 4.3.6 Summary Statement of Transactions in Company Securities Carried Out by Corporate Officers (or Persons Closely Related to Them) in 2024

(Article 223-26 of the AMF General Regulations)

| First name | Last name | Title | Description of the financial instrument | Transaction type | Transaction date | Transaction amount | Shares |
|---|---|---|---|---|---|---|---|
| Francesco | Milleri | Chairman and Chief Executive Officer | Shares | Vesting of 2021 free shares plan award | 10/28/2024 | €- | 50,000 |
| | | | | Disposal | 10/29/2024 | €1,878,807.60 | 8,600 |
| | | | | Transfer[(a)] | 10/29/2024 | €- | 41,400 |
| | | | | Transfer[(a)] | 12/02/2024 | €- | 450,522 |
| Paul | du Saillant | Deputy Chief Executive Officer | Shares | Dividend payment in shares[(b)] | 06/03/2024 | €29,663.42 | 164,687 |
| | | | | Vesting of 2021 free shares plan award | 10/28/2024 | €- | 35,000 |
| | | | | Purchase within the framework of the Company Savings Plan ('PEE') | 12/18/2024 | €124,921.06 | 698 |
| | | | | Sell of performance shares | 12/27/2024 | €4,613,168.32 | 19,975 |
| Margot | Bard | Director representing employees | Shares | Disposal of shares of the Company Savings Plan ('PEE') | 02/27/2024 | €19,547.60 | 100 |
| | | | | Dividend payment in shares[(b)] | 06/03/2024 | €13,490.81 | 74,899 |
| | | | | Vesting of 2021 free shares plan award | 10/28/2024 | €- | 444 |
| | | | | Vesting of 2021 free shares plan award – Collective plan | 10/28/2024 | €- | 15 |
| | | | | Purchase within the framework of the Company Savings Plan ('PEE') | 12/18/2024 | €51,006.45 | 285 |
| Romolo | Bardin | Director representing Delfin | Shares | Purchase | 10/30/2024 | €693,875.00 | 3,250 |
| Jean-Luc | Biamonti | Independent Director | Shares | Purchase | 07/29/2024 | €250,797.60 | 1,200 |
| | | | | Purchase | 07/31/2024 | €214,020.60 | 1,000 |
| Sébastien | Brown | Director representing employees | Shares | Dividend payment in shares[(b)] | 06/03/2024 | €1,671.51 | 9.28 |
| | | | | Disposal | 10/01/2024 | €11,320.80 | 53 |
| | | | | Vesting of 2021 free shares plan award | 10/28/2024 | €- | 74 |
| | | | | Vesting of 2021 free shares plan award – Collective plan | 10/28/2024 | €- | 15 |
| | | | | Purchase within the framework of the Company Savings Plan ('PEE') | 12/18/2024 | €19,507.73 | 109 |
| Virginie | Mercier Pitre | Director representing Valoptec Association[(c)] | Shares | Dividend payment in shares[(b)] | 06/03/2024 | €6,216.12 | 34,511 |
| | | | | Vesting of 2021 free shares plan award | 10/28/2024 | €- | 3,544 |
| | | | | Vesting of 2021 free shares plan award – Collective plan | 10/28/2024 | €- | 15 |
| | | | | Purchase within the framework of the Company Savings Plan ('PEE') | 12/18/2024 | €13,959.66 | 78 |

*(a) Transfer of EssilorLuxottica shares made by Francesco Milleri to Milleri Srl, owned and managed by F. Milleri himself.*
*(b) FCPE units acquired through payment of the dividend in EssilorLuxottica shares to the Company Savings Plan ('PEE').*
*(c) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

# 4.4 Appendix: Summary Table of Recommendations of the AFEP-MEDEF Code that Have Not Been Applied

## Reminder of the Corporate Governance Code of Reference

The Board of Directors of the Group declared that, as of March 4, 2009, the AFEP and MEDEF Corporate Governance Code for listed companies of December 2008, available on the AFEP and MEDEF websites, will be the Code to which EssilorLuxottica refers, especially for the preparation of the report provided for in Article L.225-37 and L.22-10-11 of the French Commercial Code.

On December 20, 2022, a modified AFEP-MEDEF Code was issued. In this Universal Registration Document, the Company refers to the AFEP-MEDEF Code as revised on December 20, 2022 (the 'AFEP-MEDEF Code').

The composition of the Board of Directors and Committees of EssilorLuxottica shall comply with applicable laws and regulations and with the AFEP-MEDEF Code (subject to limited exceptions detailed hereafter).

## Implementation of the 'Comply or Explain' Rule

With regard to the 'Comply or Explain' rule provided for in Articles L.225-37 and L.22-10-11 of the French Commercial Code and referred to in Article 28.1 of the AFEP-MEDEF Code, the Company considers that its practices comply with the recommendations of the AFEP-MEDEF Code.

However, certain provisions have been disregarded for the reasons explained in the table below:

| References AFEP-MEDEF Code | Recommendations | Indicative deviations within EssilorLuxottica's governance |
|---|---|---|
| 10.5.1 | Independence criteria<br>*"Not to be and not to have been within the previous five years:*<br>• *an employee or executive officer of the corporation;*<br>• *an employee, executive officer or Director of a company consolidated within the corporation;*<br>• *an employee, executive officer or Director of the company's parent company or a company consolidated within this parent company."* | Nearly all the independent Board members in place at EssilorLuxottica prior to the May 2021 change in the Board of Directors were Board members who also served as independent Board members, either in the Luxottica or Essilor International Board of Directors prior to the combination of the two groups. This situation results from the fact that the merger of the two groups did not occur through a conventional merger, but through the implementation of an ad hoc structure in which Luxottica and Essilor International became two sister companies, subsidiaries of the same holding company called EssilorLuxottica, the management of which was very broadly autonomous. This is therefore a different situation from what is addressed by Article 10.5.1 of the AFEP-MEDEF Code, which aims to prevent situations in which a Board member is asked to monitor, supervise or question decisions in which s/he himself or herself has taken part as a corporate officer ('*mandataire social*') within a controlled subsidiary. It was to take account of the specific nature of the operation that the EssilorLuxottica Board Internal Rules stipulated from the outset that, with regard to what constitutes independence, and as an exemption from the principle set out in Article 10.5.1 of the AFEP-MEDEF Code, the fact of being or having been a Board member of Essilor International or Luxottica in the five preceding years would not affect the 'independent' criterion.<br>Accordingly, upon being appointed in 2017, Ms. Scocchia was deemed by the Board of Directors to be an independent member despite positions held within Luxottica.<br>Subsequently, this qualification was unanimously renewed by the Board of Directors each year for each of the Board members concerned.<br>This meant that Ms. Scocchia retained her position on the Luxottica Board of Directors until April 30, 2019 and Mr. Zappia retained his position in the Luxottica Board of Directors until April 27, 2020.<br>For these reasons and in accordance with its rules of procedure and as a continuation of the assessment made previously, the Board of Directors meeting on February 24, 2021 considered that Ms Scocchia and Mr. Zappia (who were then being considered for appointment or re-appointment as Board members) could be considered independent.<br>On February 12, 2025 the Board of Directors renewed this assessment.<br>The Board's rules in relation to conflict of interests apply to all Board members and these provisions should also apply in case of conflicts of interests between EssilorLuxottica and its subsidiaries, including Essilor International and Luxottica Group. Consequently, Ms. Scocchia and Mr. Zappia would be prevented from deliberating and voting on any decision concerning a matter relating to Luxottica Group that derives from a decision submitted to the Board of Directors of this entity at the time they were member of such Board. |

| References AFEP-MEDEF Code | Recommendations | Indicative deviations within EssilorLuxottica's governance |
|---|---|---|
| 19.1 | **Composition of the Nomination and Compensation Committee**<br>*"It is recommended that the Chairman of the Nomination and Compensation Committee be independent and that employee Director."* | The Chairman of the Nomination and Compensation Committee is independent. However, an employee Director is not a member of this committee.<br>Continuing the policy of Essilor, EssilorLuxottica gives considerable voice to employee Directors (Directors representing employees and Directors representing employee shareholders), particularly regarding decisions taken by the EssilorLuxottica Board of Directors, which includes two Directors representing employees and one Director representing the employee shareholders association Valoptec[(a)].<br>The EssilorLuxottica Group submitted a three-year performance shares plan to the first EssilorLuxottica Shareholders' Meeting held on November 29, 2018. This principle was renewed at the Shareholders' Meeting held on May 21, 2021 and at the Shareholders' Meeting on April 30, 2024.<br>The presence of a strong internal share ownership structure, which is independently represented and managed worldwide by the French non-profit association 'Valoptec Association', is a major factor in the Group's long-term performance, strategic alignment and excellence. The Association brings together a significant proportion of employee shareholders who can express their views and vote once a year on the Human Resources strategy, compensation and decisions such as the appointment and re-appointment of Executive Corporate Officers.<br>EssilorLuxottica's particularism, linked to the role played by Valoptec Association, which brings together a large number of employees shareholders, allows for a real collective involvement of employees in the life of the company, including on aspects of remuneration, and in this way meets the objectives set by the AFEP-MEDEF Code in the context of recommendation 19.1.<br>Moreover, the three Directors representing employees and employees shareholders, as all other members of the Board of Directors hear the reports from the Nomination and Compensation Committee and have access to the documents presented by the Committee. During the Board meetings, they can ask questions and can comment on all the topics addressed by the Nomination and Compensation Committee. |
| 25.4 | **Non-compete payment**<br>*"The Board must also make provision for no non-competition benefit to be paid once the officer claims his or her pension rights. In any event, no benefit can be paid over the age of 65."* | The Board considers that preserving strategic information and the Group's interests is essential and remains necessary in the event of an executive officer's departure, irrespective of their age. This is because even after the age of 65, the executive officer is still able to carry out executive or non-executive duties (either as a consultant or in a non-executive capacity) in competing groups or in situations likely to harm the Company's interests. The risk that the Group seeks to mitigate by means of such agreements therefore persists, regardless of age.<br>Therefore, on the recommendation of the Nomination and Compensation Committee, the Board of Directors decided to modify the non-compete payment policies for the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer by eliminating any reference to age. The Board also took into account the fact that no payment could be made under the non-compete clause in the event of the Chairman and Chief Executive Officer's or Deputy Chief Executive Officer's retirement. |

*(a) Valoptec is not an employees' shareholding representative body within the meaning of Article L.225-23 of the French Commercial Code.*

# 4.5 Appendix: List of Offices and Responsibilities

## ●● Francesco Milleri

### Chairman and Chief Executive Officer – Non-independent Director

65 years old
(Country of citizenship: Italy)

**Number of shares:**
1,000[b]

**Main positions:**
Chairman and CEO of EssilorLuxottica

**Business address:**
EssilorLuxottica
147, rue de Paris
94220 Charenton-Le-Pont
France

**First appointment as Director:** October 1, 2018[a]
**Current term ends:** Shareholders' Meeting 2027

#### → Personal information – Experience and expertise

Francesco Milleri is Chairman and Chief Executive Officer (CEO) of EssilorLuxottica.

He graduated cum laude in Law from the University of Florence, where he also served as an Assistant Professor of Political Economy from 1984 to 1986. In 1987, he earned an MBA in Business Administration with high merit from the School of Management at Bocconi University in Milan and subsequently specialized in Corporate Finance at New York University's Stern School of Business, as the recipient of the 'Donato Menichella' scholarship awarded by Banca d'Italia.

Francesco Milleri began his professional journey in 1988 as a business consultant for leading Italian and multinational groups. His extensive international experience includes mechanics, consumer goods, financial institutions, and pharmaceuticals industries. Alongside business consulting activities, in 1996, he founded and developed over two decades a group of companies focused on information technology and digital automation platforms.

He first joined Luxottica as a Director with Deputy functions to the Chairman in 2016, was elevated to Deputy Chairman soon after and then named CEO of the company in 2017. In 2020, he became CEO of EssilorLuxottica, then Chairman and CEO in June 2022.

Since January 2017, Francesco Milleri has led the business combination between Essilor and Luxottica. Collaborating closely with Paul du Saillant, he drove the integration and synergy plans for the two companies, leading key initiatives for the newly unified and sustainable organization.

Other notable achievements include: the launch of the Eyes on the Planet corporate responsibility program in 2021, under which the Group committed to achieve carbon neutrality for direct global operations in 2025 among other goals; OneSight EssilorLuxottica Foundation in 2022, the largest foundation in the world driving inclusive vision care access in underserved regions and a global collaborating partner of the World Health Organization under its SPECS 2030 initiative.

Chairman of Delfin S.à r.l. since 2022, Francesco Milleri has also served as Director of the Leonardo Del Vecchio Foundation, dedicated to improving access to education and healthcare services, and advancing scientific research. Additionally, he is a Director of the IEO European Institute of Oncology.

As a member of EssilorLuxottica's Board of Directors, Francesco Milleri brings his extensive expertise as a strategist for global companies and his proven ability to futurize business through digital technology and infrastructure.

#### → Positions and terms of office held as of December 31, 2024

**Main position**

Chairman and Chief Executive Officer (CEO) of EssilorLuxottica*

**EssilorLuxottica group**

Chairman and CEO
- Luxottica Group S.p.A.
- Essilor International

**External companies (non EssilorLuxottica group)**

Chairman
- Delfin S.àr.l (Luxembourg)

Director
- IEO European Institute of Oncology (Italy)
- Leonardo Del Vecchio Foundation (Italy)

Sole Director
- Milleri S.r.l. (Italy)

#### → Past positions and terms of office held over the past five years

None

*(a) Appointment effective as of October 1, 2018, date of the Combination between Essilor International (Compagnie Générale d'Optique) and Luxottica.*
*(b) In addition, Mr. Milleri holds 549,265 EssilorLuxottica shares via Milleri S.r.l., a company that he fully owns.*
* *Listed company.*

# ●● Paul du Saillant

## Deputy Chief Executive Officer – Non-independent Director

65 years old
(Country of citizenship: France)

**Number of shares:**
375,877

**Units of the Actionnariat EssilorLuxottica mutual fund[(a)]:**
8,341.721

**Main position:**
Deputy Chief Executive Officer of EssilorLuxottica

**Business address:**
EssilorLuxottica
147, rue de Paris
94220 Charenton-Le-Pont
France

**First appointment as Director:** March 30, 2020
**Current term ends:** Shareholders' Meeting 2027

### → Personal information – Experience and expertise

Paul du Saillant is Deputy Chief Executive Officer (Deputy CEO) of EssilorLuxottica.

A graduate from École Centrale de Paris in Civil Engineering, he is also a keen sailor, having also been the navigator of the French sailing team in the 1983 America's Cup.

He joined Essilor in 2008, after 20 years spent at Air Liquide, where he held operational and strategic leadership roles at group level across businesses, geographies, as well as R&D, engineering and IT.

Between 2002 and 2007, he served as Chief Operating Officer (COO) of Belgian Group Lhoist.

Over 13 years, he has been responsible for managing key business & corporate functions of the Essilor Group. In July 2010, he was appointed co-Chief Operating Officer, responsible for both large geographic zones (Europe, Asia and Latin America) and cross-functional global functions (Human Resources, R&D, industrial activities, transformation program, IT, *etc.*), then of Essilor's global Lens business from 2017.

In March 2020, he became Chief Executive Officer of Essilor and soon after, in December 2020, he was appointed Deputy CEO of EssilorLuxottica.

Since January 2017, Paul du Saillant has worked closely alongside Francesco Milleri to lead the business combination between Essilor and Luxottica, driving the integration of the two companies and leading key initiatives for the newly unified and sustainable organization.

Other notable achievements include the launch of the Eyes on the Planet corporate responsibility program in 2021, under which the Group committed to achieve carbon neutrality for direct global operations in 2025 among other goals. Another major achievement was the creation of the OneSight EssilorLuxottica Foundation in 2022, the largest foundation in the world driving inclusive vision care access in underserved regions and a global collaborating partner of the World Health Organization under its SPECS 2030 initiative.

Paul du Saillant brings to the EssilorLuxottica Board 40 years of international experience in world-class groups with successful long-term strategy, values and global/local presence. He contributes a global strategic vision, deep industrial culture and business acumen, sustained by a detailed knowledge of the optical industry, manufacturing processes and supply chain, markets and technology as well as of human and sustainability aspects.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Deputy Chief Executive Officer of EssilorLuxottica*

**EssilorLuxottica group**

Director
- EssilorLuxottica*
- Essilor International
- Luxottica Group S.p.A.

### → Past positions and terms of office held over the past five years

**EssilorLuxottica Group subsidiaries**

Chief Executive Officer
- Essilor International

**External companies (non EssilorLuxottica group)**

Director
- Sibelco (Belgium)

*(a) The Actionnariat EssilorLuxottica mutual fund exclusively invests in EssilorLuxottica shares. One unit of this mutual fund is almost equivalent to one EssilorLuxottica share (mainly due to fractional rights).*

* *Listed company.*

# ●● Margot Bard
## Director representing employees

59 years old
(Country of citizenship: France)

**Number of shares:**
5,105

**Units of the Actionnariat EssilorLuxottica mutual fund[(a)]:**
3,776.249

**Main position:**
Supply Chain Director at Essilor Group Supply Chain Strategy and Transformation Dept.

**Business address:**
81, boulevard Jean Baptiste Oudry
94000 Créteil
France

**First appointment as Director:** September 22, 2021
**Current term ends:** July 1, 2027

### → Personal information – Experience and expertise

Margot Bard is a senior executive with over 20 years of leadership experience in supply chain strategy, logistics, and operational excellence. During her tenure at Essilor, she has led transformative initiatives and established impactful collaborations with major Key Accounts.

In her recent roles, Margot Bard has focused on integrating new business units into the EssilorLuxottica network and spearheading the development of innovative supply chain systems for emerging categories, including smart eyewear.

As a member of the Board of Directors, she offers deep expertise in operational strategy and supply chain management, coupled with a comprehensive understanding of the value chain and a proven ability to navigate diverse cultural and business landscapes.

Before joining Essilor, Margot Bard worked at McKinsey & Company, where she implemented lean manufacturing programs for clients across various industries. This experience provided her with a distinctive combination of strategic vision and hands-on execution skills.

Margot Bard holds a degree in International Business from Krakow University of Economics and a diploma in Advanced Business Management from the Conservatoire National des Arts et Métiers in Paris. She is also a certified Independent Director of Companies, having completed a rigorous program at Sciences Po and IFA that included specialized training in Corporate Social Responsibility (CSR).

### → Positions and terms of office held as of December 31, 2024

**Main position**

Supply Chain Director at Essilor Group Supply Chain Strategy and Transformation Department

**EssilorLuxottica group**

Director
- EssilorLuxottica*

### → Past positions and terms of office held over the past five years

None

*(a) The Actionnariat EssilorLuxottica mutual fund exclusively invests in EssilorLuxottica shares. One unit of this mutual fund is almost equivalent to one EssilorLuxottica share (mainly due to fractional rights).*

* *Listed company.*

# ●● Romolo Bardin
## Non-independent Director

46 years old
(Country of citizenship: Italy)

**Number of shares:**
18,955

**Main position:**
Chief Executive Officer
of Delfin S.à r.l. (Luxembourg)

**Business address:**
7, rue de la Chapelle
1325 Luxembourg
Luxembourg

**First appointment as Director:** October 1, 2018 [(a)]
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Romolo Bardin is member of the Board of Directors and Chief Executive Officer of Delfin. He began his career in Luxottica in 2002.

Romolo Bardin also holds positions in the following organizations:

- Covivio S.A. as member of the Board of Directors, member of the Audit Committee and the Strategic and Investment Committee;
- Member of the following Boards of Directors: Aterno S.à r.l., DFR investment S.à r.l., Leonardo del Vecchio Foundation, Vast Gain Limited Ltd S.à r.l., Immochapelle S.A., Luxair S.A and Blue Sky S.à r.l.

He was Independent Director as well as member of the Investment Committee, Strategic Committee, Nomination Committee, Related Party Transactions Committee of Assicurazioni Generali S.p.A until January 17, 2022.

Romolo Bardin serves as Director of the Leonardo Del Vecchio Foundation, dedicated to improving access to education and healthcare services, and advancing scientific research.

He is member of the Audit and Risk Committee and member of the Nomination and Compensation Committee of EssilorLuxottica.

Romolo Bardin brings to the EssilorLuxottica Board of Directors his high-level expertise in terms of strategy, management and finance.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Chief Executive Officer of Delfin S.à r.l. (Luxembourg)

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non-EssilorLuxottica group)**

Director
- Covivio S.A. (France)*
- Delfin S.à r.l. (Luxembourg)
- Luxair S.A. (Luxembourg)
- Aterno S.à r.l. (Luxembourg)
- DFR INvestment S.à r.l. (Luxembourg)
- Leonardo Del Vecchio Foundation (Italy)
- Vast Gain Limited Ltd S.à r.l. (Luxembourg)
- Immochapelle S.A. (Luxembourg)
- Blue Sky S.à r.l. (Luxembourg)

### → Past positions and terms of office held over the past five years

**External companies (non-EssilorLuxottica group)**

Director
- Assicurazioni Generali S.p.A. (Italy)*
- Batisica S.A. (Luxembourg)
- Immeo Berlin 1 (Luxembourg)
- Immeo Berlin V (Luxembourg)
- Immeo Lux S.à r.l. (Luxembourg)
- Immeo Berlin Prime S.à r.l. (Luxembourg)
- Berlin Prime S.à r.l. (Luxembourg)
- Immeo Valore 4 S.à r.l. (Luxembourg)
- Immeo Valore 6 S.à r.l. (Luxembourg)
- Delfin Finance S.A. (Luxembourg)

*(a) Appointment effective as of October 1, 2018, date of the Combination between Essilor International (Compagnie Générale d'Optique) and Luxottica.*
** Listed company.*

# Jean-Luc Biamonti
## Independent Director

71 years old
(Country of citizenship: Principality of Monaco)

**Number of shares:**
3,900

**Main position:**
Chairman of the Strategic Committee of Calcium Capital (France)

**Address:**
89 Holland Park
London W11 3 RZ (UK)

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2027

### → Personal information – Experience and expertise

Jean-Luc Biamonti is Chairman of the Strategic Committee of Calcium Capital.

From 2013 to 2023 he was CEO of Monte-Carlo Société des Bains de Mer, where he was a Board Director since 1985 and Chairman of the Board since 1995.

After graduating from Essec Business School (Paris) and Columbia University – Business School (New York), Jean-Luc Biamonti started his career at Nestlé in 1979. He then moved to investment banking joining successively The First Boston Corporation, Wasserstein Perella and Crédit Lyonnais Security.

In 1993, Jean-Luc Biamonti joined Goldman Sachs where he was successively responsible for investment banking activities in France and in Belgium, and for retail and consumer goods industry in Europe. He was also a partner in the firm.

In 2012, Jean-Luc Biamonti founded Calcium Capital, a private equity firm.

He is non-Executive Chairman of Covivio since July 2022 and member of the CSR committee.

He is Chairman of the EssilorLuxottica Audit and Risks Committee and Lead Director since February 22, 2023.

Jean-Luc Biamonti brings to the EssilorLuxottica Board of Directors his international expertise in retail and luxury goods.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Chairman of the Strategic Committee of Calcium Capital (France)

**EssilorLuxottica group**

Lead Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Chairman
- Covivio S.A. (France)*

### → Past positions and terms of office held over the past five years

**External companies (non EssilorLuxottica group)**

Chairman and CEO
- Monte-Carlo Société des Bains de Mer* (Principality of Monaco)

Director, Chairman of the Audit Committee and Member of the Remunerations and Nomination Committee
- Covivio S.A. (France)*

Chairman of the Administration Committee
- Betclic Everest Group (a 50% subsidiary company of Monte-Carlo Société des Bains de Mer)

* *Listed company.*

# ●● Sébastien Brown
## Director representing employees

30 years old
(Country of citizenship: France)

Number of shares:
89

Units of the 'Actionnariat EssilorLuxottica' mutual fund[(a)]:
554.956

Main position:
Production Manager at Essilor (France)

Business address:
1, rue Fernand Holweck
21000 Dijon
France

**First appointment as Director:** September 22, 2021
**Current term ends:** July 1, 2027

### → Personal information – Experience and expertise

Sébastien Brown is Production Manager at Essilor, based in Dijon (France). He holds a degree in industrial engineering from the Arts & Métiers ParisTech engineering school.

From 2015 to 2018, he served as a continuous improvement engineer apprentice before joining the Operational Excellence & Innovation team, where his main responsibility was to manage projects related to automation.

In 2020, Sébastien Brown was named head of the Operational Excellence Department at the Dijon site, and in 2021 his responsibilities were expanded to include IT systems and project portfolio management.

In 2024, he took his current position of production manager in Dijon plant. The same year, he graduated fromt Sciences Po – IFA on Board director's topics such as finance, ESG and HR.

Sébastien Brown is also member of the Chapter Zero association, dealing with ESG topics at governance level.

### → Positions and terms of office held as of December 31, 2024

Main position

Production Manager at Essilor (France)

EssilorLuxottica group

Director representing employees
- EssilorLuxottica*

### → Past positions and terms of office held over the past five years

None

*(a) The Actionnariat EssilorLuxottica mutual fund exclusively invests in EssilorLuxottica shares. One unit of this mutual fund is almost equivalent to one EssilorLuxottica share (mainly due to fractional rights).*

* *Listed company.*

# Marie-Christine Coisne-Roquette
## Independent Director

68 years old
(Country of citizenship: France)

**Number of shares:**
1,000

**Main position:**
Chairperson of the Sonepar Group Board (France)

**Business address:**
25, rue d'Astorg
75008 Paris
France

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2027

### → Personal information – Experience and expertise

Marie-Christine Coisne-Roquette is Chairperson of the Sonepar Group Board. Sonepar is the worldwide leader of electrical equipment.

She has been a member of the Board of Directors of TotalEnergies since 2011, where she serves on the Audit plus Ethics and Governance Committees.

Marie-Christine Coisne-Roquette started her career as an attorney in 1981, at the Paris and New York bars. In 1984, she joined the Board of Directors of the family holding, Colam Entreprendre, and subsequently acted as Chairperson of both the Colam Entreprendre Executive Board and the Sonepar Supervisory Board.

As of 2002, she has been Chairperson and CEO of Sonepar, then Chairperson of the Board of Sonepar before becoming Chairperson of Sonepar S.A.S. in May 2016. Marie-Christine Coisne-Roquette served the MEDEF (France's main employers' association) as Executive Committee member (2000-2013) and was the Chairperson of the Tax Commission from 2005 to 2013. She was also a member of the Economic, Social and Environmental Council (2013-2015).

Serving in companies exposed to environmental scrutiny and going through a sustainability transition, she developed experience in environmental topics. Marie-Christine Coisne-Roquette also followed regular ESG in-house trainings and meetings with experts at Total Energies and Sonepar.

Marie-Christine Coisne-Roquette brings to the EssilorLuxottica Board of Directors her extensive international expertise in terms of strategy and management ability acquired during all her career.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Chairperson of the Sonepar Group Board (France)

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Member of Audit and Ethics & Governance Committee

Board member
- TotalEnergies* (France)

Director
- Fondation Recherche Alzheimer
- AFEP (France)

Board member and Vice Chairperson
- ANSA (Association Nationale des Sociétés par Actions – France)

Member of the Bureau and Director
- MEDEF International (France)

### → Past positions and terms of office held over the past five years

**External companies (non EssilorLuxottica group)**

Chief Executive Officer
- Sonepack S.A.S (France)

Chairwoman
- Colam Entreprendre
- CMI (France)

Member of the Supervisory Board
- Akuo Energy S.A.S. (France)

Legal representative of Sonepar S.A.S., Co-Manager of
- Sonedis (société civile) (France)

Director
- FONDACT (France)

* *Listed company.*

# ●● José Gonzalo
## Independent Director

59 years old
(Country of citizenship: France)

**Number of shares:**
1,000

**Main position:**
Executive Director of Direct Investment of Bpifrance Investissement (France)

**Business address:**
6/8, boulevard Haussmann
75009 Paris
France

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

José Gonzalo is Executive Director of Direct Investment in Small, Medium and Large Companies of Bpifrance, with a portfolio representing 30 billion euros in asset management. He is also a Board and Audit Committee member of CMA-CGM and Alstom, a Board member of Paprec and Galiléo Global Education (France).

José Gonzalo is member of the Climate Steering Committee (*Comité de Pilotage Climat*) at Bpifrance. He has followed several internal trainings on sustainability and he has an ESG center in his own Corporate function.

A graduate of Sciences Po Paris and the University Paris Dauphine, he has 29 years of experience in mergers and acquisitions. After starting his career in the M&A Department of La Compagnie Financière Rothschild, he joined the Orange Group where he held several executive positions.

Between 2009 and 2014, José Gonzalo served as Capgemini's Head of Mergers and Acquisitions.

He is member of the EssilorLuxottica Nomination and Compensation Committee.

José Gonzalo brings to the EssilorLuxottica Board of Directors his extensive expertise and practice in terms of strategy, merger and acquisitions and management acquired during many years.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Executive Director of Direct Investment in Small, Medium and Large Companies of Bpifrance Investissement (France)

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Board & Audit Committee Member
- CMA-CGM (France)
- Alstom (France)*

Director
- Paprec (France)
- Galiléo Global Education (France)

### → Past positions and terms of office held over the past five years

**External companies (non EssilorLuxottica group)**

Director
- Avril (France)
- Limagrain (France)
- Total Eren (France)
- Diot-Siaci (France)

* *Listed company.*

# Virginie Mercier Pitre
## Non-independent Director

58 years old
(Country of citizenship: France)

**Number of shares:**
12,800

**Units of the 'Actionnariat EssilorLuxottica' mutual fund[(b)]:**
1,696.306

**Main position:**
VP Key Account EssilorLuxottica EMEA Wholesale

**Business address:**
147, rue de Paris
94220 Charenton-le-Pont
France

**First appointment as Director:** January 20, 2022
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Virginie Mercier Pitre is VP Key Accounts EMEA & Asia Professional Solutions at EssilorLuxottica. She is also President of the Valoptec Association[(a)].

She began her career at Essilor Int in 1989 where she held different marketing positions such as Product Manager of various Essilor brands (Varilux, Crizal, etc.) and Marketing Director of Nikon for EMEA. In 2006, she pursued a commercial career in the Essilor Group and took on the Key Accounts Department of Essilor Europe in 2012 as well as the coordination of Global Accounts in 2016. From 2018, she contributed to numerous commercial synergy projects for the integration of EssilorLuxottica. In 2020, she was appointed VP Commercial of Essilor in Europe, which led her to set up Commercial Excellence projects (customer satisfaction, revenue management and sales effectiveness). In 2022 she was appointed VP Key Accounts EMEA Professional Solutions and expands her role to Asia in 2024.

By virtue of her functions, she brings to the Board of Directors the benefit of her extensive knowledge of the Group, the optical market, the value chain as well as the main key customers. As Valoptec President she encourages the employee shareholding and the CSR policies of the Group.

She is member of the CSR Committee of EssilorLuxottica.

Her presence at the Board of Directors is a strong signal of the importance EssilorLuxottica attaches to employee shareholding.

### → Positions and terms of office held as of December 31, 2024

**Main position**

EssilorLuxottica VP Key Account – EMEA & Asia Professional Solutions

**EssilorLuxottica Group companies**

Director
- EssilorLuxottica*

President of the Board of Directors
- Valoptec Association[(a)]

### → Past positions and terms of office held over the past five years

**EssilorLuxottica Group companies**

VP Key Accounts and VP Commercial
- Essilor Europe

*(a) Valoptec is not an employees' representative body within the meaning of Article L.225-23 of the French Commercial Code.*
*(b) The Actionnariat EssilorLuxottica mutual fund exclusively invests in EssilorLuxottica shares. One unit of this mutual fund is almost equivalent to one EssilorLuxottica share (mainly due to fractional rights).*
* *Listed company.*

# ●● Mario Notari
## Non-independent Director

60 years old
(Country of citizenship: Italy)

**Number of shares:**
2,300

**Main position:**
Full Professor of Business Law at Bocconi University of Milan and Notary at ZNR notai (Italy)

**Business address:**
Via Metastasio, 5
20123 Milan
Italy

**First appointment as Director:** June 28, 2022
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Mario Notari is graduated in Law at the University of Milan in 1988, notary in Milan since 1994, associate professor since 1998 and full professor since 2001.

Full Professor of Business Law at Bocconi University of Milan, he was Director of the PhD in Business Law at University of Brescia and then Director of the PhD in Legal Studies at Bocconi University of Milan.

Author and editor of numerous books, articles, manuals and commentaries on the fields of corporate, company and financial market law, as well as member of the management and editorial board of some national scientific journals. Member, Chairman or coordinator of various institutional and academic boards.

Mario Notari acts as legal advisor to industrial and financial groups, as well as national and international arbitrator in the areas of corporate, contracts and financial market law.

He was Director and member of the supervisory boards of listed and unlisted companies, including: Camfin S.p.A., Kairos Partners SGR S.p.A., Assicurazioni Generali S.p.A., RCS Media Group S.p.A., Luxottica Group S.p.A. and ENI S.p.A.

He is currently Director of Delfin S.à r.l. and Banca Mediolanum S.p.A., and also Chairman of the Board of Directors of Beyond Investment S.p.A.

Mario Notari brings to the EssilorLuxottica Board his profound expertise in corporate, financial and competition law and his practice in corporate governance and M&A, which he has deepened over the years. He has also developed a strong background in ESG issues, especially on governance and diversity, both as an author and speaker at scientific conferences, as well as on board committees of Italian listed companies.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Full Professor of Business Law at Bocconi University of Milan and Notary at ZNR notai (Italy)

**EssilorLuxottica Group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica Group)**

Director
- Delfin S.à r.l. (Luxembourg)
- Banca Mediolanum S.p.A.* (Italy)
- Leonardo Del Vecchio Foundation (Italy)

Chairman of Board of Directors
- Beyond Investment S.p.A * (Italy)

### → Past positions and terms of office held over the past five years

**EssilorLuxottica Group**

Director
- Luxottica Group S.p.A.*

**External companies (non EssilorLuxottica Group)**

Sindaco Effettivo
- ENI S.p.A.*

Director
- Sanità Isola Tiberina Società a responsabilità limitata Impresa Sociale 'SIT S.r.l. I.S.'

* *Listed company.*

# Swati A. Piramal
## Independent Director

68 years old
(Country of citizenship: India)

**Number of shares:**
1,028

**Main position:**
Vice Chairperson of Piramal Enterprises Limited (India)

**Business address:**
Piramal Tower,
A wing Ganpatrao Kadam Marg,
Lower Parel
Mumbai 400 13
India

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Swati Piramal is Vice Chairperson of Piramal Enterprises, a leading Indian multinational company in healthcare, financial services and information management.

A medicine graduate from the Mumbai University and Harvard Business School, Swati Piramal has used her background in public health and business to change the trajectory of healthcare, education, and public policy in India. One of India's leading scientists and industrialists, she is also involved in public health and innovation.

As the Director of the Piramal Foundation, Swati Piramal helps promote health in rural India, women's empowerment and community education.

She was also the first woman president of India's Apex Chamber of Commerce in 90 years, helping to influence important public policies and governance. She served as an adviser to the Indian Prime Minister in science, technology and economic policy.

Furthermore, Swati Piramal is currently in the Board of Directors of Allergan India Pvt. Ltd. (since 2001) and Nestle India Limited (since 2020). Since 2019, she is also a member of SIDRA Board of Governors.

Swati Piramal is Chairwoman of the EssilorLuxottica CSR Committee.

Swati Piramal brings to the EssilorLuxottica Board her experience in healthcare, financial services, manufacturing and academic general management with long terms perspectives, as well as a knowledge of the Indian market.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Vice Chairperson of Piramal Enterprises Limited (India)*

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Director
- Nestle India Limited* (India) – term ended in March 2024
- Piramal Glass Private Limited (India)
- Abbvie Therapeutic India Private Limited (formerly known as Allergan Private Limited) (India)
- Piramal Capital & Housing Finance Limited (India)
- SIDRA (Qatar)

### → Past positions and terms of office held over the past five years

None

* *Listed company.*

# ●● Cristina Scocchia
## Independent Director

51 years old
(Country of citizenship: Italy)

**Number of shares:**
1,000

**Main position:**
Chief Executive Officer of illycaffè (Italy)

**Business address:**
Via Flavia 110
34147 Trieste
Italy

**First appointment as Director:** October 1, 2018[(a)]
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Cristina Scocchia is Chief Executive Officer and member of the Board of Directors of illycaffè. She is also Independent Director of Fincantieri where she is member of the Audit & Risk Committee and Chairwoman of the Nomination Committee. In October 2024, she joined Fondazione Burlo Garofolo, a non-profit association which assists and protects children with complex pathologies, as member of the Board of Directors.

After graduating with full marks in Management of International Firms at Luigi Bocconi University, she completed a PhD in Business Administration at the University of Torino.

Cristina Scocchia started her career at Procter & Gamble, where since 1997 she held positions of increasing responsibility working on mature and emerging markets until she was appointed in September 2012 as Cosmetics International Operations Division leader, with the responsibility of supervising the brands in her portfolio in over 70 countries throughout the world.

From 2014 to 2017, Cristina Scocchia served as Chief Executive Officer of L'Oréal Italia and she led the return to growth of the company in a challenging economic environment.

From 2016 to 2017, she also acted as Chairwoman of the same company. From July 2017 to December 2021, Cristina Scocchia acted as Chief Executive Officer of Kiko, a leading make-up Company present in 45 markets, that she led to a successful turnaround thanks to a business plan based on product innovation, digital transformation and geographical expansion in Asia and the Middle East.

In June 2019, she was awarded the *Légion d'honneur*.

In October 2024, she was awarded the LILT for Women Prize, which recognizes her as a model of women empowerment and promotor of an inclusive, ethic and meritocratic leadership.

She is member of the Audit and Risk Committee of EssilorLuxottica.

Cristina Scocchia brings to the Board of Directors her extensive expertise in terms of strategy and management.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Chief Executive Officer of illycaffè (Italy)

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Director
- Fincantieri S.p.A. (Italy)*

### → Past positions and terms of office held over the past five years

**External companies (non EssilorLuxottica group)**

Chief Executive Officer
- Kiko S.p.A. (Italy)

Chairwoman and Chief Executive Officer
- L'Oréal Italia S.p.A. (Italy)*

Director
- Pirelli S.p.A. (Italy)*
- illycaffè S.p.A. (Italy)

*(a) Appointment effective as of October 1, 2018, date of the Combination between Essilor International (Compagnie Générale d'Optique) and Luxottica.*
** Listed company*

# Nathalie Von Siemens
## Independent Director

53 years old
(Country of citizenship: Germany)

**Number of shares:**
1,000

**Main position:**
Member of the Supervisory Boards of Siemens AG, Siemens Healthineers AG, Messer SE & Co. KGaA and TÜV Süd AG (Germany).
President of the Board of Trustees of the Siemens Stiftung (Germany).

**Business address:**
Straße der Einheit 86
D-14548 Schwielowsee
Germany

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Nathalie von Siemens is a member of the Supervisory Boards of Siemens AG, Siemens Healthineers AG, Messer SE & Co. KGaA and TÜV Süd AG.

She also serves Boards of Trustees and Boards of Directors in charitable, non for profit and public organizations.

Nathalie von Siemens serves as President of the Board of Trustees of the Siemens Stiftung.

From 2013 to March 2020, she was the Managing Director and Spokesperson of the Board of Siemens Stiftung. Siemens Stiftung operates in the fields of development cooperation, education, and culture. Before that, Nathalie von Siemens worked at Siemens AG in the areas of leadership development, corporate strategy, investor relations and corporate communications.

Nathalie von Siemens holds a Ph.D. in philosophy and previously worked in the academic sector.

She is member of the EssilorLuxottica CSR Committee.

Her experience at Siemens AG, Siemens Healthineers AG, TÜV Süd AG is part of her CSR skills, since these organizations embrace all aspects of sustainability respectively ESG, not only as a reporting responsibility but as part of their growth drivers.

At Siemens Stiftung Nathalie von Siemens co-founded and implemented the 'Office on Climate Education' in partnership with 'La main à la pâte' Foundation (as Managing Director/ Spokesperson of the Board until 2020).

She is co-founder of Flowerpower Energy GmbH (award winning sustainable energy supplier for micro grid in urban neighbourhood development) and Impact Investor in Econnext AG (starts, incubates, advises and scales companies with inherent potential to tackle significant social or environmental challenges).

Nathalie von Siemens brings to the EssilorLuxottica Board her experience in governing bodies of global leading companies with focus on technologies to facilitate digital transformation across industries as well as sustainable infrastructures and healthcare. Beyond her business experience she supports the EssilorLuxottica Board with her expertise in terms of management in impact-oriented philanthropy.

### → Positions and terms of office held as of December 31, 2024

**Main position**

**Member of the Supervisory Boards of Siemens AG*, Siemens Healthineers AG*, Messer SE & Co. KGaA and TÜV Süd AG (Germany).**

**President of the Board of Trustees of the Siemens Stiftung (Germany).**

**EssilorLuxottica group**

**Director**
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

**President of the Board of Trustees**
- Siemens Stiftung (Germany)

**Managing Director**
- Von Siemens Vermögensverwaltung GmbH (Germany)

### → Past positions and terms of office held over the past five years

**External companies (non EssilorLuxottica group)**

**Member of the Supervisory Board**
- Siemens Healthcare GmbH (Germany)

* *Listed company*

# Andrea Zappia
## Independent Director

61 years old
(Country of citizenship: Italy)

**Number of shares:**
2,000

**Main position:**
Chairman at MCH Group AG
(Switzerland)

**Business address:**
Messeplatz 10
4005 Basel
Switzerland

**First appointment as Director:** May 21, 2021
**Current term ends:** Shareholders' Meeting 2026

### → Personal information – Experience and expertise

Andrea Zappia is the Chairman of the MCH Group (which owns ArtBasel), Board member at MultiChoice Group and Chairman of Showmax.

He was EVP and CEO New Markets & Businesses of Sky Group until December 31, 2023. His responsibility expanded also over SkyStudios and SkyNews and he was the Chairman of SkyShowtime. Since May 2021, he has also been the Chairman of MCH Group.

After graduating in Economics, Andrea Zappia started his career at Procter & Gamble where he became European Group Marketing Manager. From 1996 to 2001, he was Global Sales and Marketing Director of Ferrari and Maserati; from 2001 to 2003, he was Vice President Marketing and Product Development worldwide of Fila.

Subsequently, he held several managerial positions within Sky: Vice President, Marketing, Promotion and Business Development of Sky Italia (from 2003 to 2007); Vice President Sport Channels of the Italian pay-tv (from 2007 to 2010); Managing Director Customer Group of BskyB (from 2010 to 2011).

From August 2011 to November 2018, Andrea Zappia was CEO of Sky Italia. He also served as member of the Board of Directors of Luxottica from April 2015 to April 2020.

During his career, Andrea Zappia led CSR missions such as the Sky Ocean Rescue project in Italy (2015-2018), the Sky 0 Footprint Fund project and the Diversity and Inclusion project at Sky (these latter as an Executive Committee member). He also took part in the SkyArts talent development project, launched to support Italian creative communities.

He is currently Chairman of the EssilorLuxottica Nomination and Compensation Committee.

Andrea Zappia brings to the EssilorLuxottica Board of Directors his extensive expertise in terms of strategy and management in key industrial sectors.

### → Positions and terms of office held as of December 31, 2024

**Main position**

Chairman
- MCH Group AG (Switzerland)

**EssilorLuxottica group**

Director
- EssilorLuxottica*

**External companies (non EssilorLuxottica group)**

Chairman
- Showmax (MultiChoice Group, South Africa)

### → Past positions and terms of office held over the past five years

**EssilorLuxottica group**

Director
- Luxottica Group (Italy)

**External companies (non EssilorLuxottica group)**

CEO
- Sky Italia (Italy)

Executive Vice President and Chief Executive Officer New Markets & Businesses
- Sky Group (UK)

* *Listed company*

# 4.6 Statutory Auditors' Report on Related-Party Agreement

*This is a free translation into English of the statutory auditors' report on related-party agreements issued in French and it is provided solely for the convenience of English-speaking users.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

**Shareholders' Meeting for the approval of the financial statements for the year ended December 31, 2024**

To the Shareholders,

In our capacity as your company's statutory auditors, we hereby report to you on related-party agreements.

It is our responsibility to report to shareholders, based on the information provided to us, on the main terms, conditions and reasons underlying company's interest of agreements that have been disclosed to us or that we may have identified as part of our engagement, without commenting on their relevance or substance or identifying any undisclosed agreements. Under the provisions of article R. 225-31 of the French commercial code, it is the responsibility of the shareholders to determine whether the agreements are appropriate and should be approved.

Where applicable, it is also our responsibility to provide shareholders with the information required by article R. 225-31 of the French commercial code in relation to the implementation during the year of agreements already approved by the Shareholders' Meeting.

We performed the procedures that we deemed necessary in accordance with professional standards applicable in France to such engagements. These procedures consisted in verifying that the information given to us is consistent with the underlying documents.

## Agreements Submitted to the Approval of the Shareholders' Meeting

### Agreements Authorized and Entered During the Past Financial Year

We hereby inform you that we have not been advised of any agreements authorized and entered during the year just ended that require the approval of the General Meeting pursuant to the provisions of Article L.225-38 of the French Commercial Code.

# Agreements Previously Approved by the Shareholders' Meeting

## Agreements Which Have Been Already Approved in Prior Years and Which Have Been Pursued During the Last Year

In accordance with article R. 225-30 of the French commercial code, we have been informed of the following agreements approved in prior years and which remained current during the current year.

### Service contract with Covivio S.A. for assistance in managing EssilorLuxottica's real estate assets

**Corporate officer involved:**

- Mr. Jean-Luc Biamonti, Chairman of the board of Directors of Covivio S.A. and Lead Director of EssilorLuxottica
- Mr. Romolo Bardin, director of Covivio S.A. and EssilorLuxottica.

**Nature and purpose:**

A tripartite service contract including EssilorLuxottica and Covivio S.A has been signed. This contract has been authorized by your Board of Directors on May 15, 2023. Covivio S.A. will act as real estate advisor in the management of EssilorLuxottica's real estate assets.

The remuneration provided for in the contract comprises an initial amount of 115,000 euros, and a performance bonus, equivalent, as the case may be to 50% of:

- 10% of the annual rent excluding VAT in a rental scenario;
- 0.8% of the sale price excluding transfer duties in an acquisition scenario.

The amount paid to Covivio for the financial year 2024 amounts to 361,939 euros.

The Statutory auditors

Forvis Mazars SA
Paris La Défense, February 20, 2025

Guillaume Devaux
Associé

Julien Madile
Associé

PricewaterhouseCoopers Audit
Neuilly sur Seine, February 20, 2025

Stéphane Basset
Associé

Pierre-Olivier Etienne
Associé

# 5

# Financial Statements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# In brief

## Documents Incorporated by Reference

Pursuant to Article 19 of Regulation (EU) 2017/1129 of the European Parliament and of the Council, the following information is incorporated by reference in this Universal Registration Document:

- the consolidated financial statements for the year ended December 31, 2022 and the Statutory Auditors' Report on the consolidated financial statements for the year, which appear respectively on pages 191-263 and 264-268 of the 2022 Universal Registration Document filed with the AMF on March 10, 2023 under number D.23-0083 ;
- the consolidated financial statements for the year ended December 31, 2023 and the Statutory Auditors' Report on the consolidated financial statements for the year, which appear respectively on pages 262-266 and 290-293 of the 2023 Universal Registration Document filed with the AMF on March 8, 2024 under number D.24-0087.

## Date of the Latest Financial Information

The latest audited financial information corresponds to fiscal years 2024 and 2023 (periods from January 1 to December 31).

## Selected Financial Information for Interim Periods

The Company has elected not to disclose financial information for interim periods in this Universal Registration Document.

*As table totals are based on unrounded figures, there may be discrepancies between these totals and the sum of their rounded components.*

# 5.1 Consolidated Financial Statements

*As table totals are based on unrounded figures, there may be discrepancies between these totals and the sum of their rounded component.*

## 5.1.1 Consolidated Statement of Profit or Loss

| *€ millions* | Notes | 2024 | 2023 |
|---|---|---|---|
| Revenue | 5 | 26,508 | 25,395 |
| Cost of sales | | (9,702) | (9,347) |
| **GROSS PROFIT** | | **16,805** | **16,048** |
| Research and development | | (630) | (593) |
| Selling | | (8,518) | (8,041) |
| Royalties | | (252) | (246) |
| Advertising and marketing | | (1,820) | (1,799) |
| General and administrative | | (2,193) | (2,211) |
| Other income/(expenses) | 6 | 55 | 19 |
| **Total operating expenses** | | **(13,358)** | **(12,871)** |
| **OPERATING PROFIT** | | **3,448** | **3,176** |
| Cost of net debt | 7 | (165) | (116) |
| Other financial income/(expenses) | 7 | 5 | (24) |
| Share of profit (loss) of associates | 13 | 3 | (1) |
| **PROFIT BEFORE TAXES** | | **3,291** | **3,035** |
| Income taxes | 8 | (800) | (609) |
| **NET PROFIT** | | **2,491** | **2,426** |
| of which attributable to: | | | |
| • owners of the parent | | 2,359 | 2,289 |
| • non-controlling interests | | 132 | 137 |
| Weighted average number of shares outstanding: | 9 | | |
| • basic | | 453,926,761 | 448,066,944 |
| • diluted | | 460,012,730 | 450,765,862 |
| Earnings per share (EPS) for net profit attributable to owners of the parent (in euro): | 9 | | |
| • basic | | 5.20 | 5.11 |
| • diluted | | 5.13 | 5.08 |

## 5.1.2 Consolidated Statement of Comprehensive Income

| *€ millions* | Notes | 2024 | 2023 |
|---|---|---|---|
| **NET PROFIT** | | **2,491** | **2,426** |
| **Items that may be reclassified subsequently to profit or loss** | | | |
| Cash flow hedges | | 7 | 3 |
| Foreign currency translation differences | | 947 | (1,045) |
| Related tax effect | 8 | (2) | (1) |
| **TOTAL ITEMS THAT MAY BE RECLASSIFIED SUBSEQUENTLY TO PROFIT OR LOSS** | | **952** | **(1,043)** |
| **Items that will not be reclassified to profit or loss** | | | |
| Actuarial gain/(loss) on employee benefits | 21 | 10 | 2 |
| Equity investments at FVOCI – net change in fair value | 14 | 34 | (24) |
| Related tax effect | 8 | (1) | 5 |
| **TOTAL ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS** | | **43** | **(17)** |
| **TOTAL OTHER COMPREHENSIVE INCOME, NET OF TAX** | | **995** | **(1,060)** |
| **TOTAL COMPREHENSIVE INCOME** | | **3,486** | **1,366** |
| Total comprehensive income attributable to: | | | |
| • owners of the parent | | 3,359 | 1,257 |
| • non-controlling interests | | 127 | 109 |

## 5.1.3 Consolidated Statement of Financial Position

### Assets

| *€ millions* | Notes | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Goodwill | 10 | 31,996 | 30,265 |
| Intangible assets | 10 | 11,047 | 11,014 |
| Property, plant and equipment | 11 | 5,689 | 5,182 |
| Right-of-use assets | 12 | 3,484 | 3,069 |
| Investments in associates | 13 | 85 | 81 |
| Other non-current assets | 14 | 1,535 | 803 |
| Deferred tax assets | 8 | 391 | 387 |
| **TOTAL NON-CURRENT ASSETS** | | **54,227** | **50,802** |
| Inventories | 15 | 3,152 | 2,750 |
| Trade receivables | 16 | 3,261 | 2,936 |
| Tax receivables | 8 | 294 | 271 |
| Other current assets | 14 | 1,078 | 1,206 |
| Cash and cash equivalents | 17 | 2,251 | 2,558 |
| **TOTAL CURRENT ASSETS** | | **10,036** | **9,721** |
| **TOTAL ASSETS** | | **64,264** | **60,523** |

### Equity and Liabilities

| *€ millions* | Notes | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Share capital | 18 | 82 | 82 |
| Share premium reserve | 18 | 23,539 | 22,882 |
| Treasury shares reserve | 18 | (172) | (312) |
| Other reserves | 18 | 14,568 | 13,298 |
| Net profit attributable to owners of the parent | | 2,359 | 2,289 |
| **EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT** | | **40,376** | **38,239** |
| Equity attributable to non-controlling interests | 18 | 626 | 653 |
| **TOTAL EQUITY** | | **41,001** | **38,891** |
| Non-current borrowings | 20 | 7,071 | 6,559 |
| Non-current lease liabilities | 20 | 2,733 | 2,399 |
| Employee benefits | 21 | 455 | 431 |
| Non-current provisions | 22 | 214 | 234 |
| Other non-current liabilities | 23 | 191 | 123 |
| Deferred tax liabilities | 8 | 2,043 | 2,145 |
| **TOTAL NON-CURRENT LIABILITIES** | | **12,707** | **11,890** |
| Current borrowings | 20 | 2,498 | 1,858 |
| Current lease liabilities | 20 | 914 | 841 |
| Trade payables | 24 | 2,657 | 2,381 |
| Tax payables | 8 | 537 | 561 |
| Current provisions | 22 | 270 | 345 |
| Other current liabilities | 23 | 3,679 | 3,756 |
| **TOTAL CURRENT LIABILITIES** | | **10,555** | **9,741** |
| **TOTAL EQUITY AND LIABILITIES** | | **64,264** | **60,523** |

## 5.1.4 Consolidated Statement of Changes in Equity

| *€ millions* | Share capital | Share premium reserve | Treasury shares reserve | Translation reserve | Retained earnings and other reserves | Net profit attributable to owners of the parent | Equity attributable to owners of the parent | Equity attributable to non-controlling interests | Total equity |
|---|---|---|---|---|---|---|---|---|---|
| **EQUITY AT JANUARY 1, 2023** | **81** | **23,066** | **(360)** | **1,230** | **11,286** | **2,152** | **37,455** | **692** | **38,147** |
| Total comprehensive income for the period | - | - | - | (1,018) | (14) | 2,289 | 1,257 | 109 | 1,366 |
| Changes in consolidation scope and NCI | - | - | - | - | (124) | - | (124) | (37) | (161) |
| *Acquisition of subsidiary with NCI* | - | - | - | - | - | - | - | - | - |
| *Acquisition of NCI without a change in control* | - | - | - | - | *(22)* | - | *(22)* | *(1)* | *(23)* |
| *Other changes related to NCI* | - | - | - | - | *(101)* | - | *(101)* | *(36)* | *(138)* |
| Shares delivered to employees and exercise of stock options | - | 33 | 321 | - | (307) | - | 47 | - | 47 |
| Share-based payments | - | - | - | - | 195 | - | 195 | - | 195 |
| Net sale/(net purchase) of treasury shares | - | - | (274) | - | - | - | (274) | - | (274) |
| Allocation of net profit | - | - | - | - | 2,152 | (2,152) | - | - | - |
| Dividends paid | 1 | (218) | - | - | (271) | - | (487) | (110) | (598) |
| Hyperinflation accounting (IAS 29) | - | - | - | - | 169 | - | 169 | - | 169 |
| **EQUITY AT DECEMBER 31, 2023** | **82** | **22,882** | **(312)** | **212** | **13,087** | **2,289** | **38,239** | **653** | **38,891** |

| € millions | Share capital | Share premium reserve | Treasury shares reserve | Translation reserve | Retained earnings and other reserves | Net profit attributable to owners of the parent | Equity attributable to owners of the parent | Equity attributable to non-controlling interests | Total equity |
|---|---|---|---|---|---|---|---|---|---|
| **EQUITY AT JANUARY 1, 2024** | **82** | **22,882** | **(312)** | **212** | **13,087** | **2,289** | **38,239** | **653** | **38,891** |
| **Total comprehensive income for the period** | **-** | **-** | **-** | **961** | **39** | **2,359** | **3,359** | **127** | **3,486** |
| Changes in consolidation scope and NCI | - | - | - | - | (177) | - | (177) | (62) | (239) |
| *Acquisition of subsidiary with NCI* | - | - | - | - | - | - | - | *5* | *5* |
| *Acquisition of NCI without a change in control* | - | - | - | - | *(49)* | - | *(49)* | *(20)* | *(68)* |
| *Other changes related to NCI* | - | - | - | - | *(129)* | - | *(129)* | *(47)* | *(176)* |
| Shares delivered to employees and exercise of stock options | - | 35 | 455 | - | (444) | - | 46 | - | 46 |
| Share-based payments | - | - | - | - | 219 | - | 219 | - | 219 |
| Net sale/(net purchase) of treasury shares | - | - | (315) | - | - | - | (315) | - | (315) |
| Allocation of net profit | - | - | - | - | 2,289 | (2,289) | - | - | - |
| Dividends paid | 1 | 622 | - | - | (1,786) | - | (1,163) | (92) | (1,256) |
| Hyperinflation accounting (IAS 29) | - | - | - | - | 168 | - | 168 | - | 168 |
| **EQUITY AT DECEMBER 31, 2024** | **82** | **23,539** | **(172)** | **1,173** | **13,396** | **2,359** | **40,376** | **626** | **41,001** |

## 5.1.5 Consolidated Statement of Cash Flows

| *€ millions* | Notes | 2024 | 2023 |
|---|---|---|---|
| **NET PROFIT** | | **2,491** | **2,426** |
| Depreciation, amortization and impairment | 6 | 3,098 | 2,972 |
| (Gains)/losses from disposal of assets | | 6 | 4 |
| Expense arising from share-based payments | | 162 | 195 |
| Income taxes | 8 | 800 | 609 |
| Finance result, net | 7 | 159 | 140 |
| Other non-cash items | | 16 | (5) |
| Changes in provisions | | (90) | 32 |
| Changes in trade working capital | | (474) | (300) |
| Changes in other operating receivables and payables | | (133) | (159) |
| Taxes paid, net | | (982) | (916) |
| Interest paid, net | | (181) | (136) |
| **NET CASH FLOWS PROVIDED BY/(USED IN) OPERATING ACTIVITIES** | | **4,874** | **4,861** |
| Purchase of property, plant and equipment and intangible assets | | (1,522) | (1,531) |
| Disposal of property, plant and equipment and intangible assets | | 10 | 11 |
| Acquisitions of businesses, net of cash acquired | 3 | (1,755) | (114) |
| Changes in other non-financial assets | | 11 | 5 |
| Changes in other financial assets | | (367) | (94) |
| **NET CASH FLOWS PROVIDED BY/(USED IN) INVESTING ACTIVITIES** | | **(3,622)** | **(1,724)** |
| Share capital increase | 18 | 35 | 34 |
| (Purchase)/sale of treasury shares | 18 | (274) | (271) |
| Dividends paid: | | | |
| • to the owners of the parent | 18 | (1,163) | (487) |
| • to non-controlling interests | 18 | (92) | (111) |
| Transactions with non-controlling interests | 18.6 | (297) | (64) |
| Cash payments for principal portion of lease liabilities | 20 | (940) | (936) |
| Issuance of bonds, private placements and other long-term debts | 20 | 1,987 | - |
| Repayment of bonds, private placements and other long-term debts | 20 | (1,300) | (1,028) |
| Changes in other current and non-current borrowings | 20 | 396 | 438 |
| **NET CASH FLOWS PROVIDED BY/(USED IN) FINANCING ACTIVITIES** | | **(1,647)** | **(2,425)** |
| **NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(395)** | **712** |
| Cash and cash equivalents at the beginning of the financial year | 17 | 2,558 | 1,960 |
| Effects of exchange rate changes on cash and cash equivalents | | 88 | (114) |
| **CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR** | **17** | **2,251** | **2,558** |

## 5.1.6 Notes to the Consolidated Financial Statements


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### General Information

EssilorLuxottica SA (hereinafter the 'Company', 'EssilorLuxottica' or, together with its subsidiaries, the 'Group') is a public limited company ('Société Anonyme') with a Board of Directors and is governed by the laws of France. The Company is headquartered in Paris, 1-5 rue Paul Cézanne, while its registered office is located in Charenton-le-Pont, 147 rue de Paris (France). EssilorLuxottica is registered with the Créteil Trade and Companies Register under reference 712 049 618, and is listed on the Euronext Paris stock exchange.

EssilorLuxottica's parent company is Delfin S.à r.l., a private limited liability company incorporated under the laws of Luxembourg.

As an open network, the Group offers its industry stakeholders in over 150 countries access to a global platform of high-quality vision care products, iconic brands, as well as cutting-edge digital services and solutions.

These consolidated financial statements are prepared under the responsibility of the Board of Directors and are presented to the Shareholders' Meeting for approval. They were approved and authorized for issue by the Board of Directors on February 12, 2025.

### Basis of Preparation of the Financial Statements

Pursuant to the European Regulation no. 1606/2002 of July 19, 2002, these consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (hereinafter also 'IFRS') as issued by the International Accounting Standards Board ('IASB') and endorsed by the European Union.

The principles and standards utilized in preparing these consolidated financial statements have been consistently applied through all periods presented, with the exception of the application of new standards and interpretations that are effective for reporting periods beginning on January 1, 2024 (described in Note 2 *New Accounting Standards*).

These consolidated financial statements are composed of a consolidated statement of profit or loss, a consolidated statement of comprehensive income, a consolidated statement of financial position, a consolidated statement of changes in equity, a consolidated statement of cash flows and related notes to the consolidated financial statements.

The Group presents its consolidated statement of profit or loss using the function of expense method. The Group presents current and non-current assets and liabilities as separate classifications in its consolidated statements of financial position. This presentation of the consolidated statement of profit or loss and of the consolidated statement of financial position is believed to provide the most relevant financial information. The consolidated statement of cash flows was prepared utilizing the indirect method, in view of the presentation of the cash flows arising from operating activities.

The Group's presentation currency is the euro. All amounts are expressed in million of euros, unless otherwise specified. Certain numerical figures contained in this document, including financial information and certain operating data, have been subjected to rounding adjustments.

These consolidated financial statements are prepared on a going concern basis.

### Use of Estimates

The preparation of financial statements requires management's use of estimates and assumptions that may affect the reported amounts of assets, liabilities, income and expenses in the financial statements, as well as the disclosures in the notes concerning contingent assets and liabilities at the balance sheet date.

Estimates are based on historical experience and other factors. The resulting accounting estimates could differ from the related actual results. Estimates are periodically reviewed and the effects of each change are reflected in the consolidated statement of profit or loss or in the consolidated statement of comprehensive income in the period in which the change occurs.

The most significant estimates and assumptions concern, in particular:

- the recoverable amount of goodwill and intangible assets;
- depreciation period for intangible assets with a definite useful life;
- fair values of assets and liabilities acquired in business combinations as well as their useful lives, when applicable;
- put options over non-controlling interests;
- the determination of provisions and other contingent liabilities related to litigations and other proceedings in progress;
- pension and other employee-benefit obligations;
- various assumptions related to lessee accounting under IFRS 16 – Leases such as assessment of the lease terms for contracts with renewal options, or the determination of discount rates;
- the determination of taxes with respect to transactions whose fiscal consequences are not yet certain at the end of the reporting period.

### Climate and Environmental Risks

The current Group's exposure to the consequences of climate change is deemed to be limited. Indeed, the geographical footprint of EssilorLuxottica's manufacturing and logistics facilities, distribution networks and human capital is well-balanced and diversified across more than 150 countries where the Group operates, a real shield against unforeseen circumstances, including severe climate conditions. Nonetheless, EssilorLuxottica pays high vigilance to such types of events and prepares adaptation measures to ensure business continuity. Moreover, in 2024, the Group continued to deliver its approach to sustainability, titled Eyes on the Planet, which is built around, among the others, the following pillars:

- **Eyes on Carbon:** EssilorLuxottica is on track to achieve, worldwide, carbon neutrality in its direct operations (Scopes 1 and 2) in 2025. Indeed, in 2024, as in 2023, EssilorLuxottica reached this commitment on these scopes in Europe after having already reached it for Italy and France in 2021. In 2024, to reinforce its efforts to address climate change, EssilorLuxottica's near-term greenhouse gas (GHG) emission reductions targets were validated by the Science-Based Targets initiative (SBTi), marking a key milestone in the Group's efforts to reduce the environmental impact across its entire value chain. These new 2030 targets address emissions across the Group's Scopes 1, 2 and 3, in line with the climate mitigation efforts outlined in the Paris Agreement; and
- **Eyes on Circularity:** At EssilorLuxottica, sustainability, products and services goes hand in hand, right from the development phase. The Group's efforts focus on optimizing the use of resources while ensuring high product standards, with the objective to shift from fossil-based materials to bio-based and/or recycled materials and embed eco-design in all its innovation developments by end of 2025. Additional efforts are on increasing internal recycling capabilities and implementing circular services to extend product life or give products a second life.

The deployment of these initiatives continues to be reflected into the Group's accounts in the form of operating expenses and investments accounted for during the course of the year as well as in the commitments disclosed by the Group. Moreover, it has been taken into account, when necessary, in the estimations used by management in the preparation of these consolidated financial statements, in particular in the budget for 2025 and the medium-term projections used to perform 2024 annual impairment tests (see Note 10.1 *Impairment Tests*).

No other climate-related material impacts were reflected in the 2024 financial statements.

## Significant Events of the Year

### EssilorLuxottica Completes Acquisition of Supreme from VF Corporation

On July 17, 2024, EssilorLuxottica and VF Corporation (a global leader in branded lifestyle apparel, footwear and accessories) jointly announced that they had entered into a definitive agreement for EssilorLuxottica to acquire the Supreme brand from VF Corporation for $1.5 billion in cash.

The transaction had been cleared by all relevant competition authorities and was successfully closed on October 1, 2024.

The Supreme brand runs a digital-first business and 17 stores in the US, Asia and Europe. This acquisition perfectly aligns with the EssilorLuxottica innovation and development journey, offering to the Group a direct connection to new audiences, languages and creativity. With its unique brand identity, fully-direct commercial approach and customer experience – a model the Group is working to preserve. Supreme has its own space within the house brand portfolio and complements the licensed portfolio as well. The brand will be well-positioned to leverage the Group's expertise, capabilities, and operating platform (See Note 3 *Business Combinations*).

### EssilorLuxottica Completes Acquisition of a Majority Stake in Heidelberg Engineering

On July 17, 2024, EssilorLuxottica and Heildelberg Engineering jointly announced that they had entered into an agreement for the acquisition of an 80% stake in Heidelberg Engineering, a Germany-based company specializing in diagnostic solutions, digital surgical technologies and healthcare IT for clinical ophthalmology.

The transaction had been cleared by all relevant competition authorities and was successfully closed on October 1, 2024.

Drawing on EssilorLuxottica's long-standing expertise in the design and manufacture of advanced instruments and vision care solutions for eyecare professionals, this transaction represents a step forward in the Group's strategy and its med-tech journey.

Founded by Dr. Gerhard Zinser and Christoph Schoess in 1990, Heidelberg Engineering brings extensive technological and scientific expertise in optical coherence tomography (OCT), real-time image processing and analytics, large-scale data analysis and digital surgical navigation, to serve medical professionals, scientists and researchers across a broad range of ophthalmic areas.

With a presence in over 100 countries, for more than three decades Heidelberg Engineering has been a reference in early detection of sight-threatening conditions such as glaucoma and age-related macular degeneration. As part of EssilorLuxottica, Heidelberg Engineering will continue to serve the market under their well-established brand, delivering the same solutions and expertise their customers have come to expect and trust (See Note 3 *Business Combinations*).

### Successful €2 Billion Bbond Issuance at 2.99%

On August 29, 2024, EssilorLuxottica successfully launched a bond issuance for a total amount of €2 billion with tenors of 4.5 and 7.5 years, carrying respectively a coupon of 2.875% and 3.00% (the 'Bonds') with an average rate after hedging of 2.99%.

The order book peaked close to €5 billion, attracting quality institutional investors, demonstrating high confidence in EssilorLuxottica's business model and credit profile.

On September 5, 2024, the Bonds were settled and admitted to trading on Euronext Paris (See Note 20 *Financial Debt, Including Lease Liabilities*).

### Update on Licensed Brands

As announced in July 2023, a perpetual worldwide license agreement granting EssilorLuxottica the exclusive right to use the Kodak registered trademarks for products and services in connection with EssilorLuxottica's business became effective as of January 1, 2024. The main payment made in execution of the Kodak agreement was processed in January 2024 and the related asset has been recognized in the consolidated statement of financial position (see Note 10 *Goodwill and Other Intangible Assets*).

Furthermore, during the first half of the year the Group announced the early renewal of their licensing agreement for the development, production and worldwide distribution of prescription frames and sunglasses under the brands Michael Kors and Dolce&Gabbana. The payments made in execution of the Dolce&Gabbana agreement were processed in Q1 2024 and the related assets have been recognized in the consolidated statement of financial position (see Note 14 *Other Assets (Current and Non-Current)*). The cash out related to this transaction is reflected in the consolidated statement of cash flows in the line *Changes in other operating receivables and payables*).

In addition, the Group announced on June 18, 2024, the signature of a new and exclusive license agreement for the design, manufacture, and worldwide distribution of Diesel eyewear. The agreement is effective for a period from June 18, 2024 to December 31, 2029, with an automatic renewal option of an additional five years. The first collection under the agreement will be available on the market from Q1 2025.

Lastly, in December 2024, the Group renewed its licensing agreement for the development, production and worldwide distribution of the eyewear under the Prada, Prada Linea Rossa and Miu Miu brands. The existing agreement, expiring on December 31, 2025, has been extended through December 31, 2030, with the provision for renewal until December 31, 2035 (no impact on 2024 financial statements).

### Macroeconomic Environment and Geopolitical Uncertainties

The Group continues to operate in a macroeconomic and geopolitical environment alike the one disclosed in the Group's 2023 consolidated financial statements (in term of inflation, volatility on the commodity and energy markets, tightening financial conditions and high Central Bank and FED (US Federal Reserve) interest rates – the latter starting to decrease from the end of 2024) that has not significantly impacted the year 2024.

Despite this challenging scenario, the Group was able to grow thanks to its positioning at the intersection of multiple categories – from eyewear, luxury and digital to med-tech. Moreover, the Group's hedging policies on the main risks (interest rates, raw material and energy purchase prices, among others) assisted in mitigating the overall volatility observed on the markets.

The main effects related to this macroeconomic environment are disclosed in the notes to the consolidated financial statements:

- Note 25 *Financial Instruments and Management of Market Risks*: about the Group's exposure to interest rate risks and to the increased volatility in commodity and energy prices.
- Note 10 *Goodwill and Other Intangible Assets*, Note 11 *Property, Plant and Equipment* and Note 12 *Leases*: the changes in the macroeconomic environment described above had a direct impact on the key parameters used by the Group in performing its impairment tests. Moreover, the Group considered this macroeconomic context in preparing its budget estimates.

# Note 1 Accounting Policies

The Group's material accounting policies are included in the relevant individual notes to the consolidated financial statements, as well as the material accounting estimates and judgments made, where applicable, as described in the paragraph *Basis of preparation of the financial statements – Use of estimates*.

## 1.1 Consolidation Principles

### 1.1.1 Subsidiaries

Subsidiaries are any entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has the rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Power is generally presumed with an ownership of at least one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognized in the statement of profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost, with the change in carrying amount recognized in the consolidated statement of profit or loss.

The accounting policies and methods applied by subsidiaries comply with IFRS and are consistent with the policies adopted by the Group.

Intercompany transactions, balances and unrealized gains and losses on transactions between Group companies are eliminated. Unrealized losses are eliminated to the extent that there is no evidence of impairment.

### 1.1.2 Associates

Associates are any entities over which the Group has significant influence, generally with ownership of between 20% and 50% of the voting rights. Equity investments in associates are accounted for using the equity method of accounting and are initially recognized at cost. Goodwill arising from acquisitions of associates is included in the carrying amount of the investment.

The Group's share of its associates' post-acquisition profits or losses is recognized in the consolidated statement of profit or loss, and its share of post-acquisition movements is recognized in other comprehensive income.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's equity investment in the associates. Unrealized losses are also eliminated unless there is evidence of impairment.

The cumulative post-acquisition movements are adjusted against the carrying amount of the equity investment. When the Group's share of losses in an associate equals or exceeds its equity investment in the associate, the Group does not recognize further losses, unless it has incurred obligations to make payments on behalf of the associate.

### 1.1.3 Other Companies

Equity investments in entities over which the Group does not have either control nor significant influence, generally with ownership of less than 20%, are originally recorded at fair value. Any ancillary costs incurred on initial recognition of the investments are immediately recognized through consolidated profit or loss. After initial recognition, the investments are measured at fair value. Gains and losses deriving from changes in fair value are recognized through other comprehensive income in the period in which they occur. Amounts presented in other comprehensive income will not subsequently be transferred to the statement of profit or loss.

### 1.1.4 Transactions with Equity Owners

Transactions such as contributions from equity owners are recorded in equity.

Transactions with non-controlling interests in controlled entities are treated as transactions with equity owners of the Group. For purchases from non-controlling interests, any difference between the consideration paid and the relevant share acquired is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

### 1.1.5 Translation of the Financial Statements of Foreign Companies

The financial statements of foreign subsidiaries are prepared in the subsidiary's functional currency. The functional currency is defined as the currency of the primary economic environment in which the subsidiary operates.

The results and financial position of all the Group subsidiaries that have a functional currency different from the presentation currency (i.e., euro) are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of the consolidated statement of financial position;
- income and expenses are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions);
- all resulting exchange differences are recognized in other comprehensive income within the line item *Foreign currency translation differences*;
- accumulated translation differences are reclassified to the statement of profit or loss when the foreign investments to which they relate are sold or wound up.

Goodwill and fair value adjustments arising from the acquisition of a foreign entity are expressed in the functional currency of the acquired entity and is translated at the closing exchange rate.

Since 2022, Turkey has been considered to be a hyperinflationary economy; IAS 29 requirements have been applied accordingly (see paragraph 18.4 *Retained Earnings and Other Reserves*).

The main exchange rates used in translating the results and financial position of foreign operations are reported in Appendix 1.

## 1.2 Consolidated Statement of Cash Flows

The consolidated statement of cash flows has been prepared applying the indirect method for reporting cash flows from operating activities, whereby net profit is adjusted for the effects of non-cash transactions, any deferrals or accruals of past or future operating cash receipts or payments. Items of income or expense associated with investing or financing activities have then been reported under their respective categories.

*Trade working capital* comprises inventories, trade receivables and trade payables. Changes in trade working capital are stated before the effect of changes in the scope of consolidation.

Cash flows of foreign subsidiaries are translated at the average exchange rate for the period, except for significant transactions if the difference is material.

The effect of changes in exchange rates on net cash and cash equivalents corresponds to the effect of: (i) changes in exchange rates between the beginning and end of the period on cash at the opening; and (ii) the difference between the closing exchange rate and the average rate on movements over the period.

Interest paid, including interest payments on lease liabilities under IFRS 16, and received are classified as *operating cash flows*.

The amounts reported in *Acquisitions of businesses, net of cash acquired* represents the consideration transferred adjusted by the net cash and cash equivalents of the acquired business at the acquisition date.

## 1.3 Foreign Currency Transactions

On initial recognition of foreign currency transactions, the assets and liabilities are translated into the entity's functional currency using the exchange rate on the transaction date. At the period-end, monetary items mainly including receivables and payables are re-translated using the closing date rate. The resulting gains and losses are recognized in *Other financial income/(expenses)*.

# Note 2 New Accounting Standards

## 2.1 New Endorsed Standards, Amendments and Interpretations that Are Effective for Annual Periods Beginning on January 1, 2024

The Group adopted the following amendments endorsed by the European Union and effective for annual periods beginning on January 1, 2024:

- Amendments to IFRS 16 – *Leases:* Lease Liability in a Sale and Leaseback (issued on September 22, 2022), endorsed on November 20, 2023 and effective from annual periods beginning on January 1, 2024;
- Amendments to IAS 1 – *Presentation of Financial Statements*: (i) Classification of Liabilities as Current or Non-current (issued on January 23, 2020), (ii) Classification of Liabilities as Current or Non-current – *Deferral of Effective Date* (issued on July 15, 2020), and (iii) Non-current Liabilities with Covenants (issued on October 31, 2022), all endorsed on December 19, 2023 and effective from annual periods beginning on January 1, 2024;
- Amendments to IAS 7 – *Statement of Cash Flows* and IFRS 7 – *Financial Instruments*: Disclosures: Supplier Finance Arrangements (issued on 25 May 2023), endorsed on May 15, 2024 and effective from annual periods beginning on January 1, 2024.

The adoption of these amendments has no material impact on the Group consolidated financial statements.

## 2.2 New Endorsed Standards, Amendments and Interpretations Effective for Annual Periods Beginning after January 1, 2024 and not yet Adopted by the Group

The following amendment, that is effective for annual periods beginning after January 1, 2024, has already been endorsed by the European Union:

- Amendments to IAS 21 – *The Effects of Changes in Foreign Exchange Rates*: Lack of Exchangeability, issued on August 15, 2023, endorsed on November 12, 2024 and effective from annual periods beginning on January 1, 2025.

Their potential impacts on the Group consolidated financial statements are currently being analysed.

# Note 3 Business Combinations

## Accounting principles

In accordance with the IFRS 3 – *Business Combinations*, the Group applies the acquisition method of accounting to account for business combinations.

The acquired company's identifiable assets, liabilities and contingent liabilities meeting the recognition criteria of the IFRS 3 are recognized at fair value determined at the acquisition date, with the exception of non-current assets held-for-sale which are recognized at fair value less costs to sell.

Goodwill represents the excess of (i) the consideration transferred and the amount of any non-controlling interest in the acquiree, over (ii) the fair value of the identifiable net assets acquired. Goodwill is allocated to cash-generating units (CGUs) or groups of CGUs corresponding to the analytical focus and return on investment followed by the Group's management.

If the initial accounting for a business combination can be determined only provisionally by the end of the reporting period, it might not be possible for the Group to complete the initial allocation of the goodwill before the end of the annual period in which the combination occurred. When this is the case, the Group disclosed the amount of the unallocated goodwill together with the reasons why that amount remains unallocated.

The Group may adjust the provisional amounts recognized. However, the measurement period shall not exceed one year from the acquisition date. Any differences compared to the provisional amounts are recognized as a retrospective adjustment against goodwill if recorded within 12 months of the acquisition date and related to facts existing before the acquisition date.

The consideration transferred for the acquisition of a subsidiary is measured at the fair value of the assets transferred, the liabilities assumed or the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

When a put option is granted to non-controlling shareholders of a subsidiary, if the option provides for settlement in cash, a liability is recognized for the present value of the exercise price of the option. This liability is classified as *Other non-current liabilities* or *Other current liabilities* in the consolidated statement of financial position based on its due date. Subsequent changes in the liability's fair value are recognized through Group equity. When the put option provides the non-controlling shareholders with present access to the returns associated with the underlying ownership interest, then, profit or loss and changes in other comprehensive income are still allocated to the non-controlling interests. However, in the consolidated statement of financial position, the non-controlling interests are derecognized as if they were acquired at the closing date. When the put option does not provide the non-controlling shareholders with present access to the returns associated with the underlying ownership interest, then, the Group derecognizes the non-controlling interests accounted for at the acquisition date.

The Group can measure non-controlling interests acquired in a business combination either at the fair value (full goodwill method) or at the non-controlling interest's proportionate share of the acquiree's net assets (partial goodwill method). This option applies on an individual transaction basis.

Acquisitions of non-controlling interests or sales without loss of control are considered to be transactions between shareholders and are recognized directly in equity without impacting goodwill.

For acquisition in which the Group obtains control in stages (step acquisitions), the Group remeasures its previously held equity interest in the acquiree at its acquisition-date fair value and recognizes the resulting gain or loss, if any, in the consolidated statement of profit or loss.

The table below shows the total impact of the business combinations accounted for in the year on the consolidated statement of financial position, as well as on the consolidated statement of profit or loss and the consolidated statement of cash flows.

| *€ millions* | Total |
|---|---|
| Intangible assets | 760 |
| Property, plant and equipment | 62 |
| Right-of-use assets | 124 |
| Other non-current assets | 21 |
| Current assets | 190 |
| Cash and cash equivalents | 40 |
| **TOTAL ASSETS ACQUIRED AT FAIR VALUE (A)** | **1,197** |
| Non-current borrowings | 8 |
| Other non-current liabilities | 102 |
| Non-current and current lease liabilities | 118 |
| Current borrowings | 20 |
| Other current liabilities | 104 |
| **TOTAL LIABILITIES ASSUMED AT FAIR VALUE (B)** | **352** |
| **FAIR VALUE OF NET ASSETS ACQUIRED (C=A-B)** | **845** |
| Consideration for the acquisitions (D) | 1,795 |
| Equity attributable to non-controlling interests (E) | 5 |
| Fair value of net assets acquired (C) | 845 |
| **GOODWILL RECOGNIZED (F=D+E-C)** | **956** |
| Consideration for the acquisition (D) | (1,795) |
| Deferred payments and fair value measurement (G) | 45 |
| Acquired cash (H) | 40 |
| **CASH FLOW FROM THE ACQUISITIONS, NET OF CASH ACQUIRED (I=D+G+H)** | **(1,711)** |

| *€ millions* | Total |
|---|---|
| **CONTRIBUTION TO 2024 CONSOLIDATED REVENUE** | **284** |
| **CONTRIBUTION TO 2024 NET PROFIT** | **34** |

The fair value of the assets and liabilities taken over companies acquired during the period is calculated on a provisional basis for certain acquisitions concluded over the year and may be reviewed at a later date no later than 12 months after the acquisition date. Any material difference resulting from this final valuation will be accounted for as a retrospective adjustment to goodwill if it is recognized within 12 months of the acquisition date and relating to events existing at the acquisition date. No material differences arose from business combinations occurred in 2023.

The amount recognized as Goodwill is not tax deductible (except in few circumstances) and primarily reflects the expected synergies and growth outlook of the acquired companies within the Group.

If the combination agreements provided for obligation to purchase, or put options on, any remaining non-controlling interest in the acquired companies, the Group recognized a corresponding liability in *Other current liabilities* or *Other non-current liabilities* based on its due date.

The amount reported above in the line *Cash flow from the acquisitions, net of cash acquired* does not include cash flows related to earn-out on business combinations occurred in previous periods nor cash flows linked to the exercise of put options over non-controlling interests.

On an unaudited *pro forma* basis, had those business combinations occurred at the beginning of the year, their overall contribution to consolidated revenue and net profit would have amounted to respectively approximately €760 million (of which approximately €513 million from Supreme) and €125 million.

The two main business combinations carried out during the financial year are described below:

### Supreme

On October 1, 2024, EssilorLuxottica closed the acquisition of Supreme, a brand running a digital-first business and 17 stores in the US, Asia and Europe. Supreme offers to the Group a direct connection to new audiences, languages and creativity. With its unique brand identity, fully-direct commercial approach and customer experience – a model the Group is working to preserve. Supreme has its own space within the house brand portfolio and complement the licensed portfolio as well. The brand is well-positioned to leverage the Group's expertise, capabilities, and operating platform.

The consideration transferred by the Group in the context of the acquisition, measured in accordance with IFRS 3, amounted to approximately €1,368 million.

The following table summarises the recognized assets acquired and liabilities assumed determined on a provisional basis at the date of acquisition (October 1, 2024).

| *€ million* | Supreme |
|---|---|
| Intangible assets | 751 |
| Property, plant and equipment | 32 |
| Right-of-use assets | 87 |
| Other non-current assets | 6 |
| Inventories | 81 |
| Trade receivables | 3 |
| Other current assets | 25 |
| Cash and cash equivalents | 24 |
| **TOTAL ASSETS ACQUIRED AT FAIR VALUE** | **1,008** |
| Other non-current liabilities (including Deferred tax liabilities) | 85 |
| Non-current and current lease liabilities | 85 |
| Trade payables | 27 |
| Other current liabilities | 22 |
| **TOTAL LIABILITIES ASSUMED AT FAIR VALUE** | **219** |
| **FAIR VALUE OF NET ASSETS ACQUIRED** | **790** |
| Consideration for the acquisitions | 1,368 |
| ***PROVISIONAL* GOODWILL RECOGNIZED** | **578** |

The figures presented above correspond to the opening balances as of October 1, 2024 as acquired through the business combination and reported according to the EssilorLuxottica's accounting policies. Fair-value measurement of the main acquired assets and assumed liabilities will be completed in 2025 with the support of independent valuation experts.

Goodwill arising from this acquisition has been determined as the sum of the consideration transferred minus the net identifiable assets acquired and liabilities assumed measured in accordance with IFRS 3. As of October 1, 2024, this provisional goodwill amounts to €578 million. Due to the nature of the Supreme's business, this goodwill has been allocated to the group of CGUs Direct to Consumer – Sun.

### Heidelberg Engineering

On October 1, 2024, EssilorLuxottica has successfully completed the transaction to acquire an 80% stake in Heidelberg Engineering, a Germany-based company specializing in diagnostic solutions, digital surgical technologies and healthcare IT for clinical ophthalmology. Drawing on EssilorLuxottica's long-standing expertise in the design and manufacture of advanced instruments and vision care solutions for eyecare professionals, this agreement represents a step forward in the Group's strategy and its med-tech journey. The provisional consideration transferred by the Group in the context of this transaction amounted to approximately €324 million, including subsequent milestone payments and the valuation of minorities.

The provisional goodwill recognized as a result of the acquisition amounts to €297 million. The accounting balances considered for the goodwill calculation correspond to the opening balances as of October 1, 2024 as acquired through the business combination and reported according to the EssilorLuxottica's accounting policies. Fair-value measurement of the main acquired assets and assumed liabilities will be completed in 2025 with the support of independent valuation experts. Due to the nature of the Heidelberg Engineering's business, the provisional goodwill has been allocated to the group of CGUs Professional Solutions.

### Other Business Combinations

During the fiscal year 2024, the Group completed other acquisitions among which:

| Name | Country | Acquisition month | Consolidation method | % interest | % consolidated |
|---|---|---|---|---|---|
| EyeQ Operations Pty Ltd | Australia | February 2024 | Full consolidation | 100% | 100% |
| Washin Optical Co.* | Japan | April 2024 | Full consolidation | 100% | 100% |
| Bairamoglou | Greece | October 2024 | Full consolidation | 100% | 100% |

* *Japanese optical retail player operating approximately 70 direct stores.*

# Note 4 Segment Information

## 4.1 Information by Segment

### Accounting principles

In accordance with IFRS 8 – *Operating Segments*, the Group's segment information is presented in line with the information provided internally to the Chief Executive Officer in his role of Chief Operating Decision Makers ('CODM'), for the purpose of managing operations, taking decisions and analysing operational performance.

Such information is prepared in accordance with the IFRS applied by the Group in its consolidated financial statements. Assets and liabilities by operating segment are not included in the data reviewed by the CODM and so this information is not reported.

Acquisitions of property, plant and equipment and intangible assets correspond to the additions of tangible and intangible assets, as presented in the consolidated notes (Note 10 *Goodwill and Other Intangible Assets*, Note 11 *Property, Plant and Equipment*).

Regarding the information about geographical area: revenue is attributed to geographical area based on customers' location, whereas non-current assets are based on the geographical area where the legal entities are located.

The Group operates in two segments:

- the **Professional Solutions** ('PS') segment: representing the wholesale business of the Group, i.e., the supply of Group's products and services to independent opticians, distributors, third-party e-commerce platforms and large retail chains operating in the eyecare and eyewear industry; and
- the **Direct to Consumer** ('DTC') segment: representing the retail business of the Group, i.e., the supply of Group products and services directly to the end consumer either through the network of physical stores operated by the Group (brick and mortar) or the online channel (e-commerce).

Information about other Group's activities that are not reportable has been combined and disclosed in the '*Corporate costs and other*' category. It mainly refers to the costs related to corporate headquarters as well as to the amortization of intangible assets acquired in business combinations as the impact of those costs are not included in the profitability measures used by the Chief Executive Officer, in his role of CODM, for the purpose of making decisions about allocating resources to segments and assessing their performance.

Information by operating segment for the years ended December 31, 2024 and December 31, 2023 is presented below.

Year ended December 31, 2024

| *€ millions* | Professional Solutions | Direct to Consumer | Corporate costs and other | 2024 |
|---|---|---|---|---|
| **REVENUE** | **12,547** | **13,960** | **-** | **26,508** |
| Operating profit before depreciation of intangible assets acquired in business combinations[(a)] | 2,427 | 2,426 | (372) | 4,481 |
| Amortization of intangible assets acquired in business combinations | | | | (1,033) |
| **OPERATING PROFIT** | | | | **3,448** |
| Cost of net debt | | | | (165) |
| Other financial income/(expenses) | | | | 5 |
| Share of profit (loss) of associates | | | | 3 |
| Income taxes | | | | (800) |
| **NET PROFIT** | | | | **2,491** |
| Acquisitions of property, plant and equipment and intangible assets | 896 | 620 | 9 | 1,525 |
| Amortization, depreciation and impairment | (622) | (1,385) | (1,091) | (3,098) |

*(a) The Operating profit of the Professional Solutions segment is related to the revenue generated with third-party customers only, excluding the 'manufacturing profit' generated on the intercompany revenue with the Direct to Consumer segment. The Operating profit of the Direct to Consumer segment is related to retail revenue, considering the cost of goods acquired from the Professional Solutions segment at manufacturing cost, thus including the relevant 'manufacturing profit' attributable to this revenue.*

Year ended December 31, 2023

| *€ millions* | Professional Solutions | Direct to Consumer | Corporate costs and other | 2023 |
|---|---|---|---|---|
| **REVENUE** | **12,199** | **13,195** | **-** | **25,395** |
| Operating profit before depreciation of intangible assets acquired in business combinations[(a)] | 2,366 | 2,212 | (353) | 4,226 |
| Amortization of intangible assets acquired in business combinations | | | | (1,049) |
| **OPERATING PROFIT** | | | | **3,176** |
| Cost of net debt | | | | (116) |
| Other financial income/(expenses) | | | | (24) |
| Share of profit (loss) of associates | | | | (1) |
| Income taxes | | | | (609) |
| **NET PROFIT** | | | | **2,426** |
| Acquisitions of property, plant and equipment and intangible assets | 985 | 560 | 15 | 1,560 |
| Amortization, depreciation and impairment | (585) | (1,301) | (1,087) | (2,972) |

*(a) The Operating profit of the Professional Solutions segment is related to the revenue generated with third-party customers only, excluding the 'manufacturing profit' generated on the intercompany revenue with the Direct to Consumer segment. The Operating profit of the Direct to Consumer segment is related to retail revenue, considering the cost of goods acquired from the Professional Solutions segment at manufacturing cost, thus including the relevant 'manufacturing profit' attributable to this revenue.*

## 4.2 Information by Geographical Area

The geographic segments include **North America**, **EMEA** (i.e., Europe Middle East Africa, including Turkey and Russia), **Asia-Pacific** and **Latin America**.

Information by geographical area is as follows:

| | Revenue | | Non-current assets[(a)] | |
|---|---|---|---|---|
| *€ millions* | 2024 | 2023 | December 31, 2024 | December 31, 2023 |
| North America | 11,979 | 11,637 | 6,661 | 5,830 |
| EMEA | 9,759 | 9,184 | 12,421 | 11,615 |
| Asia-Pacific | 3,247 | 3,036 | 2,337 | 2,158 |
| Latin America | 1,523 | 1,537 | 812 | 934 |
| **TOTAL** | **26,508** | **25,395** | **22,231** | **20,537** |

*(a) Non-current assets excluding goodwill.*

The main countries in which the Group operated are:

- the United States for North America (revenue amounting to €11,268 million for the year ended December 31, 2024, €10,930 million in 2023 and non-current assets amounting to €4,898 million in 2024, €3,979 million in 2023); and
- France, United Kingdom and Ireland, Germany and Italy for Europe (cumulated revenue amounting to €5,531 million for the year ended December 31, 2024, €5,239 million in 2023 and cumulated non-current assets amounting to €8,869 million in 2024, €7,887 million at the end of 2023).

The geographical footprint of EssilorLuxottica's distribution networks is diversified across more than 150 countries. Moreover, Professional Solutions operates in a highly fragmented eyecare and eyewear market. In this context, potential dependency risk to a key account is remote and the Group has no external customer with revenues exceeding 10% of the Group revenue.

# Note 5 Revenue

## Accounting principles

The Group's revenue includes:

- the sales of goods to customers;
- the rendering of services;
- the sales of goods to franchisees along with other revenue from franchisees, such as royalties based on sales and initial franchise fee revenue; and
- sub-lease income (accounted for in accordance with IFRS 16).

The Group recognizes revenue in accordance with IFRS 15 only if the following requirements are met (so-called requirements for identifying the 'contract' with the customer):

- the parties have approved the contract and are committed to perform their respective obligations;
- the Group can identify each party's rights regarding the goods or services to be transferred;
- the Group can identify the payment terms for the goods or services to be transferred;
- the contract has commercial substance; and
- it is probable that the Group will collect the consideration to which it will be entitled in exchange for goods or services transferred to the customer.

If the above requirements are not met, the relevant revenue is recognized when the Group has already transferred goods and/or rendered services to the customer and all, or substantially all, of the consideration promised by the customer has been received by the Group and is non-refundable or the contract has been terminated and the consideration received from the customer is non-refundable.

If the above requirements are met, the main recognition rules by nature of revenue are as follows.

**Sale of goods**

Revenue from the sale of goods is recognized when control of the asset is transferred to the buyer, i.e., when the asset is delivered to the customer in accordance with contractual provisions and the customer acquires the ability to direct the use of and obtain substantially all of the benefits from the asset.

It mainly includes the sale of ophthalmic lenses, frames, sunglasses, instruments, and equipment.

If the sales contract includes retrospective volume-related discounts, the Group estimates the relevant impact and treat it as variable consideration. In addition, the Group estimates the impact of potential returns from customers based on the Group's right of return policies and practices along with historical data on returns. There are no post-delivery obligations other than product warranties (see Note 22 *Provisions (Current and Non-Current)*).

In case of optical subscription arrangements, the revenue for the sale of the optical product is determined based on the net present value of the payments to be received until the end of the contract and recognized at the time of the physical delivery of the product to the customer.

**Rendering of services**

Revenue is recognized when the service is rendered to the customer.

The *Direct to Consumer* segment's revenue includes the consideration arising from vision care services (such as eye exams, contact lens fitting fees, etc.) which is also recognized when the service is rendered to the customer.

As for the *fixed-fee insurance plans* offered to customers, the Group acts through a reseller. The *reseller* contracts with the actual end-client (referred to as the plan *sponsor*), while the Group contracts with the *reseller* but acting as the principal in the transaction. The Group receives a predetermined amount of revenue, so called *premium* (typically equal to a fixed fee per plan member/subscriber per month) and bears the risk for all claim payments. Premium revenue is recognized as earned during the benefit coverage period. Any unearned premium revenue is recognized as deferred revenue in the consolidated statement of financial position.

For plans with fees varying according to the service (so called *fee-for-service* arrangements), the end-client (or *sponsor*) pays the Group a fee for processing claims and providing administrative services. For these plans, the end-client is responsible for the cost associated with claims. The Group considers the end-client as the entity primarily responsible for managing the plan and acts as an *agent* in the transaction.

The Group makes provisions for the receivables accrued under these agreements as per IFRS 9 (see Note 16 *Trade Receivables*).

**Contract costs, contract assets and contract liabilities**

As part of the provision of administrative services related to the vision care business, the Group bears costs for the acquisition and performance of long-term contracts, which typically have a term of four years. These costs, which can be specifically referred to new individually identifiable contracts, generate resources used to comply with the contract and will be recovered by means of revenue deriving from the contracts. Therefore, these costs are recognized as a contract asset and amortized over the term of the relevant contracts, on a systematic basis that is consistent with the transfer to the customer of the services to which the asset relates.

Contract liabilities relate to the Group's obligation to deliver future goods and services for contracts with its customers and mainly include prepayments made by customers, vouchers for rebates on future purchases given as part of an initial sales transaction and unfulfilled extended (service-type) warranties.

**Franchising and licensing agreements**

Revenue from franchising agreements is recognized based on the sales accrued and accounted for by unconsolidated franchisees.

Upfront franchise fees may refer to: (i) fees paid for the franchising agreement and/or the improvement of retail premises which are recognized along with license fees throughout the term of the franchising agreement; and (ii) franchising fees associated with the sale of tangible assets necessary for business operations (e.g., furniture) recognized as revenue when control of the asset is transferred to the buyer.

The franchising agreement may also include: (i) fees associated with the ongoing rendering of services to the franchisee throughout the term of the franchising agreement, recognized at the time the service is rendered; and (ii) fees associated with the management and implementation of advertising and marketing initiatives, recognized upon realization of the related separate performance obligations.

The Group licenses the rights to certain intellectual property to third parties and recognizes royalty revenue based on the characteristics of the agreements with customers.

**Financing components**

Except for optical subscription arrangements, the payment terms offered to the Group's customers normally do not exceed 12 months; in that case, the Group applies the practical expedient provided by IFRS 15 that enables not to adjust the transaction price of the contract for the effects of any significant financing component.

**Sub-lease income (accounted for in accordance with IFRS 16)**

Some entities in the Group's *Direct to Consumer* segment, in particular in North America and Australia, sublease space in the retail optical stores to third party doctors who perform eye exam services, while retaining the primary obligation under the original lease (so-called *head lease*). Those entities continue to account for the head lease as a lessee and account for the sublease as the lessor (so-called *intermediate lessor*).

These entities classify the sub-lease as an operating lease (i.e., continue to account for the lease liability and right-of-use asset on the head lease, like any other lease) and recognize all income earned under the sublease contracts with doctors on a straight-line basis as revenue in the Group's consolidated statement of profit or loss. This classification is made by reference to the right-of-use asset arising from the head lease.

The breakdown of revenue by category is as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Sales of products | 24,358 | 23,377 |
| Managed vision care | 1,575 | 1,538 |
| Eye-exam and related professional fees | 401 | 301 |
| Income from franchisee royalties | 147 | 149 |
| Sub-lease income | 27 | 29 |
| **REVENUE** | **26,508** | **25,395** |

The reconciliation between the breakdown by category of the Group's revenue and its two operating segments for the year ended December 31, 2024 is as follows:

| *€ millions* | Professional Solutions | Direct to Consumer | 2024 |
|---|---|---|---|
| Sales of products | 12,547 | 11,811 | 24,358 |
| Managed vision care | - | 1,575 | 1,575 |
| Eye-exam and related professional fees | - | 401 | 401 |
| Income from franchisee royalties | - | 147 | 147 |
| Sub-lease income | - | 27 | 27 |
| **REVENUE** | **12,547** | **13,960** | **26,508** |

The reconciliation between the breakdown by category of the Group's revenue and its two operating segments for the year ended December 31, 2023 is as follows:

| *€ millions* | Professional Solutions | Direct to Consumer | 2023 |
|---|---|---|---|
| Sales of products | 12,199 | 11,178 | 23,377 |
| Managed vision care | - | 1,538 | 1,538 |
| Eye-exam and related professional fees | - | 301 | 301 |
| Income from franchisee royalties | - | 149 | 149 |
| Sub-lease income | - | 29 | 29 |
| **REVENUE** | **12,199** | **13,195** | **25,395** |

For information on contract assets and contract liabilities, see Note 14 *Other Assets (Current and Non-Current)* and Note 23 *Other Liabilities (Current and Non-Current)*.

# Note 6 Operating Income and Expenses

## Accounting principles

**Research and development costs**

Research costs are recognized as an expense for the year in which they are incurred.

Research and development costs that are recognized in operating expenses include the operating costs of the Group's research centers and engineering costs for the development of new production processes.

Development costs are recognized as an intangible asset if the following can be demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the Group's intention to complete the intangible asset and use or sell it;
- the Group's ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of technical, financial and other resources to complete the intangible asset; and
- the reliable measurement of development expenditures.

For ophthalmic lens development projects, due to the risks and uncertainties concerning market developments and the large number of projects undertaken, the above criteria are considered as not being fulfilled; consequently, the related development costs are recognized as an expense.

**Other income/expenses**

Income and expenses that, because of their nature, cannot be classified in any of the functions detailed in the operating expenses, are recognized under *Other income/(expenses)*. They might include, among others, changes in price supplements for acquisitions (e.g., earn-out), net income on disposals of a business, as well as net income realized on business combination achieved in stages (i.e., step acquisition), impairment losses on goodwill and investments and net gain/losses on disposal of fixed assets.

**Personnel costs**

Personnel costs mainly include salaries, social security contributions, expenses related to share-based payments and employee benefits (see Note 21 *Employee Benefits*).

## 6.1 Depreciation, Amortization and Impairment Loss

For the year ended December 31, 2024, the depreciation, amortization and impairment loss of *Property, plant and equipment*, *Intangible assets* and *Right-of-use assets* amount to €3,098 million (€2,972 million for 2023).

## 6.2 Research and Development Costs

For the year ended December 31, 2024, the *Research and development* costs amount to €630 million (€593 million for 2023).

## 6.3 Personnel Costs and Shared Based Payments

Personnel costs amount to €8,666 million (€8,251 million for 2023) including €214 million related to share-based payment expenses (€220 million for 2023) as detailed in Note 19 *Share-Based Payments* and €90 million related to employee benefit obligations (€70 million for 2023).

The number of employees as of the end of the reporting period is as follows:

| *Number of employees at closing date* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| North America | 44,272 | 44,051 |
| EMEA | 72,607 | 70,615 |
| Asia-Pacific | 54,270 | 52,366 |
| Latin America | 25,605 | 24,674 |
| **TOTAL NUMBER OF EMPLOYEES** | **196,754** | **191,706** |

## 6.4 Other Income and Expenses

Other income and expenses are as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Capital gains/(losses) on disposals of operations and assets | - | (2) |
| Other | 55 | 21 |
| **OTHER INCOME/(EXPENSES)** | **55** | **19** |

In 2024, the line *Other* reported in the table above includes approximately €50 million recovered by the Group from various settlements. In 2023, this line *Other* mainly included income resulting from the Group's M&A activities (such as earn-out reassessments) for approximately €14 million, an income of approximately €12 million related to the sale of a non-consolidated company, and other costs incurred in the context of restructuring projects for €(4) million.

# Note 7 Financial Income and Expenses

## Accounting principles

**Financial result**

The *Cost of net debt* consists of interests on debts, borrowings and leases, net of income from cash and cash equivalents. The *Cost of net debt* also includes interests on derivatives related to financing operations. Income from cash and cash equivalents includes interests received and accrued on investments made by Group companies and gains or losses on money market funds.

Dividend income is recognized in the consolidated statement of profit or loss on the date on which the Group's right to receive payment is established.

Financial income and expenses are as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Interest on debt and borrowings and related derivatives | (141) | (108) |
| Interest on leases liabilities | (112) | (90) |
| Interest income | 89 | 82 |
| **COST OF NET DEBT** | **(165)** | **(116)** |
| Dividend income | 5 | 2 |
| Foreign exchange gains or losses | 20 | (7) |
| Interest income on lease receivables | 3 | 3 |
| Other | (23) | (21) |
| **OTHER FINANCIAL INCOME/(EXPENSES)** | **5** | **(24)** |
| **FINANCIAL RESULT** | **(159)** | **(140)** |

# Note 8 Income Taxes

## Accounting principles

*Income taxes* for the period comprises of current and deferred income taxes. They are recognized in the consolidated statement of profit or loss except to the extent that they relate to a business combination, or items recognized directly in equity or in other comprehensive income; moreover, income taxes related to share-based payments are recognized in the statement of profit or losses to the extent that their deductible amount does not exceed the costs of the plans established according to IFRS 2 (the excess income being recorded directly in equity in the line *Share-based payments).*

In accordance with IAS 12 and IFRIC 23, uncertain income tax positions are classified within the line *Tax payables.*

Deferred taxes are recognized on temporary differences arising between the tax basis of assets and liabilities and their carrying amounts in the consolidated financial statements, based on tax rates (and tax laws) that have been enacted (or substantively enacted) at the reporting date, and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred taxes are provided on temporary differences arising on equity investments in subsidiaries and associates, except for deferred taxes where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. No provision is made for deferred taxes on tax-suspended reserves subject to taxation in the event of distribution and/or use, where distribution or use is not envisioned.

Deferred tax assets and liabilities are offset when it is permitted to offset current tax assets against current tax liabilities by applicable tax regulations and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

## 8.1 Tax (Expenses) Income

The amount of income taxes recognized in the statement of profit or loss is as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Current year tax (expense) benefit | (1,006) | (811) |
| Deferred taxes | 206 | 202 |
| **INCOME TAXES** | **(800)** | **(609)** |

The increase in income taxes expenses by €191 million in 2024 compared to 2023 is due to the fact that the income taxes for the year 2023 were affected by the recognition of a tax benefit in the consolidated statement of profit or loss for approximately €115 million following the work performed by the Group, in collaboration with the relevant tax authorities, on the clarification of certain tax treatments for which an uncertain tax position had been reflected in the consolidated statement of financial position as of December 31, 2022 (within *Tax payables*).

### Pillar Two rules

The Pillar Two Global anti-Base Erosion rules (GloBE or Pillar Two Rules) were adopted in France at the end of 2023 and have been applicable since January 1, 2024. The application of the Pillar Two Rules aims to ensure that multinational enterprises pay a minimum amount of income tax from each jurisdiction in which they operate through the establishment of a top-up tax system guaranteeing an effective minimum tax rate of 15%.

According to these rules, EssilorLuxottica is considered a multinational enterprise group to which the Pillar Two Rules apply. The additional tax expense resulting from the application of Pillar Two Rules, is overall not significant and has been recognized within the current tax expense in the consolidated statement of profit or loss for 2024. Moreover, the Group has applied the mandatory IAS 12 exception to recognizing and disclosing information about deferred tax assets and liabilities arising from Pillar Two income taxes.

The amount of income taxes recognized in other comprehensive income is as follows:

| | 2024 | | | 2023 | | |
|---|---|---|---|---|---|---|
| *€ millions* | Before tax | Tax (expense) benefit | Net of tax | Before tax | Tax (expense) benefit | Net of tax |
| Items that may be reclassified subsequently to profit or loss | | | | | | |
| Cash flow hedges | 7 | (2) | 5 | 3 | (1) | 2 |
| Foreign currency translation differences | 947 | - | 947 | (1,045) | - | (1,045) |
| **TOTAL (A)** | **954** | **(2)** | **952** | **(1,042)** | **(1)** | **(1,043)** |
| Items that will not be reclassified to profit or loss | | | | | | |
| Actuarial gain/(loss) on employee benefits | 10 | (5) | 6 | 2 | (3) | (1) |
| Equity investments at FVOCI – net change in fair value | 34 | 3 | 37 | (24) | 8 | (16) |
| **TOTAL (B)** | **44** | **(1)** | **43** | **(22)** | **5** | **(17)** |
| **TOTAL (A+B)** | **998** | **(3)** | **995** | **(1,064)** | **4** | **(1,060)** |

The reconciliation between the statutory tax rate and the effective rate is as follows:

| *As a % of profit before tax* | 2024 | 2023 |
|---|---|---|
| Statutory income tax rate | 25.83% | 25.83% |
| Non-taxable income and specific tax regimes | -2.16% | -2.47% |
| Withholding and other taxes | 1.44% | 1.20% |
| Changes in tax rates | 0.00% | 0.01% |
| Net effect of unrecognized tax losses | -0.31% | 0.58% |
| Prior year tax adjustments | 0.51% | -0.35% |
| Aggregate effect of different tax rates in foreign jurisdictions | -1.39% | -0.91% |
| Others (net)[(a)] | 0.39% | -3.81% |
| **EFFECTIVE INCOME TAX RATE** | **24.31%** | **20.07%** |

*(a) For the year 2023, the line Others (net) includes the impact resulting from the significant re-assessment of uncertain tax positions as described in paragraph 8.1 Tax (Expenses) Income.*

## 8.2 Tax Receivables and Payables

Tax receivables and tax payables are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Tax receivables | 294 | 271 |
| Tax payables | 537 | 561 |

Tax payables include liabilities related to uncertain tax positions in various countries in which the Group operates for €306 million as of December 31, 2024 (€316 million as of December 31, 2023).

## 8.3 Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Deferred tax assets | 391 | 387 |
| Deferred tax liabilities | 2,043 | 2,145 |
| **DEFERRED TAX ASSETS/LIABILITIES (NET)** | **(1,651)** | **(1,758)** |

Changes in deferred taxes are as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| **POSITION AS OF JANUARY 1** | **(1,758)** | **(1,970)** |
| Tax charged/credited to profit or loss | 206 | 202 |
| Tax charged/credited to other comprehensive income | (3) | 4 |
| Tax charged/credited to equity | 36 | - |
| Business combinations | (79) | (3) |
| Exchange rate difference and other movements[(a)] | (54) | 10 |
| **POSITION AS OF DECEMBER 31** | **(1,651)** | **(1,758)** |

*(a) Including the effects resulting from the application of the hyperinflation accounting to Turkish non-monetary net assets.*

Deferred taxes by nature are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Elimination of inter-company profits | 234 | 289 |
| Differences in depreciation periods (PP&E) | (246) | (339) |
| Temporarily non-deductible provisions | 240 | 186 |
| Employee benefits-related reserves | 64 | 99 |
| Other intangible assets | (2,262) | (2,180) |
| Assets recognized on tax loss carryforward | 108 | 80 |
| Leases[(a)] | 55 | 48 |
| Other | 155 | 58 |
| **TOTAL** | **(1,651)** | **(1,758)** |

*(a) Of which €812 million deferred tax assets from lease liabilities and €757 million deferred tax liabilities from right-of-use assets as of December 31, 2024 (respectively €791 million and €743 million as of December 31, 2023).*

Deferred tax assets are recognized for tax losses carried forward and other temporary differences to the extent that the realization of the related tax benefit through future profit is probable.

In particular, for each tax jurisdiction, a deferred tax asset is recognized on tax losses carried forward when the Company assesses that probable future taxable income would be available to offset against these losses in an expected timeframe generally not exceeding five years. This assessment is performed on a case-by-case basis, considering the taxable income forecasts prepared on a legal entity or fiscal unit level. Those forecasts are prepared according to budget estimates and projections and are based on local business assumptions that are in line with the Group business framework. In certain jurisdictions, tax loss limitations are taken into account when applicable. As of December 31, 2024, approximately €108 million have been recognized as deferred tax assets on tax loss carryforward, mainly in France, US and United Kingdom, with tax losses expected to be fully used within a range of 2 – 5 years.

Moreover, as of December 31, 2024, the Group did not recognize deferred tax assets of €184 million (€201 million as of December 31, 2023) in respect of losses and other temporary differences. The unrecognized deferred tax assets on losses (€136 million as of December 31, 2024, €180 million as of December 31, 2023) are mainly located in North and South America. The majority of these tax losses have no expiration date but have certain offset limitations against future taxable income.

The Group does not recognize deferred tax liabilities on the undistributed earnings of its subsidiaries that are intended to be permanently invested.

# Note 9 Earnings per Share

## Accounting principles

**Basics earnings per share**

Awards of performance shares are taken into account in the weighted average number of shares outstanding over the fiscal year on the basis of the number of shares granted, as soon as the performance criteria have been met before the period-end.

**Diluted earnings per share**

Diluted earnings per share are calculated by taking into account dilutive potential ordinary shares, as follows:

- stock subscription options: the dilution arising from stock subscription options is calculated based on the average number of shares plus the number of shares that would be issued or sold if the options were issued at market price instead of the adjusted exercise price. The exercise price of the stock subscription options is adjusted for the cost to be recognized in future periods for options that have yet to be vested at the period-end;
- performance share grants: the number of shares used for the calculation is determined based on the number of shares that would have been granted if the performance criterion had been met at the balance sheet date.

The net profit used for the calculation of earnings per share is €2,359 million (a net profit of €2,289 million in 2023), while the 2024 average number of ordinary shares outstanding used for the calculation of basic earnings per share is 453,926,761 (448,066,944 in 2023).

| *€ millions/number of shares/€* | 2024 | 2023 |
|---|---|---|
| Net profit (loss) used for the calculation | 2,359 | 2,289 |
| Weighted average number of ordinary shares | 453,926,761 | 448,066,944 |
| **BASIC EARNINGS PER SHARE** *(in euros)* | **5.20** | **5.11** |

The average number of ordinary shares outstanding used to calculate diluted earnings per share is as follows:

| *Number of shares/€* | 2024 | 2023 |
|---|---|---|
| Weighted average number of ordinary shares | 453,926,761 | 448,066,944 |
| Dilutive effect of stock subscription options | 61,468 | 78,476 |
| Dilutive effect of share grants | 6,024,501 | 2,620,442 |
| Diluted weighted average number of ordinary shares | 460,012,730 | 450,765,862 |
| **DILUTED EARNINGS PER SHARE** *(in euros)* | **5.13** | **5.08** |

As of December 31, 2024:

- 195,124 performance shares were excluded from the diluted weighted average number of ordinary shares calculation as the related performance conditions were not met at the end of the reporting period (3,041,379 as of December 31, 2023);
- 128,545 stock subscription options were excluded from the diluted weighted average number of ordinary shares calculation as their average value was greater than the average price during the respective period, i.e., anti-dilutive effect (267,467 as of December 31, 2023).

# Note 10 Goodwill and Other Intangible Assets

## Accounting principles

**Goodwill**

Refer to Note 3 *Business Combinations*

**Other intangible assets**

Separately acquired intangible assets are accounted for at acquisition cost.

Trademarks, trade names, brands, licenses, contractual customer relationships, technologies and other intangible assets acquired in a business combination are recognized at their fair value at the acquisition date.

The directly attributable costs of producing identifiable and separable intangible assets are recognized as an intangible asset when they are controlled by the Group and it is probable that they will generate future economic benefits in excess of their cost over a period of more than one year. Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. They are reported under *Other intangible assets*.

Almost all the intangible assets have a finite useful life and are amortized on a straight-line basis over the assets' useful lives as follows:

| Category | Useful life |
|---|---|
| Trademarks, trade names and brands | From 14 to 25 years |
| Technologies | From 6 to 10 years |
| Distributor network, contractual customer relationships and franchise agreements | From 3 to 25 years |
| Patents | Legal protection period |
| Other intangible assets | From 1 to 7 years |

Depreciation ceases when intangible assets are classified as held for sale, in compliance with IFRS 5 – *Non-Current Assets Held for Sale and Discontinued Operations*.

The useful life and residual value of intangible assets are reviewed at each period-end. As necessary, the occurrence of changes to the useful life or residual value is recognized prospectively as a change in accounting estimates.

Changes in *Goodwill* and *Intangible assets* for the year ended December 31, 2024 and 2023 are presented in the tables below.

| *€ millions* | Goodwill | Trade names, trademarks and brands | Technologies | Customer relationships | Other | Total |
|---|---|---|---|---|---|---|
| Balance as of January 1, 2024 | | | | | | |
| Historical cost | 30,265 | 6,471 | 2,891 | 6,673 | 3,102 | 49,401 |
| Accumulated amortization and impairment | - | (2,305) | (1,414) | (2,395) | (2,007) | (8,122) |
| **NET BOOK VALUE AS OF JANUARY 1, 2024** | **30,265** | **4,166** | **1,476** | **4,277** | **1,095** | **41,279** |
| Additions | - | - | - | - | 341 | 341 |
| Business combinations | 957 | 745 | 1 | - | 14 | 1,716 |
| Amortization | - | (246) | (269) | (476) | (308) | (1,300) |
| Impairment | - | (4) | (-) | - | (28) | (32) |
| Divestment and assets classified as held for sale | - | - | - | - | (2) | (2) |
| Translation differences and other[(a)] | 775 | 116 | 2 | 130 | 19 | 1,041 |
| **TOTAL CHANGES** | **1,732** | **611** | **(267)** | **(347)** | **35** | **1,765** |
| Balance as of December 31, 2024 | | | | | | |
| Historical Cost | 31,996 | 7,398 | 2,900 | 6,890 | 3,472 | 52,655 |
| Accumulated amortization and impairment | - | (2,621) | (1,690) | (2,960) | (2,342) | (9,612) |
| **NET BOOK VALUE AS OF DECEMBER 31, 2024** | **31,996** | **4,777** | **1,210** | **3,931** | **1,130** | **43,043** |

*(a) Including the effects resulting from the application of the hyperinflation accounting to Turkish non-monetary net assets.*

| *€ millions* | Goodwill | Trade names, trademarks and brands | Technologies | Customer relationships | Other | Total |
|---|---|---|---|---|---|---|
| Balance as of January 1, 2023 | | | | | | |
| Historical cost | 30,734 | 6,617 | 2,874 | 6,815 | 2,849 | 49,888 |
| Accumulated amortization and impairment | - | (2,146) | (1,146) | (1,962) | (1,779) | (7,033) |
| **NET BOOK VALUE AS OF JANUARY 1, 2023** | **30,734** | **4,471** | **1,728** | **4,853** | **1,069** | **42,855** |
| Additions | - | - | - | - | 314 | 315 |
| Business combinations | 97 | 6 | 14 | - | 5 | 122 |
| Amortization | - | (247) | (273) | (495) | (289) | (1,304) |
| Impairment | - | - | - | - | (6) | (6) |
| Divestment and assets classified as held for sale | - | - | - | - | (1) | (1) |
| Translation differences and other[(a)] | (566) | (64) | 7 | (81) | 1 | (703) |
| **TOTAL CHANGES** | **(469)** | **(305)** | **(252)** | **(576)** | **25** | **(1,577)** |
| Balance as of December 31, 2023 | | | | | | |
| Historical Cost | 30,265 | 6,471 | 2,891 | 6,673 | 3,102 | 49,401 |
| Accumulated amortization and impairment | - | (2,305) | (1,414) | (2,395) | (2,007) | (8,122) |
| **NET BOOK VALUE AS OF DECEMBER 31, 2023** | **30,265** | **4,166** | **1,476** | **4,277** | **1,095** | **41,279** |

*(a) Including the effects resulting from the application of the hyperinflation accounting to Turkish non-monetary net assets.*

Most significant *Intangible assets* of the Group are related to:

(i) the Group's brands, with a total carrying amount of €4,777 million as of December 31, 2024 (€4,166 million as of December 31, 2023), including those recognized as a result of the combination between Essilor and Luxottica that occurred on October 1, 2018 (hereinafter referred as the 'EL Combination'), with a carrying amount of €2,212 million as of December 31, 2024 (€2,275 million as of December 31, 2023), the additional trade names recognized in the context of the GV Acquisition with a carrying amount of €1,332 million as of December 31, 2024 (€1,389 million as of December 31, 2023), and, since October 1, 2024, the brand recognized, on a *provisional* basis, in the context of Supreme acquisition for €740 million (considered an intangible asset with indefinite useful life);

(ii) the technologies recognized in 2018 as a result of the EL Combination, with a carrying amount of €1,174 million as of December 31, 2024 (€1,437 million as of December 31, 2023);

(iii) the customer relationship recognized in 2018 as a result of the EL Combination, with a carrying amount of €3,114 million as of December 31, 2024 (€3,326 million as of December 31, 2023) as well as the additional customer relationships recognized in 2021 in the context of the GV Acquisition with a carrying amount of €582 million as of December 31, 2024 (€702 million as of December 31, 2023);

(iv) the other intangible assets mainly comprise, in addition to the carrying value of the Franchising Network recognized in the context of the finalization of the purchase price allocation related to the GV Acquisition (€195 million as of December 2024, €233 million as of December 2023), payments to licensors for the use of brand names in the context of license agreements of which Kodak, capitalized IT investments as well as other capitalized software and capitalized developments costs on owned e-commerce website.

In 2024, *Goodwill* increased by €1,732 million, of which:

- €957 million resulting from the business combinations accounted for in the period, of which those related to the acquisitions of Supreme and Heidelberg Engineering recognised on a provisional basis for respectively €578 million and €297 million (see Note 3 *Business Combinations*);
- €617 million resulting from foreign currency fluctuations (including €504 million related to foreign currency fluctuations on the goodwill arising from the EL Combination and €(59) million on the goodwill arising from the GV Acquisition) counterbalanced by the positive effect of hyperinflation accounting on the goodwill allocated to Turkish operations in the context of the GV Acquisition (€159 million).

Excluding exchange rate and hyperinflation effects, the main increases in *Intangible assets* in 2024 resulted from the business combinations occurred during the year, investment in the IT projects of the Group as well as the Kodak license renewal fees mentioned in the *Significant events of the year* paragraph.

## 10.1 Impairment Tests

### Accounting principles

According to IAS 36 – *Impairment of assets*, entities are required to conduct impairment tests on goodwill and certain intangible assets annually, as well as whenever there is an indication that those intangible assets with finite useful life may be impaired.

**Goodwill**

Goodwill is not subject to amortization but is tested at least annually for impairment.

Impairment test consists in the comparison of the recoverable amount of each group of CGUs with their corresponding carrying amount of net assets including goodwill. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use.

The fair value less costs to sell is the price that would be received from the sale of an asset or group of assets in an orderly transaction between market participants at the measurement date, less costs to sell. These values are determined on the basis of market data (stock market prices or comparison with similar listed companies, with the value attributed to similar assets or companies in recent transactions) or, in the absence of such data, on the basis of discontinued cash flows as determined by a market participant.

The value in use is determined on the discounted future cash flows net of income taxes, calculated from a business plan based on actual cash flows for the current year, the annual budget estimates presented to the Board of Directors for the following year and mid/long term projections consistent with the outlook communicated to the stakeholders and past experience. They are then extrapolated by applying a long-term growth rate.

Moreover, the discounted cash flows:

- take into account future cash outflows needed to replace leased assets at the end of the lease term which are essential to the ongoing operation of the Group; and
- exclude the payments for both principal portion of lease liabilities and related interests, while including cash outflows for expected future variable rents, short-term leases and low-value-asset leases.

The Group discount rate (weighted average cost of capital, WACC) is determined on the basis of market information of the specific risk of the Group's industry and the cost of capital after IFRS 16 implementation (i.e., lease liabilities are considered as part of the capital structure of the Group's peer companies).

Furthermore, the carrying amount tested against the groups of CGUs value in use includes *Right-of-use* assets and is not reduced by *Lease liabilities*.

An impairment loss is recognized if the recoverable amount is lower than the carrying amount. An impairment loss recognized for goodwill cannot be reversed in a subsequent period.

**Other intangible assets**

All intangible assets with a finite useful life are tested for impairment when the occurrence of an event or a change of circumstances indicates that their recoverable amount may be less than their carrying amount.

### 10.1.1 Allocation of Goodwill to Groups of CGUs

The lowest level at which the goodwill is monitored for internal management purposes is:

- the segment itself for the Professional Solutions (PS) business;
- the retail sun and retail optical businesses within the Direct to Consumer (DTC) segment.

The amount of *Goodwill* allocated to each groups of CGUs is reported in the following table.

| *€ millions* | January 1, 2024 | Changes | December 31, 2024 |
|---|---|---|---|
| Professional Solutions | 21,235 | 823 | 22,058 |
| Direct to Consumer – Optical | 7,685 | 239 | 7,924 |
| Direct to Consumer – Sun | 1,345 | 669 | 2,014 |
| **TOTAL** | **30,265** | **1,732** | **31,996** |

Changes occurred in 2024 are substantially linked to foreign currency fluctuations (€775 million) and to the acquisitions of the period (€957 million), of which Supreme for €578 million in the Direct to Consumer – Sun group of CGUs and Heidelberg Engineering for €297 million in the Professional Solutions group of CGUs.

### 10.1.2 Impairment Test of Goodwill

The annual impairment test on goodwill was performed at an interim date during the annual period. Moreover, as required by IAS 36, the Group assessed whether any impairment indicator existed as at December 31, 2024. Following the last assessment, management did not identify any impairment indicators, accordingly no additional impairment test on Goodwill was performed as of December 31, 2024.

For the annual impairment test, the value in use of each group of CGUs was determined based on discounted cash flows. These cash flows were derived from the annual budget estimates prepared for the year 2025 and mid-term projections (2026-2027) then extrapolated by applying a long-term growth rate.

The main business assumptions reflected in the forecasted cash flows are broadly consistent with the 5-year outlook (2022-2026) communicated to the market: the Company disclosed its target of mid-single-digit annual revenue growth from 2022 to 2026 (at constant exchange rates based on 2021 *pro forma* revenue) coupled with an expected adjusted operating profit as a percentage of revenue in the range of 19-20% by the end of that period.

The main key operating growth drivers are connected to the new licenses in the frame business and product innovation (such as wearable and a broader myopia solution portfolio), higher penetration in the fast growing markets and the focus on partner programs and the subscription model in the Direct to Consumer segment, all of these initiatives being supported by an efficient manufacturing footprint, notably in France, Thailand and Mexico, a growth of the marketing supporting brands and the renewal of the Group's retail network.

The Weighted Average Cost of Capital (WACC) applied to each group of CGUs are reported below. The growth rates used to determine terminal values are around 3% (in line with the annual impairment test performed for the year ended December 31, 2023).

| *In %* | WACC |
|---|---|
| Professional Solutions | 9.0% |
| Direct to Consumer – Optical | 9.0% |
| Direct to Consumer – Sun | 8.8% |

No impairment loss has been recognized in the consolidated statement of profit or loss in 2024 and in 2023.

The table below shows, for each group of CGUs, the percentage of the *headroom* over the tested net carrying amount (column: *Surplus of recoverable amount over the net carrying amount*) as well as the approximate WACC, which would lead the difference between recoverable amount and net carrying amount equal to zero (column: *Break-even WACC*).

| *In %/Bps* | Surplus of recoverable amount over the net carrying amount | Break-even WACC |
|---|---|---|
| Professional Solutions | 34% | ~10.99% |
| Direct to Consumer – Optical | 73% | ~13.45% |
| Direct to Consumer – Sun | 76% | ~13.23% |

Moreover, with all other parameters remaining equal, a decrease of 100 basis points in the long-term growth rate would not generate any impairment loss on the net amount of goodwill allocated to each group of CGUs as of the date of the impairment tests.

Finally, Management has considered that there was no reasonably possible change in the key operating assumptions that could cause, *ceteris paribus*, an impairment loss.

### 10.1.3 Impairment Test of Other Intangible Assets

As regards to other intangible assets, specific impairment tests have been performed, as of December 31, 2024, when the Group identified an impairment indicator.

The tests carried out led to the recognition of overall impairment losses on intangible assets amounting to €32 million in 2024 (€6 million in 2023).

# Note 11 Property, Plant and Equipment

## Accounting principles

Property, plant and equipment are reported on the statement of financial position at their acquisition price, net of accumulated depreciation and impairment losses.

The directly attributable costs of producing identifiable and separable items of property, plant and equipment are recognized as property, plant and equipment when they are controlled by the Group and it is probable that they will generate future economic benefits in excess of their cost over a period of more than one year.

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

The depreciable amount of the items of property, plant and equipment, measured as the difference between their historical cost and their residual value, is allocated on a straight-line basis over their estimated useful lives as follows:

| Category | Useful life |
|---|---|
| Buildings | From 3 to 40 years |
| Machinery and equipment | From 3 to 20 years |
| Other equipment | From 2 to 20 years |
| Leasehold improvements | According to the economic life of the leasehold improvement, unless the Group does not expect to use the leasehold improvements beyond the lease term of the related lease (if this is the case the useful life of the leasehold improvements is the same as the lease term) |

Land is not subject to depreciation.

Depreciation ceases when property, plant and equipment is classified as held for sale, in compliance with IFRS 5 – *Non-Current Assets Held for Sale and Discontinued Operations*.

The useful life and residual value of property, plant and equipment are reviewed at each period-end. When necessary, the occurrence of changes to the useful life or residual value is recognized prospectively as a change in accounting estimates.

Where an item of property, plant and equipment comprises several parts with different useful lives, each part is recognized as a separate item and depreciated over its useful life.

Where there are any internal or external indications that the value of an item of property, plant and equipment may be impaired, the Group assesses its recoverable amount and records an impairment loss if the carrying amount is more than the recoverable amount. A review is carried out at each period-end to determine whether such indications exist.

Upon disposal or when no future economic benefits are expected from the use of an item of property, plant and equipment, its carrying amount is derecognized. The gain or loss arising from derecognition is included in the consolidated statement of profit or loss.

Changes in items of *Property, plant and equipment* in 2024 are as follows:

| *€ millions* | Land, Buildings and related leasehold improvements | Plant, equipment, machinery | Other | Total |
|---|---|---|---|---|
| **Balance as of January 1, 2024** | | | | |
| Historical cost | 3,847 | 4,408 | 2,587 | 10,842 |
| Accumulated depreciation and impairment | (1,765) | (2,703) | (1,192) | (5,660) |
| **NET BOOK VALUE AS OF JANUARY 1, 2024** | **2,082** | **1,705** | **1,395** | **5,182** |
| Additions | 264 | 290 | 630 | 1,185 |
| Business combinations | 41 | 7 | 15 | 63 |
| Depreciation | (233) | (366) | (183) | (781) |
| Impairment | (5) | (4) | (6) | (15) |
| Disposals and assets classified as held for sale | (6) | (16) | (2) | (25) |
| Translation differences and other[(a)] | 378 | 261 | (559) | 81 |
| **TOTAL CHANGES** | **439** | **173** | **(105)** | **507** |
| **Balance as of December 31, 2024** | | | | |
| Historical cost | 4,484 | 4,934 | 2,635 | 12,053 |
| Accumulated depreciation and impairment | (1,962) | (3,056) | (1,345) | (6,364) |
| **NET BOOK VALUE AS OF DECEMBER 31, 2024** | **2,521** | **1,878** | **1,290** | **5,689** |

*(a) Includes the transfer of tangible assets in progress into the other tangible assets.*

Changes in items of Property, plant and equipment in 2023 are as follows:

| *€ millions* | Land, Buildings and related leasehold improvements | Plant, equipment, machinery | Other | Total |
|---|---|---|---|---|
| **Balance as of January 1, 2023** | | | | |
| Historical cost | 3,641 | 4,168 | 2,346 | 10,155 |
| Accumulated depreciation and impairment | (1,652) | (2,576) | (1,181) | (5,408) |
| **NET BOOK VALUE AS OF JANUARY 1, 2023** | **1,989** | **1,592** | **1,165** | **4,747** |
| Additions | 175 | 303 | 766 | 1,245 |
| Business combinations | 2 | - | - | 3 |
| Depreciation | (216) | (331) | (167) | (714) |
| Impairment | (4) | (6) | (7) | (17) |
| Disposals and assets classified as held for sale | (5) | (9) | (2) | (16) |
| Translation differences and other[(a)] | 141 | 155 | (362) | (66) |
| **TOTAL CHANGES** | **92** | **113** | **230** | **435** |
| **Balance as of December 31, 2023** | | | | |
| Historical cost | 3,847 | 4,408 | 2,587 | 10,842 |
| Accumulated depreciation and impairment | (1,765) | (2,703) | (1,192) | (5,660) |
| **NET BOOK VALUE AS OF DECEMBER 31, 2023** | **2,082** | **1,705** | **1,395** | **5,182** |

*(a) Includes the transfer of tangible assets in progress into the other tangible assets.*

The Group's *Property, plant and equipment* mainly include:

- buildings consisting mainly of plants, prescription laboratories and administrative offices. Their locations reflect the Group's broad international presence;
- production plants and equipment including machines and equipment for producing semi-finished and finished lenses as well as frames.

The prescription laboratories also have machines and equipment for surfacing, coating, edging and mounting lenses.

The other tangibles include assets under constructions for a net book value of €570 million and are mainly related to stores as well as distribution and production sites (€750 million in 2023). This other tangible category also includes store and office furnitures.

Specific impairment tests were performed as of December 31, 2024, when the Group identified impairment indicators. The impairment losses on tangible assets recognized in 2024 amounted to €15 million (€17 million in 2023).

# Note 12 Leases

## Accounting principles

The lease contracts largely relate to the leases of stores operated by the Group, and leases of stores that are subleased to the Group's franchisees. Lease contracts also include leases for offices, warehouses, vehicles and equipment.

The recognition, measurement, presentation and disclosure of right-of-use assets and lease liabilities are governed by IFRS 16 – *Leases*.

At the inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Lessee accounting**

As a lessee, the Group recognizes a right-of-use asset and a lease liability at the commencement date of the lease.

### Right-of-use assets

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment (IAS 36 – *Impairment of Assets* requirements do apply).

### Lease liabilities

Lease liabilities are initially measured at the present value of lease payments to be made over the lease term.

The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the in-substance fixed lease payments, a change in the assessment to purchase the underlying asset or a lease modification that does not constitute a separate lease.

### Discount rate

In calculating the present value of lease payments, the Group uses the incremental borrowing rate (i.e., the interest rate that a lessee would have to pay to borrow, over a similar term and in a similar economic environment, the funds necessary to acquire an asset of a similar value to the right-of use asset) at the lease commencement date if the interest rate implicit in the lease is not readily determinable, the Group defines the incremental borrowing rate considering, among the other, the term of the arrangement (notably the length of the lease term), the economic environment in which the lease is concluded as well as the currency and the date at which the lease is entered into. The Group decided not to reflect in the determination of the incremental borrowing rate the payment profile of the lease payments.

### Lease term

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. Termination options held only by the lessor are not considered when determining the lease term.

The Group has the option, under some of its leases (especially stores), to lease the assets for additional terms without any ability of opposition for the lessor. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew.

### Exemptions

The Group applies the short-term lease recognition exemption to all of its short-term leases. It also applies the lease of low-value assets recognition exemption to leases of assets that are considered of low value. Leases corresponding to short-term leases and leases of low-value assets are recognized as expenses on a straight-line basis over the lease term.

**Lessor accounting**

The Group subleases some of its right-of-use assets to franchisees or other third parties. When substantially all the risks and rewards are transferred to the lessee, the sublease is classified as finance lease, otherwise the sublease is classified as an operating lease (see Note 5 *Revenue*, paragraph *Sub-lease income (accounted for in accordance with IFRS 16)*).

When the sublease is classified as finance lease, the right-of-use asset in the head lease is derecognized and a lease receivable is recognized. The lease receivable is initially measured at the present value of future lease receipts. Any difference on initial recognition of finance sublease is recorded in the consolidated statement of profit or loss. Subsequently, the interest income and interest expense are accrued on the lease receivable and lease liability respectively applying the effective interest method.

## 12.1 Right-of-Use Assets

The following tables summarize the amounts recognized in the Group consolidated statement of financial position as a result of the application of IFRS 16. In particular, the tables show the carrying amounts of the Group's *Right-of-use assets* as well as their movements during the years ended December 31, 2024 and 2023.

| *€ millions* | Store and other buildings | Equipment and machinery | Other | Total |
|---|---|---|---|---|
| **NET BOOK VALUE AS OF JANUARY 1, 2024** | **3,021** | **18** | **30** | **3,069** |
| Additions | 1,170 | 6 | 28 | 1,205 |
| Business combination | 123 | - | 1 | 124 |
| Depreciation | (943) | (4) | (20) | (968) |
| Impairment | (2) | - | - | (2) |
| Divestments and assets classified as held for sale | (2) | - | - | (2) |
| Translation differences and other | 59 | (1) | (1) | 57 |
| **NET BOOK VALUE AS OF DECEMBER 31, 2024** | **3,427** | **19** | **39** | **3,484** |

| *€ millions* | Store and other buildings | Equipment and machinery | Other | Total |
|---|---|---|---|---|
| **NET BOOK VALUE AS OF JANUARY 1, 2023** | **2,972** | **15** | **23** | **3,010** |
| Additions | 1,018 | 9 | 25 | 1,052 |
| Business combination | 5 | - | - | 5 |
| Depreciation | (907) | (5) | (18) | (929) |
| Impairment | (2) | - | - | (2) |
| Divestments and assets classified as held for sale | (1) | - | - | (1) |
| Translation differences and other | (64) | (2) | 1 | (66) |
| **NET BOOK VALUE AS OF DECEMBER 31, 2023** | **3,021** | **18** | **30** | **3,069** |

Specific impairment tests were performed as of December 31, 2024, when the Group identified impairment indicators. The impairment losses on right-of-use assets recognized in 2024 amounted to €2 million (€2 million in 2023).

## 12.2 Lease Liabilities and Lease Receivables

Lease receivables and lease liabilities breakdown as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Current lease receivables | 14 | 17 |
| Non-current lease receivables | 37 | 75 |
| **TOTAL LEASE RECEIVABLES** | **51** | **92** |
| Current lease liabilities | (914) | (841) |
| Non-current lease liabilities | (2,733) | (2,399) |
| **TOTAL LEASE LIABILITIES** | **(3,647)** | **(3,239)** |
| **NET LEASE RECEIVABLES (LIABILITIES)** | **(3,596)** | **(3,148)** |

The table below provides the maturity of the Group's lease liabilities as of December 31, 2024.

| *€ millions* | 2025 (1Y) | 2026 (2Y) | 2027 (3Y) | 2028 (4Y) | 2029 (5Y) | > 2030 (> 5Y) | Total |
|---|---|---|---|---|---|---|---|
| LEASE LIABILITIES | 914 | 709 | 523 | 426 | 303 | 773 | 3,647 |

## 12.3 Impact of Leases on the Income Statement

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Depreciation expenses on right-of-use assets | (968) | (929) |
| Impairment losses on right-of-use assets | (2) | (2) |
| Rent expenses – short-term leases | (16) | (20) |
| Rent expenses – low-value leases | (24) | (23) |
| Rent expenses – variable lease payments | (565) | (558) |
| **TOTAL AMOUNTS RECOGNIZED IN OPERATING PROFIT** | **(1,574)** | **(1,532)** |
| Interest expense on lease liabilities | (112) | (90) |
| **TOTAL AMOUNTS RECOGNIZED IN FINANCIAL RESULT** | **(112)** | **(90)** |
| TOTAL AMOUNTS RECOGNIZED IN THE INCOME STATEMENT | (1,686) | (1,622) |

## 12.4 Impact of Leases on the Statement of Cash Flows

The cash-out related to lessee accounting are reflected in the Consolidated statement of cash flows in the lines *Interest paid, net* and *Cash payments for principal portion of lease liabilities*.

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Interest paid on leases liabilities | (112) | (90) |
| **IMPACT ON NET CASH RECEIVED FROM (USED IN) OPERATING ACTIVITIES** | **(112)** | **(90)** |
| Cash payments for principal portion of lease liabilities | (940) | (936) |
| **IMPACT ON NET CASH RECEIVED FROM (USED IN) FINANCING ACTIVITIES** | **(940)** | **(936)** |
| TOTAL IMPACT OF LEASES ON THE STATEMENT OF CASH FLOWS | (1,052) | (1,024) |

# Note 13 Investments in Associates

Investments in associates amounted to €85 million as of December 31, 2024 (€81 million as of December 31, 2023).

The main investment in associates refers to the non-controlling interest in Mazzucchellli 1849 SpA.

For the year ended December 31, 2024, the Group's share of profit (loss) in associates amounts to €3 million (€(1) million in 2023).

# Note 14 Other Assets (Current and Non-Current)

## Accounting principles

**Other receivables**

Other receivables are recognized at amortized cost and measured on the basis of the impairment model introduced by IFRS 9 – *Financial instruments* (see paragraph *Financial assets* below for the measurement on initial recognition).

The other receivables, for which the Group estimates a low credit risk, are measured using the general approach which requires to monitor at each reporting date changes in credit risk compared to the initial measurement and adjust the loss allowance accordingly.

**Contract assets**

Contract assets are described in Note 5 *Revenue*.

**Financial assets**

The Group's financial assets are classified based on the business model for managing them and the contractual cash flow characteristics of the financial assets. The Group has identified the following categories:

**Financial assets measured at amortized cost**

This category includes financial assets that meet the following requirements: (i) the financial asset is held within a business model whose objective is to hold financial assets to collect their contractual cash flows; and (ii) the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding. These are mainly trade receivables, cash deposits with a maturity of less than 12 months (i.e., *Short-term investments* classified under *Other current assets*), loans, and other receivables (as described in the Note 16 *Trade Receivables*). Loans and receivables are included in current assets, except for those with contractual maturities greater than 12 months compared to the reporting date, which are classified as non-current assets. Except for trade receivables that do not contain a significant financing component, other loans and receivables are initially recognized at fair value plus directly attributable transaction costs. Trade receivables that do not contain a significant financing component are recognized at the transaction price (determined in accordance with IFRS 15 – *Revenue from Contracts with Customers*). After initial recognition, the assets included in this category are measured at amortized cost, using the effective interest method. The effects of this measurement are recognized within the financial result. These assets are subjected to the impairment model introduced by IFRS 9 – *Financial Instruments*.

**Equity investments that the Group designates as FVOCI on initial recognition**

Equity investments that the Group designates as Fair value through Other Comprehensive Income ('FVOCI') on initial recognition are mainly investments in non-consolidated companies over which the Group does not have significant influence. These assets are recognized under *Other non-current assets*. The Group made an irrevocable election to present in other comprehensive income changes in the fair value of those investments. Amounts presented in other comprehensive income will not be subsequently transferred to the statement of profit or loss. Moreover, investments included in this category are not subjected to the impairment model required by IFRS 9.

**Financial assets at fair value through consolidated profit or loss (FVPL)**

This category includes financial assets not classified in any of the previous categories (i.e., residual category). These are mainly derivative instruments and money market funds. Assets in this category are classified as current or non-current assets based on their maturity and are initially recognized at fair value. Any ancillary costs incurred on initial recognition of the assets are immediately recognized through consolidated profit or loss. After initial recognition, financial assets at FVPL are measured at fair value. Gains and losses deriving from changes in fair value are recognized through consolidated profit or loss in the period in which they occur, within financial result.

**Applicable to all financial assets**

Purchases and sales of financial assets are canceled at the settlement date.

Financial assets are derecognized when the rights to receive cash flows from the instrument have expired and the Group has transferred substantially all risks and rewards of ownership.

The fair value of listed financial instruments is based on the current bid price. If the market for a financial asset is not active (or if it refers to unlisted securities), the Group defines the fair value by utilizing valuation techniques such as recent arms' length market transactions between knowledgeable willing parties, if available, reference to the current fair value of another instrument that is substantially the same, discounted cash flows analysis and pricing models based on observable market inputs.

## 14.1 Other Non-Current Assets

Other non-current assets are described as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Equity investments | 737 | 324 |
| Trade receivables | 157 | 97 |
| Derivative financial instruments | - | - |
| Financial lease receivables | 37 | 75 |
| Other | 603 | 308 |
| **OTHER NON-CURRENT ASSETS** | **1,535** | **803** |

The line *Equity investments* mainly includes non-controlling interest in companies operating in the optical industry and subject to fair value measurement through other comprehensive income. The increase compared with last year is mainly explained by the acquisition of minority stakes for approximately €370 million and by the effect of the remeasurement at fair value of the investments owned, for €34 million.

Financial lease receivables mainly relate to GrandVision's leases of stores that are subleased to the Group's franchisees.

The line *Other* within the *Other non-current assets* mainly includes non-current advance payments related to royalties and security deposits. This line also includes contract assets for a total amount of €18 million (€17 million as of December 31, 2023). The increase of the year is mainly due to:

- the reclassification from current to non-current of the two deposits transferred to the French Competition Authorities for a total amount of €206 million in the context of the procedures against Essilor International and Luxottica (see Note 26 *Contingencies and Commitments*, paragraph 26.2 *Litigation and Contingent Liabilities*);
- the advances in royalty payments related to the renewal of the Dolce&Gabbana license (commented in the paragraph *Significant events of the year*);
- approximately €10 million transferred to the Turkish competition authorities in the context of the penalty imposed to the Group for breach of its exclusivity commitment and abusive bundling (see Note 26 *Contingencies and Commitments*, paragraph 26.2 *Litigation and Contingent Liabilities*). The Group strongly disagrees with the Turkish Competition Authority and has appealed its decision, still confident that it will demonstrate successfully that this decision is ungrounded. Accordingly, this transfer is considered as a deposit made to a public authority in the context of the overall procedure and has been booked for as such.

## 14.2 Other Current Assets

Other current assets are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Social and sales tax receivables | 325 | 307 |
| Advances to suppliers | 102 | 116 |
| Prepaid expenses | 281 | 228 |
| Derivative financial instruments | 36 | 12 |
| Short-term investments | - | - |
| Financial lease receivables | 14 | 17 |
| Other | 321 | 525 |
| **OTHER CURRENT ASSETS** | **1,078** | **1,206** |

As of December 31, 2024, contract assets included in other current non-financial assets amounted to €15 million (€16 million as of December 31, 2023).

The net decrease of the line *Other* within the *Other current assets* mainly comes from:

- the reclassification from current to non-current of the two deposits transferred to the French Competition Authorities for a total amount of €206 million in the context of the procedures against Essilor International and Luxottica (see Note 26 *Contingencies and Commitments*, paragraph 26.2 *Litigation and Contingent Liabilities*);
- the collection in 2024 of €13 million (USD14 million) following the agreement reached with an insurance company in the context of a class action settlement in the US (see Note 22 *Provisions (Current and Non-Current)* and Note 26 *Contingencies and Commitments*, paragraph 26.2 *Litigation and Contingent Liabilities*).

# Note 15 Inventories

## Accounting principles

Inventories are accounted for at the lower of the weighted-average cost and the net realizable value. In the case of manufactured inventories, cost includes an appropriate share of production overheads based on normal operating capacity.

Write-downs for raw materials, work in process and finished goods which are considered obsolete or slow moving are computed taking into account their expected future utilization and their net realizable value. The Group also considers other reasons that the cost of inventories may not be recoverable such as damage, obsolescence, declines in selling price. The cost of inventories may not be recoverable if the estimated costs of completion or the estimated costs incurred to make the sale exceed that cost.

The composition of inventories is as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Raw material, supplies and packaging | 868 | 780 |
| Work in progress | 137 | 114 |
| Finished Goods | 2,701 | 2,344 |
| **INVENTORIES (GROSS)** | **3,705** | **3,237** |
| Inventory obsolescence reserves | (553) | (487) |
| **INVENTORIES (NET)** | **3,152** | **2,750** |

Obsolescence refers to products that are expected to have low sale ability due to a number of factors including, but not limited to, the fact that: they have been discontinued, the related quality standards have changed, the related technology has been superseded and/or they have been withdrawn from the catalogue.

This assessment was based among other factors, on sales expectations.

In the year ended December 31, 2024, a provision on inventories has been booked for €204 million (€136 million for 2023).

# Note 16 Trade Receivables

## Accounting principles

Trade receivables are recognized at amortized cost and measured on the basis of the impairment model introduced by IFRS 9 – *Financial instruments* (see Note 14 *Other Assets (Current and Non-Current)*, paragraph *Financial assets* for the measurement on initial recognition).

In the case of trade receivables, the Group adopts the *simplified approach* that does not require assessing changes in credit risk on a regular basis, allowing instead to recognize an Expected Credit Loss (ECL) calculated over the entire lifetime of the receivables. Specifically, trade receivables are analyzed based on the number of days past due and the counterparty's solvency. The Group applies different impairment percentages that reflect the relevant expectations for recovery. Trade receivables are fully written down in the absence of a reasonable expectation of recovery.

The amount of receivables is reported in the statement of financial position net of the relevant bad debt provisions. The impairment losses reported pursuant to IFRS 9 – *Financial instruments* (including reversals of impairment losses or impairment gains) are recognized in the consolidated income statement mainly within the line item *Selling* expenses.

Trade receivables are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Trade receivables (gross) | 3,447 | 3,102 |
| Bad debt provision | (186) | (166) |
| **TRADE RECEIVABLES (NET)** | **3,261** | **2,936** |

# Note 17 Cash and Cash Equivalents

## Accounting principles

Cash in hand and time deposits comprises of cash on hand and at bank, carried at nominal amount, equal to fair value.

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Time deposits qualify for cash equivalents only when they have a maturity of three months or less from the date of the acquisition, or when the Group has the right to exit the investment without capital loss at any time, subject to a notice period not exceeding three months.

Cash and cash equivalents are as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Cash in hand and at bank | 1,876 | 1,663 |
| Time deposits | 355 | 872 |
| Money market funds | 20 | 23 |
| **CASH AND CASH EQUIVALENTS** | **2,251** | **2,558** |

The Group is operating in some countries where cash and cash equivalents are subject to legal restrictions. The respect of preliminary formalities in these countries is mandatory before transferring these funds with some delay and eventually some tax payment. Cash and cash equivalents can also be held by some subsidiaries where the initial approval of our partners is required to transfer any funds.

# Note 18 Equity

## Accounting principles

**Share premium reserve**

Share premium reserve represents the excess of the capital increases price over the par value of the shares issued.

**Treasury shares**

Treasury shares are deducted from equity at cost, including directly attributable transaction expenses. Capital gains and losses on sales of treasury shares are recorded directly in equity, for their amount net of tax.

**Translation reserve**

Translation differences are generated by the translation into euro of consolidated entities' financial statements prepared in currency other than euro.

**Retained earnings and other reserves**

This includes undistributed earnings of the Group, the cumulated amount of items recognized in other comprehensive income (such as actuarial gains and losses, cash-flow hedge reserves, etc.), equity-settled share-based payments and other reserves.

**Dividends**

Dividends are deducted from equity when they are approved by the Shareholders' Meeting.

**Non-controlling interests**

Non-controlling interests represent the portion of the net asset and net profit of a consolidated entity that is not attributable to the Group, directly or indirectly.

When a put option is granted to non-controlling shareholders of a subsidiary, if the option provides for settlement in cash, a liability is recognized for the present value of the exercise price of the option. This liability is classified as *Other non-current liabilities* or *Other current liabilities* in the consolidated statement of financial position based on its due date. Subsequent changes in the liability's fair value are recognized through Group equity. When the put option provides the non-controlling shareholders with present access to the returns associated with the underlying ownership interest, then, profit or loss and changes in other comprehensive income are still allocated to the non-controlling interests. However, in the statement of financial position, the non-controlling interests are derecognized as if they were acquired at the closing date. When the put option does not provide the non-controlling shareholders with present access to the returns associated with the underlying ownership interest, then, the Group derecognizes the non-controlling interests accounted for at the acquisition date.

**Negative equity**

Where a consolidated company has negative equity, non-controlling interests are treated as being attributable to the non-controlling shareholders unless they are not liable for their share of the losses or are not capable of fulfilling this obligation.

## 18.1 Number of Shares

The changes in number of shares between January 1 and December 31 for the years 2024 and 2023 are as follows:

| *In number of shares* | 2024 | 2023 |
|---|---|---|
| **NUMBER OF SHARES AS OF JANUARY 1** | **453,847,215** | **447,688,233** |
| Scrip dividend | 3,457,244 | 5,909,082 |
| Employee stock ownership plan | 184,694 | 221,455 |
| Exercise of stock options[(a)] | 18,048 | 28,445 |
| **NUMBER OF SHARES AS OF DECEMBER 31** | **457,507,201** | **453,847,215** |

*(a) Including 13,295 shares delivered but not yet registered as of December 31, 2023.*

## 18.2 Share Capital and Share Premium Reserve

The share capital of the Company amounted to €82 million as of December 31, 2024 and was comprised of 457,507,201 ordinary shares with a par value of €0.18 each.

The changes in share capital and share premium reserve (issue of ordinary shares) are presented below.

| *In number of shares/€ millions* | Number of shares | Share capital | Share premium reserve |
|---|---|---|---|
| **POSITION AS OF JANUARY 1** | **453,847,215** | **82** | **22,882** |
| Dividend payment | 3,457,244 | 1 | 622 |
| Employee stock ownership plan[(a)] | 184,694 | - | 33 |
| Exercise of stock options[(a)] | 18,048 | - | 2 |
| **POSITION AS OF DECEMBER 31** | **457,507,201** | **82** | **23,539** |

*(a) Increase in share capital settled in cash for €35 million.*

## 18.3 Treasury Shares Reserve

The reserve for the Company's treasury shares corresponds to the cost incurred to repurchase the Company's shares held by the Group. As of December 31, 2024, the Group held 798,593 of the Company's shares valued at €172 million.

The changes over 2024 are presented below:

| *In number of shares/€ millions* | Number of shares | Treasury shares reserve | Cash impact in 2024 |
|---|---|---|---|
| **POSITION AS OF JANUARY 1** | **1,803,854** | **312** | **n.a.** |
| Purchased shares (buy-back) | 1,480,214 | 315 | (315) |
| Shares delivered for Performance Shares Plans | (2,392,989) | (439) | - |
| Shares delivered for Stock-option plans | (92,486) | (16) | 12 |
| Disposed shares (Boost plan)[(a)] | - | - | 30 |
| **POSITION AS OF DECEMBER 31** | **798,593** | **172** | **n.a.** |

*(a) Cash impact is related to the Boost plan delivered in 2023 but paid by the employees through payslip deduction over a period of 12 months following the vested date in most cases.*

In 2024, the Group accounted for an increase of €315 million in the treasury shares reserve related to the share buy-back program launched by the Company and corresponding to the purchase of 1,480,214 EssilorLuxottica shares from August 7 to December 30, 2024 for an average price of €212.96 (including transaction fees). This purchase was executed in the context of the share buy-back program announced on July 29, 2024 (in accordance to the 24th resolution approved by the Annual Shareholders' Meeting of April 30, 2024).

The shares acquired are intended to be awarded or transferred to employees and corporate directors of EssilorLuxottica and affiliated companies, especially in the context of profit-sharing plans, bonus and performance share awards, stock option plans, and employee share ownership plan.

## 18.4 Retained Earnings and Other Reserves

Retained earnings and other reserves amounted to €13,396 million as of December 31, 2024 (€13,087 as of December 31, 2023).

Changes in the period are largely related to the allocation of the 2023 net profit attributable to owners of the parent (€2,289 million) partially counterbalanced by the dividend distribution described in the following paragraph (€1,786 million), the share-based payments effect recorded in the period (€219 million increase compared to December 31, 2023), the delivery of shares to employees in the context of share-based plan served with treasury shares (€444 million decrease compared to December 31, 2023), transactions with non-controlling interests (€177 million decrease compared to December 31, 2023) and the effect resulting from the application of hyperinflation accounting (€168 million increase).

## 18.5 Dividends

The Annual Shareholdings' Meeting of EssilorLuxottica held on April 30, 2024 approved the distribution of a dividend of €3.95 per ordinary share for the year 2023. Shareholders were granted the option to receive their dividend in newly issued shares at a price of €180.12 per share (so-called *scrip dividend*). This price corresponds to 90% of the average of the opening prices quoted on Euronext Paris over the twenty trading days preceding the date of the Annual Shareholders' Meeting less the dividend to be distributed for the financial year ended on December 31, 2023, this total being rounded up to the next euro cent.

At the end of the option period (May 28, 2024), 157,650,962 dividend rights were exercised in favor of the payment of the 2023 dividend in shares. Accordingly, a total dividend distribution of €1,786 million was accounted for in the semester:

- 3,457,244 new EssilorLuxottica's shares were issued and delivered, representing a dividend distribution equal to €623 million; and
- €1,163 million was paid in cash to those shareholders who did not opt for the *scrip dividend*.

Both the cash and the scrip dividend were paid on June 3, 2024. On the same day, the newly issued shares were admitted to trading on Euronext Paris. Those shares confer the same rights as the existing shares and carry current dividend rights conferring the right to any distribution paid out as from the date of their issuance.

In 2023, a dividend amounting to €3.23 per share was paid on June 7, 2023 to the shareholders for a total amount of €1,438 million, of which €487 million paid in cash and €951 million in shares (*scrip dividend*).

The total dividend distributed to non-controlling shareholders in 2024 amounted to €92 million (€110 million in 2023).

During the next Annual Shareholders' Meeting, the dividend per share subject to Shareholder approval is €3.95 for the year 2024, corresponding to an estimated total dividend distribution of €1,803 million (based on the number of existing shares as of January 31, 2025, excluding treasury shares). Being subject to approval at the next Annual Shareholders' Meeting, this dividend is not recognized as a liability in the consolidated accounts as of December 31, 2024.

## 18.6 Non-Controlling Interests

Equity attributable to non-controlling interests amounted to €626 million as of December 31, 2024 and €653 million as of December 31, 2023.

The following table provides a reconciliation of the changes in non-controlling interests over the year.

| *€ millions* | 2024 | 2023 |
|---|---|---|
| **POSITION AS OF JANUARY 1** | **653** | **692** |
| Total comprehensive income of the period | 127 | 109 |
| Changes in consolidation scope and NCI | (62) | (37) |
| *Acquisition of subsidiaries with NCI* | *5* | - |
| *Acquisition of NCI without a change in control* | *(20)* | *(1)* |
| *Other changes related to NCI* | *(47)* | *(36)* |
| Dividends paid | (92) | (110) |
| **POSITION AS OF DECEMBER 31** | **626** | **653** |

The overall net cash flow related to transactions with non-controlling interests amount to €(297) million in 2024. For 2023, this cash flow amounted to €(64) million.

# Note 19 Share-Based Payments

## Accounting principles

Share-based payments are classified as equity-settled or cash-settled depending on the terms of the plans. The classification determines the accounting for the plan.

**Stock subscription options and share awards**

The fair value of stock options and share awards, which are accounted for as equity-settled share-based payments, is determined based on methods adapted to their characteristics. Both performance-based stock subscription options and performance shares, which are subject to a market performance condition (based on the change in the share price compared with the reference price on the grant date) are valued using the Monte Carlo model; whereas for performance shares subject to a non-market condition (e.g., financial objective), the valuation reflects the market value of the awards at the grant date less the estimated value of dividends to be paid during the vesting period.

The fair value of stock subscription options on the grant date is recognized as an expense over the vesting period of the awards, taking into account the probability of such options being exercised earlier, with a corresponding increase in consolidated reserves.

For performance share awards, the vesting period is considered as being the most probable period over which the performance conditions will be fulfilled, determined using the Monte Carlo model.

The model parameters are determined at the grant date and are the followings:

- share price volatility, determined by reference to historical volatilities;
- the risk-free interest rate, corresponding to the government bond rate;
- the impact of dividends which is a yield assumption, determined by reference to the dividends distributed in the previous year; and
- the options' expected life is determined based on the vesting period and the exercise period.

At the end of each reporting period, the probability of options or performance shares being forfeited is assessed by the Group. The impact of any adjustments to these estimates is recognized in the statement of profit or loss, with a corresponding adjustment to consolidated reserves.

**Employee share issues**

For employee share issues, the difference between the market price of the shares at the transaction date and the price at which the shares are offered to employees is recognized directly as an expense when the shares are issued.

The breakdown of the expenses recorded into the consolidated statement of profit or loss is as follows:

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Performance shares | (153) | (141) |
| Stock options subscriptions | - | (1) |
| Employee share issues | (61) | (77) |
| **COMPENSATION COSTS ON SHARE-BASED PAYMENTS** | **(214)** | **(220)** |

## 19.1 Performance Shares

The Group has launched performance-based bonus share allotment plans (performance shares) to encourage the alignment of the interests of employee shareholders and external shareholders. In particular, these plans allow the beneficiaries to be awarded a certain amount of performance shares based on performance conditions combined with an employment condition, plus an additional market performance condition for the executive Corporate Officers.

Until the performance share plan granted in 2023 included, the final vesting of shares was subject to an employment condition over the vesting period and the performance condition was only a market performance condition based on the annualized growth of the EssilorLuxottica share price over a period between three to six years compared to the price on the grant date (corresponding to the average of the prices quoted over the 20 trading days preceding the Board of Directors' Meeting at which the grant is decided).

From the performance share plan granted in November 2024, in accordance with the 33rd resolution approved by the Extraordinary Shareholders' Meeting of April 30, 2024, the final vesting of shares is still subject to an employment condition over the three years vesting period and the fulfilment of three performance conditions. The number of shares received by the beneficiaries will be determined as follow:

- 40% based on a market performance condition: the annualized growth in the share price, as for the previous performance share plans;
- 40% based on a financial objective defined by the Board of Directors which will be measured with respect to the Cumulated Group Adjusted earning per share (EPS) over a three year period at constant exchange rate (e.g., the sum of adjusted EPS with respect to 2024, 2025 and 2026); and
- 20% based on a Corporate Social Responsibility (CSR) criteria which is the level of carbon emissions in fiscal year 2026, in line with EssilorLuxottica's environmental sustainability roadmap, drawn up in accordance with the Science-Based Targets initiative.

The following table presents the changes in the number of performance shares in 2024 and 2023:

| *In number of shares* | 2024 | 2023 |
|---|---|---|
| **PERFORMANCE SHARES AS OF JANUARY 1** | **6,741,358** | **6,785,566** |
| Performance shares vested | (2,392,989) | (1,816,607) |
| Performance shares forfeited or canceled | (303,292) | (497,401) |
| Awards for the fiscal year | 2,105,372 | 2,269,800 |
| **PERFORMANCE SHARES AS OF DECEMBER 31** | **6,150,449** | **6,741,358** |
| *Weighted average of the remaining vesting period of the performance shares outstanding at end of the year (expressed in years)* | *1.84* | *1.75* |

The table below summarizes the movements since the granted date, in terms of number of shares, for the performance share plan with an impact on the 2024 statement of profit or loss.

| Granted date | Duration *(in years)* | Number of performance shares granted | Number of performance shares canceled/forfeited | Number of performance shares vested | Number of performance shares outstanding as of December 31, 2024 | Note |
|---|---|---|---|---|---|---|
| October 1, 2020 | 3 | 2,138,851 | 374,224 | 1,764,627 | - | (a) |
| November 26, 2020 | 3 | 92,800 | 14,300 | 78,500 | - | (a) |
| October 28, 2021 | 3 | 2,900,311 | 509,179 | 2,391,132 | - | (a) |
| October 6, 2022 | 3 | 2,174,013 | 248,197 | 4,656 | 1,921,160 | |
| October 2, 2023 | 3 | 2,269,800 | 132,493 | 2,729 | 2,134,578 | |
| November 27, 2024 | 3 | 2,105,372 | 10,661 | - | 2,094,711 | |

*(a) 100% of the outstanding performance shares at the vesting date were vested.*

For each plan, at the granted date, the Company determined the fair value of the performance shares.

For performance shares subject to a market performance condition (annualized share price increase), the fair value has been determined using the Monte-Carlo model with the following assumptions:

| *In %/€* | November 2024 | October 2023 | October 2022 | October and November 2021 | October and November 2020 |
|---|---|---|---|---|---|
| Share volatility | 21.69% | 23.52% | 25.67% | 22.53% | 21.2% - 21.6% |
| Risk-free interest rate | 2.34% | 3.18% | 1.87% | -0.58% | -0.70% |
| Dividend yield | 1.87% | 2.18% | 2.34% | 1.65% | 1.40% |
| **WEIGHTED AVERAGE FAIR VALUE (MONTE-CARLO MODEL)** | **€106.97** | **€78.58** | **€76.06** | **€69.76** | **€49.39** |

As a result, the weighted fair value of the performance shares granted in 2024 is €173.98 (€78.58 in 2023), reflecting:

- on one side, the fair value determined using the Monte Carlo model (€106.97) for performance shares subject to a market performance condition; and
- the market value at grant date less dividends for the ones subjected to non-market performance conditions. Performance share plans granted in the previous years were only subject to a market performance condition, with a fair value fully determined using the Monte-Carlo model.

Therefore, compared with 2023, the increase of the performance share's fair value is mainly explained by the new structure of the performance condition with the addition of the two non-market performance conditions.

## 19.2 Stock Subscription Option

Summary of the changes on the stock subscription options over 2024 and 2023 is presented below:

| | 2024 | | 2023 | |
|---|---|---|---|---|
| | Average exercise price (€) | Number of options | Average exercise price (€) | Number of options |
| **AS AT JANUARY 1** | **133.57** | **345,943** | **130.09** | **464,073** |
| Granted during the year | - | - | - | - |
| Exercised during the year | 122.04 | (110,534) | 117.93 | (98,212) |
| Forfeited/Canceled during the year | 134.16 | (45,396) | 129.65 | (19,918) |
| **AS AT DECEMBER 31** | **140.14** | **190,013** | **133.57** | **345,943** |
| *of which vested and exercisable at December 31* | *140.14* | *190,013* | *117.93* | *232,934* |

With regards to the options exercised during the course of 2024, the weighted average share price of EssilorLuxottica shares was equal to €207.15 (€172.76 in 2023). The total cost accounted during the year amounted to €0 million (€1 million in 2023), the last plan being vested in October 2024.

## 19.3 Employee Share Issues

In 2024, total expense incurred for employee share issues amounted to €61 million. In 2023, total expense incurred for employee share issues amounted to €77 million, including €44 million related to the Boost plan (the possibility to obtain existing shares of EssilorLuxottica offered to employees of foreign subsidiaries of the Group).

During 2024 the Group issued 184,694 shares to its employees (221,455 in 2023). The subscription price has been set at €178.97 per share (€137.94 in 2023), this being the average of the opening prices over the 20 trading days preceding November 21, 2024, to which a 20% discount has been applied.

Additionally, in 2023, the Group transferred 466,926 treasury shares to its employees as part of the Boost 2023 plan which did not take place in 2024.

# Note 20 Financial Debt, Including Lease Liabilities

Total financial debt is €13,217 million as of December 31, 2024 (€11,656 million as of December 31, 2023).

The changes in financial debt during the years ended December 31, 2024 and 2023 are as follows:

| *€ millions* | Balance as of January 1, 2024 | Change in financing flows[(a)] | Scope effects | Translation differences | Other[(b)] | Balance as of December 31, 2024 |
|---|---|---|---|---|---|---|
| Non-current borrowings | 6,559 | 1,987 | 8 | 6 | (1,490) | 7,071 |
| Non-current lease liabilities | 2,399 | - | 98 | 48 | 189 | 2,733 |
| **TOTAL NON-CURRENT FINANCIAL DEBT** | **8,958** | **1,987** | **106** | **53** | **(1,300)** | **9,805** |
| Current borrowings | 1,858 | (904) | 20 | 18 | 1,507 | 2,498 |
| Current lease liabilities | 841 | (940) | 20 | 7 | 985 | 914 |
| **TOTAL CURRENT FINANCIAL DEBT** | **2,698** | **(1,844)** | **40** | **25** | **2,493** | **3,412** |
| **TOTAL FINANCIAL DEBT** | **11,656** | **144** | **147** | **78** | **1,192** | **13,217** |

*(a) The total change in financing flow corresponds to the Issuance of bonds, private placements and other long-term debts, Repayment of bonds, private placements and other long-term debts, the Changes in other current and non-current borrowings and the Cash payments for principal portion of lease liabilities lines as reported in the consolidated statement of cash flows.*

*(b) The column 'Other' includes, among others, interests paid, reported within the Net cash flows provided by/(used in) operating activities subtotal in the consolidated statement of cash flows. It also includes the reclassifications between non-current and current.*

| *€ millions* | Balance as of January 1, 2023 | Change in financing flows[(a)] | Scope effects | Translation differences | Other[(b)] | Balance as of December 31, 2023 |
|---|---|---|---|---|---|---|
| Non-current borrowings | 7,858 | 7 | - | (3) | (1,302) | 6,559 |
| Non-current lease liabilities | 2,336 | - | 1 | (46) | 107 | 2,399 |
| **TOTAL NON-CURRENT FINANCIAL DEBT** | **10,194** | **7** | **1** | **(49)** | **(1,195)** | **8,958** |
| Current borrowings | 1,164 | (597) | - | (7) | 1,297 | 1,858 |
| Current lease liabilities | 846 | (936) | 1 | (7) | 937 | 841 |
| **TOTAL CURRENT FINANCIAL DEBT** | **2,010** | **(1,533)** | **1** | **(14)** | **2,235** | **2,698** |
| **TOTAL FINANCIAL DEBT** | **12,204** | **(1,526)** | **2** | **(63)** | **1,039** | **11,656** |

*(a) The total change in financing flow corresponds to the Issuance of bonds, private placements and other long-term debts, Repayment of bonds, private placements and other long-term debts, the Changes in other current and non-current borrowings and the Cash payments for principal portion of lease liabilities lines as reported in the consolidated statement of cash flows.*

*(b) The column 'Other' includes, among others, interests paid, reported within the Net cash flows provided by/(used in) operating activities subtotal in the consolidated statement of cash flows, as well as the decrease in lease liabilities resulting from Covid-19 rent concessions accounted for as negative variable lease payments in the consolidated statement of profit or loss (see Note 6 Operating Income and Expenses).*

The Group uses debt financing to raise financial resources for general corporate purposes, medium/long-term business operations and to finance acquisitions. The overall increase by €1,561 million in total financial debt is mainly linked to a bond issuance for a total amount of €1,987 million, the increase of Commercial paper position by €455 million and by the increase of the lease liabilities, whereas three Eurobonds, matured between January and April 2024, were repaid over the period for a total amount of €1,300 million (face value).

## 20.1 Non-Current Borrowings

### Accounting principles

Borrowings are initially recorded at fair value, less directly attributable transaction costs, and subsequently measured at their amortized cost by applying the effective interest method.

If there is a change in expected cash flows, the carrying amount of the liability is recalculated by computing the present value of estimated future cash flows at the financial instrument's original effective interest rate.

Borrowings are classified among current liabilities, unless the Group has an unconditional right to defer their payment for at least 12 months after the reporting date.

Borrowings are removed from the statement of financial position when they are extinguished, i.e., when the obligation specified in the contract is discharged, canceled or expired.

The table below summarizes the Group's non-current borrowings as of December 31, 2024.

| *€ millions* | December 31, 2024 | December 31, 2023 | Face value | Currency | Nominal interest rate | Issue date dd/mm/yyyy | Maturity dd/mm/yyyy |
|---|---|---|---|---|---|---|---|
| Eurobond[(a)] | 744 | - | 750 | EUR | 3.00% | 05/09/2024 | 05/03/2032 |
| Eurobond[(b)] | 990 | 989 | 1,000 | EUR | 0.75% | 27/11/2019 | 27/11/2031 |
| Eurobond[(a)] | 1,244 | - | 1,250 | EUR | 2.88% | 05/09/2024 | 05/03/2029 |
| Eurobond[(c)] | 1,246 | 1,245 | 1,250 | EUR | 0.50% | 05/06/2020 | 05/06/2028 |
| Eurobond[(b)] | 1,493 | 1,491 | 1,500 | EUR | 0.38% | 27/11/2019 | 27/11/2027 |
| US private placement | 94 | 88 | 100 | USD | 2.65% | 05/01/2017 | 05/01/2027 |
| Eurobond[(c)] | 1,249 | 1,247 | 1,250 | EUR | 0.38% | 05/06/2020 | 05/01/2026 |
| Eurobond[(b)(d)] | - | 1,496 | 1,500 | EUR | 0.13% | 27/11/2019 | 27/05/2025 |
| Other | 11 | 3 | | | | | |
| **NON-CURRENT BORROWINGS** | **7,071** | **6,559** | | | | | |

*(a) Those lines refer to the 2BIL Bonds issued on September 5, 2024.*
*(b) Those lines refer to the 5BIL Bonds issued on November 27, 2019.*
*(c) Those lines refer to the 3BIL Bonds issued on June 5, 2020.*
*(d) Reclassified to Current borrowings.*

As of December 31, 2024, non-current borrowings increased by €512 million compared to December 31, 2023, mainly due to two bond issuances for a total amount of €2,000 million, partially offset by the reclassification from non-current to current borrowings of a €1,500 million (face value) Eurobond now due within 12 months from the reporting date.

The Group's debt agreements contain certain financial covenants (for more details see Note 25 *Financial Instruments and Management of Market Risks*). As of December 31, 2024, the Company was in compliance with these financial covenants.

## 20.2 Current Borrowings

As of December 31, 2024, the Group's short-term funding structure was as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 | Face value | Currency | Nominal interest rate | Issue date dd/mm/yyyy | Maturity dd/mm/yyyy |
|---|---|---|---|---|---|---|---|
| Eurobond[(a)(b)] | 1,499 | - | 1,500 | EUR | 0.13% | 27/11/2019 | 27/05/2025 |
| Eurobond[(d)] | - | 299 | 300 | EUR | 2.38% | 09/04/2014 | 09/04/2024 |
| Eurobond[(d)] | - | 501 | 500 | EUR | 2.63% | 10/02/2014 | 10/02/2024 |
| Eurobond[(c)(d)] | - | 500 | 500 | EUR | 0.25% | 05/06/2020 | 05/01/2024 |
| Commercial paper[(d)] | 193 | 452 | 200 | USD | 4.66% | Q4 2024 | Q1 2025 |
| Commercial paper[(d)] | 715 | - | 715 | EUR | 3.05% | Q4 2024 | Q1 2025 |
| Other[(d)] | 92 | 106 | | | | | |
| **CURRENT BORROWINGS** | **2,498** | **1,858** | | | | | |

*(a) Reclassified from Non-current borrowings.*
*(b) This line refers to the 5BIL Bonds issued on November 27, 2019.*
*(c) This line refers to the 3BIL Bonds issued on June 5, 2020.*
*(d) Changes compared to December 31, 2023 balances are reported within the line Repayment of bonds, private placements and other long-term debts and Changes in other current and non-current borrowings in the consolidated statement of cash flows for the year ended December 31, 2024.*

The other current borrowings correspond to short-term bank borrowings, overdraft and accrued interest, and amounted to €92 million as of December 31, 2024 (€106 million as of December 31, 2023).

The Group's current borrowings increased overall by €639 million. The main changes correspond to the reimbursement of three Eurobonds and of various Commercial Paper as well as the reclassification from non-current to current borrowings as mentioned above.

## 20.3 Net Debt

The table below summarizes the Group's Net debt as of December 31, 2024 and 2023.

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Non-current borrowings | 7,071 | 6,559 |
| Current borrowings | 2,498 | 1,858 |
| **TOTAL LIABILITIES** | **9,570** | **8,417** |
| Short-term investments[(a)] | - | - |
| Cash and cash equivalents | (2,251) | (2,558) |
| **TOTAL ASSET** | **(2,251)** | **(2,558)** |
| Financial debt derivatives at fair value | - | - |
| **NET DEBT EXCLUDING LEASE LIABILITIES** | **7,319** | **5,859** |
| Lease liabilities (current and non-current) | 3,647 | 3,239 |
| **NET DEBT** | **10,966** | **9,098** |

*(a) As reported in Note 14* Other Assets (Current and Non-Current).

# Note 21 Employee Benefits

## Accounting principles

Short-term employee benefits are expensed as the related services is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

The Group has both defined benefit and defined contribution plans.

Where obligations are payable under defined contribution plans, the Group has no further payment obligations once the contributions have been paid. These contributions are recognized as expenses when they are due.

A defined benefit plan is a pension plan or an incentive plan that is not a defined contribution plan. Typically, defined benefit plans provide an amount of pension benefit that an employee will receive upon retirement, usually based on one or more factors such as age, years of service and compensation. The Group also has long-term incentive plans (LTI) in place with its employees, which, depending on their characteristics, are included in the category of other long-term benefits.

The defined benefit obligation is calculated annually based on actuarial valuations performed by independent actuaries using the 'projected unit credit method'.

The actuarial assumptions used differ depending on the country (discount rate, inflation rate) and the company concerned (staff turnover rates, rate of future salary increases).

Actuarial gains and losses due to changes in actuarial assumptions or to changes in the plan's conditions are recognized as incurred in other comprehensive income.

If the Group introduces a defined benefit plan or changes the benefit formula under an existing defined benefit plan, the related change in the Group's obligation (past service cost) is immediately recognized in the statement of profit or loss.

Other long-term benefits are discounted to determine their present value. Remeasurements are recognized in the statement of profit or loss in the period in which they arise.

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring.

As of December 31, 2024, net recognized employee benefit obligations amounted to €455 million (€431 million as of December 31, 2023).

In accordance with laws and regulations in each country in which it operates, the Group has legal obligation with regard to employee post-employment benefits.

### 21.1 Description of the Main Post-Employment Plans Granted to Group Employees

#### France

- **Article 39:** Since its inception in December 1997, the Essilor Group has provided to its senior management teams (category IIIC and HC in accordance with the definition of the French metallurgy collective agreement) the opportunity to reward seniority to remain with the Group through a supplementary pension scheme (Article 39 of the French Tax Code) in addition to the general requirements applicable to all other employees.

  Eligible personnel needed to demonstrate at least 10 years of service within the Group to benefit from the scheme. In addition, they were required to still be working for the Group at their retirement date. The additional pension was calculated based on the number of years of service within the Group as well as an average of the yearly gross salary (fixed and variable) based on the three highest years of compensation throughout their employment history with the Group.

  On July 4, 2019, the 'Loi Pacte' amended the treatment of the Article 39 pension. Since then, this plans are no more authorized according to this law. This plan is closed to new members and rights are currently frozen. 14 senior team members were part of this plan as at December 31, 2024.
- **Termination benefits:** Jubilee and termination benefits schemes are regulatory and compulsory schemes applicable to all companies incorporated in France.

  Upon retirement, employees are eligible to receive a lump sum payment depending on the number of years of service within the Group. Rights are acquired based on legal requirements (French labor law), general collective agreements, as well as company specific agreements in place when the employee first joined the Group.

A provision is recorded in the consolidated financial statements to cover for the defined benefit obligation. The most significant plan is carried by Essilor International (SAS). For this entity, rights are calculated based on the metallurgy collective agreement (in additional salary). No assets are associated with this liability that represent the defined benefit obligation for the 2,760 French permanent contract employees working for Essilor International (SAS) as of December 31, 2024.

### US Pension plan

There are several types of defined benefit plans in the US. The most significant plans are described below:

- **A supplementary retirement plans for Executives:** Essilor USA provides the opportunity to reward seniority to remain with the Group for Executives through a supplementary pension plan. As December 31, 2024, there are no active members and 16 non-active members to this defined benefit plan.

  To be eligible to join the plan, Executives need to be at least 62 years old, have held for at least five years an executive position, and have at least 10 years of service within the Group. Additionally, they are required to still be working for the Group at their retirement date. The additional payout represents 40% of the base salary received over the last three years preceding retirement.

  Additionally, other post-employment benefits are paid out in case of early retirement, death, or end of employment resulting in lower accessibility conditions and a lower payout.

  There are no assets associated with this defined benefit plan.
- **Lux Pension Plan:** Oakley, Inc. sponsors a qualified non-contributory defined benefit pension plan, the 'Lux Pension Plan', which provides for the payment of benefits to eligible past and present employees of EssilorLuxottica USA Inc. and its subsidiaries (herein after 'US Holdings') upon retirement. Pension benefits are gradually accrued based on length of service and annual compensation excluding non-cash components. Participants become vested in the Lux Pension Plan after three years of vesting service as defined by the Lux Pension Plan. In 2013, the Lux Pension Plan was amended so that employees hired on or after January 1, 2014 would not be eligible to participate. This plan is funded.
- **Lux SERP:** US Holdings also maintains a non-qualified, unfunded supplemental executive retirement plan ('Lux SERP') for participants of its qualified pension plan to provide benefits in excess of amounts permitted under the provisions of prevailing US tax law. This plan's liability mirrors the actuarial methods and assumptions used for the Lux Pension Plan. There are no assets associated with this plan.

The last two plans operate under the US regulatory framework. These plans are subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974, as amended. The Luxottica Group ERISA Plans Compliance and Investment Committee controls and manages the operation and administration of the plans. The plans expose the Group to actuarial risks, such as longevity risk, exchange rate risk, and interest rate risk.

### Italy TFR (post-employment benefits of the Italian companies' employees)

The provision for employee severance pay (TFR), governed by Article 2120 of the Italian Civil Code, represents the estimated liability determined on the basis of actuarial procedures for the amount to be paid to employees at the time that the employment is terminated. The principal amount of the benefit equals to the sum of portions of the allocation calculated on compensation items paid during the employment and revalued until the time that such relationship is terminated. Due to the legislative changes introduced from January 1, 2007 for companies with more than 50 employees, a significant part of severance pay to be accrued is classified as a defined-contribution plan since the company's only obligation is to pay the contributions to the pension funds or to National Social Insurance Agency (INPS). Liabilities related to severance pay pre-dating January 1, 2007 remain a defined-benefit plan to be valued using actuarial methods. There are no assets associated with this plan.

### Germany

There are several different types of defined benefit plans in Germany. The most significant plan is carried by Essilor GmbH. As of December 31, 2024, this plan had 168 active members and 767 non active members (including 357 retired members). This plan is closed to new members and rights are currently frozen. Before its change of status, to join the plan, employees were required to hold a permanent contract, be younger than 55 years old and have a specified number of years of service. Rights offered by this plan are based on a final salary type of scheme. Payouts are based on 0.4% of the base salary for each eligible year of service, plus an additional 12%. No assets are currently associated with this defined benefit plan.

Moreover, as a result of the GV Acquisition, a pension arrangement, in addition to the state pension provided in Germany, for employees already employed with Apollo prior to 1994 is included in the Employee benefit balance as of December 31, 2024 (€43 million). Every service year of the employees in the plan adds an amount of 1% of their pensionable salaries to the plan. This occurs for a maximum of 25 years and is maximized in terms of pay-out.

### Switzerland

Following the GV Acquisition, Swiss pension arrangements are included into the Employee benefit balance as of December 31, 2024 (€38 million). These pension arrangements (occupational pension plans) of Swiss activities are funded plans, providing benefits upon retirement, death, disability and termination. Those arrangements are the base of the second pillar of the Swiss social security system. Both employer and employees pay contributions to the pension plan.

### Other

In Australia and Hong Kong, the Group makes mandatory contributions to retirement funds. The plans provide benefits on a defined contribution basis for employees upon retirement, resignation, injury or death. Contributions to defined contribution superannuation plans are recognized as an expense as the contributions are paid or become payable to the fund. Contributions are accrued based on legal rates and annual compensation.

## 21.2 Changes of the Period

| | 2024 | | | 2023 | | |
|---|---|---|---|---|---|---|
| *€ millions* | Defined benefit obligation | Fair value of plan assets | Net liability (asset) | Defined benefit obligation | Fair value of plan assets | Net liability (asset) |
| **BALANCE AS OF JANUARY 1** | **1,281** | **851** | **430** | **1,276** | **845** | **431** |
| Included in profit or loss | | | | | | |
| Cost of services rendered in the period | 43 | (3) | 46 | 22 | (3) | 25 |
| Cost of past services | (2) | - | (2) | (4) | - | (4) |
| Interest cost (income) | 49 | 36 | 13 | 52 | 36 | 16 |
| **TOTAL MOVEMENTS IN PROFIT OR LOSS** | **90** | **33** | **57** | **70** | **33** | **36** |
| Included in OCI | | | | | | |
| Actuarial loss (gain) arising from: | | | | | | |
| *demographic assumptions* | - | - | - | *(16)* | - | *(16)* |
| *financial assumptions* | *(38)* | *(15)* | *(23)* | *48* | - | *48* |
| *experience adjustment* | *12* | - | *12* | *4* | - | *4* |
| Return on plan assets excluding interest income | - | (1) | 1 | - | 36 | (36) |
| Translation differences and other movements | 46 | 42 | 4 | (35) | (26) | (8) |
| **TOTAL MOVEMENTS IN OCI** | **20** | **26** | **(6)** | **2** | **9** | **(7)** |
| Other | | | | | | |
| Contributions to plan assets | 4 | 12 | (8) | 4 | 12 | (8) |
| Benefits paid | (68) | (47) | (21) | (71) | (49) | (23) |
| Business combinations | 3 | - | 3 | - | - | - |
| **TOTAL OTHER MOVEMENTS** | **(61)** | **(35)** | **(26)** | **(67)** | **(36)** | **(31)** |
| **TOTAL AS OF DECEMBER 31** | **1,330** | **875** | **455** | **1,281** | **851** | **430** |
| Net defined benefit assets classified in other non-current assets | | | - | | | 1 |
| **BALANCE AS OF DECEMBER 31** | | | **455** | | | **431** |

## 21.3 Actuarial Assumptions

A major assumption taken into account in the valuation of pensions and other post-employment benefit obligations is the discount rate. In accordance with IAS 19 – *Employee Benefits*, the rates were determined by currency areas and by reference to the return on high-quality private bonds with a maturity equal to the term of the plans or the return on government bonds when the private market has insufficient liquidity.

The return on plan assets is determined based on the allocation of the assets and the discount rates used.

The main rates used by the Group are as follows:

| | 2024 | | | | 2023 | | | |
|---|---|---|---|---|---|---|---|---|
| *In %* | Eurozone | United States | Switzerland | United Kingdom | Eurozone | United States | Switzerland | United Kingdom |
| Discount rate | 3.0% - 4.0% | 5.4% - 5.7% | 1.0% | 5.5% | 3.1% - 3.5% | 4.7% - 5.0% | 1.4% | 4.5% |
| Inflation rate | 2.0% | 2.5% | 1.1% | 3.4% | 2.0% | 2.5% | 1.3% | 3.1% |
| Weighted average rate of salary increases | 0.0% - 3.0% | 0.0% - 8.2% | 1.4% | | 2.3% - 3.0% | 0.0% - 8.2% | 1.5% | |

## 21.4 Breakdown of the Fair Value of Plan Assets by Category

| *In %* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Shares and equity funds | 14% | 13% |
| Bonds and fixed income funds | 66% | 66% |
| General insurance funds | 13% | 14% |
| Real estate/property | 2% | 2% |
| Other | 5% | 5% |
| **TOTAL** | **100%** | **100%** |

The Plan's long-term investment objective is to generate investment returns that provide adequate assets to meet the Plan's benefit obligations, and to maintain sufficient liquidity to pay benefits and administrative expenses.

Plan assets are invested in pension funds or insurance companies for which invested assets are managed directly by pension fund managers or insurance companies. They determine appropriate investment strategies and funding allocations.

Plan assets are also invested in diversified portfolios across various asset classes based on the targets envisioned for the allocation of resources, using a mix of active management strategies, for which various consultants have been employed. Risk management is ensured by investment diversification across various asset classes, managers, strategies, market capitalizations (equity investments) and individual securities. Certain transactions and securities are not authorized to be conducted or held in the pension funds, such as purchase or sale of commodity contracts, real estate investments, excluding in trust funds, and American Depositary Receipts (ADR) or treasury shares of the Company. Risk is further controlled both at the asset class and manager level by assigning benchmarks and performance objectives. The investment managers are monitored on an ongoing basis to evaluate performance against these benchmarks and performance objectives.

Investments comply with local regulations in the countries in question.

## 21.5 Sensitivities

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would increase/decrease the total defined benefit obligation as shown below:

| | Discount rate | | Compensation increase | |
|---|---|---|---|---|
| *€ millions* | -50 bps | +50 bps | -100 bps | +100 bps |
| DBO at year-end | 1,399 | 1,279 | 1,301 | 1,357 |

# Note 22 Provisions (Current and Non-Current)

## Accounting principles

Provisions are determined by the Group based on facts and circumstances, historical risk data and the information available at the closing date, in accordance with IAS 37.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the time value of money is recognized as a financial expense.

Contingent liabilities are not recognized in the statement of financial position – except in connection with business combinations – but are disclosed in the notes to the financial statements unless the probability of an outflow of resources embodying economic benefits is remote.

Restructuring provisions are recognized when the Group has a detailed formal plan for the restructuring and has announced its main features to those affected by the plan.

Provisions for warranty costs are recognized when the products are sold ('standard' warranty inseparable from the sale of the products). The corresponding expense is recognized in *Cost of sales*.

The balances as of December 31, 2024 and 2023 are detailed below:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Warranty and returns | 143 | 135 |
| Litigations | 105 | 134 |
| Self-insurance | 28 | 28 |
| Restructuring and other | 209 | 282 |
| **TOTAL PROVISIONS** | **484** | **578** |
| *of which current provisions* | *270* | *345* |
| *of which non-current provisions* | *214* | *234* |

The changes in provision for the years ended December 31, 2024 and 2023, are as follows:

| *€ millions* | Warranty and returns | Legal claims/cases | Self-insurance | Restructuring and other | Total |
|---|---|---|---|---|---|
| **BALANCE AS OF JANUARY 1, 2024** | **135** | **134** | **28** | **282** | **578** |
| Provisions for the period | 43 | 10 | 22 | 123 | 198 |
| Utilization and releases | (36) | (35) | (20) | (202) | (294) |
| Translation differences | 2 | 2 | 2 | (1) | 5 |
| Business combinations | 1 | - | - | 4 | 4 |
| Other movements | (3) | (5) | (4) | 4 | (8) |
| **TOTAL CHANGES** | **8** | **(29)** | **-** | **(73)** | **(94)** |
| **BALANCE AS OF DECEMBER 31, 2024** | **143** | **105** | **28** | **209** | **484** |
| *of which current provisions* | *122* | *22* | *10* | *116* | *270* |
| *of which non-current provisions* | *21* | *83* | *18* | *93* | *214* |

| *€ millions* | Warranty and returns | Legal claims/cases | Self-insurance | Restructuring and other | Total |
|---|---|---|---|---|---|
| **BALANCE AS OF JANUARY 1, 2023** | **136** | **147** | **28** | **274** | **585** |
| Provisions for the period | 78 | 39 | 4 | 143 | 264 |
| Utilization and releases | (67) | (36) | (7) | (158) | (268) |
| Translation differences | (4) | (3) | (1) | (2) | (10) |
| Business combinations | - | 1 | - | - | 1 |
| Other movements | (9) | (15) | 5 | 26 | 7 |
| **TOTAL CHANGES** | **(2)** | **(13)** | **-** | **9** | **(6)** |
| **BALANCE AS OF DECEMBER 31, 2023** | **135** | **134** | **28** | **282** | **578** |
| *of which current provisions* | *109* | *97* | *13* | *126* | *345* |
| *of which non-current provisions* | *26* | *37* | *15* | *156* | *234* |

Provisions (current and non-current) decreased by €94 million over the year. The provision for the period, €198 million, was counterbalanced by utilization and releases for about €294 million and other movements for approximately €(8) million (including foreign currency translation effects).

The line Utilization and releases comprised in the Litigations column the utilization of a provision recognized in 2023 for €36 million ($39 million) and related to a class action where a US Group subsidiary of EssilorLuxottica was defendant of which €18 million ($19 million covered by an insurance company (see Note 26 *Contingencies and Commitments*, paragraph 26.2 *Litigation and Contingent Liabilities* and Note 14 *Other Assets (Current and Non-Current)*).

Litigations include provisions for various legal disputes that have occurred in the course of business of the Group.

The item self-insurance includes provisions made since the Group insures itself against certain risks. The Group is self-insured for certain losses relating to workers' compensation, general liability, own risk, and employee medical benefits for claims incurred but not reported. The Group's liability is estimated using historical claims experience and industry averages.

# Note 23 Other Liabilities (Current and Non-Current)

## Accounting principles

Other current and non-current liabilities include, among the others, liabilities related to put options over non-controlling interests and other liabilities related to financial investments (e.g., earn out).

For the accounting of put options over non-controlling interests of subsidiaries, see Note 3 *Business Combinations* and Note 18 *Equity*, paragraph 18.6 *Non-Controlling Interests*. Earn out are recognized as a liability from the acquisition date at their fair value. Subsequent changes in price supplements are recognized in *Other income/(expenses)*.

**Contract liabilities**

Contract liabilities are described in Note 5 *Revenue*.

## 23.1 Other Non-Current Liabilities

Other non-current liabilities as of December 31, 2024 and 2023 are detailed below:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Liabilities related to long-term put options over non-controlling interests | 108 | 70 |
| Trade payables and liabilities related to long-term financial investments | 57 | 15 |
| Derivative financial instruments | 1 | 1 |
| Other | 26 | 36 |
| **OTHER NON-CURRENT LIABILITIES** | **191** | **123** |

The increase in the liabilities related to long-term put options over non-controlling interests is mainly due to the new agreements signed during the year.

*Other non-current liabilities* include contract liabilities for a total amount of €21 million (€15 million as of December 31, 2023).

## 23.2 Other Current Liabilities

Other current liabilities as of December 31, 2024 and 2023 are detailed below:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Liabilities related to short-term put options over non-controlling interests | 180 | 306 |
| Liabilities related to short-term financial investments | 38 | 32 |
| Personnel expenses, social contribution, VAT and other indirect tax payables | 1,432 | 1,390 |
| Premium and discount | 505 | 555 |
| Payables with extended payment terms | 388 | 490 |
| Derivative financial instruments | 21 | 27 |
| Other | 1,113 | 955 |
| **OTHER CURRENT LIABILITIES** | **3,679** | **3,756** |

The decrease in the liabilities related to short-term put options over non-controlling interests is mainly due to payments processed over the year.

In the table above, the line *Payables with extended payment terms* refers to the amount due to suppliers that agreed to join voluntary supply chain finance ('SCF') programs. Those programs enable the Group's suppliers, at their sole discretion, to sell their receivables due by the Group, on a non-recourse basis and at a rate that leverages the Group's credit rating.

No guarantees are provided by the Group or any of its subsidiaries under the SCF program and the Group has neither an economic interest in a supplier's decision to participate in the SCF program nor a direct financial relationship with the financial institution, as it relates to the SCF program. Suppliers who opted to join this supply chain finance program have enabled the Group to benefit from an extension of the payment terms of their debts toward these suppliers without any consideration. Compared to the usual payment terms applied to the Group in the different regions in which it operates, the extension can vary in a range of 60 up to 120 days.

Management has not identified additional liquidity risks deriving from the SCF program.

As of December 31, 2024, the amounts due to suppliers elected to participate in the SCF program included in *Other current liabilities* (line *Payables with extended payment terms*) amount to €388 million (€490 million as of December 31, 2023). Those payables have a similar nature and function to trade payables, being related to the Group's normal operating cycle. At Group level, on average, approximately 73% of the outstanding amount at year-end was already collected by the supplier through the SCF programs.

Cash flows related to those payables are classified as arising from operating activities (shown in line *Changes in other operating receivables and payables* of the consolidated statement of cash flows).

The lines *Other* in the *Other non-current liabilities* and in the *Other current liabilities* include contract liabilities for respectively €21 million and €232 million (€15 million and €209 million as of December 31, 2023).

# Note 24 Trade Payables

## Accounting principles

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less from the reporting date. If not, they are presented as non-current liabilities.

Trade payables are initially recognized at fair value and subsequently measured at amortized cost.

Trade payables amount to €2,657 million (€2,381 million as of December 31, 2023).

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| TRADE PAYABLES | 2,657 | 2,381 |

The book value of trade payables is approximately equal to their fair value.

# Note 25 Financial Instruments and Management of Market Risks

## 25.1 Financial Instruments Recognized in the Consolidated Statement of Financial Position

### Accounting principles

**Fair value**

In accordance with IFRS 13 – *Fair Value Measurement*, the fair value of financial instruments accounted for in the Group's financial statements is determined using different valuation techniques. The Group uses observable market data as far as possible.

| *€ millions* | Notes | Total December 31, 2024 | Financial assets/ (liabilities) at fair value through profit or loss | Equity investments at fair value through other comprehensive income | Financial assets/ (liabilities) at amortized cost | Other financial liabilities | Derivatives documented in hedging relationships |
|---|---|---|---|---|---|---|---|
| Equity investments | 14 | 737 | - | 737 | - | - | - |
| Finance lease receivables (non-current & current) | 14 | 51 | - | - | 51 | - | - |
| Trade receivables | 25.2.2 | 3,419 | - | - | 3,419 | - | - |
| Social and sales tax receivables | | 325 | - | - | 325 | - | - |
| Advances to suppliers | | 102 | - | - | 102 | - | - |
| Other financial instruments (excluding derivatives) [(a)] | 14 | 47 | - | - | 47 | - | - |
| Derivative financial instruments | 14 | 36 | 34 | - | - | - | 2 |
| Cash and cash equivalents | 17 | 2,251 | 20 | - | 2,231 | - | - |
| **FINANCIAL INSTRUMENTS RECOGNIZED IN ASSETS** | | **6,968** | **54** | **737** | **6,175** | **-** | **2** |
| Non-current borrowings | 20 | 7,071 | - | - | 7,071 | - | - |
| Other non-current financial liabilities (excluding derivatives) [(b)] | 23 | 170 | 37 | - | 25 | 108 | - |
| Current borrowings | 20 | 2,498 | - | - | 2,498 | - | - |
| Trade payables | | 2,657 | - | - | 2,657 | - | - |
| Other current financial liabilities (excluding derivatives) [(c)] | 23 | 219 | 17 | - | 21 | 180 | - |
| Derivative financial instruments | 23 | 22 | 18 | - | - | - | 4 |
| **FINANCIAL INSTRUMENTS RECOGNIZED IN LIABILITIES** | | **12,637** | **72** | **-** | **12,273** | **288** | **4** |

*(a) Other financial instruments mainly comprises security deposits and loans which are classified within the line item Other in the Other current and non-current assets (See Note 14* Other Assets (Current and Non-Current)*).*

*(b) Excluding IFRS 15 contract liabilities.*

*(c) Excluding personnel expenses, social contribution, VAT and other indirect tax payables, premium and discount, other current liabilities and IFRS 15 contract liabilities.*

| € millions | Notes | Total December 31, 2023 | Financial assets/ (liabilities) at fair value through profit or loss | Equity investments at fair value through other comprehensive income | Financial assets/ (liabilities) at amortized cost | Other financial liabilities | Derivatives documented in hedging relationships |
|---|---|---|---|---|---|---|---|
| Equity investments | 14 | 324 | | 324 | | - | - |
| Finance lease receivables (non-current & current) | 14 | 92 | - | - | 92 | - | - |
| Trade receivables | 25.2.2 | 3,033 | - | - | 3,033 | - | - |
| Social and sales tax receivables | | 307 | - | - | 307 | - | - |
| Advances to suppliers | | 116 | - | - | 116 | - | - |
| Other financial instruments (excluding derivatives) [(a)] | 14 | 52 | - | - | 52 | - | - |
| Derivative financial instruments | 14 | 12 | 10 | - | - | - | 2 |
| Cash and cash equivalents | 17 | 2,558 | 23 | - | 2,534 | - | - |
| **FINANCIAL INSTRUMENTS RECOGNIZED IN ASSETS** | | **6,494** | **33** | **324** | **6,134** | **-** | **2** |
| Non-current borrowings | 20 | 6,559 | - | - | 6,559 | - | - |
| Other non-current financial liabilities (excluding derivatives) [(b)] | 23 | 106 | 9 | - | 27 | 70 | - |
| Current borrowings | 20 | 1,858 | - | - | 1,858 | - | - |
| Trade payables | | 2,381 | - | - | 2,381 | - | - |
| Other current financial liabilities (excluding derivatives) [(c)] | 23 | 338 | 32 | - | - | 306 | - |
| Derivative financial instruments | 23 | 28 | 16 | - | - | - | 12 |
| **FINANCIAL INSTRUMENTS RECOGNIZED IN LIABILITIES** | | **11,270** | **57** | **-** | **10,824** | **376** | **12** |

*(a) Other financial instruments mainly comprises security deposits and loans which are classified within the line item Other in the Other current and non-current assets (See Note 14* Other Assets (Current and Non-Current)*).*

*(b) Excluding IFRS 15 contract liabilities.*

*(c) Excluding personnel expenses, social contribution, VAT and other indirect tax payables, premium and discount, other current liabilities and IFRS 15 contract liabilities.*

The carrying value of assets and liabilities recorded at amortized cost is close to its fair value, except for long-term borrowings for which fair value is €7,071 million (€6,559 million as of December 31, 2023).

The fair value hierarchy of the relevant financial assets and liabilities is as follows:

- borrowings: the fair value of listed debt is equal to their market price. The level of the hierarchy used for determining this fair value is Level 1. The fair value of the non-listed debt equals the present value of future cash flows, calculated by utilizing the market rate currently available for similar debt and adjusted in order to take into account the Company's current credit rating. The level of the hierarchy used for determining this fair value is Level 2;
- cash, cash equivalent and short-term investments: the level of the hierarchy used for determining the fair value of money market mutual funds is Level 1; the hierarchy used to determine the fair value of time deposits is Level 2;
- derivatives financial instruments: the fair value of the derivatives financial instruments equals the present value of future cash flows, calculated by utilizing the market inputs currently available. The level of the hierarchy used for determining this fair value is Level 2;
- equity investments at fair value through other comprehensive income: the level of the hierarchy used for determining this fair value is Level 3, except for investments in listed companies whose fair value is determined based on quoted price in the related active market, i.e., Level 1.

Other financial liabilities include the put liabilities and liabilities related to earn-out clauses. Changes in put liability's fair value are recognized through Group's equity.

## 25.2 Counterparty Risk

### 25.2.1 Credit Risk Related to Financial Counterparties

The Group is exposed to counterparty risk, i.e., the risk that a bank defaults on its contractual obligations (short-term investment, hedge or credit facility), which would result in a financial loss for the Group.

Default by a counterparty may result in loss in value (the case of non-payment of a financial asset) or liquidity (the case of inability to draw on an unused line of credit). To mitigate the risk, the Group mainly deals with top-tier banks and diversifies its banking counterparties, in order to limit its individual exposure, depending on the rating of the counterparty. Moreover, available cash is mainly invested with the purpose of meeting the criteria of *Cash and cash equivalents* classification as per the strategy of the Group (i.e., at least 90% of excess cash must be invested in products complying with the *Cash and cash equivalents* definition under IFRS).

The Group enters into derivative transactions under various master agreements, which contain clauses for the offsetting of amounts payable and receivable only on the occurrence of future events, such as a default or other credit event by one of the contracting parties. Since the Group does not have any currently legally enforceable right to offset recognized amounts, the mentioned agreements do not meet the criteria of offsetting in the statements of financial position.

Based on the information available to the Group, during the course of the year, there were no potential losses deriving from the inability of the above-mentioned counterparties to meet their contractual obligations.

### 25.2.2 Credit Risk Related to Commercial Counterparties

The credit risk is managed locally and monitored centrally by the Group. Nevertheless, a portion of the Group's revenue is realized directly with the end customer and those revenue do not expose the Group to any credit risk.

The Group does not have a significant concentration of credit risk. In any case, there are proper procedures in place to ensure that the sales of products and services are made to reliable customers on the basis of their financial position as well as past experience. Credit limits are defined according to thresholds that take into consideration internal and external evaluation of the customer's reliability. The utilization of credit limits is regularly monitored through automated controls.

As of December 31, 2024, non-provisioned past due trade receivables amounted to €296 million (€300 million at the end of 2023).

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Trade receivables due within one year[(a)] | 3,261 | 2,936 |
| Trade receivables beyond one year[(b)] | 157 | 97 |
| *of which:* | | |
| *trade receivables not yet due* | *3,122* | *2,734* |
| *past due trade receivables* | *296* | *300* |

*(a) In line item Trade receivables in the consolidated statement of financial position.*
*(b) In line item Other non-current assets in the consolidated statement of financial position.*

Breakdown of the trade receivables as of December 31, 2024:

| *€ millions* | Total | Not yet due | Past due | < 6 months | >6 months and <12 months | > 12 months |
|---|---|---|---|---|---|---|
| Trade receivables due within one year (gross value) | 3,447 | 2,985 | 462 | 341 | 53 | 68 |
| Bad debt provision | (186) | (20) | (166) | (63) | (41) | (62) |
| **TRADE RECEIVABLES DUE WITHIN ONE YEAR (NET VALUE)** | **3,261** | **2,965** | **296** | **278** | **12** | **6** |
| Trade receivables due beyond one year (gross value) | 159 | 159 | - | - | - | - |
| Bad debt provision | (2) | (2) | - | - | - | - |
| **TRADE RECEIVABLES DUE BEYOND ONE YEAR (NET VALUE)** | **157** | **157** | **-** | **-** | **-** | **-** |
| **TOTAL TRADE RECEIVABLES (CURRENT AND NON-CURRENT)** | **3,419** | **3,122** | **296** | **278** | **12** | **6** |

## 25.3 Liquidity Risk

The Group's activities expose it to the risk that its sources of liquidity may be insufficient to cover its financing needs. The Group aims to maintain a permanent source of liquidity in order to ensure its independence and growth. The funding policy is based on the diversification of funding sources, the use of medium and long-term financing, the distribution of debt maturities over time and the establishment of committed credit facilities.

As of December 31, 2024, most of the Group's long-term financing and credit facilities were concentrated on EssilorLuxottica which then refinances its subsidiaries. Some companies may, however, need to arrange their own local financing when local regulations hamper intra-Group arrangements.

As of December 31, 2024, the Group had €2,835 million of committed credit facilities with leading banks. Drawing down these lines is not subject to any covenant. As of December 31, 2024, none of these lines had been used.

Primary rating agencies have assigned to the Company the following rating:

| | Long-term | Short-term | Outlook | Effective date |
|---|---|---|---|---|
| Moody's | A2 | P-1 | Positive | September 27, 2024 |
| Standard & Poor's | A | A-1 | Stable | August 5, 2024 |

The distribution of the Group's Net debt (excluding lease liabilities) and available credit facilities by contractual maturity at the end of 2024 was as follows:

| *€ millions* | 2025 (1Y) | 2026 (2Y) | 2027 (3Y) | 2028 (4Y) | 2029 (5Y) | >2029 (>5Y) | Total |
|---|---|---|---|---|---|---|---|
| Bonds | 1,499 | 1,249 | 1,493 | 1,246 | 1,244 | 1,734 | 8,465 |
| Commercial papers | 908 | - | - | - | - | - | 908 |
| Bank loans | 7 | - | - | 7 | - | - | 14 |
| Private placements | - | - | 94 | - | - | - | 94 |
| Overdraft | 13 | - | - | - | - | - | 13 |
| Others debt | 72 | 3 | - | - | - | - | 76 |
| **GROSS DEBT** | **2,498** | **1,252** | **1,588** | **1,254** | **1,244** | **1,734** | **9,570** |
| Short-term investments | - | - | - | - | - | - | - |
| Cash & cash equivalents | (2,251) | - | - | - | - | - | (2,251) |
| Financial debt derivatives at fair value | - | - | - | - | - | - | - |
| **NET DEBT (EXCLUDING LEASE LIABILITIES)** | **248** | **1,252** | **1,588** | **1,254** | **1,244** | **1,734** | **7,319** |
| Available committed syndicated credit facilities | - | - | - | 1,750 | - | - | 1,750 |
| Available committed bilateral bank facilities | - | 100 | 50 | 935 | - | - | 1,085 |
| Available committed bridge facilities | - | - | - | - | - | - | - |

The distribution of the Group's nominal gross debt (i.e., face value) by contractual maturity at the end of 2024 was as follows. The amounts disclosed are the contractual undiscounted cash flows (including interests).

| *€ millions* | 2025 (1Y) | 2026 (2Y) | 2027 (3Y) | 2028 (4Y) | 2029 (5Y) | >2029 (>5Y) | Total |
|---|---|---|---|---|---|---|---|
| Bonds | 1,525 | 1,333 | 1,578 | 1,322 | 1,316 | 1,833 | 8,906 |
| Commercial papers | 908 | - | - | - | - | - | 908 |
| Bank loans | 8 | - | - | 7 | - | - | 16 |
| Private placements | 1 | 3 | 99 | - | - | - | 103 |
| Overdraft | 13 | - | - | - | - | - | 13 |
| Others debt | 74 | 3 | - | - | - | - | 78 |
| **GROSS DEBT** | **2,530** | **1,338** | **1,677** | **1,330** | **1,316** | **1,833** | **10,023** |

Please also see Note 20 *Financial Debt, Including Lease Liabilities.*

### 25.3.1 Negative Pledges and Financial Covenants

Some of the financing agreements of the Group (see Note 20 *Financial Debt, Including Lease Liabilities*) requires compliance with negative pledges and financial covenants, as set forth in the respective agreements.

In particular, as of December 31, 2024, only the US private placements have a specific financial ratio requirement, i.e., a threshold for the ratio of priority debt to consolidated total assets. In the case of a failure to comply with the above-mentioned ratio, the Group may be called upon to pay the outstanding debt if it does not correct such default within the period indicated in the applicable agreement.

Compliance with these covenants is monitored by the Group at the end of each semester and, as of December 31, 2024, the Group was fully in compliance with these covenants.

Bonds issued are subject to negative pledges, which prohibit to EssilorLuxottica and other Group entities from granting any guarantees or security interests on any of their assets in favor of third parties without the consent of the lenders above certain limits. In the case of a failure to comply with the above-mentioned clause, the Group may be called upon to pay the outstanding debt.

EssilorLuxottica is in compliance with those negative pledges.

## 25.4 Currency Risk

Due to its international presence, the Group is naturally exposed to risks related to fluctuations in foreign currencies. This international presence impacts its operations, its financing, and the conversion into euro of the financial statements of foreign subsidiaries denominated in other currencies.

In particular, the Group operations and sales are disseminated in several countries with multiple currencies. As a consequence, the Group results could be materially affected by foreign exchange rate fluctuations.

The primary exchange rate to which the Group is exposed to is the EUR/USD parity.

As of December 31, 2024, most of the currency hedging was managed at the level of Essilor International. The Group seeks to limit currency risk primarily with natural hedges, then by hedging residual transactional exposure on balance sheet balances through currency forwards. Foreign exchange derivatives are entered into solely to hedge currency risks arising on business and financing operations. The Group does not carry out any currency trading transactions without underlying transactions. The currency risk related to the translation of the results and financial positions of the Group subsidiaries that have a functional currency other than the Euro, is not hedged.

## 25.5 Interest Rate Risk

The purpose of the interest rate management policy is to minimize the cost of financing while limiting the volatility of financial expenses linked to changes in interest rates. The major part of the Group's financing is therefore kept at fixed rates, either in the initial agreement or via hedging.

As almost all of the Group's financing is now concentrated on EssilorLuxottica, interest rate risk management is therefore centralized.

The interest rate position before and after hedging is as follows:

| | Net debt | | Derivatives | | Net IR position | |
|---|---|---|---|---|---|---|
| *€ millions* | Fixed rate | Floating rate | Fixed rate | Floating rate | Fixed rate | Floating rate |
| Gross debt | 8,598 | 972 | - | - | 8,598 | 972 |
| Short-term investments | - | - | - | - | - | - |
| Cash and cash equivalents | - | (2,251) | - | - | - | (2,251) |
| Financial debt derivatives at fair value | - | - | - | - | - | - |
| **NET DEBT (EXCLUDING LEASE LIABILITIES)** | **8,598** | **(1,279)** | **-** | **-** | **8,598** | **(1,279)** |

The interest rate position, by currency, before and after hedging is as follows:

| | Net debt | | Derivatives | | Net IR position | |
|---|---|---|---|---|---|---|
| *€ millions* | Fixed rate | Floating rate | Fixed rate | Floating rate | Fixed rate | Floating rate |
| EUR | 8,499 | (41) | - | - | 8,499 | (41) |
| USD | 95 | (273) | - | - | 95 | (273) |
| Other | 3 | (965) | - | - | 3 | (965) |
| **NET DEBT (EXCLUDING LEASE LIABILITIES)** | **8,598** | **(1,279)** | **-** | **-** | **8,598** | **(1,279)** |

## 25.6 Commodities' Risks

The Group's activities expose it to the volatility of energy, gas and raw materials prices. During the year, the Group entered into agreements and set up hedging financial instruments in order to decrease the volatility of its energy and raw materials supply costs.

## 25.7 Derivatives Financial Instruments

### Accounting principles

Derivative financial instruments are accounted for in accordance with IFRS 9 – *Financial instruments*. At the inception of the contract, derivative instruments are initially recognized at fair value as financial assets at FVPL when the fair value is positive, or financial liabilities at FVPL when the fair value is negative.

The Group designates certain derivatives as instruments for hedging as cash flow hedges or fair value hedges (hedge accounting on risks related to interest rates, energy and gas prices and foreign exchanges). For each derivative financial instrument designated as a hedging instrument, the Group documents the relationship between the hedging instrument and the hedged item, as well as the risk management objectives, the hedging strategy and the methodology to measure the hedging effectiveness. The hedging effectiveness of the instruments is assessed both at the hedge inception date and on an ongoing basis.

The full fair value of a hedging derivate is classified as non-current asset or liability when the remaining maturity of the hedged item is more than 12 months. It is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

Changes in the fair value of derivative instruments are accounted for as follows:

**Cash flow hedges**

When a derivative financial instrument is designated as a hedge of the exposure to variability in future cash flows or highly probable forecasted transactions, the effective portion of the changes in fair value of the derivative financial instrument is recognized directly in the statement of other comprehensive income, whereas the gain or loss related to the ineffective portion of the derivative instrument is recognized in the consolidated statement of profit or loss. The amount that has been accumulated in the cash flow hedge reserve is recycled into the statement of profit or loss in the period when the forecasted transaction occurs. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss that was reported in other comprehensive income is immediately transferred to the consolidated statement of profit or loss.

**Hedge of the net investment in a foreign operation**

The Group might hedge the amount of its interest in the net assets of a foreign operation. In that case, the effective portion of the changes in the fair value of the instrument is recognized directly in the statement of other comprehensive income in the line *Foreign currency translation* differences. The amount recognized in the *Translation reserve* is reclassified to the statement of profit or loss when the investment in the foreign operation is sold or the entity is wound up. The ineffective portion of the changes in the fair value is recognized in the statement of profit or loss.

**Fair value hedge**

When a derivative financial instrument is designated as a hedge of the exposure to changes in fair value of a recognized asset or liability, both the changes in fair value of the derivative instrument as well as changes in the hedged item are recorded in the consolidated statement of profit or loss.

**Financial instruments not qualifying for hedge accounting**

Certain derivatives financial instruments that in substance are used for hedging purposes do not qualify for hedge accounting under IFRS 9 – *Financial instruments*. Gains and losses resulting from the changes in the fair value of these financial instruments are recognized directly in the statement of profit or loss.

### 25.7.1 Market Value by Nature

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| *€ millions* | Fair value | Nominal | Fair value | Nominal |
| Forward contracts | 16 | 5,942 | (7) | 4,857 |
| Interest rate swaps | - | - | - | 300 |
| Commodities[(a)] | (2) | 24 | (10) | 32 |
| **TOTAL DERIVATIVES** | **14** | **5,966** | **(16)** | **5,189** |

*(a) Mainly related to energy and gas supply.*

### 25.7.2 Market Value by Hedge Strategy

| € millions | December 31, 2024 Assets | December 31, 2024 Liabilities | December 31, 2023 Assets | December 31, 2023 Liabilities |
|---|---|---|---|---|
| **CASH FLOW HEDGE** | | | | |
| Interest rate swaps | - | - | - | - |
| Forward contracts | - | - | 1 | (2) |
| Commodities[a] | 1 | (3) | - | (9) |
| **FAIR VALUE HEDGE** | | | | |
| Interest rate swap | - | - | - | - |
| **NOT ALLOCATED TO A HEDGING RELATIONSHIP** | | | | |
| Forward contracts | 35 | (19) | 11 | (17) |
| Commodities[b] | - | - | - | (1) |
| **TOTAL MARKET VALUE OF DERIVATIVE FINANCIAL INSTRUMENTS** | **36** | **(22)** | **12** | **(29)** |
| *of which current* | *36* | *(22)* | *12* | *(27)* |
| *of which non-current* | - | *(1)* | - | *(1)* |

*(a) Mainly related to energy and gas supply.*
*(b) Mainly related to metals.*

### 25.7.3 Foreign Exchange Derivatives Hedging Commercial and Financing Exposures as of December 31, 2024 (Nominal Amount)

| | Currency purchased | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| € millions | EUR | USD | CNY | HKD | GBP | AUD | JPY | THB | CAD | CHF | SEK | Others | Total |
| **Currency sold** | | | | | | | | | | | | | |
| EUR | - | 1,907 | 562 | 67 | 196 | 167 | 67 | 34 | 67 | 54 | 34 | 407 | 3,562 |
| USD | 491 | - | 46 | 15 | 11 | - | 11 | 73 | 54 | - | - | 92 | 793 |
| GBP | 176 | 18 | - | - | - | - | - | - | - | - | 8 | 1 | 203 |
| HKD | 119 | 39 | 76 | - | - | 3 | - | 1 | - | - | - | - | 239 |
| CAD | 51 | 50 | - | - | - | - | - | - | - | - | - | - | 101 |
| AUD | 37 | 1 | - | 30 | - | - | - | - | - | - | - | 4 | 72 |
| MXN | 7 | 82 | - | - | - | - | - | - | - | - | - | - | 89 |
| JPY | 94 | 27 | 1 | 19 | - | - | - | - | - | - | - | - | 140 |
| SEK | 38 | - | - | - | 6 | - | - | - | - | - | - | 1 | 44 |
| INR | 14 | 3 | - | - | - | - | - | - | - | - | - | - | 17 |
| THB | 9 | 57 | - | 4 | - | - | 1 | - | - | - | - | - | 72 |
| NOK | 27 | - | - | - | 3 | - | - | - | - | - | 1 | - | 31 |
| CNY | 75 | 28 | - | 13 | - | - | 7 | - | - | - | - | - | 123 |
| BRL | 21 | 26 | - | - | - | - | - | - | - | - | - | - | 47 |
| SGD | 10 | 3 | - | 3 | - | - | - | - | - | - | - | - | 15 |
| ZAR | 16 | - | - | - | - | - | - | - | - | - | - | - | 16 |
| Others | 314 | 45 | - | 3 | 2 | 9 | - | - | - | - | - | 4 | 377 |
| **TOTAL** | **1,497** | **2,288** | **685** | **154** | **217** | **179** | **86** | **108** | **121** | **54** | **42** | **509** | **5,942** |

# Note 26 Contingencies and Commitments

## 26.1 Commitments

As of December 31, 2024, the Group's contractual obligations and commitments were as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Guarantees and endorsements | 511 | 628 |
| Licenses | 1,083 | 870 |
| Other | 217 | 68 |
| **TOTAL COMMITMENTS GIVEN** | **1,810** | **1,567** |

As part of the activities supporting the Company's Mission, Essilor International signed in March 2021 a Collaboration Agreement with Vision Catalyst Fund ('VCF'), a $1 billion fund created in 2018 to bring eyecare to all people in the Commonwealth. According to this Collaboration Agreement, Essilor International aims to support VCF by way of a donation of a maximum of 200 million pairs of free ophthalmic lenses over a period ending in 2030.

In 2022, the Group signed a power purchase agreement with an Italian energy supplier to purchase electricity produced by a wind power plant to cover approximately half of the energy needs of its Italian operations. This agreement, which came into effect on January 1, 2023 for a period of 12 years, covers a commitment by the Group to purchase an energy volume of 70 GWh per year. This contract has been concluded for the specific needs of the Group's normal activity (it has been accounted for as a purchase for own use since the second quarter of 2024).

On September 17, 2024, the Group announced the signing of a long-term pre-letting agreement for its new global headquarters in Paris, expected to open late 2027. Located at Place Valhubert, the new headquarters will bring together in a single building up to more than 2,000 people, regrouping teams from the Group functions currently spread across different locations in the Grand Paris area over its 20,000 square meters. The related Right-of-use assets and Lease liabilities will be recognized at the date on which this building is made available by the lessor to the Company, late 2027.

Regarding the other future commitments related to lease agreements, aside from the long-term pre-letting agreement above, the most significant future cash outflows not already reflected in the measurement of lease liabilities are the *variable lease payments*. Variable lease payments for the current year are disclosed in paragraph 12.3 *Impact of Leases on the Income Statement*; this information can be used to assess the potential future cash outflows exposure generated by lease agreements.

### 26.1.1 Guarantees and Endorsements

Guarantees and endorsements mainly consist of the Company guarantees over Group subsidiaries.

### 26.1.2 Licenses

The Group has entered into license agreements with certain designers for the production, design and distribution of sunglasses and prescription frames. Under these license agreements, which have terms ranging from 5 to 15 years (and may contain options for renewal), the Group is also required to pay a royalty generally ranging from 6% to 13% of net sales of the related collection. Certain agreements also provide for the payment of minimum annual guaranteed amounts and require to make marketing investments (the latter amount to between 5% and 12% of net sales of the related collection). These agreements can typically be terminated early by either party for several reasons, including but not limited to non-payment of royalties, failure to reach minimum sales thresholds, and unauthorized changes to products.

The minimum payments related to these agreements are, as follows:

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Due within one year | 195 | 234 |
| Due in one to five years | 542 | 366 |
| Due in more than five years | 346 | 270 |
| **TOTAL** | **1,083** | **870** |

## 26.2 Litigation and Contingent Liabilities

### 26.2.1 Alleged Anti-Competitive Practices

#### French Competition Authority Investigations

**Essilor**

Following lengthy proceedings against Essilor International, the Group was sentenced by the French Competition Authority to a €81 million fine on October 6, 2022 for discrimination of online players and protection of brick and mortar retailers in connection with the distribution of certain specific prescription lenses, a decision that was confirmed by the Paris Court of Appeal on December 12, 2024. €15 million of this €81 million are to be borne jointly by EssilorLuxottica. The Group appealed to the Supreme Court (*Cour de cassation*) on January 13, 2025 and remains confident that it will successfully demonstrate that the decision is ungrounded. Thus, management (after consultation with its legal external advisors) considers the risk of the outflow of resources as not likely to occur and no provisions have been booked in this respect.

On February 15, 2023, €81 million was transferred to the French Authorities pending the decision on appeal. This transfer is considered as a deposit made to a public authority in the context of the overall procedure. The Supreme Court decision, and subsequent Court of Appeal decision related to the case is not expected within 12 months from the reporting date, therefore the deposit is now accounted for in the other non-current non-financial assets (Note 14 *Other Assets (Current and Non-Current)*).

**Luxottica**

Following lengthy proceedings against Luxottica, the Group was sentenced to a €125 million fine by the French Competition Authority on July 22, 2021 on the account of cartel practices, a decision that was confirmed by the Paris Court of Appeal on December 12, 2024. The Group has appealed to the Supreme Court (*Cour de cassation*) on January 13, 2025 and remains confident that it will successfully demonstrate that the decision is ungrounded. Thus, management (after consultation with its legal external advisors) considers the risk of the outflow of resources as not likely to occur and no provisions have been booked in this respect.

On December 14, 2021, €125 million was transferred to the French Authorities. That cash-out was considered as a deposit made to a public authority in the context of the overall procedure and it has been accounted for as such in the Company's financial statements. The Supreme Court decision, and subsequent Court of Appeal decision related to the case is not expected within 12 months from the reporting date, therefore the deposit is now accounted for in the other non-current non-financial assets (see Note 14 *Other Assets (Current and Non-Current)*).

#### Turkish Competition Authority Investigation

Following an investigation initiated in 2021, the Group was sentenced by the Turkish Competition Authority to a TRY492 million fine on August 18, 2023 for breach of its exclusivity commitment and abusive bundling. EssilorLuxottica strongly disagrees with the Turkish Competition Authority and appealed its decision, confident that it will successfully demonstrate that this decision is ungrounded. During the second semester of 2024, the Group transferred approximately €10 million, pending the decision on appeal. That cash-out was considered as a deposit made to a public authority in the context of the overall procedure and it has been accounted for as such in the Company's financial statements (see Note 14 *Other Assets (Current and Non-Current)*).

#### Other Anti-trust investigation

The Group is under an investigation initiated in 2022 by the Greek Competition Authority in relation to local commercial practices.

Moreover, in the United States, the Federal Trade Commission has issued over the year a Civil Investigative Demand to Group subsidiaries in relation to business practices within the optical industry.

The Group is working with the relevant authorities in connection with these ongoing investigations.

### 26.2.2 Class Actions

In 2023 an agreement was reached to settle a class action where a US Group subsidiary of EssilorLuxottica is a defendant for $39 million (€36 million) of which $19 million (€18 million) covered by an insurance contribution pending the approval by the Court. In 2024, this agreement has been approved by the Court and subsequently settled for $34 million (€31 million) and the portion of this settlement covered by an insurance contribution has also been received in cash over the year for $14 million (€13 million), see Note 22 *Provisions (Current and Non-Current)* and Note 14 *Other Assets (Current and Non-Current)*.

Moreover, certain EssilorLuxottica Group's entities, primarily US and Canadian subsidiaries, are defendants in class actions and putative class actions brought before Federal, State and Provincial courts alleging suppression of competition, price fixing, false and misleading advertising, misleading representations, warranty claims, unlawful control of optometrists and data security breaches. This includes, among others, several putative class actions filed in the second semester of 2023 in US Federal Courts for alleged price fixing and monopolization. The relevant entities vigorously dispute the merits of all of these actions.

### 26.2.3 Tax Disputes

EssilorLuxottica is part of various tax litigations, for which provisions have already been made.

### 26.2.4 Other Existing Proceedings

Shamir Optical, a US Company's subsidiary, is involved in a court case which also involves the US Department of Justice, with regard to certain promotional activities.

Moreover, EssilorLuxottica and its subsidiaries are defendants in other legal proceedings arising in the ordinary course of business. EssilorLuxottica disputes the merits of all such outstanding claims, which it will vigorously pursue.

As of the date of approval by EssilorLuxottica Board of Directors of these consolidated financial statements, such other ongoing legal proceedings known to the Group are not likely to have significant impacts on the Group's financial position or profitability.

# Note 27 Related Party Transactions

Main related parties are:

- members of EssilorLuxottica's Board of Directors, key management personnel and their close family members;
- companies over which members of the Board of Directors, key management personnel or their close family members have control or significant influence;
- companies over which the Group exercises joint control or significant influence; and
- people and companies which exercise control over the Group.

Moreover, as Delfin S.à r.l. is EssilorLuxottica's parent company, the Company's related parties also include Delfin's related parties.

## 27.1 Remuneration of Members of the Board of Directors and Key Management Personnel

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Total compensation and benefits accounted for | 38 | 41 |
| Directors' fees paid | 2 | 1 |
| **TOTAL** | **40** | **42** |

The Board of Directors consisted of 14 members as of December 31, 2024, same as of December 31, 2023.

Total compensation and benefits reported above include wages, salaries and social security contributions, profit-sharing, bonuses, non-monetary benefits and share-based payment.

No transactions outside the normal course of business were concluded during the year with the Board of Directors' members or key executives.

## 27.2 Related Parties' Transactions

A summary of related parties' transactions carried out during the years ended December 31, 2024 and December 31, 2023 is provided below.

| | Consolidated statement of profit or loss 2024 | | Balance outstanding as of December 31, 2024 | |
|---|---|---|---|---|
| *€ millions* | Revenue | Costs | Assets | Liabilities |
| Mazzucchelli 1849 S.p.A.[(a)] | 2 | (38) | - | 10 |
| Triapex s.r.o.[(a)] | - | (4) | - | 1 |
| Reliance Vision Express Private Ltd[(a)] | 1 | - | - | - |
| Others | - | - | - | - |
| **TOTAL** | **3** | **(42)** | **1** | **11** |

*(a) Group's associates.*

| | Consolidated statement of profit or loss 2023 | | Balance outstanding as of December 31, 2023 | |
|---|---|---|---|---|
| *€ millions* | Revenue | Costs | Assets | Liabilities |
| Mazzucchelli 1849 S.p.A.[(a)] | 1 | (30) | 1 | 11 |
| Triapex s.r.o.[(a)] | - | (4) | - | 2 |
| Reliance Vision Express Private Ltd[(a)] | 1 | - | - | - |
| Others | - | - | - | - |
| **TOTAL** | **2** | **(34)** | **1** | **13** |

*(a) Group's associates.*

The relationships between the Group and its related parties are of a commercial nature. In 2024, the Group bought/sold products and services from/to those entities. Those transactions were concluded at arm's length within the normal day-to-day business operations.

# Note 28 Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to provide returns to its shareholders and benefits to other stakeholders, balancing the capital structure and lowering the cost of capital in order to reach a strong financial position.

One way the management use to monitor the capital is observing the ratio between *Net debt* and *Total equity*.

The Net debt is calculated as total debt less cash, cash equivalents and short-term investments (see Note 20 *Financial Debt, Including Lease Liabilities*), while the total equity comprises all components of equity (see Note 18 *Equity*).

The Group's *Net debt* to *Total equity* ratio as of December 31, 2024 and 2023 was as follows:

| *€ millions* | Notes | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Net debt (A) | 20 | 10,966 | 9,098 |
| Total equity (B) | | 41,001 | 38,891 |
| **NET DEBT TO EQUITY RATIO (A)/(B)** | | **26.7%** | **23.4%** |

# Note 29 Independent Auditors' Fees

| EssilorLuxottica FY2024 Audit and non-audit services fees | PricewaterhouseCoopers | | | | Forvis Mazars | | | |
|---|---|---|---|---|---|---|---|---|
| | Pricewaterhouse-Coopers Audit | | Network | | Forvis Mazars France | | Network | |
| *€ millions* | Amount | % | Amount | % | Amount | % | Amount | % |
| **Audit** | | | | | | | | |
| Certification of the company and consolidated financial statements including the review of interim condensed financial statements | | | | | | | | |
| Parent company | 1.2 | 30% | - | -% | 1.0 | 52% | - | -% |
| Fully consolidated subsidiaries | 1.3 | 34% | 10.7 | 93% | 0.9 | 46% | 6.5 | 97% |
| **SUB-TOTAL** | **2.5** | **64%** | **10.7** | **93%** | **1.9** | **97%** | **6.5** | **97%** |
| **Non-audit services**[(a)] | | | | | | | | |
| Parent company | 1.4 | 36% | - | -% | - | 2% | - | -% |
| Fully consolidated subsidiaries | - | -% | 0.8 | 7% | - | 1% | 0.2 | 3% |
| **SUB-TOTAL** | **1.4** | **36%** | **0.8** | **7%** | **0.1** | **3%** | **0.2** | **3%** |
| **TOTAL** | **3.9** | **100%** | **11.5** | **100%** | **2.0** | **100%** | **6.7** | **100%** |

*(a) Non-audit services provided by PricewaterhouseCoopers Audit during 2024 comprised:*

- *certification of the sustainibility information statement;*
- *tax compliance services;*
- *agreed-upon procedures and technical consultancy.*

*Services provided by Forvis Mazars during 2024 comprised:*

- *agreed-upon procedures and technical consultancy.*

| EssilorLuxottica FY2023 Audit and non-audit services fees | PricewaterhouseCoopers | | | | Mazars | | | |
|---|---|---|---|---|---|---|---|---|
| | Pricewaterhouse-Coopers Audit | | Network | | Mazars France | | Network | |
| *€ millions* | Amount | % | Amount | % | Amount | % | Amount | % |
| **Audit** | | | | | | | | |
| Certification of the company and consolidated financial statements including the review of interim condensed financial statements | | | | | | | | |
| Parent company | 1.1 | 38% | - | -% | 0.8 | 57% | N/A | N/A |
| Fully consolidated subsidiaries | 1.6 | 55% | 11.4 | 92% | 0.6 | 41% | 6.0 | 98% |
| **SUB-TOTAL** | **2.7** | **93%** | **11.4** | **92%** | **1.4** | **98%** | **6.0** | **98%** |
| **Non-audit services**[(a)] | | | | | | | | |
| Parent company | 0.2 | 7% | - | -% | - | 1% | - | -% |
| Fully consolidated subsidiaries | - | -% | 1.0 | 8% | - | 1% | 0.1 | 2% |
| **SUB-TOTAL** | **0.2** | **7%** | **1.0** | **8%** | **-** | **2%** | **0.1** | **2%** |
| **TOTAL** | **2.9** | **100%** | **12.4** | **100%** | **1.4** | **100%** | **6.1** | **100%** |

*(a) Non-audit services provided by PricewaterhouseCoopers Audit during 2023 comprised:*

- *tax compliance services;*
- *issuance of the Independent third party's report on the consolidated statement of extra-financial performance;*
- *agreed-upon procedures and technical consultancy.*

*Non-audit services provided by Mazars during 2023 comprised:*

- *technical consultancy;*
- *services required by the law;*
- *tax compliance services.*

# Note 30 Subsequent Events

No significant subsequent events occurred between January 1, 2025 and February 12, 2025, the date of approval of these consolidated financial statements by EssilorLuxottica Board of Directors.

# Appendix 1

## Exchange Rates

| | | Closing rate | | Average rate | |
|---|---|---|---|---|---|
| For €1 | | December 31, 2024 | December 31, 2023 | 2024 | 2023 |
| AUD | Australian Dollar | 1.6772 | 1.6263 | 1.6397 | 1.6288 |
| BRL | Brazilian Real | 6.4253 | 5.3618 | 5.8283 | 5.4010 |
| CAD | Canadian Dollar | 1.4948 | 1.4642 | 1.4821 | 1.4595 |
| CNY | Chinese Yuan | 7.5833 | 7.8509 | 7.7875 | 7.6600 |
| GBP | British Pound | 0.8292 | 0.8691 | 0.8466 | 0.8698 |
| HKD | Hong Kong Dollar | 8.0686 | 8.6314 | 8.4454 | 8.4650 |
| JPY | Japanese Yen | 163.0600 | 156.3300 | 163.8519 | 151.9903 |
| INR | Indian Rupee | 88.9335 | 91.9045 | 90.5563 | 89.3001 |
| MXN | Mexican Peso | 21.5504 | 18.7231 | 19.8314 | 19.1830 |
| USD | US Dollar | 1.0389 | 1.1050 | 1.0824 | 1.0813 |

# Appendix 2

## Interest in Group companies

Listed below are the main Group companies, together with the related Group's percentage of interest and the respective consolidation method. On the basis of this latter information it is possible to determine whether an entity is controlled by the Group (from an accounting perspective) or not; conversely the percentage of interest can be used to deduce which portion of the net result and net equity is allocated to the non-controlling interests.

The complete list of consolidated companies is available on request at the registered office of the Company.

| | | 2024 | | 2023 |
|---|---|---|---|---|
| Company | Country | Consolidation method | % Group interest | % Group interest |
| ESSILORLUXOTTICA SA | France | Legal parent[a] | | |
| LUXOTTICA GROUP SPA | Italy | Accounting parent[a] | | |
| LA OPTICA S.A. | Argentina | Full consolidation | 100% | 100% |
| ESSILOR AUSTRALIA PTY LTD | Australia | Full consolidation | 100% | 100% |
| LUXOTTICA RETAIL AUSTRALIA PTY LTD | Australia | Full consolidation | 100% | 100% |
| LUXOTTICA SOUTH PACIFIC HOLDINGS PTY LIMITED | Australia | Full consolidation | 100% | 100% |
| OPTIMED AUSTRALIA PTY LTD | Australia | Full consolidation | 100% | 75% |
| PEARLE ÖSTERREICH GMBH | Austria | Full consolidation | 100% | 100% |
| GRAND OPTICIENS BELGIUM N.V. | Belgium | Full consolidation | 100% | 100% |
| BRASILOR COMÉRCIO DE PRODUTOS ÓPTICOS E PARTICIPACOES LTDA | Brazil | Full consolidation | 100% | 100% |
| ESSILOR DA AMAZONIA E COMERCIO LTDA | Brazil | Full consolidation | 100% | 100% |
| LUXOTTICA BRASIL PRODUTOS OTICOS E ESPORTIVOS LTDA | Brazil | Full consolidation | 100% | 100% |
| MULTI-OPTICA DISTRIBUIDORA LTDA | Brazil | Full consolidation | 100% | 100% |
| ÓTICAS CAROL LTDA | Brazil | Full consolidation | 100% | 100% |
| SGH BRASIL COMERCIO DE OCULOS LTDA | Brazil | Full consolidation | 100% | 100% |
| VE BULGARIA EOOD | Bulgaria | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA CANADA INC | Canada | Full consolidation | 100% | 100% |
| NIKON OPTICAL CANADA INC | Canada | Full consolidation | 50% | 50% |
| LUXOTTICA OF CHILE SA | Chile | Full consolidation | 100% | 100% |
| CHEMILENS (JIAXING) CO. LTD | China | Full consolidation | 50% | 50% |
| ESSILOR (CHINA) HOLDING CO LTD | China | Full consolidation | 100% | 100% |
| HUNAN PHOTOSYNTHESIS TRADING CO LTD | China | Full consolidation | 50% | 50% |
| JIANGSU YOULI OPTICS SPECTACLES CO LTD | China | Full consolidation | 51% | 51% |
| JIANGSU WANXIN OPTICAL CO LTD | China | Full consolidation | 100% | 80% |
| LUXOTTICA (CHINA) INVESTMENT CO LTD | China | Full consolidation | 100% | 100% |
| LUXOTTICA (SHANGHAI) TRADING CO LTD | China | Full consolidation | 100% | 100% |
| LUXOTTICA COMMERCIAL SERVICE (DONGGUAN) CO LTD | China | Full consolidation | 100% | 100% |
| LUXOTTICA TRISTAR (DONGGUAN) OPTICAL CO LTD | China | Full consolidation | 100% | 100% |
| BEIJING NIKON OPTHALMIC PRODUCTS CO., LTD. | China | Full consolidation | 50% | 50% |
| SHANGHAI ESSILOR OPTICAL COMPANY LIMITED | China | Full consolidation | 100% | 100% |
| XIAMEN ARTGRI OPTICAL CO LTD | China | Full consolidation | 50% | 50% |
| XIN TIANHONG OPTICAL COMPANY LIMITED | China | Full consolidation | 50% | 50% |
| LAFAM S.A.S. | Colombia | Full consolidation | 100% | 100% |
| LUXOTTICA OF COLOMBIA SAS | Colombia | Full consolidation | 100% | 100% |
| SERVIOPTICA S.A.S. | Colombia | Full consolidation | 100% | 100% |
| OPTICA VISION LIMITADA | Costa Rica | Full consolidation | 100% | 100% |
| LUXOTTICA SOUTH EASTERN EUROPE LTD | Croatia | Full consolidation | 100% | 100% |

| Company | Country | 2024 Consolidation method | 2024 % Group interest | 2023 % Group interest |
|---|---|---|---|---|
| GRANDVISION CYPRUS LTD. | Cyprus | Full consolidation | 100% | 100% |
| GV CZ S.R.O. | Czech Republic | Full consolidation | 100% | 100% |
| SYNOPTIK A/S | Denmark | Full consolidation | 63% | 63% |
| INSTRUMENTARIUM OPTIKA OÚ | Estonia | Full consolidation | 100% | 100% |
| INSTRU OPTIIKKA OY | Finland | Full consolidation | 100% | 100% |
| BBGR | France | Full consolidation | 100% | 100% |
| ESSILOR INTERNATIONAL SAS | France | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA AMERICA SAS | France | Full consolidation | 100% | 100% |
| GRANDVISION FRANCE S.A.S. | France | Full consolidation | 100% | 100% |
| INVOPTIC | France | Full consolidation | 100% | 100% |
| LUXOTTICA FRANCE SASU | France | Full consolidation | 100% | 100% |
| MEGA OPTIC DESIGN | France | Full consolidation | 75% | 75% |
| NOVACEL OPHTALMIQUE | France | Full consolidation | 75% | 75% |
| SUNGLASS HUT FRANCE SASU | France | Full consolidation | 100% | 100% |
| 4CARE GMBH | Germany | Full consolidation | 100% | 100% |
| APOLLO OPTIK HOLDING GMBH & CO KG [(b)] | Germany | Full consolidation | 100% | 100% |
| ESSILOR GMBH | Germany | Full consolidation | 100% | 100% |
| GRANDVISION TECHCENTRE DEUTSCHLAND GMBH [(b)] | Germany | Full consolidation | 100% | 100% |
| HEIDELBERG ENGINEERING GMBH [(b)] | Germany | Full consolidation | 80% | |
| LUXOTTICA GERMANY GMBH | Germany | Full consolidation | 100% | 100% |
| ROBIN LOOK GMBH [(b)] | Germany | Full consolidation | 100% | 100% |
| RUPP + HUBRACH OPTIK GMBH | Germany | Full consolidation | 100% | 100% |
| SATISLOH GMBH | Germany | Full consolidation | 100% | 100% |
| BAIRAMOGLOU | Greece | Full consolidation | 70% | |
| GRANDVISION HELLAS S.A. | Greece | Full consolidation | 100% | 100% |
| LUXOTTICA HELLAS AE | Greece | Full consolidation | 70% | 70% |
| LGL LTD. | Guernsey | Full consolidation | 100% | 100% |
| LUXOTTICA HONG KONG SERVICES LIMITED | Hong Kong | Full consolidation | 100% | 100% |
| GRANDVISION HUNGARY KFT. | Hungary | Full consolidation | 100% | 100% |
| ESSILOR INDIA PRIVATE LIMITED | India | Full consolidation | 100% | 100% |
| VISION RX LAB PRIVATE LIMITED | India | Full consolidation | 100% | 76% |
| LUXOTTICA INDIA EYEWEAR PRIVATE LIMITED | India | Full consolidation | 100% | 100% |
| SUNGLASS HUT IRELAND LIMITED | Ireland | Full consolidation | 100% | 100% |
| TRANSITIONS OPTICAL LIMITED | Ireland | Full consolidation | 100% | 100% |
| VISION EXPRESS IRELAND LTD. | Ireland | Full consolidation | 100% | 100% |
| ESSILOR ISRAELI HOLDINGS LTD | Israel | Full consolidation | 100% | 100% |
| LUXOTTICA OPTICS LTD | Israel | Full consolidation | 100% | 100% |
| SHAMIR OPTICA HOLDING LTD | Israel | Full consolidation | 100% | 100% |
| SHAMIR OPTICAL INDUSTRY LTD | Israel | Full consolidation | 100% | 100% |
| NUANCE HEARING LTD | Israel | Full consolidation | 100% | 100% |
| BARBERINI SPA | Italy | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA WHOLESALE ITALIA S.P.A. | Italy | Full consolidation | 100% | 100% |
| GIORGIO FEDON & FIGLI SPA | Italy | Full consolidation | 100% | 100% |
| L.T.L. SPA | Italy | Full consolidation | 100% | 100% |
| LUXOTTICA ITALIA SRL | Italy | Full consolidation | 100% | 100% |
| LUXOTTICA SRL | Italy | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA ITALIA SPA | Italy | Full consolidation | 100% | 100% |
| FUKUI MEGANE INDUSTRY CO LTD | Japan | Full consolidation | 100% | 100% |

| Company | Country | 2024 Consolidation method | 2024 % Group interest | 2023 % Group interest |
|---|---|---|---|---|
| LUXOTTICA JAPAN CO LTD | Japan | Full consolidation | 100% | 100% |
| NIKON ESSILOR CO LIMITED | Japan | Full consolidation | 50% | 50% |
| WASHIN OPTICAL CO LTD | Japan | Full consolidation | 100% | |
| WOOSTER GK | Japan | Full consolidation | 100% | |
| CHEMIGLAS CORP. | Korea | Full consolidation | 50% | 50% |
| LUXOTTICA KOREA LTD | Korea | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA RE SA | Luxembourg | Full consolidation | 100% | 100% |
| GRANDVISION LUXEMBOURG S.A.R.L. | Luxembourg | Full consolidation | 100% | 100% |
| LUXOTTICA WHOLESALE MALAYSIA SDN BHD | Malaysia | Full consolidation | 100% | 100% |
| ESSILOR MEXICO S.A DE C.V. | Mexico | Full consolidation | 100% | 100% |
| GVMV, S.A DE C.V. | Mexico | Full consolidation | 70% | 70% |
| LUXOTTICA MEXICO SA DE CV | Mexico | Full consolidation | 100% | 100% |
| OPTICA LUX, S.A DE C.V. | Mexico | Full consolidation | 70% | 70% |
| PRECISION OPTICA, S.A. | Mexico | Full consolidation | 70% | 70% |
| SUNGLASS HUT DE MEXICO SAPI DE CV | Mexico | Full consolidation | 100% | 100% |
| TIDE TI, S.A. DE C.V. | Mexico | Full consolidation | 70% | 70% |
| GRANDOPTICAL MONACO S.A.R.L. | Monaco | Full consolidation | 100% | 100% |
| SOLARIS MONACO S.A.R.L. | Monaco | Full consolidation | 100% | 100% |
| LUXOTTICA HOLLAND BV | Netherland | Full consolidation | 100% | 100% |
| LUXOTTICA THE NETHERLANDS BV | Netherland | Full consolidation | 100% | 100% |
| BRILMIJ GROEP B.V. | Netherland | Full consolidation | 100% | 100% |
| CHARLIE TEMPLE EUROPE B.V. | Netherlands | Full consolidation | 100% | 100% |
| ESSILOR NEDERLAND BV | Netherlands | Full consolidation | 100% | 100% |
| ESSILOR NEDERLAND HOLDING BV | Netherlands | Full consolidation | 100% | 100% |
| GRANDVISION B.V. | Netherlands | Full consolidation | 100% | 100% |
| GRANDVISION FINANCE B.V. | Netherlands | Full consolidation | 100% | 100% |
| GRANDVISION RETAIL HOLDING B.V. | Netherlands | Full consolidation | 100% | 100% |
| GRANDVISION SUPPLY CHAIN B.V. | Netherlands | Full consolidation | 100% | 100% |
| VISION DIRECT BV | Netherlands | Full consolidation | 100% | 100% |
| SYNOPTIK NORGE AS | Norway | Full consolidation | 63% | 63% |
| INTEROPTIK AS | Norway | Full consolidation | 63% | 63% |
| OPTICAS GMO PERU SAC | Peru | Full consolidation | 100% | 100% |
| TOPSA PERU SAC | Peru | Full consolidation | 100% | 100% |
| ESSILOR POLONIA SP ZOO | Poland | Full consolidation | 100% | 100% |
| LUXOTTICA POLAND SP ZOO | Poland | Full consolidation | 100% | 100% |
| VISION EXPRESS SP SP.Z.O.O. | Poland | Full consolidation | 100% | 100% |
| ESSILOR PORTUGAL – SOCIEDADE INDUSTRIAL DE ÓPTICA, LDA | Portugal | Full consolidation | 100% | 100% |
| GRANDOPTICAL PORTUGAL S.A. | Portugal | Full consolidation | 100% | 100% |
| GRANDVISION PORTUGAL, UNIPESSOAL LDA. | Portugal | Full consolidation | 100% | 100% |
| GRANDVISION SUPPLY CHAIN (PORTUGAL) S.A. | Portugal | Full consolidation | 100% | 100% |
| LUXOTTICA PORTUGAL SA | Portugal | Full consolidation | 100% | 100% |
| COMPANY GRANDVISION LLC | Russia | Full consolidation | 100% | 100% |
| ESSILOR LUIS OPTICA LLC | Russia | Full consolidation | 100% | 100% |
| LENSMASTER OOO | Russia | Full consolidation | 100% | 100% |
| LUXOTTICA RUS LLC | Russia | Full consolidation | 100% | 100% |
| OPTIC CLUB LLC | Russia | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA ASIA PACIFIC PTE LTD | Singapore | Full consolidation | 100% | 100% |
| OSA INVESTMENTS HOLDINGS PTE LTD | Singapore | Full consolidation | 100% | 100% |
| GRANDOPTICAL SLOVAKIA S.R.O. | Slovakia | Full consolidation | 100% | 100% |
| LUXOTTICA SOUTHERN AFRICA (PTY) LTD | South Africa | Full consolidation | 100% | 100% |

| Company | Country | 2024 Consolidation method | 2024 % Group interest | 2023 % Group interest |
|---|---|---|---|---|
| ESSILOR ESPANA | Spain | Full consolidation | 100% | 100% |
| ESSILOR OPTICA INTERNATIONAL HOLDING SL | Spain | Full consolidation | 100% | 100% |
| GRANDVISION SPAIN GRUPO OPTICO S.A.U. | Spain | Full consolidation | 100% | 100% |
| LUXOTTICA SPAIN SLU | Spain | Full consolidation | 100% | 100% |
| FUTURE EYEWEAR SWEDEN GROUP AB | Sweden | Full consolidation | 100% | 100% |
| LENSWAY GROUP AB | Sweden | Full consolidation | 100% | 100% |
| SYNOPTIK SWEDEN AB | Sweden | Full consolidation | 63% | 63% |
| ESSILOR SUISSE SA | Switzerland | Full consolidation | 100% | 100% |
| SATISLOH AG | Switzerland | Full consolidation | 100% | 100% |
| SATISLOH HOLDING AG | Switzerland | Full consolidation | 100% | 100% |
| VISILABGROUP S.A. | Switzerland | Full consolidation | 79% | 79% |
| ESSILOR MANUFACTURING (THAILAND) CO LTD | Thailand | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA WHOLESALE (THAILAND) LTD | Thailand | Full consolidation | 100% | 100% |
| ATASUN OPTIK PERAKENDE TICARET ANONIM ŞIRKETI | Turkey | Full consolidation | 100% | 100% |
| LUXOTTICA GOZLUK ENDUSTRI VE TICARET ANONIM SIRKETI | Turkey | Full consolidation | 100% | 100% |
| OPAK OPTIK | Turkey | Full consolidation | 100% | 72% |
| CHAPTER 4 CORP | U.S.A. | Full consolidation | 100% | |
| CLASSIC OPTICAL LABORATORIES, INC. | U.S.A. | Full consolidation | 100% | 100% |
| COSTA DEL MAR, INC | U.S.A. | Full consolidation | 100% | 100% |
| DAC VISION INC | U.S.A. | Full consolidation | 100% | 100% |
| EOA HOLDING CO., INC. | U.S.A. | Full consolidation | 100% | 100% |
| ESSILOR LABORATORIES OF AMERICA HOLDING CO INC | U.S.A. | Full consolidation | 100% | 100% |
| ESSILOR LABORATORIES OF AMERICA INC | U.S.A. | Full consolidation | 100% | 100% |
| ESSILOR OF AMERICA, INC | U.S.A. | Full consolidation | 100% | 100% |
| ESSILORLUXOTTICA USA INC | U.S.A. | Full consolidation | 100% | 100% |
| EYEBUY DIRECT, INC | U.S.A. | Full consolidation | 100% | 100% |
| EYEMED INSURANCE COMPANY | U.S.A. | Full consolidation | 100% | 100% |
| EYEMED VISION CARE LLC | U.S.A. | Full consolidation | 100% | 100% |
| EYEXAM OF CALIFORNIA INC | U.S.A. | Full consolidation | 100% | 100% |
| FGX INTERNATIONAL INC. | U.S.A. | Full consolidation | 100% | 100% |
| FIRST AMERICAN ADMINISTRATORS INC | U.S.A. | Full consolidation | 100% | 100% |
| INSIGHT OPTICAL MANUFACTURING CO. OF FLORIDA, INC. | U.S.A. | Full consolidation | 100% | 100% |
| LUXOTTICA OF AMERICA INC | U.S.A. | Full consolidation | 100% | 100% |
| OAKLEY INC | U.S.A. | Full consolidation | 100% | 100% |
| OPTICAL PROCUREMENT SERVICES LLC | U.S.A. | Full consolidation | 100% | 100% |
| SATISLOH NORTH AMERICA | U.S.A. | Full consolidation | 100% | 100% |
| SHAMIR INSIGHT INC | U.S.A. | Full consolidation | 100% | 100% |
| SIGHGLASS VISION INC | U.S.A. | Full consolidation | 50% | 50% |
| STEREO OPTICAL COMPANY, INC. | U.S.A. | Full consolidation | 100% | 100% |
| TRANSITIONS OPTICAL INC | U.S.A. | Full consolidation | 100% | 100% |
| VISION ASSOCIATES INC | U.S.A. | Full consolidation | 100% | 100% |
| VISION SOURCE | U.S.A. | Full consolidation | 100% | 100% |
| WALMAN OPTICAL COMPANY | U.S.A. | Full consolidation | 100% | 100% |
| LUXOPTICA | Ukraine | Full consolidation | 51% | 51% |
| LUXOTTICA MIDDLE EAST FZE | United Arab Emirates | Full consolidation | 100% | 100% |
| BBGR LIMITED | United Kingdom | Full consolidation | 100% | 100% |
| ESSILOR LIMITED | United Kingdom | Full consolidation | 100% | 100% |
| GRANDVISION TECH CENTRE UK LTD. | United Kingdom | Full consolidation | 100% | 100% |

| Company | Country | 2024 Consolidation method | 2024 % Group interest | 2023 % Group interest |
|---|---|---|---|---|
| LENSTEC | United Kingdom | Full consolidation | 100% | 100% |
| LUXOTTICA NORTH EUROPE LTD | United Kingdom | Full consolidation | 100% | 100% |
| LUXOTTICA RETAIL UK LTD | United Kingdom | Full consolidation | 100% | 100% |
| MYOPTIQUE GROUP LTD | United Kingdom | Full consolidation | 100% | 100% |
| TRIFLE HOLDINGS LIMITED | United Kingdom | Full consolidation | 100% | 100% |
| VISION EXPRESS (UK) LTD. | United Kingdom | Full consolidation | 100% | 100% |
| TYLOR S.A. | Uruguay | Full consolidation | 100% | 100% |

*(a) EssilorLuxottica is the legal parent of the Group. However, for accounting purposes, the EL Combination has been accounted for as a reverse acquisition, i.e., the consolidated financial statements of the Group have been prepared as a continuation of the financial statements of the accounting acquirer, Luxottica Group S.p.A.*

*(b) Heidelberg Engineering GmbH, Apollo-Optik Holding GmbH & Co. KG (Schwabach), GrandVision TechCentre Deutschland GmbH (Schwabach) and Robin Look GmbH (Berlin) are included in the consolidated financial statements of EssilorLuxottica SA and take advantage of the exemption provisions of Section 264 b HGB (German Commercial code) and Section 264 Abs. 3 Nr. 5 HGB (German Commercial code) for the financial year 2024. The statutory duty to prepare consolidated financial statements and a group management report does not apply to the subgroup of Heidelberg Engineering GmbH, Apollo-Optik Holding GmbH & Co. KG pursuant to Section 291 HGB in conjunction with Section 1 et seqq. 'KonBefrV' because Heidelberg Engineering GmbH and its subsidiaries as well as Apollo-Optik Holding GmbH & Co. KG and its subsidiaries (GrandVision TechCentre Deutschland GmbH and Robin Look GmbH) are included in the consolidated financial statements of EssilorLuxottica SA.*

# 5.2 Statutory Auditors' Report on the Consolidated Financial Statements

*This is a translation into English of the statutory auditors' report on the consolidated financial statements of the Company issued in French and it is provided solely for the convenience of English-speaking users.*

*This statutory auditors' report includes information required by European regulation and French law, such as information about the appointment of the statutory auditors or verification of the information concerning the Group presented in the management report and other documents provided to shareholders.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

**For the year ended December 31,2024**

To the Annual Shareholders' Meeting of EssilorLuxottica

## Opinion

In compliance with the engagement entrusted to us by your Annual Shareholders' Meeting, we have audited the accompanying consolidated financial statements of EssilorLuxottica ('the Group') for the year ended December 31, 2024.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2024 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European union.

The audit opinion expressed above is consistent with our report to the Audit and Risk Committee.

## Basis for Opinion

### Audit Framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Statutory Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report.

### Independence

We conducted our audit engagement in compliance with independence requirements of the French Commercial Code (*Code de commerce*) and the French Code of Ethics (*Code de déontologie*) for statutory auditors, for the period from January 1,2024 to the date of our report and specifically we did not provide any prohibited non-audit services referred to in Article 5(1) of Regulation (EU) No 537/2014.

## Justification of Assessments – Key Audit Matters

In accordance with the requirements of Articles L.821-53 and R.821-180 of the French Commercial Code (code de commerce) relating to the justification of our assessments, we inform you of the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period, as well as how we addressed those risks.

These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on specific items of the consolidated financial statements.

# Valuation of Goodwill and Other Intangible Assets

## Risk Identified

As of December 31, 2024, goodwill and other intangible assets net book value total €32,0 billion and €11,0 billion, respectively.

The Group performs at least once a year an impairment test of goodwill. Impairment test consists in the comparison of the recoverable amount of each group of CGUs with their corresponding carrying amount of net assets including goodwill. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. The recoverable value is therefore determined by reference to market data or to value in use calculations based on discounted cash-flows (as described in Note 10.1 *Impairment tests* in the notes to the consolidated financial statements). The determination of the recoverable amount due to its sensitivity to key data and assumptions used requires significant Management judgment and estimates. An Impairment loss is recognized if the recoverable amount is lower than the carrying amount.

The other Intangible assets are tested for impairment when the occurrence of an event or a change in circumstances indicates that their recoverable value may be less than their carrying amount (as described in Note 10.1 *Impairment tests* to the consolidated financial statements). The recoverable amount is determined as the higher of the value in use, calculated consistently with the basis applied for goodwill, and the fair value less costs to sell.

The significant value of goodwill and other intangible assets, the sensitivity of the impairment test to the fluctuation of certain key data and major assumptions, judgment applied by Management in the complex and evolving context due to the macroeconomic environment, and the potential consequences of climate and environmental risks, have led us to consider the measurement of the recoverable value of goodwill and other intangible assets as a key audit matter.

## Our Response

Our work consisted in particular of:

- we have gained an understanding of (i) the impairment testing procedures adopted by Management, policies applied to measuring goodwill and other intangible assets and (ii) the methodology developed by Management to elaborate and monitor the main assumptions used;
- we have assessed the adequacy of the group of cash generating units used for the allocation of goodwill and their consistency with the Group's organizational structure, the level at which return on investments is monitored and the Group internal reporting;
- we assessed the reasonableness of Management's analysis leading to conclude on the existence or absence of impairment indicators as of December 31, 2024;
- we have assessed the reliability of the methodologies applied in developing cash flows projections to determine value in use and the approach adopted in applying the discounted cash flow mathematical models with the support of our valuation experts. We have also verified the mathematical accuracy of the calculations and consistency of the information used with relevant data source;
- we have assessed the consistency of cash flows projections with Management business plans. We have also analyzed, when possible, the consistency of forecasts developed by Management with past performance and market outlook and conducted impairment test sensitivity analyses;
- we have assessed the adequacy of information disclosed in the Note 10 *Goodwill and other intangible assets* to the consolidated financial statements.

# Valuation of Litigation Reserves and Contingent Liabilities

## Risk Identified

EssilorLuxottica operates in numerous countries and therefore the Group is exposed to various risks particularly legal risks, arising in the ordinary course of its business.

As disclosed in Note 22 *Provisions (current and non-current)* to the consolidated financial statements, provisions are determined by the Group based on facts and circumstances, historical data and the information available, in accordance with IAS 37. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation.

Contingent liabilities are not recognized in the consolidated statement of financial position – except in connection with business combinations – but are disclosed in the notes to the consolidated financial statements, unless the probability of an outflow of resources embodying economic benefits is remote.

Litigation reserves amount to €105 million as of December 31, 2024 (Note 22 *Provisions (current and non-current)* to the consolidated financial statements).

Note 26.2 *Litigation and contingent liabilities* to the consolidated financial statements describes significant litigations and contingencies and notably the dispute against the French antitrust authority which claims amount to €81 million against Essilor and €125 million against Luxottica as of December 31, 2024.

The measurement of (i) the consequences of legal risks and (ii) the reserves and liabilities, recognized when applicable, is subject to a significant level of judgment from Management, in particular to assess the outcome of ongoing litigations or the likelihood of occurrence of identified risks. Accordingly, we deemed the valuation of litigation reserves and contingent liabilities as a key audit matter.

## Our Response

In order to identify and gain an understanding of all the existing disputes as well as the elements of judgment elements relating thereto, we made inquiries, in France and abroad, with the legal department. We corroborated the list of disputes identified with the presentations made by the legal department to the Audit and Risk Committee and the information provided by the main law firms and experts appointed by the Group.

Regarding the main disputes for which a provision is recorded or a contingent liability disclosed in the financial statements, we assessed the quality of Management's estimates by considering as needed, the data, assumptions and calculations used. We performed the following procedures:

- examined the elements of procedure, the technical notes prepared by Management and, where applicable, the legal opinions prepared by law firms or external experts in order to assess the merits of a provision, a liability or a contingent liability;
- based on elements communicated to us, critically assessed the estimated range of risk level and verified that the measurement used by Management falls in these ranges;
- verified the consistency of the methods used for these assessments, when relevant;
- verified the appropriateness of the disclosures provided in the notes to the consolidated financial statements.

# Specific verifications

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by laws and regulations of the Group's information given in the management report of the Board of Directors.

We have no matters to report as to their fair presentation and their consistency with the consolidated financial statements.

# Report on Other Legal and Regulatory Requirements

## Format of Presentation of the Consolidated Financial Statements Intended to be Included in the Annual Financial Report

We have also verified, in accordance with the professional standard applicable in France relating to the procedures performed by the statutory auditor relating to the annual and consolidated financial statements presented in the European single electronic format, that the presentation of the consolidated financial statements intended to be included in the annual financial report mentioned in Article L.451-1-2, I of the French Monetary and Financial Code (code monétaire et financier), prepared under the responsibility of Chief Executive Officer, complies with the single electronic format defined in the European Delegated Regulation No 2019/815 of 17 December 2018. As it relates to consolidated financial statements, our work includes verifying that the tagging of these consolidated financial statements complies with the format defined in the above delegated regulation.

Based on the work we have performed, we conclude that the presentation of the consolidated financial statements intended to be included in the annual financial report complies, in all material respects, with the European single electronic format.

We have no responsibility to verify that the consolidated financial statements that will ultimately be included by your company in the annual financial report filed with the AMF are in agreement with those on which we have performed our work.

## Appointment of the Statutory Auditors

We were appointed as Statutory Auditors of Essilor International (Compagnie Générale d'Optique), subsequently renamed EssilorLuxottica, by the Annual General Meeting held on June 14, 1983 for PricewaterhouseCoopers Audit and on May 11, 2007 for Forvis Mazars SA.

As at December 31, 2024, PricewaterhouseCoopers Audit was in its forty-second year of uninterrupted engagement and Forvis Mazars SA in its eighteen year of uninterrupted engagement.

# Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease operations.

The Audit and Risk Committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risks management systems and where applicable, its internal audit, regarding the accounting and financial reporting procedures.

The consolidated financial statements were approved by the Board of Directors.

# Statutory Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

## Objectives and Audit Approach

Our role is to issue a report on the consolidated financial statements. Our objective is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As specified in Article L.821-55 of the French Commercial Code (code de commerce), our statutory audit does not include assurance on the viability of the Company or the quality of management of the affairs of the Company.

As part of an audit conducted in accordance with professional standards applicable in France, the statutory auditor exercises professional judgment throughout the audit and furthermore:

- Identifies and assesses the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence considered to be sufficient and appropriate to provide a basis for his opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the consolidated financial statements.
- Assesses the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of his audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the statutory auditor concludes that a material uncertainty exists, there is a requirement to draw attention in the audit report to the related disclosures in the consolidated financial statements or, if such disclosures are not provided or inadequate, to modify the opinion expressed therein.
- Evaluates the overall presentation of the consolidated financial statements and assesses whether these statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtains sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. The statutory auditor is responsible for the direction, supervision and performance of the audit of the consolidated financial statements and for the opinion expressed on these consolidated financial statements.

## Report to the Audit and Risk Committee

We submit a report to the Audit and Risk Committee which includes in particular a description of the scope of the audit and the audit program implemented, as well as the results of our audit. We also report, if any, significant deficiencies in internal control regarding the accounting and financial reporting procedures that we have identified.

Our report to the Audit and Risk Committee includes the risks of material misstatement that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period and which are therefore the key audit matters that we are required to describe in this report.

We also provide the Audit and Risk Committee with the declaration provided for in Article 6 of Regulation (EU) no. 537/2014, confirming our independence within the meaning of the rules applicable in France such as they are set in particular by Articles L.821-27 to L.821-34 of the French Commercial Code (*Code de commerce*) and in the French Code of Ethics (*Code de déontologie*) for statutory auditors. Where appropriate, we discuss with the Audit and Risk Committee the risks that may reasonably be thought to bear on our independence, and the related safeguards.

Neuilly-sur-Seine and Paris-La Défense, February 20, 2025

The Statutory Auditors French
original signed by

| PricewaterhouseCoopers Audit | | Forvis Mazars SA | |
|---|---|---|---|
| Stéphane Basset | Pierre-Olivier Etienne | Guillaume Devaux | Julien Madile |

# 5.3 Financial Statements of EssilorLuxottica

The statutory financial statements for 2024 include the income statement, balance sheet, cash flow statement and notes presented below and have been prepared under the responsibility of the Board of Directors and are presented to the Shareholders' Meeting for approval. They were approved and authorized for issue by the Board of Directors on February 12, 2025.

The statutory auditors' report on the annual financial statements for 2024 is included in Section 5.5.

## 5.3.1 Key Figures

| *€ millions, except per share data, which is in euros* | 2024 | 2023 |
|---|---|---|
| **Income statement** | | |
| Operating profit (loss) | (101) | (55) |
| Profit (loss) before non-operating items and tax | 1,500 | 3,267 |
| Profit (loss) | 1,405 | 3,253 |
| **Balance sheet** | | |
| Share capital | 82 | 82 |
| Shareholders' equity | 26,686 | 26,397 |
| Net debt | 9,383 | 7,434 |
| Non-current assets, net | 35,746 | 35,620 |
| **TOTAL ASSETS** | **37,418** | **37,524** |
| Net dividend per ordinary share *(in euros)* | 3.95[(a)] | 3.95 |

*(a) Subject to the decision of the Shareholders at the next Annual General Meeting on April 30, 2025.*

In 2024, EssilorLuxottica incurred an operating loss of €101 million (loss amounted to €55 million in 2023). This change in the operating loss mainly comes from the *Personnel expenses* increasing by €35 million compared with 2023 primarily in relation to the costs related to the performance share plans (PSP) awarded to employees and corporate directors of the Company, and the Other external purchases and expenses increasing by €15 million compared with 2023 mainly due to the development of the holding company's.

The profit before non-operating items and tax of €1,500 million includes a *net financial income* of €1,601 million (financial gain of €3,322 million in 2023). This net financial gain mainly comes from an extraordinary distribution of reserves from its subsidiary Luxottica Group S.p.A. for €1,600 million and other dividend income for €123 million, partially offset by the cost of net debt amounted to €103 million and the remeasurement at fair value of investments for €15 million.

The net profit comprises *non-operating expenses* at €121 million (€53 million in 2023), mainly due to the net cost of the performance share plans assigned to Group employees and settled through treasury shares for approximately €109 million (€17 million in 2023). Other non-operating expenses are related to the yearly tax amortization of the investments' acquisition costs for €10 million.

## 5.3.2 Income Statement

| *€ millions* | Notes | 2024 | 2023 |
|---|---|---|---|
| Reversal of depreciation, amortization and provisions | | - | - |
| Other income | | 22 | 17 |
| **TOTAL OPERATING INCOME** | | **22** | **17** |
| Other external purchases and expenses | | 51 | 36 |
| Personnel expenses | | 67 | 32 |
| Depreciation, amortization and provisions | | - | - |
| Other expenses | | 5 | 3 |
| **TOTAL OPERATING EXPENSES** | **2** | **123** | **72** |
| **OPERATING PROFIT (LOSS)** | | **(101)** | **(55)** |
| Financial income | 3 | 1,601 | 3,322 |
| **PROFIT (LOSS) BEFORE NON-OPERATING ITEMS AND TAX** | | **1,500** | **3,267** |
| Non-operating income (expense) | 4 | (121) | (53) |
| Income tax (income) expense | 5 | (26) | (38) |
| **PROFIT (LOSS)** | | **1,405** | **3,253** |

## 5.3.3 Balance Sheet

### Assets

| *€ millions* | Notes | December 31, 2024 Gross amount | Depreciation, amortization & provisions | Net amount | December 31, 2023 Net amount |
|---|---|---|---|---|---|
| Property, plant and equipment | | 4 | 3 | 1 | 2 |
| Financial assets | 6 | 35,784 | 40 | 35,744 | 35,618 |
| **NON-CURRENT ASSETS** | | **35,788** | **42** | **35,746** | **35,620** |
| Trade and related receivables | 7 | 21 | - | 21 | 14 |
| Other receivables | 7 | 1,428 | - | 1,428 | 722 |
| Marketable securities | 8 | 172 | - | 172 | 312 |
| Cash and Time deposits | | 10 | - | 10 | 816 |
| **CURRENT ASSETS** | | **1,632** | **-** | **1,632** | **1,865** |
| Bond redemption premium | | 29 | - | 29 | 29 |
| Prepaid expenses | 9 | 12 | - | 12 | 11 |
| **TOTAL** | | **37,460** | **42** | **37,418** | **37,524** |

### Shareholders' Equity and Liabilities

| *€ millions* | Notes | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Share capital | 10.1 | 82 | 82 |
| Additional paid-in capital | | 23,589 | 22,931 |
| Legal reserves | | 8 | 8 |
| Other reserves | | 15 | 8 |
| Retained earnings | | 1,460 | - |
| Profit (loss) for the year | | 1,405 | 3,253 |
| Tax-driven provisions | | 127 | 116 |
| **SHAREHOLDERS' EQUITY** | **10** | **26,686** | **26,397** |
| **PROVISIONS FOR CONTINGENCIES AND LIABILITIES** | **11** | **1,084** | **495** |
| Bonds | 12.1 | 8,627 | 7,920 |
| Other financial debt (including loans from subsidiaries) | 12.1 | 938 | 642 |
| **FINANCIAL LIABILITIES** | | **9,565** | **8,563** |
| Trade and related payables | 12.2 | 16 | 12 |
| Accrued taxes and personnel expenses | 12.2 | 18 | 14 |
| Other liabilities | 12.2 | 40 | 2,034 |
| **OPERATING AND OTHER LIABILITIES** | | **74** | **2,059** |
| Foreign currency translation adjustment | 13 | 9 | 9 |
| **TOTAL** | | **37,418** | **37,524** |

## 5.3.4 Cash Flow Statement

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Profit for the fiscal year | 1,405 | 3,253 |
| Adjustments for non-cash items | 1,064 | 337 |
| **Cash flow** | **2,469** | **3,589** |
| Change in working capital[(a)] | (2,700) | (1,523) |
| **NET CASH FLOW FROM OPERATING ACTIVITIES** | **(231)** | **2,067** |
| Purchases of property, plant & equipment | - | - |
| Acquisition of shares in subsidiaries and affiliates and other investments | (436) | - |
| Loans granted to subsidiaries | 295 | (3) |
| **NET CASH FLOW USED IN INVESTING ACTIVITIES** | **(141)** | **(3)** |
| Capital increase | 36 | 37 |
| Disposal of treasury shares | (304) | (304) |
| Dividends paid | (1,163) | (487) |
| Increase and decrease in borrowings | 1,150 | (580) |
| Increase and decrease in loans from subsidiaries | (153) | 2 |
| **NET CASH FLOW USED IN FINANCING ACTIVITIES** | **(434)** | **(1,332)** |
| Change in cash and cash equivalents | (806) | 731 |
| Cash and cash equivalents at beginning of year | 816 | 85 |
| **CASH AND ASH EQUIVALENTS AT END OF YEAR[(b)]** | **10** | **816** |

*(a) Changes in working capital are as follows – see table below.*

*(b) Cash is defined as available cash and short-term deposits which are subject to an insignificant risk of changes in value. As of December 31, 2024, available cash amounted to €10 million. As of December 31, 2023, this line item included Bank deposits for €135 million and Time deposits for €681 million.*

| *€ millions* | December 31, 2024 | December 31, 2023 | Changes |
|---|---|---|---|
| Operating receivables | (21) | (14) | (7) |
| Other receivables | (1,440) | (733) | (707) |
| Operating liabilities | 33 | 26 | 8 |
| Other liabilities | 50 | 2,043 | (1,993) |
| **TOTAL WORKING CAPITAL** | **(1,378)** | **1,322** | **(2,700)** |

## 5.3.5 Notes to the 2024 Financial Statements of EssilorLuxottica


| | | | | | |
|---|---|---|---|---|---|
| Note 1 | Accounting Policies | 309 | Note 10 | Shareholders' Equity | 317 |
| Note 2 | Operating Expenses | 312 | Note 11 | Provisions | 319 |
| Note 3 | Financial Income | 312 | Note 12 | Financial Liabilities | 320 |
| Note 4 | Non-Operating Income (Expense), Net | 312 | Note 13 | Foreign Currency Translation Adjustments | 321 |
| Note 5 | Corporate Income Tax | 313 | Note 14 | Off Balance Sheet Commitments | 321 |
| Note 6 | Financial Assets | 314 | Note 15 | Information on Employees | 322 |
| Note 7 | Current Assets | 315 | Note 16 | Related Party Transactions | 323 |
| Note 8 | Marketable Securities | 316 | Note 17 | Subsequent Events | 323 |
| Note 9 | Prepaid Expenses | 317 | | | |


These notes include the balance sheet, with total assets of €37,418 million before appropriation of the profit for the year ended December 31, 2024, and the income statement posting a profit of €1,405 million.

EssilorLuxottica is a French limited liability company. Its registered office is located at 147, rue de Paris, in Charenton-le-Pont, France, and it is listed on the Euronext stock exchange. EssilorLuxottica is the parent company of the Group EssilorLuxottica; the major shareholder is Delfin S.à r.l., a private limited liability company incorporated under the laws of Luxembourg. The fiscal year covers a 12-month period, from January 1, 2024 to December 31, 2024. Figures are provided in millions of euros, unless otherwise stated.

As table totals are based on unrounded figures, there may be discrepancies between these totals and the sum of their rounded components.

### Significant Events of the Fiscal Year

#### Successful €2 Billion Bond Issuance at 2.99%

On August 29, 2024, EssilorLuxottica successfully launched a bond issuance for a total amount of €2 billion with tenors of 4.5 and 7.5 years, carrying respectively a coupon of 2.875% and 3.00% (the 'Bonds') with an average rate after hedging of 2.99%.

The order book peaked close to €5 billion, attracting quality institutional investors, demonstrating high confidence in EssilorLuxottica's business model and credit profile.

On September 5, 2024, the Bonds were settled and admitted to trading on Euronext Paris (See Note 12 *Financial Liabilities*).

#### Macroeconomic Environment and Geopolitical Uncertainties

The Group continues to operate in a macroeconomic and geopolitical environment alike the one disclosed in the 2023 financial statements (in terms of inflation, volatility on the commodity and energy markets, tightening financial conditions and high Central Bank and FED (US Federal Reserve) interest rates – the latter starting to decrease from the end of 2024) that has not significantly impacted the year 2024.

Despite this challenging scenario, the Group was able to grow thanks to its positioning at the intersection of multiple categories – from eyewear, luxury and digital to med-tech. Moreover, the Group's hedging policies on the main risks (interest rates, raw material and energy purchase prices, among others) assisted in mitigating the overall volatility observed on the markets.

EssilorLuxottica has considered those elements, in particular in the determination of the value in use of the Company equity investments and no impairment was recognized.

# Note 1 Accounting Policies

The financial statements have been prepared in compliance with French statutory and regulatory provisions (Plan Comptable Général) and general guidelines for the preparation and presentation of these annual financial statements are in compliance with the provisions of the French Accounting Standards Board's (ANC) Regulation no. 2014-03 amended by subsequent regulations on the French Chart of Accounts.

## 1.1 Properties, Plants and Aquipments

Properties, plants and equipments are measured at acquisition cost (purchase price and associated transaction costs). Property, plant and equipment mainly comprise fixtures and fittings and other property, plant and equipment, which are depreciated using the straight-line method over the assets' estimated useful lives.

Properties, plants and equipments are tested for impairment when the occurrence of an event or a change of circumstances indicates that the recoverable amount may be less than the carrying amount.

When the impairment test shows that an asset's recoverable amount is less than its carrying amount, an impairment loss is recorded. The recoverable amount of an asset is the higher of its fair value and value in use.

The initial cost of assets includes directly related transaction costs.

## 1.2 Financial Assets

Equity investments are carried at their acquisition cost or contribution value. EssilorLuxottica has opted to include acquisition costs in the initial cost of equity investments.

At the year-end closing date, Equity investments are measured at their value in use, based on a multi-criteria approach taking into account in particular the proportional value of the investments in the subsidiary's equity and future cash flow projection.

For the long-term portfolio securities, the shares being listed on a regulated stock exchange, the value in use corresponds to the average price of the shares over the last month of the year.

For both categories of investments, if value in use is below gross value, an impairment loss is recognized. Impairment is recorded under financial income.

Loans and receivables are measured at nominal value. A provision is recorded to cover any risk of non-recovery.

When the Company buys back its own shares, they are recognized as treasury shares at their acquisition cost under *Other long-term financial investments* when the Treasury shares are not intended to be awarded or transferred to employees and corporate directors of EssilorLuxottica and affiliated companies. An impairment loss is recorded for shares whose acquisition cost is greater than their average market price for the last month of the fiscal year, except for shares repurchased for cancellation and shares covered by provisions for performance or restricted shares and stock options.

External expenses reflecting the professional fees incurred in the business combination that qualify as acquisition costs are recorded under *Other long-term financial investments*. They are then reallocated to Equity investments upon completion of the business combination.

## 1.3 Receivables and Payables

Receivables and payables are stated at nominal value.

Receivables are written down when their present value, estimated based on collection risk, falls below their carrying amount.

## 1.4 Marketable Securities

Marketable securities are recorded at acquisition cost. An impairment loss is recorded if their value falls below their acquisition cost.

Acquired Treasury shares with the attention to be awarded or transferred to employees and corporate directors of EssilorLuxottica and affiliated companies are recorded in the marketable securities.

## 1.5 Financial Instruments and Foreign Currency Transactions

EssilorLuxottica applies the provisions of ANC Regulation no. 2015-05 on financial futures and hedging transactions.

### 1.5.1 Foreign Exchange Derivative Instruments

The Company uses derivative instruments solely for hedging purposes. Derivative instruments are handled within predetermined management limits with the purpose of optimizing exchange rate risk hedging.

EssilorLuxottica manages an exchange rate risk position that includes all monetary assets and liabilities in foreign currencies. Gains and losses on foreign exchange derivative instruments are used to offset re-measurement at the closing rate of balance sheet positions in foreign currencies. The swap points relating to derivative financial instruments are recognized in financial income over the life of the hedging instrument.

EssilorLuxottica also uses forward purchases and sales to hedge future foreign currency transactions. Foreign exchange losses and gains relating to these derivatives are recognized in the income statement symmetrically with the hedged items.

In principle, EssilorLuxottica uses derivative financial instruments solely for hedging purposes. In exceptional cases where derivative financial instruments do not qualify for hedge accounting, the following accounting method is used:

- the change in the value of the derivative is recorded on the balance sheet, against an adjusted account in the balance sheet;
- a provision is recognized for unrealized losses (unrealized gains are not recognized in the income statement);
- realized gains and losses are recognized in profit or loss.

### 1.5.2 Interest Rate Derivative Instruments

With regard to interest rate risk, the Company's policy is to protect itself against unfavorable interest rate changes. To hedge interest rate risk, EssilorLuxottica uses interest rate swaps.

Financial income and expenses relating to interest rate derivatives are recognized in the income statement in the same period as the hedged item.

## 1.6 Pensions and Other Post-Employment Benefit Obligations

In accordance with ANC Recommendation no. 2013-02 of November 7, 2013 on the measurement and recognition of pensions and other post-employment benefit obligations, the Company recognizes provisions for its retirement, long-service awards and other long-term benefits.

By the adoption of the amendment dated November 5, 2021 of the ANC Recommendation no. 2013-02 of November 7, 2013, the Company decided to spread the cost related to the benefit obligation over the period on which provided services by the beneficiaries lead to benefits on not anymore over the employment period.

Where the benefits are payable under defined contribution plans, the contributions are expensed as incurred.

In the case of defined benefit plans, provisions are recognized based on the following actuarial assumptions:

- the projected benefit obligation, corresponding to the vested rights of the Company's current and retired employees, is determined based on estimated final salaries (projected unit credit method) and actuarial assumptions relating to the discount, inflation, staff turnover and salary increase rates;
- the discount rate corresponds to the interest rate of top-tier issuers for periods corresponding to the estimated average duration of the benefit obligation;
- when all or part of the obligation is funded by the Company contributing to an external plan, the provision is decreased by the market value of the plan assets;
- actuarial gains and losses resulting from changes in assumptions and experience-based adjustments are recognized in profit and loss using the corridor method. This method entails amortizing in the income statement, over the expected average remaining service lives of plan participants, only the portion of the net cumulative gain or loss that exceeds 10% of the greater of the pension benefit obligation or the fair value of plan assets;
- if the Company amends an existing plan or introduces a new one and the rights under the new or amended plan are unvested, the related change in the Company's obligation is recognized in profit or loss on a straight-line basis over the expected average remaining service lives of the plan participants. If rights under the new or amended plan vest immediately, the resulting change in the Company's obligation is recognized immediately in profit or loss;
- the provision recorded in the balance sheet corresponds to the projected benefit obligation less the market value of any plan assets, the value of unrealized actuarial gains and losses and unrecognized past service costs.

## 1.7 Income Tax (Tax Consolidation Regime)

EssilorLuxottica is the head of the consolidated tax group in France, and the only entity liable to pay corporate income tax. Each company in the tax group calculates and recognizes income tax expense as if it were taxed separately. Consolidated tax income or expense is included in EssilorLuxottica's financial statements.

## 1.8 Recognition and Measurement of Provisions

### 1.8.1 Provisions for Contingencies and Liabilities

Provisions for contingencies and liabilities are recognized when there is an obligation toward a third party that can be measured with sufficient reliability and it is probable or certain that an outflow of resources embodying economic benefits will be required to settle the obligation without any benefit of at least equivalent value being expected in return.

Contingent liabilities are not recognized on the balance sheet but are disclosed in the notes to the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

#### Provisions for performance and restricted shares granted over the fiscal year

When a performance share plan is decided to grant existing shares, a provision is recognized. The provision is based on an estimate of the number of shares definitely granted, taking into account staff turnover and, for performance shares plans, the market price assumptions as well as a probability to reach the other performance criteria if relevant. The provision is calculated based on the weighted average price of treasury shares at year-end. The provision is measured at the stock market price for commitments not covered by treasury shares.

Since French accounting board (CRC) Regulation no. 2014-03, the provision for performance and restricted shares has been allocated over the vesting period, as vesting is conditional on the grantee's employment by the Company.

As performance or restricted shares are compensation items, the related provisions are recognized as personnel expenses for the company's beneficiaries. For transactions with other Group beneficiaries, a provision on the whole commitment is recorded at the grant date, and the equivalent amount is recharged to the corresponding subsidiaries. Those impacts are recorded in non-operating income and expenses.

**Provisions for contingencies for subsidiaries and affiliates**

An impairment loss is recognized for equity investments whose present value is less than their carrying amount. Where applicable, the provision is allocated in the following order: to securities, non-current receivables, current accounts, and the provision for contingencies. However, the latter is only recognized:

- if the legal form makes EssilorLuxottica indefinitely and jointly and severally responsible for the liability; or
- up to the amount of commitments given by EssilorLuxottica for all other legal forms.

### 1.8.2 Tax-Driven Provisions

Tax-driven provisions mainly reflect additional tax depreciation.

## 1.9 Premium on Bonds

Premiums on bonds paid by EssilorLuxottica are recorded in the balance sheet in Bond redemption premium and those received are recorded in the other financial debts. Premium are therefore amortized in the financial income over the duration of the bonds.

## 1.10 Borrowing costs

Borrowing costs may be:

- fully expensed in the year they are incurred; or
- allocated over the term of the loan.

The choice of method is made upon issuance of the debt and cannot be later changed.

## 1.11 Climate and Environmental Risks

Together with its affiliated companies, EssilorLuxottica's exposure to the consequences of climate change is deemed to be limited due to the nature of the activities. Indeed, the geographical footprint of EssilorLuxottica's manufacturing and logistics facilities, distribution networks and human capital is well-balanced and diversified across more than 150 countries where the Group operates, a real shield against unforeseen circumstances, including severe climate conditions. Nonetheless, EssilorLuxottica pays high vigilance to climate events and prepares comprehensive adaptation measures to ensure business continuity. In 2024, the Group continued to deliver its approach to sustainability, titled Eyes on the Planet, which is built around, among the others, the following pillars:

- **Eyes on Carbon:** EssilorLuxottica, with its subsidiaries, is on track to achieve, worldwide, carbon neutrality in its direct operations (Scopes 1 and 2) in 2025. Indeed, in 2024, as in 2023, EssilorLuxottica reached this commitment on these scopes in Europe after having already reached it for Italy and France in 2021. To reinforce its efforts to address climate change, in 2024, EssilorLuxottica's near-term greenhouse gas (GHG) emission reductions targets were validated by the Science-Based Targets initiative (SBTi), marking a key milestone in the Company's efforts to reduce the environmental impact across its entire value chain. These new 2030 targets address emissions across the Company's Scopes 1, 2 and 3, in line with the climate mitigation efforts outlined in the Paris Agreement; and
- **Eyes on Circularity:** at EssilorLuxottica, sustainability, products and services goes hand-in-hand, right from the development phase. The Company's efforts focus on optimizing the use of resources while ensuring high product standards, with the objective to shift from fossil-based materials to bio-based and/or recycled materials and embed eco-design in all its innovation developments by end of 2025. Additional efforts are on increasing internal recycling capabilities and implementing circular services to extend product life or give products a second life.

The deployment of these initiatives is reflected in the 2025 budget estimates and in the medium-term projections used to determine the value in use of the equity investments. No other climate-related material impacts were reflected into the 2024 financial statements.

# Note 2 Operating Expenses

Operating expenses amount to €123 million and mainly include personnel expenses (€67 million), external purchases and expenses (€51 million), as well as other expenses (€5 million). The operating expenses increased by €51 million compared with the prior year.

This increase mainly comes from the *Personnel expenses*, increasing by €35 million compared with 2023 mainly in relation to:

- the costs related to the performance share plans (PSP) awarded to employees and corporate directors of the Company, increasing by €29 million; and
- the related social charges growing by €3 million.

*Other external purchases and expenses* increased by €15 million primarily in relation to the extent of the role of the parent company within the Group.

# Note 3 Financial Income

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Interest expenses[(a)] | (103) | (184) |
| Dividends[(b)] | 1,723 | 3,517 |
| Impairment (loss) reversal[(c)] | (15) | (12) |
| Currency exchange | (3) | 2 |
| **TOTAL** | **1,601** | **3,322** |

*(a) The decrease of the line item Interest expenses between 2023 and 2024 for an amount of €81 million is mainly explained by a decrease of the interest cost on the cash pooling for €126 million, compensated by an increase of the interest expense on commercial papers for €31 million.*

*(b) In 2024, the line item Dividends mainly includes an exceptional distribution of reserves from Luxottica Group S.p.A. for an amount of €1,600 million, an exceptional distribution of reserves from Grand Vision B.V. for €110 million, dividends received from Essilor Korea Co. Ltd for an amount of €9 million and a dividend received from Synsam Group for an amount of €1 million. In 2023, the line item mainly included an exceptional distribution of share premium and reserves from Essilor International (SAS) for an amount of €3,500 million, dividends received from Essilor Korea Co. Ltd for an amount of €15 million and a dividend received from Synsam Group for an amount of €1 million.*

*(c) This line item mainly refers to partial impairments booked on long term portfolio securities.*

# Note 4 Non-Operating Income (Expense), Net

The non-operating loss amounted to €121 million in 2024 (loss amounted to €53 million in 2023) and mainly comes from:

- net cost of the shareholding programs dedicated to Group employees and delivered through treasury shares for €110 million of which €31 million for the new performance share plan granted in 2024 and €79 million coming from the remeasurement of the performance shares plans granted in the previous years reflecting the stock price variation. In 2023, costs of the shareholding programs amounted to €28 million of which €16 million for the performance share plan granted in 2023, €2 million coming from the remeasurement of the previous performance share plans and €11 million related to the disposal of shares to employees within the Boost program. These costs are presented net of the recharges to Group entities; and
- yearly tax-driven provisions on acquisition costs for €10 million and related to amortization of the capitalized acquisition costs on investments (€25 million in 2023).

# Note 5 Corporate Income Tax

## 5.1 Profit Excluding Tax Assessments

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Profit (loss) for the year | 1,405 | 3,253 |
| Corporate income tax (income)/expense | (26) | (38) |
| Pre-tax profit (loss) | 1,379 | 3,214 |
| Change in tax-driven provisions | 10 | 25 |
| Pre-tax profit (loss), excluding tax assessments | 1,389 | 3,239 |

## 5.2 Breakdown of Corporate Income Tax

The breakdown of corporate income tax between ordinary and non-recurring items is as follows:

**2024**

| *€ millions* | Before tax | Corresponding tax | After tax |
|---|---|---|---|
| Profit (loss) from ordinary operations | 1,500 | - | 1,500 |
| Profit (loss) from non-recurring items | (121) | - | (121) |
| Profit (loss) from the French tax group | - | 26 | 26 |
| **PROFIT (LOSS)** | **-** | **-** | **1,405** |

**2023**

| *€ millions* | Before tax | Corresponding tax | After tax |
|---|---|---|---|
| Profit (loss) from ordinary operations | 3,267 | - | 3,267 |
| Profit (loss) from non-recurring items | (53) | - | (53) |
| Profit (loss) from the French tax group | - | 38 | 38 |
| **PROFIT (LOSS)** | **-** | **-** | **3,253** |

## 5.3 Increases and Reductions in Future Tax Liabilities

### 5.3.1 Assets

No deferred tax assets were recognized in the balance sheet.

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Provision for retirement obligations | 5 | 1 |
| **TOTAL** | **5** | **1** |
| **LOSS CARRY-FORWARDS[(a)]** | **240** | **147** |
| Future income tax rate | 25.83% | 25.83% |
| Corporate income tax | 63 | 38 |

*(a) This is the cumulative loss carry-forward of the consolidated tax group. EssilorLuxottica expects to use its loss carry-forwards.*

### 5.3.2 Liabilities

No deferred tax liabilities were recognized in the balance sheet.

| *€ millions* | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Additional tax depreciation | 127 | 116 |
| **TOTAL** | **127** | **116** |
| Future income tax rate | 25.83% | 25.83% |
| Future tax liabilities | 33 | 30 |

# Note 6 Financial Assets

## 6.1 Summary

| 2024<br>*€ millions* | Carrying amount at January 1, 2024 | Increases | Decreases | Other changes | Provisions for the fiscal year | Reversals for the fiscal year | Carrying amount at December 31, 2024 |
|---|---|---|---|---|---|---|---|
| Equity investments[(a)] | 35,043 | 125 | - | - | - | - | 35,168 |
| Loans to equity investments[(b)] | 501 | 77 | (373) | - | - | - | 205 |
| Long-term portfolio securities[(c)] | 99 | 311 | - | - | - | - | 410 |
| Other long-term financial investments | 0.43 | 0.04 | - | - | - | - | 0.48 |
| **GROSS VALUE** | **35,642** | **514** | **(373)** | **-** | **-** | **-** | **35,784** |
| Impairment[(c)] | (24) | - | - | - | (15) | - | (40) |
| **NET VALUE** | **35,618** | **514** | **(373)** | **-** | **(15)** | **-** | **35,744** |

*(a) The increase of the equity investments mainly corresponds to a capital increase of Essilor India Pvt Ltd for €118 million and the acquisition of the minority interests of Onbitt Co Ltd for €6 million.*

*(b) As of December 31, 2024, receivables to equity investments correspond to a loan granted to Luxottica France for €125 million, a loan granted to Luxottica Holland BV for €64 million and a loan granted to Sunglass Hut Ireland for €13 million, including accrued interests for these loans. These loans are with a maturity date between April and December 2025. The decrease of the year corresponds to the reimbursement of the loans granted to Grand Vision Finance B.V…*

*(c) Long-term portfolio securities correspond to a long-term minority interest of 2.5% in a US-listed optical retail company (gross value of this investment is €49 million with a fair value at €22 million) and a long-term minority interest of 6.6% in Synsam Group, a Swedish company operating in the optical retail industry (gross value of €50 million with a fair value being at €37 million). Impairments have been recognized accordingly. The increase of the year corresponds to the acquisition of a long term minority interest in an Asia-based company operating in the optical industry, for a gross value of €311 million and a fair value at €316 million at the end of 2024.*

| 2023<br>*€ millions* | Carrying amount at January 1, 2023 | Increases | Decreases | Other changes | Provisions for the fiscal year | Reversals for the fiscal year | Carrying amount at December 31, 2023 |
|---|---|---|---|---|---|---|---|
| Equity investments | 35,043 | - | - | - | - | - | 35,043 |
| Loans to equity investments[(a)] | 498 | 3 | - | - | - | - | 501 |
| Long-term portfolio securities[(b)] | 99 | - | - | - | - | - | 99 |
| Other long-term financial investments | - | - | - | - | - | - | - |
| **GROSS VALUE** | **35,639** | **3** | **-** | **-** | **-** | **-** | **35,642** |
| Impairment [(b)] | (13) | - | - | - | (13) | 1 | (24) |
| **NET VALUE** | **35,627** | **3** | **-** | **-** | **(13)** | **1** | **35,618** |

*(a) As of December 31, 2023, receivables to equity investments correspond to a loan granted to Luxottica France for €125 million and a loan granted to Grand Vision Finance B.V. for €370 million. These two loans are with a maturity date in April 2024.*

*(b) Long-term portfolio securities correspond to minority interest in listed companies of which the fair value is the average listed price over the last month of the year. In 2022, the Company acquired a minority interest of 2.5% in a US-listed optical retail company. Gross value of this investment is €49 million with a fair value at year-end at €36 million. In this line, the other investment is an equity interest for 6.6% in Synsam Group, a company in the optical retail industry. Gross value of this investment in Synsam Group is approximately €50 million. At year-end, fair value being at €38 million, an impairment has been recognized accordingly.*

## 6.2 Subsidiaries and Equity Investments

Subsidiaries and equity investments held by EssilorLuxottica at December 31, 2024 (all at least a 50% interest):

| *€ millions* | Share capital | Other equity | Share of capital held (%) | Carrying amount of shares held | | Loans and advances granted and not yet repaid | Guarantees and endorsements granted | Net revenue of last fiscal year | Profit for last fiscal year | Dividends received by the Company during the fiscal year |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Gross | Net | | | | | |
| Luxottica Group S.p.A. | 29 | 4,231 | 100% | 22,125 | 22,125 | - | - | 4,401 | 838 | 1,600 |
| Essilor International (SAS) | 278 | 3,713 | 100% | 5,487 | 5,487 | - | - | 2,024 | 1,153 | - |
| GrandVision B.V. | 5 | 2,210 | 100% | 7,264 | 7,264 | - | - | - | 473 | 110 |
| Essilor Manufacturing India Pvt Ltd | 27 | 22 | 100% | 28 | 28 | - | - | 46 | 2 | - |
| Essilor India Pvt Ltd | 233 | (21) | 100% | 233 | 233 | - | - | 61 | 10 | - |
| EssilorLuxottica Ré | 18 | 1 | 100% | 18 | 18 | - | - | - | 2 | - |
| Essilor Korea Co Ltd | 1 | 11 | 50% | 3 | 3 | - | - | 30 | 21 | 9 |
| ONBITT Co Ltd | - | 7 | 100% | 11 | 11 | - | - | 6 | 2 | - |

Luxottica Group S.p.A. is an Italian company. With its subsidiaries, the Company designs, manufactures, distributes and retails its eyewear brands. Its best-known brands are Ray-Ban, Persol, and Oakley.

Essilor International (SAS) is based in France. With its subsidiaries, the Company designs, manufactures and markets a wide range of lenses to improve and protect eyesight and develops and markets equipment for prescription laboratories and instruments and services for eyecare professionals.

GrandVision B.V. is a Company based in The Netherlands. With its subsidiaries, the Company is a global leader in optical retail through a global retail network of more than 7,000 stores in approximately 40 countries. Well-known local retail brands include Apollo-Optik, Générale d'Optique, GrandOptical, Pearle, MasVisión in and Vision Express.

### Impairment test on the equity Investments

Equity Investments are subject to impairment tests to compare the value in use at the closing date with the carrying amount.

In particular, for the Investment in Luxottica Group S.p.A., Essilor International (SAS) and GrandVision, companies all owned at 100%, the value in use is based on future cash flow projections generated by the businesses. These future cash flow projections rely on the 2025 budget estimate and on a business plan covering a two-year period up to 2027. The applied weighted average cost of capital (WACC) is 9.0% (9.7% in 2023). At December 31, 2024, the value in use of each equity investment is higher than the carrying amount.

# Note 7 Current Assets

## 7.1 Maturities of Receivables

| *€ millions* | At December 31, 2024 |
|---|---|
| **MORE THAN ONE YEAR** | **-** |
| **LESS THAN ONE YEAR** | **483** |
| Trade and related receivables | 9 |
| Other receivables[(a)] | 474 |
| **TOTAL** | **483** |

*(a) The line item Other receivables primarily comprises €339 million invoicing of the Group employee shareholding programs (performance shares plans vested in 2024), cash-pooling account for €99 million, tax group current accounts for €14 million and tax receivables for €21 million.*

## 7.2 Accrued Income

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| **Receivables:** | | |
| • Unbilled revenue (trade receivables) | 12 | 14 |
| • Other receivables[(a)] | 950 | 435 |
| **TOTAL** | **962** | **449** |

*(a) The line item Other receivables mainly comprises accrued income for rebilling the cost of the performance share plans awarded since October 2022 for €949 million as of December 31, 2024 (€434 million in 2023).*

## 7.3 Cash Instruments

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| Hedging instruments[(a)] | 4 | 4 |
| **TOTAL** | **4** | **4** |

*(a) This line item reflects the re-measurement of hedging instruments set up to cover currency risk associated with the Company's debt denominated in USD.*

# Note 8 Marketable Securities

| | At December 31, 2024 | | At December 31, 2023 |
|---|---|---|---|
| *€ millions* | Gross | Net | Net |
| Treasury shares[(a)] | 172 | 172 | 312 |
| **TOTAL** | **172** | **172** | **312** |

*(a) Treasury shares classified in Marketable securities are held with the intention to be awarded or transferred to employees and corporate directors of EssilorLuxottica and its affiliated companies. All the movements of the year related to Treasury shares are presented in the table below.*

### Movements in treasury shares

| *€ millions* | Number of shares | Net book value |
|---|---|---|
| **POSITION AS OF JANUARY 1, 2024** | **1,803,854** | **312** |
| Share buyback | 1,480,214 | 315 |
| Definitive acquisitions of performance shares | (2,392,989) | (439) |
| Boost plan (transfer of shares to employees) | - | - |
| Acquisitions stock options | (92,486) | (16) |
| **SITUATION AS OF DECEMBER 31, 2024** | **798,593** | **172** |

Between January 1 and December 31, 2024, the Treasury shares line item decreased by €140 million due to the delivery of treasury shares under employee shareholding programs as well as the implementation of the share buyback program initiated by the Company below:

- 1,480,214 EssilorLuxottica shares were purchased from August 7 to December 31, 2024 for an average price of €212.96 and for a total amount of €315 million (including transaction fees). This purchase was executed in the context of the share buyback program announced on July 29, 2024 (in accordance to the 24th resolution approved by the Annual Shareholders' Meeting of April 30, 2024). At the closing date of the financial year, this program is still in progress with a mandate given to buy back up to 4,000,000 EssilorLuxottica shares by October 29, 2025 depending on market conditions.

# Note 9 Prepaid Expenses

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| **Prepaid expenses related to:** | | |
| • Operating | 1 | 1 |
| • Financing[(a)] | 10 | 9 |
| **TOTAL** | **12** | **11** |

*(a) The line item corresponds to the borrowing costs.*

# Note 10 Shareholders' Equity

## 10.1 Changes in Share Capital

| | Number of shares | | | | | |
|---|---|---|---|---|---|---|
| | At January 1, 2024 | Issued | Canceled | Exchanged | At December 31, 2024 | Par value *(in euros)* |
| Ordinary shares | 453,833,920 | 3,673,281 | - | - | 457,507,201 | 0.18 |
| **TOTAL** | **453,833,920** | **3,673,281** | **-** | **-** | **457,507,201** | **0.18** |

## 10.2 Statement of Changes in Shareholders' Equity

| *€ millions* | Share capital | Additional paid-in capital | Reserves and retained earnings | Profit (loss) for the year | Tax-driven provisions | Shareholders' equity |
|---|---|---|---|---|---|---|
| **SHAREHOLDERS' EQUITY AT JANUARY 1, 2024** | **82** | **22,931** | **16** | **3,253** | **116** | **26,397** |
| Capital increases: | - | - | - | - | - | - |
| • Stock options | - | 3 | - | - | - | 3 |
| • FCP mutual funds | - | 33 | - | - | - | 33 |
| Other changes in the fiscal year | - | - | - | - | 10 | 10 |
| Profit appropriation | - | - | 1,460 | (3,253) | - | (1,793) |
| Profit for the fiscal year | - | - | - | 1,405 | - | 1,405 |
| Dividend paid | 1 | 622 | 7 | - | - | 630 |
| **SHAREHOLDERS' EQUITY AT DECEMBER 31, 2024** | **82** | **23,589** | **1,483** | **1,405** | **127** | **26,686** |

Share capital amounted to €82,351,296.18 reflecting the increase of 3,673,281 ordinary shares as a result of the transactions related to:

- scrip dividend (3,457,244 shares);
- increase in share capital reserved to employees of EssilorLuxottica Group (184,694 shares);
- stock options exercised (31,343 shares).

### Scrip dividend

The Annual Shareholdings' Meeting of EssilorLuxottica held on April 30, 2024 approved the distribution of a dividend of €3.95 per ordinary share for the year 2023, corresponding to a total dividend of €1,786 million. Shareholders were granted the option to receive their dividend in newly issued shares at a price of €180.12 per share (so-called *scrip dividend*). At the end of the option period (May 24, 2024), 157,650,962 dividend rights were exercised in favour of the payment of the 2023 dividend in shares. Accordingly:

- 3,457,244 new EssilorLuxottica's shares were issued and delivered, representing a dividend distribution equal to €623 million; and
- €1,163 million was paid in cash to those shareholders who did not opt for the *scrip dividend*.

Both the cash and the scrip dividend were paid on June 3, 2024. On the same day, the newly issued shares were admitted to trading on Euronext Paris. Those shares confer the same rights as the existing shares and carry current dividend rights conferring the right to any distribution paid out as from the date of their issuance.

## 10.3 Stock Options, Performance Shares and Employee Share Issuance

### 10.3.1 Stock Options

The exercise price of stock options is based on the average share market price quoted over 20 trading days preceding the date of the Board of Directors' Meeting at which the decision is taken to grant the options. Gains on stock options granted from 2004 onwards (corresponding to the difference between the average share market price during the three calendar months prior to the month when the option is exercised and the exercise price) are capped at 100% of the exercise price.

In accordance with the decision of the Extraordinary Shareholders' Meeting of November 29, 2018, the performance share plans granted since this date have been served by using Treasury shares starting this date instead of newly issued shares. The last Stock option plan was granted in October 2021.

Stock options are subject to performance conditions based on the share market price over a period of two to six years after the grant date, as well as the 100% cap on gains which are now met for the plans.

Stock purchase options are subject to a provision for risks for €18 million before recharge to Group subsidiaries, see Note 11 *Provisions*.

The following table shows changes in the number of outstanding stock options at year-end:

| | Number of stock options at January 1, 2024 | Options granted | Stock options cancelled or expired | Stock options exercised | Number of stock options at December 31, 2024 |
|---|---|---|---|---|---|
| Stock subscription options | 29,064 | - | (11,016) | (18,048) | - |
| Stock purchase options | 316,879 | - | (34,380) | (92,486) | 190,013 |
| **TOTAL** | **345,943** | **-** | **(45,396)** | **(110,534)** | **190,013** |

### 10.3.2 Performance Shares

The Company has granted performance-based bonus shares depending on the performance of the Company's share price. Until the fiscal year 2023, the number of performance shares definitely granted was based on the annualized growth in the share price together with a presence condition. From Plans granted on November 27, 2024 and pursuant to the 33rd resolution approved by the Extraordinary Shareholders' Meeting of April 30, 2024, two new performance conditions have been added: one based on a financial target and the other one based on a Corporate Social Responsibility ('CSR') commitment. Therefore, for the new performance share plan:

- 40% of the shares to be definitely granted will be subject to the annualized growth of the share price;
- 40% of the shares to be definitely granted will be subject to the fulfilment of a financial target which is the Cumulative Group adjusted earnings per share ('EPS') (at constant exchange rate 2023) over the years 2024, 2025 and 2026, target as defined by the Board of Directors; and
- 20% of the shares to be definitely granted will be subject to a CSR criteria which is the level of carbon emission in fiscal year 2026 in line with EssilorLuxottica's environmental sustainability roadmap, drawn up in accordance with the Science-Based Targets initiative.

The maximum number of performance shares that would vest assuming that performance conditions were met is as follows:

- 2024 awards: 2,094,711 shares;
- 2023 awards: 2,134,578 shares;
- 2022 awards: 1,921,160 shares.

#### Characteristics of the shares to award

Awarded shares granted since the Extraordinary General meeting dated November 29, 2018 are existing treasury shares of the Company and the related costs to these plans are accrued in accordance with the Note 1.8 *Recognition and Measurement of Provisions*. The amount of this provision is €1,061 million, before recharging to Group subsidiaries as of December 31, 2024.

The following table shows changes in the number of outstanding performance shares over the fiscal year:

| | Number of performance shares at January 1, 2024 | Performance shares granted in the period | Performance shares canceled | Fully vested performance shares | Number of performance shares at December 31, 2024 |
|---|---|---|---|---|---|
| Performance shares | 6,741,358 | 2,105,372 | (303,292) | (2,392,989) | 6,150,449 |
| **TOTAL** | **6,741,358** | **2,105,372** | **(303,292)** | **(2,392,989)** | **6,150,449** |

### 10.3.3 Employee Stock Purchase Plan

The main characteristics of the Employee stock ownership plan are as follows:

| *In €* | 2024 | 2023 |
|---|---|---|
| Share subscription price | €178.97 | €137.94 |
| Total discount amount | €44.74 | €34.49 |
| **NUMBER OF SHARES SUBSCRIBED** | **184,694** | **221,455** |

## Note 11 Provisions

| 2024<br>*€ millions* | Carrying amount at January 1, 2024 | Provision allowances for the fiscal year | Reversals for the fiscal year (used) | Reversals for the fiscal year (not used) | Carrying amount at December 31, 2024 |
|---|---|---|---|---|---|
| Provision on allocation of shares and options[(a)] | 494 | 750 | (166) | - | 1,079 |
| Provisions for pensions and other | 1 | 4 | - | - | 5 |
| **TOTAL** | **495** | **754** | **(166)** | **-** | **1,084** |

*(a) The provision allowances for the fiscal year for the performance shares and stock purchase options correspond to the cost related to plans granted in 2024 (€309 million) net of updated costs plans granted between October 2022 and October 2023 (increase of €438 million) based on the actuarial assumptions observed at the end of the financial year. Reversals of provisions relate to existing provisions as of December 31, 2023 for plans vested during the financial year.*

| 2023<br>*€ millions* | Carrying amount at January 1, 2023 | Provision allowances for the fiscal year | Reversals for the fiscal year (used) | Reversals for the fiscal year (not used) | Carrying amount at December 31, 2023 |
|---|---|---|---|---|---|
| Provision on allocation of shares and options[(a)] | 539 | 209 | (254) | - | 494 |
| Provisions for pensions and other | 1 | 1 | - | - | 1 |
| **TOTAL** | **540** | **210** | **(254)** | **-** | **495** |

*(a) The provision allowances for the fiscal year for the performance shares and stock purchase options correspond to the cost related to plans granted in 2023 (€135 million) net of updated costs plans granted between October 2021 and December 2022 (increase of €74 million) based on the actuarial assumptions observed at the end of the financial year. Reversals of provisions relate to existing provisions as of December 31, 2022 for plans vested during the financial year.*

# Note 12 Financial Liabilities

## 12.1 Maturities of Financial Liabilities

### 12.1.1 Breakdown of Financial Liabilities by Maturity and Category

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| **DUE IN LESS THAN ONE YEAR** | **2,469** | **1,973** |
| Bonds[(a)] | 1,500 | 1,300 |
| Interest on bonds and US private placements[(a)] | 31 | 30 |
| US commercial paper programs | 908 | 452 |
| Loans from subsidiaries[(b)] | 30 | 184 |
| Other financial liabilities | - | 6 |
| **DUE BETWEEN ONE AND FIVE YEARS** | **5,346** | **5,590** |
| US private placements[(a)] | 96 | 90 |
| Bonds[(a)] | 5,250 | 5,500 |
| **DUE IN MORE THAN FIVE YEARS** | **1,750** | **1,000** |
| Bonds[(a)] | 1,750 | 1,000 |
| **TOTAL** | **9,565** | **8,563** |

*(a) Corresponds to the balance sheet line item Bonds amounting to €8,627 million.*
*(b) Corresponds to loans granted by Luxottica Retail New Zealand Ltd for NZD 24 million (€13 million), by EssilorLuxottica Ré SA for €17 million and the related accrued interests not yet due.*

### 12.1.2 Breakdown of Financial Liabilities by Currency

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| EUR | 8,547 | 7,849 |
| USD | 1,005 | 543 |
| AUD | - | 158 |
| NZD | 13 | 13 |
| **TOTAL** | **9,565** | **8,563** |

### 12.1.3 Covenants and Negative Pledge

The Company's financing arrangements are not subject to specific financial covenants. Only the US private placements have specific financial ratio requirements.

Bonds issued are subject to negative pledges which prohibit to EssilorLuxottica and other Group entities from granting any guarantees or security interests on any of their assets in favor of third parties without the consent of the lenders above certain limits. In the case of a failure to comply with the above-mentioned clause, the Company may be called upon to pay the outstanding debt.

EssilorLuxottica is in compliance with covenants and negative pledges.

## 12.2 Maturities of Other Liabilities

### Breakdown of operating liabilities and other liabilities by maturity and category

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| **DUE IN LESS THAN ONE YEAR** | **49** | **2,043** |
| Operating liabilities | 10 | 9 |
| Other liabilities[(a)] | 40 | 2,034 |
| **DUE BETWEEN ONE AND FIVE YEARS** | **-** | **-** |
| **DUE IN MORE THAN FIVE YEARS** | **-** | **-** |
| **TOTAL** | **49** | **2,043** |

(a) *The decrease of the line item Other liabilities by €1,994 million is mainly driven by the decrease of the Group current account with Essilor International (SAS) by €1,979 million. This decrease results from the cash surpluses generated by the activities of the parent company.*

### 12.3 Accrued Expenses

Accrued expenses included within the Financial debts and operating various payables are the followings:

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| Accrued interest on borrowings | 31 | 30 |
| Accrued taxes and personnel expenses | 12 | 9 |
| Other operating liabilities | 12 | 8 |
| **TOTAL** | **55** | **48** |

## Note 13 Foreign Currency Translation Adjustments

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| Foreign currency translation adjustment – unrealized currency gain[(a)] | 9 | 9 |
| **TOTAL** | **9** | **9** |

*(a) The partial asset contribution in 2017 generated a €80 million unrealized currency gain, partially reversed since this date.*

## Note 14 Off Balance Sheet Commitments

### 14.1 Financial Commitments

Confirmed undrawn credit lines at December 31, 2024 amounted to €2,835 million.

#### 14.1.1 Foreign Exchange Instruments

At December 31, 2024, forward foreign exchange contracts were as follows:

| *€ millions* | Contract amount (initial price) | Market value at December 31, 2024 |
|---|---|---|
| Forex swaps – forward purchases | 203 | 4 |
| Forex swaps – forward sales | 14 | - |
| **TOTAL** | **217** | **4** |

### 14.2 Finance Lease Commitments

There are no commitments regarding finance leases.

### 14.3 Future Payment Commitments

#### 14.3.1 Contractual Obligations 2024

| | Payments due by period | | | |
|---|---|---|---|---|
| *€ millions* | Less than 1 year | 1 to 5 years | More than 5 years | Total |
| Operating leases | 1 | 3 | - | 4 |
| **TOTAL** | **1** | **3** | **-** | **4** |

## 14.4 Guarantees, Endorsements and Other Commitments

Guarantees and endorsements mainly consist of the Company guarantees over Group subsidiaries for a total amount of €375 million.

### Signing of a long-term pre-letting agreement for a new global headquarters in Paris

On September 17, 2024, the Company announced the signing of a long-term pre-letting agreement for its new global headquarters in Paris, expected to open late 2027. Located at Place Valhubert, the new headquarters will bring together in a single building up to more than 2,000 people, regrouping teams from the Group functions currently spread across different locations in the Grand Paris area over its 20,000 square meters. The rent expenses and associated charges will be recognized from the date the building is made available to the Company by the lessor, at the end of 2027.

### French Competition Authority decision

Following lengthy proceedings against Essilor International (SAS), the subsidiary was sentenced by the French Competition Authority to a €81 million fine on October 6, 2022 for discrimination of online players and protection of brick and mortar retailers in connection with the distribution of certain specific prescription lenses, a decision that was confirmed by the Paris Court of Appeal on December 12, 2024, €15 million of this €81 million are to be borne jointly by EssilorLuxottica. Essilor International (SAS) and EssilorLuxottica appealed to the Supreme Court (*Cour de cassation*) on January 13, 2025 and remains confident that it will successfully demonstrate that the decision is ungrounded. Thus, management (after consultation with its legal external advisors) considers the risk of the outflow of resources as not likely to occur and no provisions have been booked in this respect.

On February 15, 2023, €81 million was transferred to the French Authorities pending the decision on appeal. This transfer is considered as a deposit made to a public authority in the context of the overall procedure.

# Note 15 Information on Employees

## 15.1 Pension and Other Post-Employment Benefit Obligations

### 15.1.1 Supplementary Pension Plan

The actuarial assumptions used for fiscal year 2024 were the inflation rate (2.00%), staff turnover rate, salary increase rate (4.20%), the discount rate (3.50%) and return rate on financial assets (2.40%).

The total benefit obligation was estimated at €12 million.

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| Present value of the obligation | 12 | 7 |
| Market value of fund assets | (6) | (6) |
| Deferred items[(a)] | (1) | - |
| **PROVISION (ASSETS) RECOGNIZED IN THE BALANCE SHEET** | **4** | **1** |

*(a) Deferred items include actuarial gains or losses.*

### 15.1.2 Lump Sum Payment on Retirement

| *€ millions* | At December 31, 2024 | At December 31, 2023 |
|---|---|---|
| Present value of the obligation | 1 | - |
| **PROVISION RECOGNIZED IN THE BALANCE SHEET** | **1** | **-** |

### 15.1.3 Expense for the Fiscal Year

| *€ millions* | 2024 | 2023 |
|---|---|---|
| Current service cost | 1 | 1 |
| Interest on benefice obligation | - | - |
| Actuarial losses (gains) | - | - |
| Transfers of employees | 3 | - |
| **EXPENSE (INCOME) FOR THE FISCAL YEAR** | **4** | **1** |

## 15.2 Average Number of Employees

| *Breakdown of average number of employees* | 2024 | 2023 |
|---|---|---|
| Managerial personnel | 55 | 53 |
| Supervisors and employees | 1 | 1 |
| **TOTAL** | **56** | **54** |

## 15.3 Compensation of Executive Officers

| *€ millions* | 2024 | 2023 |
|---|---|---|
| **Executive bodies**[(a)] | | |
| Compensation received[(b)] | 8 | 8 |
| Benefit payable on retirement (actuarial value) | - | - |
| Supplementary retirement benefit (actuarial value) | 9 | 7 |
| Value of performance shares granted during the year[(c)] | 25 | 7 |
| **Administrative bodies** | | |
| Compensation received | 2 | 1 |

*(a) The amounts shown for fiscal year 2024 and 2023 correspond to the compensations and benefits for Francesco Milleri for his function of Chairman and Chief Executive Officer and Paul du Saillant for the function of Deputy Chief Executive Officer in 2024 and 2023.*

*(b) Compensation paid by EssilorLuxottica or by one of its subsidiaries.*

*(c) The amounts indicated are the fair value carrying amounts of the performance shares in accordance with IFRS. They are not the actual amounts that may be generated upon acquisition of the shares, if fully vested. Shares granted are subject to employment and performance conditions.The increase in the IFRS fair value of performance shares is driven by two main factors: first, the rise in the reference share price, which increased from €171.16 in 2023 to €226.54 in 2024; and more importantly, a significant revision of the plan's structure. In 2023, performance shares were entirely linked to a single objective based on share price growth performance. This condition, included in the IFRS valuation, required the use of the Monte-Carlo model. However, 2024 plan introduces a broader set of performance conditions: 40% remain tied to a share price-related goal, while 60% are now based on internal criteria, such as Earnings Per Share (EPS) and CSR targets. Since these new criteria are internal, they do not require the Monte-Carlo model, which has significantly impacted the IFRS fair value assessment.*

# Note 16 Related Party Transactions

During the fiscal year, there were no related party transactions, within the meaning of Article R.123-198 11 of the French Commercial Code, involving significant amounts or which were not conducted at arm's length.

# Note 17 Subsequent Events

No significant events occurred between January 1, 2025 and February 12, 2025, the date of approval by EssilorLuxottica Board of Directors of these annual financial statements.

# 5.4 Other Information Related to the Financial Statements of EssilorLuxottica

## 5.4.1 Sumptuary Expenses

Absence of sumptuary expenses.

## 5.4.2 Accounts Payable Payment Term

As per Article D441-6 of the French Commercial Code, the following schedule provides details on invoices received not paid as at the ending date of the fiscal year, and which are overdue:

| | Invoices received not paid as at the ending date of the fiscal year, and which are overdue | | | | | |
|---|---|---|---|---|---|---|
| *€ millions* | 0 days (indicative) | 1 to 30 days | 31 to 60 days | 61 to 90 days | 91 days and more | Total (1 day and more) |
| **(A) Ranges of payment delay** | | | | | | |
| Number of invoices concerned | 35.0 | 12.0 | 4.0 | 5.0 | 28.0 | 49.0 |
| Total amount of invoices concerned (all taxes excluded) | 2.2 | 0.1 | - | 0.1 | 0.7 | 0.9 |
| Percentage of total amount of purchases of FY (all taxes included) | 3.3% | 0.2% | -% | 0.1% | 1.0% | 1.3% |
| **(B) Invoices excluded from (A) relating to debts and claims in dispute or not recorded** | | | | | | |
| Number of excluded invoices | | | 2.0 | | | |
| Total amount of excluded invoices | | | 0.5 | | | |
| **(C) SRD payment period used (conventional or legal – Article L.441-10 or Article L.441-11 of the French Commercial Code)** | | | | | | |
| Standard payment period used to calculate payment delays | | | Conventional period and legal period | | | |

## 5.4.3 Profit (and Other Characteristic Items) of the Last Five Fiscal Years

| Share capital at year-end<br>*€ millions* | At December 31, 2024 | At December 31, 2023 | At December 31, 2022 | At December 31, 2021 | At December 31, 2020 |
|---|---|---|---|---|---|
| Share capital | 82 | 82 | 81 | 80 | 79 |
| Number of ordinary shares outstanding | 457,507,201 | 453,833,920 | 447,647,330 | 441,925,033 | 439,000,648 |
| *of which treasury shares* | *798,593* | *1,803,854* | *2,360,650* | *1,382,761* | *1,986,459* |

| Transactions and results of the year<br>*€ millions* | At December 31, 2024 | At December 31, 2023 | At December 31, 2022 | At December 31, 2021 | At December 31, 2020 |
|---|---|---|---|---|---|
| Net revenue | - | - | - | - | - |
| Profit before tax and calculated expenses (amortization and provisions) | 1,999 | 3,200 | (398) | 314 | 671 |
| Corporate income tax | (26) | (38) | (27) | (22) | (39) |
| Profit after tax and calculated expenses (depreciation, amortization and provisions) | 1,405 | 3,253 | (101) | (153) | 613 |
| Dividends | 1,803[(a)] | 1,793[(b)] | 1,446[(c)] | 1,111[(d)] | 977[(e)] |

| Earnings per share<br>*In euros* | At December 31, 2024 | At December 31, 2023 | At December 31, 2022 | At December 31, 2021 | At December 31, 2020 |
|---|---|---|---|---|---|
| Earnings per share, after tax and employee profit-sharing, but before calculated expenses (depreciation, amortization and provisions), excluding treasury stock | 4.43 | 7.16 | (0.83) | 0.76 | 1.62 |
| Earnings per share, after tax and employee profit-sharing, calculated expenses (depreciation, amortization and provisions), excluding treasury stock | 3.08 | 7.19 | (0.23) | (0.35) | 1.40 |
| Net dividend per ordinary share | 3.95[(a)] | 3.95[(b)] | 3.23[(c)] | 2.51[(d)] | 2.23[(e)] |

| Personnel<br>*€ millions, except for average number of employees* | At December 31, 2024 | At December 31, 2023 | At December 31, 2022 | At December 31, 2021 | At December 31, 2020 |
|---|---|---|---|---|---|
| Average number of employee in the year | 56 | 54 | 30 | 18 | 17 |
| Total payroll | 17 | 16 | 12 | 9 | 5 |
| Total employee benefits | 8 | 5 | 5 | 11 | 3 |

*(a) Subject to the decision of shareholders at the Annual Shareholders' Meeting of April 30, 2025. The dividend will come from the 2024 available distributable amount meaning 2024 distributable net income and retained earnings.*
*(b) The dividend came from the 2023 distributable net income.*
*(c) The dividend was deducted from Other reserve for €279 million and from premiums for €1,167 million.*
*(d) Dividend deducted from Other reserves.*
*(e) This total amount came from the 2020 distributable net income, for €555 million, and from other distributable reserves for €422 million. This dividend included the interim dividend for the 2020 financial year, paid in December 2020 for a global amount of €503 million.*

# 5.5 Statutory Auditors' Report on the Financial Statements

*This is a translation into English of the statutory auditors' report on the financial statements of the Company issued in French and it is provided solely for the convenience of English-speaking users.*

*This statutory auditors' report includes information required by European regulation and French law, such as information about the appointment of the statutory auditors or verification of the management report and other documents provided to shareholders.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

**For the year ended December 31, 2024**

To the Annual Shareholders' Meeting of EssilorLuxottica

## Opinion

In compliance with the engagement entrusted to us by your Annual Shareholders' Meeting, we have audited the accompanying financial statements of EssilorLuxottica for the year ended December 31, 2024.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at December 31, 2024 and of the results of its operations for the year then ended in accordance with French accounting principles.

The audit opinion expressed above is consistent with our report to the Audit and Risk Committee.

## Basis for Opinion

### Audit Framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Statutory Auditors' Responsibilities for the Audit of the Financial Statements* section of our report.

### Independance

We conducted our audit engagement in compliance with independence requirements of the French Commercial Code (code de commerce) and the French Code of Ethics (code de déontologie) for statutory auditors, for the period from January 1, 2024 to the date of our report and specifically we did not provide any prohibited non-audit services referred to in Article 5, paragraph 1 of Regulation (EU) No 537/2014.

## Justification of Assessments – Key Audit Matters

In accordance with the requirements of Articles L.821-53 and R.821-180 of the French Commercial Code (code de commerce) relating to the justification of our assessments, we inform you of the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in our audit of the financial statements of the current period, as well as how we addressed those risks.

These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on specific items of the financial statements.

# Valuation of Equity Investments

## Risk Identified

As of December 31, 2024, net equity investments amount to €35,2 billion and represent 94% of the Company total assets. Equity investments are initially valued at their acquisition cost or contribution value.

The Luxottica Group SpA, Essilor International (SAS) and GrandVision B.V. investments value accounts for 99.2% of the equity investments as of December 31, 2024. At the year-end closing date, equity investments are subject to an impairment test which consists in the comparison of their value in use based on a multi-criteria approach taking into account the proportional value of the investments in the subsidiary's equity or future cash flows projections, with their net book value. If the latter valuation is lower than the carrying amount, an impairment loss would be recorded.

Given the weight of equity investments in the balance sheet and the judgment involved in the valuation methodology and the key assumptions applied by Management, in the complex and evolving context due to the macroeconomic environment and issues related to climate and environmental risks, we considered the valuation of equity investments to be a key audit matter.

## Our Response

Our procedures primarily consisted in:

- assessing the methodology used by Management to determine the 2024 year-end value of equity investments;
- assessing the reasonableness of key assumptions and estimates used by Management to determine the value in use, notably the discounted cash-flows used for Luxottica Group S.p.A., Essilor International (SAS) and GrandVision B.V. investment valuation and verifying the consistency of the cash flow projections with Management's business plans, in particular the budget estimates for the year 2025 and the 2-year business plan up to 2027;
- assessing, with the help of our valuation experts, the consistency of the assumptions made, in particular the growth rate of projected flows, with market analyzes and observed consensuses, and check the discount rate applied;
- verifying the appropriateness of the information included in Note 1.2 *Accounting policies – Financial assets* and Note 6 *Financial assets* to the statutory financial statements.

# Specific Verifications

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by laws and regulations.

## Information Given in the Management Report and in the Other Documents with Respect to the Financial Position and the Financial Statements Provided to Shareholders

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the management report of the Board of Directors and in the other documents with respect to the financial position and the financial statements provided to Shareholders.

We attest the fair presentation and the consistency with the financial statements of the information relating to payment deadlines mentioned in Article D.441-6 of the French Commercial Code (code de commerce).

## Report on Corporate Governance

We attest that the Board of Directors' report on corporate governance sets out the information required by Articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code (code de commerce).

Concerning the information given in accordance with the requirements of Article L.22-10-9 of the French Commercial Code (code de commerce) relating to remunerations and benefits received by or allocated to the directors and any other commitments made in their favour, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your company from controlled companies which are included in the scope of consolidation. Based on these procedures, we attest the accuracy and fair presentation of this information.

With respect to the information relating to items that your company considered likely to have an impact in the event of a takeover bid or exchange offer, provided pursuant to Article L.22-10-11 of the French Commercial Code (code de commerce), we have agreed this information to the source documents communicated to us. Based on these procedures, we have no observations to make on this information.

## Other Information

In accordance with French law, we have verified that the required information concerning the identity of the shareholders and holders of the voting rights has been properly disclosed in the Management report.

# Report on Other Legal and Regulatory Requirements

## Format of Presentation of the Financial Statements Intended to be Included in the Annual Financial Report

We have also verified, in accordance with the professional standard applicable in France relating to the procedures performed by the statutory auditor relating to the annual and consolidated financial statements presented in the European single electronic format, that the presentation of the financial statements intended to be included in the annual financial report mentioned in Article L.451-1-2, I of the French Monetary and Financial Code (code monétaire et financier), prepared under the responsibility of Chief Executive Officer, complies with the single electronic format defined in the European Delegated Regulation No 2019/815 of 17 December 2018.

Based on the work we have performed, we conclude that the presentation of the financial statements intended to be included in the annual financial report complies, in all material respects, with the European single electronic format.

We have no responsibility to verify that the financial statements that will ultimately be included by your company in the annual financial report filed with the AMF are in agreement with those on which we have performed our work.

## Appointment of the Statutory Auditors

We were appointed as Statutory Auditors of Essilor International (Compagnie Générale d'Optique), subsequently renamed EssilorLuxottica, by the Annual General Meeting held on June 14,1983 for PricewaterhouseCoopers Audit and on May 11,2007 for Forvis Mazars SA.

As at December 31, 2024, PricewaterhouseCoopers Audit was in its forty-second year of uninterrupted engagement and Forvis Mazars SA in its eighteen year of uninterrupted engagement.

# Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with French accounting principles and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease operations.

The Audit and Risk Committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risks management systems and where applicable, its internal audit, regarding the accounting and financial reporting procedures.

The financial statements were approved by the Board of Directors.

# Statutory Auditors' Responsibilities for the Audit of the Financial Statements

## Objectives and Audit Approach

Our role is to issue a report on the financial statements. Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As specified in Article L.821-55 of the French Commercial Code (code de commerce), our statutory audit does not include assurance on the viability of the Company or the quality of management of the affairs of the Company.

As part of an audit conducted in accordance with professional standards applicable in France, the statutory auditor exercises professional judgment throughout the audit and furthermore:

- Identifies and assesses the risks of material misstatement of the financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence considered to be sufficient and appropriate to provide a basis for his opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the financial statements.
- Assesses the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of his audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the statutory auditor concludes that a material uncertainty exists, there is a requirement to draw attention in the audit report to the related disclosures in the financial statements or, if such disclosures are not provided or inadequate, to modify the opinion expressed therein.
- Evaluates the overall presentation of the financial statements and assesses whether these statements represent the underlying transactions and events in a manner that achieves fair presentation.

## Report to the Audit and Risk Committee

We submit a report to the Audit and Risk Committee, which includes in particular a description of the scope of the audit and the audit program implemented, as well as the results of our audit. We also report, if any, significant deficiencies in internal control regarding the accounting and financial reporting procedures that we have identified.

Our report to the Audit and Risk Committee includes the risks of material misstatement that, in our professional judgment, were of most significance in the audit of the financial statements of the current period and which are therefore the key audit matters that we are required to describe in this report.

We also provide Audit and Risk Committee with the declaration provided for in Article 6 of Regulation (EU) N° 537/2014, confirming our independence within the meaning of the rules applicable in France such as they are set in particular by Articles L.821-27 to L.821-34 of the French Commercial Code (code de commerce) and in the French Code of Ethics (code de déontologie) for statutory auditors. Where appropriate, we discuss with Audit and Risk Committee the risks that may reasonably be thought to bear on our independence, and the related safeguards.

Neuilly-sur-Seine and Paris-La Défense, February 20, 2025

The Statutory Auditors French
original signed by

| PricewaterhouseCoopers Audit | | Forvis Mazars SA | |
|---|---|---|---|
| Stéphane Basset | Pierre-Olivier Etienne | Guillaume Devaux | Julien Madile |

# 6

# Sustainability Report


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# 6.1 General Disclosures

## Sustainability at EssilorLuxottica

Doing good for its employees, customers, consumers, and communities while doing good for the planet is at the core of EssilorLuxottica's sustainability program called Eyes on the Planet. Its commitment to carbon emissions reduction, circularity, world sight, inclusion, and ethics reaffirm how its Mission, sustainability, and business strategy are strongly intertwined.

From fighting climate change, managing and reducing water use at manufacturing sites, improving occupational Health & Safety, and ensuring equal opportunities to engaging local communities in outreach initiatives, its Eyes on the Planet program consistently supports its Mission.

Through its sustainability strategy and the philanthropic initiatives led by the OneSight EssilorLuxottica Foundation, the Company contributes to 13[1] of the 17 UN Sustainable Development Goals (SDGs) that form the 2030 Agenda. In addition, the UN General Assembly resolution on vision[2] further supports EssilorLuxottica's own ambition to eliminate uncorrected poor vision in a generation.

**Eyes on the Planet program**
with 5 strategic pillars

**External recognition**
AAA ESG rated from MSCI, constituent of the Dow Jones Best-in-Class Europe Index
Included in FT Diversity Leaders list
A- score in CDP Climate Change and B score in CDP Water Security

**SBTi validation**
of near-term emission reduction targets

**58% of renewable energy** in the Group's energy mix

**Alternative materials**
43% of collections launched in 2024 having alternative materials

**63% valorised waste** in 2024

**86.8 million**
People in underserved communities equipped with eyeglasses

**979 million**
People with permanent access to vision care since 2013

**>5,500 employees volunteering**
vs. 3,800 in 2023

**> 9 million**
Leonardo education hours since 2021

**>83,500**
Employee Shareholders

**> 195,000 employees**
60% Female and 35% female senior executives

**First gender parity certificate obtained in Italy**

**Launch of Inclusion Committee**

OneSight EssilorLuxottica Foundation **collaboration with World Health Organization** to advance global vision care under SPECS 2030 Initiative

(1) *SDG 3 'Good health and well-being', SDG 4 'Quality education', SDG 5 'Gender equality', SDG 6 'Clean water and sanitation', SDG 7 'Affordable and clean energy', SDG 8 'Decent work and economic growth', SDG 9 'Industry, innovation and infrastructure', SDG 10 'Reduced inequalities', SDG 11 'Sustainable cities and communities', SDG 12 'Responsible consumption and production', SDG 13 'Climate action', SDG 16 'Peace, justice and strong institutions' and SDG 17 'Partnerships for the goals'.*

(2) *UN General Assembly resolution 'Vision for Everyone: accelerating action to achieve the Sustainable Development Goals' available at un.org.*

## Eyes on the Planet, EssilorLuxottica's Sustainability Program

Sustainability is deeply rooted at the core of EssilorLuxottica, both as an essential part of the Company's DNA and key to continuing its history of corporate responsibility to help people 'see more and be more'. First presented in 2021, Eyes on the Planet is based on five key pillars described below: Eyes on Carbon, Eyes on Circularity, Eyes on World Sight, Eyes on Inclusion and Eyes on Ethics. Each pillar has a clear commitment and is broken down into a set of core activities that are easy to recognize in the Company's business model, offering presence and connection with local communities and territories.

- Eyes on Carbon: EssilorLuxottica is committed to addressing climate change and preserving the environment by improving energy efficiency across facilities, increasing the self-production and use of renewable energy, and supporting the protection and restoration of natural ecosystems. Key milestones include reducing and neutralizing the carbon footprint of its direct operations (Scopes 1 and 2) globally by 2025 (already achieved in Europe in 2023). In addition, in 2024, Group's emissions reduction targets were validated by the Science-Based Targets initiative (SBTi), marking a key milestone in the Company's efforts to reduce the environmental impact across its entire value chain.
- Eyes on Circularity: at EssilorLuxottica, sustainability goes hand-in-hand with products and services, right from the development phase. The Company's efforts focus on optimizing the use of resources while ensuring high product standards, with the objective to shift from fossil-based materials to bio-based and/or recycled materials and embed eco-design in all its innovation developments by end of 2025. Additional efforts include increasing internal recycling capabilities and implementing circular services to extend product life or give products a second life.
- Eyes on World Sight: Based on its belief that good vision is a basic human right, the Group has an ambition to eliminate uncorrected poor vision in a generation and make vision care accessible to everyone, everywhere. This responsibility is embedded in corporate citizenship initiatives, such as advocacy for vision care in underserved communities through the OneSight EssilorLuxottica Foundation. Recognized for its global impact, EssilorLuxottica earned a spot in Fortune magazine's 'Change the World' list for the fourth time. In addition, the Company continues its efforts to make art accessible for all through the 'Eyes on Art' initiative.
- Eyes on Inclusion: The Company seeks to develop a culture of learning, diversity and safety along with a working environment that offers everybody the same opportunities on the basis of merit and without discrimination. 2024 marked significant progress in the Company's Diversity, Equity and Inclusion (DE&I) efforts and in the deployment of its culture of health, safety and well-being in the workplace. Key milestones included: the publication of the Global EHS Policy as part of the Company's commitment to safeguarding the environment, Health & Safety of its employees, business partners, customers and local communities; the introduction of the Global DE&I Policy to embed inclusive principles; the launch of the Inclusion Committee to monitor equality on a global scale and the rollout of 'Your Voice', a worldwide platform amplifying employee feedback.
- Eyes on Ethics: EssilorLuxottica's vertically-integrated business model is the key to delivering and ensuring a fair and ethical business approach wherever it has a presence. The Company's Code of Ethics and Business Partners' Code of Conduct establish harmonized practices and protect human and labor rights across its entire value chain, as per the International Bill of Human Rights and ILO Conventions. In 2024, the Group reinforced its ethical business approach with the launch of a new Anti-Money Laundering Policy, among others, and dedicated training programs for its Code of Ethics and anti-corruption.

Ever since its launch, the Company and its subsidiaries have been consistently executing projects and initiatives under each Eyes on strategic pillar of the program, aiming to further embed sustainability into its business model. By advancing its Eyes on the Planet program, EssilorLuxottica contributes to its Mission and involves the entire organization in addressing environmental protection, employee well-being and the economic and social progress of the local communities it serves.

# 6.1.1 Basis for Preparation

## 6.1.1.1 General Basis for Preparation of Sustainability Statements

EssilorLuxottica's sustainability report has been prepared as part of the first application of the legal and regulatory requirements following the transposition of the European directive on the publication of corporate sustainability information (Corporate Sustainability Reporting Directive – 'CSRD Directive') and in accordance with the ESRS issued and adopted by the European Union from January 1, 2024 to December 31, 2024. This consolidated sustainability report has been prepared under the responsibility of the Board of Directors. It was approved and authorized for issue on February 12, 2025.

The Group discloses, within this sustainability report as of December 31, 2024, the material disclosure requirements provided by the ESRS and expected by its stakeholders.

### Boundaries of the sustainability report

The perimeter considered for the consolidation of the sustainability information is based on the same consolidation principles as the consolidated financial statements and comprises the parent company EssilorLuxottica and its subsidiaries. Given the specificity of the Group's retail network, franchise operations are not included, consistently with the absence of operational control.

As an exception to the above principle, Heidelberg Engineering and Supreme are excluded from the company 2024 sustainability reporting (as well as from the double materiality analysis) as their acquisitions was finalized at the end of 2024 and left no sufficient time for the company to analyse impacts, risks and opportunities and prepare related relevant and reliable sustainability information.

The value chain items addressed in this sustainability report include both upstream and downstream actors and their activities in relation to the Group's vertically integrated business model, from the design and manufacturing to the distribution of ophthalmic lenses, frames and sunglasses and their use by consumers. However, it should be noted that the preparation of sustainability information has been made complex by the absence of comparative data and reliable benchmarks, particularly at sectoral level, as well as by difficulties in collecting market data, especially within the value chain. Therefore, the value chain information is determined to the best of current knowledge.

### Uncertainties related to first implementation of ESRS standards

This first year of implementation of the CSRD Directive is characterized by many uncertainties. In addition to those uncertainties inherent to the state of scientific or economic knowledge and the quality of the external data used, several interpretations of the texts remain, for which further clarifications from standard-setting or regulatory bodies are expected, particularly regarding the sectoral application standards of the ESRS or the application of the technical criteria of the Taxonomy Regulation.

Thus, the preparation of the sustainability report is based on the knowledge, data, normative interpretations and information available at its preparation date. A better understanding of the requirements may be available when additional implementation guidance or Q&A are available. EssilorLuxottica, like the other Companies on the market subject to this regulation, may improve its understanding of the requirements of the ESRS standards when additional recommendations, interpretations and/or market positions become available regarding their implementation. The Group may then, if necessary, evolve certain reporting and communication practices, in a continuous improvement approach to take into consideration best practices and market recommendations. The double materiality assessment process will also be refined over time.

### Judgement and use of estimates

As explained in the Methodology Note (please refer to Section 6.5 *Methodology Note* for more details) and under quantitative data tables, the preparation of the sustainability report requires management's use of judgement, extrapolations and estimates based on the current state of scientific knowledge. Estimates may also be refined in future reporting periods when more relevant information becomes available. Key interpretation, uncertainties, main judgements and assumptions are clarified, when necessary, in the related note taking into consideration the methodological limitations related to the preparation of certain environmental indicators, including Scope 3 emissions.

Regarding EssilorLuxottica's climate transition plan for climate change mitigation, it aims to provide an understanding of the Group's past, current, and future mitigation efforts to ensure the compatibility of its strategy and business model with the transition to a sustainable economy (see Section 6.2.1.3 *Transition Plan for Climate Change Mitigation*).

EssilorLuxottica considers that Operating Expenses related to OneSight EssilorLuxottica Foundation, overall total weight of products and of secondary reused or recycled components are critical or confidential for the Group and as such, are not disclosed in this sustainability report.

### Reporting process

Although EssilorLuxottica has implemented a risk management process over sustainability reporting (refer to Section 6.1.2.5 *Risk Management and Internal Controls Over Sustainability Reporting*), internal processes related to sustainability reporting will be strengthened over time. The Group will then continue to further improve the reliability of certain indicators over the next years and implement new processes to gather information that is not currently available. As of December 31, 2024, and for the reasons mentioned above, some metrics are not or are partially disclosed, notably metrics related to:

- not consolidated at Group level:
  - Pollution (ESRS E2): substances of concern/high concern, microplastics and air/water emission,
  - Water and marine resources (ESRS E3): water reused and recycled,
  - Resource use and circular economy (ESRS E5): rates of recyclable content in products packaging,
  - Own Workforce (ESRS S1): operating expenses (current financial resources allocated to action plans),
  - Business Conduct (ESRS G1): payment practices and percentage of functions-at-risk covered by anti-bribery and corruption training programmes.

  These information are monitored and tracked locally where appropriate. Metrics are not consolidated at central level, mainly due to the difference of regulations that can exist between regions or countries. In this context, an over-reliance on estimating the values might lead to unreliable and questionable figures. Therefore, the Group will be checking the relevance and materiality of these KPIs and, should it be the case, the appropriate processes to track, report, control and consolidate the information will be implemented.
- In addition, the ratio of total annual remuneration of the highest paid individual to the median total annual remuneration of all employees (excluding the highest paid individual) has been calculated in accordance with the AFEP/MEDEF regulations on a French perimeter (see Section 4.3.3 *AFEP-MEDEF Compensation and Benefits Tables* ).

Besides:

- Capital Expenditure (CapEx) and Operating Expenses (OpEx) related to:
  - Pollution (ESRS E2),
  - Water and marine resources (ESRS E3),
  - Resource use and circular economy (ESRS E5),
  - Workers in the value chain (ESRS S2),
  - Consumers and end-users (ESR S4),
  - Business Conduct (ESRS G1);
- CapEx related to Own Workforce (ESRS S1) and Affected Communities (ESRS S3);
- OpEx related to Climate Change (ESRS E1)

are not disclosed in this document as the amounts are not significant relative to the Group perspective.

Finally, the targets presented in this chapter are voluntary unless stated otherwise.

### 6.1.1.2 Disclosures in Relation to Specific Circumstances

As explained in the Methodology Note (Section 6.5 for more details) and under quantitative ESG data tables, extrapolations and estimates are used for the reporting of some data points when necessary. Main judgements and assumptions are then clarified. Should changes in the preparation and presentation of sustainability information or modifications of data occur compared to the previous reporting period, this is clarified under the associated tables.

The Universal Registration Document (URD) provides a comprehensive view of EssilorLuxottica's strategy, businesses, governance, and financial statements, as well as its sustainable development strategy and performance. The Group business model and strategy are presented in Chapter 1. The approach as a whole and all aspects generally relating to risks are presented in Chapter 2. The entire Chapter 4 is dedicated to Corporate Governance.

The Vigilance Plan pursuant to Article L.225-102-4 of the French Commercial Code is included in Chapter 2 of this Universal Registration Document. The Plan contains the rules applied to prevent the risk of serious adverse impacts on Human Rights and Fundamental Freedoms, the Health & Safety of people and the environment resulting from the activities of EssilorLuxottica, its subsidiaries, and suppliers.

## 6.1.2 Governance

### 6.1.2.1 The Role of the Administrative, Management and Supervisory Bodies

As at December 31, 2024, EssilorLuxottica's Board of Directors comprised 14 Directors, including two members representing employees. The Directors have a three-year term of office (except for some Directors nominated in 2024 for shorter periods, in order to implement a staggering of the Directors' term of office, as explained in Section 4.1.1.1 *Composition of the Board of Directors at December 31, 2024* of the 2024 Universal Registration Document). Any new member of the EssilorLuxottica Board of Directors is nominated for election at EssilorLuxottica's Shareholders' Meeting by the EssilorLuxottica Board of Directors based on the recommendation of the EssilorLuxottica Nomination and Compensation Committee or any EssilorLuxottica shareholder in accordance with applicable law.

As explained in Chapter 4 of the 2024 Universal Registration Document, the Directors come from different backgrounds and they complement one another due to their different professional experience, their skills and their international exposure. The Company abides by the principle of a diverse and balanced gender representation on the Board, which includes:

- seven independent Directors within the meaning of the AFEP-MEDEF Code (58% of Directors);
- two executive directors (14% of Directors);
- two directors representing employees;
- six women, that is, approximately 43% of the EssilorLuxottica Board of Directors; and one Board Committee out of three is chaired by a woman;
- five nationalities (French, German, Indian, Italian and Monegasque).

Directors' expertise and skills on sustainability topics are described in Section 4.1.1.2 of the 2024 Universal Registration Document.

The dynamism and relevance of sustainability issues, and especially those related to climate change, make it essential for the Board of Directors to be regularly updated. The Board acknowledges the information provided by the CSR and the Audit & Risk Committees following every committee meeting and reviews:

- the Climate roadmap, with a focus on the progress against announced objectives or targets, decarbonization actions and investments;
- the Company's Eyes on the Planet sustainability program, which also draws upon the material topics identified during the Double Materiality Assessment and associated impacts, risks, and opportunities;
- the Long-term Incentive Plan, which also includes sustainability criteria linked to the reduction of carbon emissions consistent with the Science-Based Targets roadmap;
- the Universal Registration Document (including the Sustainability Report) and the Interim Financial Report (including the Mission & Sustainability first half update).

To strengthen knowledge on sustainability reporting requirements and on the concrete application of the Double Materiality Assessment within the Company's sustainability strategy, directors are periodically involved in specific Board induction sessions on sustainability topics held by the management of the relevant functions and third-party experts. For other information on the composition, expertise and skills of Directors, please refer to Chapter 4 of the present Universal Registration Document.

EssilorLuxottica's Board of Directors oversees sustainability strategy and execution as per the Eyes on the Planet program, including the assessment and management of sustainability impacts, risks and opportunities (IROs). In this regard, the Chief Corporate Sustainability Officer and other managers actively involved in sustainability provide regular updates to the Board and its committees on environmental, social and governance matters.

- Corporate Social Responsibility (CSR) Committee: its main duty is to ensure that the Group effectively addresses the deployment of its Mission, which is fully integrated in its strategy. The CSR Committee also addresses the deployment of the Group's Eyes on the Planet sustainability program. As detailed in Chapter 4 of this Universal Registration Document, CSR Committee duties go beyond philanthropy, sustainable programs, and compliance to address how the Company manages its economic, social and environmental impacts as well as its relationships with stakeholders;
- Audit and Risk Committee: its main duties include ensuring the integrity of the financial statements and reviewing the risk assessment and risk management processes, including ESG risks, information security and cybersecurity risks. In this respect, the CSR Committee coordinates its work with the Audit and Risk Committee in carrying out its oversight of corporate processes aimed at identifying and managing sustainability issues and the corresponding impacts, risks and opportunities (IROs). To this regard, following two joint-meetings with the CSR Committee also attended by the Chief Corporate Sustainability Officer of the Group in 2024, the two committees updated the Board of Directors on the Double Materiality Assessment, through which the identification of sustainability priority topics and the analysis of the associated impacts on the environment and people, including impacts on Human Rights, and ESG risks have been carried out;
- Nomination and Compensation Committee: its main duties include the assessment of company and executive performance, including the definition of the sustainability criterion for the long-term incentive scheme in connection with the Eyes on the Planet program and the assessment of its achievement rate.

To learn more about the Committees of the Board of Directors, refer to Chapter 4 of this Universal Registration Document.

The EssilorLuxottica Corporate Sustainability function directly reports to the Chairman and Chief Executive Officer and leads efforts on environmental and social challenges while enhancing the development of its Company-wide sustainability strategy and program Eyes on the Planet.

In this respect, the Corporate Sustainability function involves and coordinates with other departments, functions, business units and brands in the execution and development of the Group's Eyes on the Planet sustainability program at global and local levels in a way that is consistent with EssilorLuxottica's Mission and business strategy. By so doing, the Group's sustainability commitments and goals are translated into practical action plans that are regularly reviewed and updated according to the five Eyes on pillars of the program (Carbon, Circularity, Ethics, Inclusion, and World Sight).

Nine sustainability professionals reporting to the Chief Corporate Sustainability Officer assist different functions, business units, brands and subsidiaries with the implementation of the Eyes on the Planet program and activate the necessary synergies. In addition, most functions and business units have a sustainability contact person, while the Operations function has a specific Sustainability team dedicated to Product and Operations Sustainability. As a result, EssilorLuxottica has a network of over 120 people working on sustainability projects and initiatives and this number is expected to increase as the Corporate Sustainability function expands the implementation of the Eyes on the Planet program to new departments, business units and subsidiaries consistent with the sustainability strategic priorities emerged in the Double Materiality Assessment that was conducted in 2024.

### Role and expertise of administrative, management and supervisory bodies related to business conduct

The Board of Directors directs EssilorLuxottica's business and oversees its implementation and is responsible for ensuring that the highest standards of responsible business conduct and the principles set in the Code of Ethics are applied throughout the Group.

Subject to the powers expressly granted to the Shareholders' Meeting, the limitations set forth by the bylaws of EssilorLuxottica and within the limits of the corporate purpose, the Board of Directors deals with all matters concerning the proper management of EssilorLuxottica and its group, in accordance with the Board of Directors' Internal Rules. Upon the proposal of the Company's management, the Board of Directors determines the Company's multi-annual strategic guidelines on social and environmental responsibility.

The balance of power within the Company's bodies is ensured by the composition of the Board of Directors and its committees, which comprise a high proportion of independent Directors and members having a wide diversity of profiles and skills, as shown in Section 4.1.1.2 *Expertise and Skills of Directors* of this Universal Registration Document.

With reference to business conduct, the Group's CSR and Audit & Risk Committees, Compliance department, and whistleblowing procedure for employees and third parties ensure that EssilorLuxottica's Code of Ethics and Business Partners' Code of Conduct are respected and duly applied. The CSR Committee reviews and monitors the Company's policies on compliance and ethics matters and the systems and procedures in place to implement these policies and provides the Board of Directors with its views.

The CSR Committee is notably responsible for making recommendations to the Board of Directors for the following:

- to review the definition of the Group's core values and ethics and compliance policy;
- to review and put forward proposals to promote the corporate culture and employee shareholding;
- to promote ethics and ensure harmonization of ethical rules within the Group's entities and monitor their compliance thereto; it reviews the organization of the Compliance function and makes recommendations if any;
- to review the Group's Code of Ethics, rules and procedures;
- to receive, on an annual basis, the presentation of the Group's risk map concerning ethics and compliance; it reviews the risks thus identified and is kept informed of their evolution and of the characteristics of their management systems.

### 6.1.2.2 Information Provided to and Sustainability Matters Addressed by EssilorLuxottica's Administrative, Management and Supervisory Bodies

In 2024, EssilorLuxottica conducted its first Double Materiality Assessment, which is reassessed on a timely basis and will be updated over the upcoming years.

The analysis was finalized with two workshops held with the Group's Top Management, to review and discuss the materiality assessment process and confirm or review the materiality of any sustainability Impact, Risk and Opportunity (IRO).

In addition, through the preparation of periodic presentations, the Chief Corporate Sustainability Officer provided information on the outcome of the Double Materiality Assessment as well as on the progress of the 2024 sustainability reporting campaign to the CSR and Audit & Risk Committees. The Board of Directors acknowledged those meetings and validated the results of the Double Materiality Assessment in terms of material topics, material IROs and representation within this Chapter.

In consideration of the evolution in sustainability reporting requirements, joint meetings with both CSR and Audit & Risk committees are set on a regular basis to discuss progress on sustainability reporting, the deployment of the Company's Eyes on the Planet sustainability program, and the management of associated material impacts, risks, and opportunities. By so doing, each Director in the two committees and the Board at large have a clear understanding of EssilorLuxottica's environmental, social and ethical priorities and can address them strategically, as well as when reviewing major transactions or M&A deals. For very specific sustainability compliance aspects, training sessions with external experts are also evaluated and performed upon advice of the Chief Corporate Sustainability Officer and the General Counsel.

### 6.1.2.3 Integration of Sustainability-Related Performance in Incentive Schemes

The remuneration policy for corporate officers is defined by the Board of Directors based on recommendations from the Nomination and Compensation Committee and embeds sustainability considerations aligned with the Group's strategic priorities in this area, as presented in Chapter 4 of this Universal Registration Document.

In 2024, on the recommendations of the Nomination and Compensation Committee, the Board of Directors revised the criteria for the long-term incentive plan. Besides share price performance, the plan is now subject to a financial objective and a corporate social responsibility (CSR) commitment. The performance conditions governing the long-term incentive scheme include a specific performance indicator reflecting the Group's long-term commitment to climate change in accordance with its Eyes on the Planet sustainability program. The introduction of a CSR criterion is indeed intended to reinforce commitment to sustainability over the long term.

According to the 2024-2027 long-term incentive plan presented in Chapter 4 of this Universal Registration Document, the CSR criterion represents 20% of the vesting criteria. The chosen criterion is represented by the total level of carbon emissions in 2026 considering EssilorLuxottica's environmental sustainability roadmap.

The assessment scale for this criterion has been defined by the Board of Directors, in line with the science-based carbon reduction targets validated by the Science-Based Targets initiative, and is reported in Chapter 4 of this Universal Registration Document. The targeted emissions include all the Group's Scope 1 (direct) and Scope 2 (purchased energy) emissions and the Scope 3 (indirect) emissions deriving from i) Purchased goods and services (not including Equipment, Instruments and Wearables sub-categories), ii) fuel- and energy-related activities, iii) upstream transportation and iv) waste generated in Operations.

### 6.1.2.4 Statement on Due Diligence

| Core elements of due diligence | Paragraphs in the sustainability statement |
|---|---|
| a) Embedding due diligence in governance, strategy, and business model | 2.3 *EssilorLuxottica Vigilance Plan* p. 94 |
| b) Engaging with affected stakeholders in all key steps of the due diligence | |
| c) Identifying and assessing adverse impacts | |
| d) Taking actions to address those adverse impacts | |
| e) Tracking the effectiveness of these efforts and communicating | |

### 6.1.2.5 Risk Management and Internal Controls Over Sustainability Reporting

As part of its commitment to mitigate environmental, social and governance risks, the Group has integrated the analysis of risks related to sustainability topics into the annual risk assessment process conducted by the Risk Management function. The description of the main risks identified that may affect the Group, which include Reporting & Communication risk, is presented in Chapter 2 of this Universal Registration Document. This assessment needs to be read in conjunction with the main characteristics of the risk management and internal control systems implemented by the Company as described in Chapter 2 of this Universal Registration Document.

The Corporate Sustainability function is responsible for the preparation of the consolidated sustainability report of EssilorLuxottica. It facilitates and coordinates the different functions contributing to the sustainability reporting such as Human Resources, Environment, Health & Safety, Leonardo, Operations & Product Sustainability, and Quality. The Corporate Sustainability function issues the reporting protocol that includes instructions and timelines to ensure a consistent and reliable data and consolidation process. Besides, the open communication line with the different functions involved allows the understanding and analysis of the sustainability data and enables consistency in the calculation approaches including estimations. Regular meetings are organized with these functions to improve the reporting processes. In addition, to ensure that the sustainability reporting process is appropriate, specific controls and/or audits are performed by the Internal Control and Internal Audit Functions as second and third lines of defence, on strategic topics for the Group. Ad-hoc action plans have been defined between the Corporate Sustainability function, the involved functions together with the support of Internal Control to implement the identified improvement points. New processes have been implemented following these recommendations. The results of the Internal Audit activities related to sustainability reporting are also periodically reported to the Audit and Risk Committee and to senior management.

## 6.1.3 Strategy

### 6.1.3.1 Strategy, Business Model and Value Chain

EssilorLuxottica is a global leader in the design, manufacture and distribution of ophthalmic lenses, frames, sunglasses and medical technologies. With over 200,000 people in the workforce across 150 countries, more than 600 operations facilities and approximately 17,600 stores, in 2024, the Company generated consolidated revenue of €26.5 billion. Its mission is to help people around the world to 'see more and be more' by addressing their evolving vision needs and personal style aspirations.

The Company operates a vertically integrated business model directly covering every single step of the value creation process, from product design and development to distribution, starting with a powerful R&D platform committed to making EssilorLuxottica a laboratory for med-tech, design and innovation.

In this respect, sustainability is a key driver of the Group's innovation and growth story. With eco-design being a cornerstone of the Group's innovation strategy, EssilorLuxottica places sustainability at the heart of product development. And a strong focus is put on reducing its product environmental footprint with thorough consideration of environmental impact along every step of the product development process and life cycle.

The Company operates an open, collaborative business model, that creates value for all stakeholders, including customers, consumers, employees, shareholders, business partners and suppliers as well as the communities where the Company operates. By partnering with key industry players, the Group develops groundbreaking eyecare and eyewear solutions that meet the world's growing vision care demands and changing consumer lifestyles while inventing new ways to reach the billions of people who suffer from uncorrected vision.

As detailed in Chapter 1 of this Universal Registration Document, EssilorLuxottica's global footprint is well balanced and diversified and it guarantees the highest levels of service.

Manufacturing is backed by a wide-reaching Professional Solutions network that serves wholesale customers with a unique combination of high-quality vision care products, iconic brands, and cutting-edge digital services and solutions.

Professional Solutions are complemented by an extensive global Direct to Consumer network that offers the Group a unique understanding of consumer trends, both globally and locally, by cultivating relationships with millions of consumers every day, offering them high-quality vision care products, expert advice and iconic brands. These distribution channels are complemented by branded e-commerce platforms as well as pure digital players.

## Resources

**People**
- Over 205,000 people in the workforce
- Under 35 forming almost 50% employees, women equal to 60% employees
- Unique corporate culture

**Global footprint**
- 47 mass production facilities between lenses (33) and frames (14)
- 562 Prescription laboratories and edging-mounting facilities
- 118 distribution centers

**Unique innovation capabilities**
- 50 design and R&D facilities making the Company a laboratory for med-tech, design and innovation
- ISCC Plus certification for circular economy obtained for plants with nylon scraps recycling process
- Implementing circular services to extend product life or give products a second life

**Responsible use of resources**
- Set GHG emissions reduction targets aligned with science and validated by SBTi
- Expanding the on-site production and use of renewable energy
- Limiting single-use plastics in distribution and manufacturing sites and in packaging
- Increasing the use of bio-materials and of recycled materials for frames, plano and demo lenses

**Civil society**
- OneSight EssilorLuxottica Foundation
- Art accessibility through 'Eyes on Art'

**Financial strength**
- Stable shareholding structure
- Net sales reaching €26.5 billion in 2024
- Free cash flow is €2.4 billion

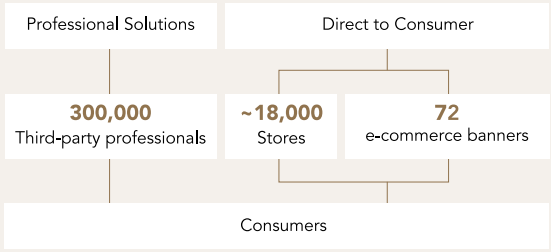
## Raw materials production and processing

**Components for frames, indirect materials, monomers and resins, lens consumables and materials, finished frames, Packaging, AFA (Apparel, Footwear, Accessories), Services**

### Product development

### Operations

### Supply chain




## Value creation

**People**
- Global 'Your Voice' survey: 130,000 employees engaged
- Over 83,500 employee shareholders
- Inclusion Committee to champion diversity, equity, and inclusion within the Group

**Global footprint**
- Job creation in over 150 countries
- Leonardo learning ecosystem accessible to all players in the industry
- 400 WELL certified stores by 2027

**Unique innovation capabilities**
- Pipeline of transformational initiatives across materials, processes, products and services
- Partnerships with renowned universities e.g., Smart Eyewear Lab in Politecnico di Milano, ESSEC Circularity Chair
- Investing in innovative technologies to manage theend-of-life of its products

**Responsible use of resources**
- Assessing eyewear and lenses innovation projects with internal eco-design tool (SAM)
- Investing in low carbon supply chain initiatives
- Conducting responsible sourcing audits at supplier sites

**Societal contribution**
- Provided permanent vision care access for almost 979 million people
- Increasing employee volunteering opportunities
- Supporting cultural institutions and museums through broadcasting and tactile interpretations of artworks

**Financial community**
- Included in the Dow Jones Best-in-Class Europe Index and in FTSE4Good Index
- External recognition of its ESG performance, e.g., AAA rated by MSCI ESG, included in S&P Global Sustainability Yearbook 2025

Innovation and technological development are core priorities for EssilorLuxottica and are pursued thanks to a global R&D network focused on four areas: bringing vision to new heights; powering style; making eyewear a gateway into new worlds; and digitizing the industry from the ground up.

In addition, the Company's science-aligned climate targets reinforce its commitment to leading the industry toward an equitable and sustainable future. In line with its 2030 Scope 3 emissions reduction target, EssilorLuxottica is committed to bringing its suppliers and business partners along the Group decarbonization journey, in line with its open, collaborative and inclusive business model.

Nevertheless, understanding value-chain vulnerabilities and opportunities allows EssilorLuxottica to implement clear pathways to decarbonization and further integrate sustainability into its business and value creation model. Opportunities for value creation also emerged within the Double Materiality Assessment the Company performed during the year. In this respect, the incorporation of the double materiality principles in the way EssilorLuxottica engages with its stakeholders strengthened the alignment between financial and sustainability considerations. The assessment confirmed the Company's strategic approach to sustainability pursued through the Eyes on the Planet program. By addressing each material topic and associated impacts, risks and opportunities in a structured manner, EssilorLuxottica is able to align materiality insights with actions for each pillar of its sustainability program, as exemplified below.

**Eyes on the Planet pillars and initiatives**

| Carbon | Circularity | Ethics | Inclusion | World Sight |
|---|---|---|---|---|
| • On-site production and use of renewable energy<br>• Operations efficiency<br>• Low-carbon supply chain initiatives<br>• Stakeholders' engagement on the decarbonization journey | • Roll-out of closed circuit water recycling systems in lens laboratories<br>• Introduction of bio-based and recycled materials<br>• Reducing single use plastic from packaging<br>• Expanding circular services | • Global deployment of Code of Ethics and Business Partners' Code of Conduct<br>• Roll-out of the internal reporting system SpeakUp<br>• Launch of Human Rights global task force<br>• Group Responsible Sourcing program | • Release of the Group DEI and EHS policies<br>• Started the Equitable Compensation Framework project<br>• Launch of Your Voice listening campaign<br>• Set the Inclusion Committee | • Global collaborating partner of WHO and of UN Refugee Agency<br>• Expanding awareness campaigns: World Sight Day and World Children's Day<br>• Enhancing cultural accessibility through Eyes on ART |
| **Climate change**<br>**Pollution** | **Water**<br>**Resource use and circular economy** | **Workers in the value chain**<br>**Business conduct** | **Own workforce** | **Affected communities**<br>**Consumers and end users** |

**Material sustainability topics**

### 6.1.3.2 Interests and Views of Stakeholders

EssilorLuxottica's approach to sustainable development relies heavily on the environmental and social impact of its business activities related to various stakeholders along its value chain.

The Company interacts with a wide range of stakeholders, including employees, suppliers, business partners, eyecare professionals, customers, authorities, and NGOs. As a global company, it engages stakeholders at global, regional, and local levels to learn about their perceptions and expectations while ensuring a unified and consistent presence across markets. The EssilorLuxottica Code of Ethics and Business Partners' Code of Conduct sets forth principles that apply to all its employees, contractors, vendors and suppliers everywhere and in every circumstance. In addition, the Corporate Sustainability Communications Policy provides guiding principles for governing and coordinating the Company's external and internal communication flows regarding sustainability.

The Group aims to maintain a regular and proactive dialogue with all its stakeholders so that it can continuously respond to their needs and expectations. Stakeholders' interests and views have been taken into account to build and launch EssilorLuxottica's Eyes on the Planet program, including its approach, policies and targets.

Depending on the situation, interactions between EssilorLuxottica and its stakeholders serve a range of purposes including to:

- support people development via training and engagement between managers and employees thanks to continuous feedback processes and performance review; moreover, employees can express their concerns via the dedicated internal reporting system EssilorLuxottica SpeakUp;
- provide a consultation process for the purpose of anticipating business developments, the market and regulations, as well as managing risks and identifying opportunities;
- involve stakeholders in strategic decisions through customer satisfaction surveys, forums, training sessions, etc.;
- inform stakeholders by providing reliable, factual data using different communication methods, including brochures, websites, annual reviews and questionnaires;
- contribute to growth via partnership projects, particularly in the fields of health and the environment, such as support for patient associations, humanitarian aid programs and partnerships with universities.

Relations and transparent communication with stakeholders are therefore key for the Company, as their needs and viewpoints fuel its strategy and operations. In addition, EssilorLuxottica communicates on its sustainability initiatives and provides regular updates throughout the year on its corporate channels, including its corporate website, social media accounts and Leonardo learning platform. The Group also discloses sustainability information to reporting platforms, such as CDP and S&P Global CSA.

#### Key stakeholders

The dialogue conducted by EssilorLuxottica with its stakeholders has grown in importance over time. In 2024, they were involved in the Group first Double Materiality Assessment and in other initiatives, summarized below:

| Stakeholder group | Interests and views | 2024 highlights |
|---|---|---|
| Employees, representative organizations and trade unions | • Quality of working conditions<br>• Work-life balance<br>• Talent recruitment, attraction and retention<br>• Development and training<br>• Equal opportunities, diversity and inclusion | • In 2024, 78% of the employees invited took part in the 'Your Voice' engagement survey<br>• Launch of EssilorLuxottica European Work Council<br>• Establishment of the Inclusion Committee, with executive management sponsors |
| Workers in the value chain | • Quality of working conditions<br>• Work-life balance<br>• Talent recruitment, attraction and retention<br>• Development and training<br>• Equal opportunities, diversity and inclusion | • EssilorLuxottica Responsible Sourcing and Manufacturing audits<br>• SpeakUp |
| Business partners (including licensors) and suppliers | • Responsible sourcing<br>• Collaboration on innovation and development<br>• Integrity and compliance with regulations and laws, including Human Rights | • Self-assessment questionnaires and 106 on-site audits in 2024<br>• Expanded access to Leonardo, EssilorLuxottica's digital learning platform<br>• Access to SpeakUp (whistleblowing system) |

| Stakeholder group | Interests and views | 2024 highlights |
|---|---|---|
| Clients (e.g., ECPS) and consumers | • High-quality and innovative products<br>• High-quality customer service and training<br>• Responsible marketing<br>• Integrity in business relations<br>• Sustainable offering<br>• Meeting health needs related to societal trends (e.g., digitalization and aging population)<br>• Data protection | • Exploring sustainable packaging solutions, and sustainability certifications, e.g., Global Recycled Standard Certification (GRS) at Fedon and Cradle to Cradle Certification for DbyD brand<br>• Extended product offerings with bio and recycled acetate for frames and bio-nylon for lenses<br>• Awareness campaigns for parents on children's visual health |
| Shareholders, investors and rating agencies | • Management of sustainable development and ESG risks<br>• Transparency and evaluation of sustainability disclosure<br>• Progress in sustainability strategy and Eyes on the Planet program, including ESG KPIs, commitments and updates | • Annual General Meeting: presentation of EssilorLuxottica's Eyes on the Planet progress, including climate change<br>• Investors' meetings<br>• Regular contact with ESG rating agencies, including MSCI, Moody's, S&P Global and Sustainalytics |
| Public Authorities and Governments, NGOs and Consumer Associations | • Social and economic impact<br>• Transparency (on social initiatives, environmental footprint, product performance, etc.)<br>• Sponsorships and philanthropy<br>• Contribution to visual health and inclusive economy<br>• Fair business practices, including responsible marketing<br>• Dialogue, partnership and education | • Partner of Fair Wage Network<br>• Member of Better Cotton through Oakley<br>• Partner of WHO through the OneSight EssilorLuxottica Foundation<br>• Public presentation of a five-year clinical follow-up study of Essilor Stellest lenses in slowing down myopia progression in children<br>• Participation in public consultations and think tanks on sustainability |
| Educational institutions | • Cooperation for R&D and innovation (e.g., scholarships and partnerships)<br>• Talent attraction, recruitment and development | • Financing EssilorLuxottica Smart Eyewear Lab in Milan, a research platform between EssilorLuxottica and Politecnico di Milano, employing >100 researchers<br>• Supporting academic chairs such as the Circular Economy Chair with ESSEC and OD/PhD Program of the American Academy of Optometry Foundation (AAOF) |
| Local communities | • Employment creation and support to inclusive businesses and local economies<br>• Raising awareness and providing access to vision correction and protection<br>• Sponsorships and philanthropy | • OneSight EssilorLuxottica Foundation and its initiatives aimed at eliminating uncorrected poor vision in a generation<br>• In 2024, over 5,500 employees volunteered for the OneSight EssilorLuxottica Foundation<br>• 'Eyes on Art', enhancing cultural accessibility in 2024 through new partnerships in Italy, France, and the UK<br>• Over 54,000 meals have been delivered since the start of the meal delivery project in Italy, with an average of 200 meals per day |

## 6.1.4 Impact, Risk and Opportunity Management

### 6.1.4.1 Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment

#### 6.1.4.1.1 Introduction

The ESRS (European Sustainability Reporting Standards) require all companies within the scope of the Corporate Sustainability Reporting Directive (CSRD) to report on sustainability matters based on a Double Materiality Assessment (DMA). which expands the concept of materiality from a focus on financial materiality to one that includes a view of a company's impact on stakeholders and society. The assessment covers the following dimensions:

- 'inside-out' view (or impact perspective), i.e., if the ESG topic relates to the company's actual or potential material impacts on people or the environment; and
- 'outside-in' view (or financial perspective), i.e., if the ESG topic triggers or may trigger material financial effects on the company's development, including cash flows, financial position and financial performance.

Under this double materiality concept, a sustainability topic meets the double materiality criteria if it is material from the impact perspective or from the financial perspective or from both perspectives. EssilorLuxottica has implemented a process aimed at assessing double materiality to enable the company to identify how its business operations impact the environment and the broader society including the affected stakeholders, throughout the value chain, while considering how external factors impact the undertaking's development, performance, and financial position. The identification and disclosure of material positive and negative impacts, and financial risks and opportunities (IROs) in connection with each sustainability topic is the starting point for sustainable reporting under ESRS.

EssilorLuxottica conducted its double materiality assessment between March and November 2024, with a final validation from the Group's top management and approval from the Board of Directors after the formal review of the Audit and Risk Committee. This assessment was jointly conducted by the Corporate Sustainability, Finance and Risk Management Departments involving different Group functions and will be reassessed on a timely basis, when necessary, as provided by the ESRS. It is also important to consider that the ESRS do not mandate how the materiality assessment process shall be designed or conducted. In addition, no harmonized practice is available. Therefore, judgment is required to design a process that follows the standards and reflects the company's specific facts and circumstances. Consequently, the Group followed the four-step approach suggested in 'EFRAG IG 1: Materiality Assessment Implementation Guidance' to identify its material sustainability topics:

1. Context analysis and identification of potential ESG topics;
2. Identification of actual and potential material impacts, risks, and opportunities;
3. Assessment and determination of the material impacts, risks, and opportunities related to sustainability matters;
4. Validation of the final list of material matters and reporting.

#### 6.1.4.1.2 Context analysis and identification of potential ESG topics

The first step in the double materiality assessment concerned understanding the context in which EssilorLuxottica operates, considering its global presence and the way it conducts its business. The scoping of the assessment included an identification of EssilorLuxottica's main activities, strategy, the activities characterizing its vertically integrated business model, and key stakeholder groups. The approach drew from several sources and incorporated an analysis relative to:

- the Group's key activities, delineated in terms of production processes, distribution channels, and geographical locations;
- the value chain, both upstream and downstream, in terms of involved business actors and the nature of their activities;
- identification of key stakeholders' groups both within the company and across the value chain and determining at which stage of the materiality assessment process their engagement would be most appropriate.

Building on the ten topics provided by the ESRS, a multiple-level analysis was conducted to ensure that all material topics were properly included in the assessment. The main steps entailed:

- an analysis of EssilorLuxottica's sustainability strategy, focusing on the Company's sustainability program, identified ESG risks and strategic objectives;
- a benchmark analysis useful for identifying key ESG topics considered material among a defined panel of industry players;
- value chain's analysis to identify topics that may impact key actors, which could otherwise remain undetected;
- analysis of additional topics through international frameworks such as the Global Reporting Initiative (GRI), Sustainability Accounting Standards Board (SASB), United Nations Principles for Responsible Investment (UN PRI) and Sustainable Development Goals (SDGs).

The outcome of this analysis consisted of a list of 81 potentially material ESG matters (including all sub-topics included in ESRS), categorized into Environmental, Social, Governance and Cross-topic dimensions before considering any mitigation measures.

Through an online survey, a panel of 47 internal stakeholders were asked to identify, from this list, the matters they thought would not be material for EssilorLuxottica's business and additional specific topics which have not been identified yet. Then, through an internal workshop, organized with 10 internal stakeholders belonging to Group's functions of Corporate Sustainability, Risk Management and Finance, the final list of potentially material ESG matters was validated and those matters were clustered into 25 'macro' ESG matters.

This shortlist of potential ESG matters was conceived as the starting point for the subsequent impacts, risks, and opportunities identification and their assessment.

#### 6.1.4.1.3 Identification of potential material impacts, risks and opportunities

Following the context analysis, impacts, risks, and opportunities connected with the sustainability matters across the Group's own operations and value chain were identified while considering short-, medium-, and long-term perspectives. The analysis included:

- extensive desk research on emerging industry and markets trends and evidence;
- benchmarking analysis of sustainability reports from 16 peers in the healthcare, fashion and retail industries;
- analysis and mapping of the ESG risks identified within the ERM process during the previous reporting period (2023);
- consultation with key internal stakeholders of the main functions, such as Corporate Sustainability, Risk Management and Finance;
- specific focusing such as dependencies on biodiversity and ecosystems, sensitive sites and potential value chain impacts.

Through stakeholders' consultation and additional inputs, all material current and potential IROs were derived for the 25 ESG matters. This comprehensive process yielded a list of 87 potential material IROs.

#### 6.1.4.1.4 Assessment and identification of material impacts, risks and opportunities

To determine the final material IROs, a comprehensive stakeholder engagement plan was developed by selecting key internal and external stakeholders to be consulted via direct methods (e.g., interviews, workshops and surveys) and indirect methods (e.g., external desk research) allowing the company to take into consideration how the affected stakeholders may be impacted without taking into consideration the existing mitigation measures. EssilorLuxottica relied on inputs from sustainability, risks and subject matter experts related to several group functions for climate, environment, social, HSE, diversity, equity and inclusion, product safety and innovation, circularity, data privacy and governance matters. External stakeholders such as non-governmental organizations, suppliers, business partners, financial analysts, customer representatives, doctors and sectors associations, foundations and experts from academia to actively account for different perspectives about EssilorLuxottica's sustainability performance have been included.

Internal stakeholders were asked to evaluate:

- the impact materiality on scale, scope, irremediable character of impact[1] and likelihood; and
- the financial materiality (on likelihood and economic, operational and reputation aspects) of the potential material risks and opportunities of the ESG topics perceived as more material for them in relation to EssilorLuxottica's business, based on their specific expertise and judgement.

External stakeholders, on the other hand, were asked to assess the positive and negative impacts on likelihood and severity (this grouping together the scale, scope and irremediability) for each IROs. To determine the materiality of the impacts, the three mentioned criteria refer to:

- scale: how severe are the (potential) negative and positive impacts;
- scope: how broad are the (potential) negative and positive impacts;
- irremediable character of the impact: how difficult it is to reverse or compensate for the damage caused.

Both internal and external stakeholders scored the IROs through detailed evaluation scales comprehensively explained via an online survey and had the opportunity to comment on the matters via open text fields. For the potential impacts, the additional parameter of likelihood was scored. More specifically, the evaluation scales were developed on a range [1 to 5], in alignment with the existing ERM scale in place, already adopted in previous years' risk assessments. Additionally, key internal stakeholders participated in in-depth interviews to further explore the rationale behind the relevance of sustainability matters, based on their area of expertise. The online survey was sent to 115 internal stakeholders and 128 external stakeholders, with a total of 134 responses received: 89 from internal stakeholders and 45 from external stakeholders (i.e., response rates of 78% and 35% respectively).

(1) *Irremediability applies only to negative impacts.*

Internal interviews and workshops included 18 one-to-one interviews and 5 workshops, each focusing on different topics, based on the specific expertise and background of the single interviewee. Altogether, they covered all sustainability IROs. The interviews and workshops were conducted according to an established and standardized approach. Each interviewee, depending on the specific area of expertise, was asked to give an explanation on the evaluations provided through the survey, to better understand the rationale, potential changes to their evaluation, and insights on the trend of the specific IROs along the short and long term (increase, stable or decrease) and where these IROs might materialize along the value chain (upstream, downstream, and own operations).

Specific weights have been assigned to the different stakeholders, depending on their area of expertise in the interviews. Specifically, a weight of 65% was allocated to the evaluation of the underlying IROs related to the ESG topics discussed by the interviewee, and a weight of 35% was allocated to the assessment of the remaining IROs and to all evaluations made by stakeholders who only completed the survey.

In terms of results consolidation, and to derive a prioritization of the ESG final matters, the underlying methodology entailed the selection of the highest impact (severity and likelihood) and financial scores (magnitude and likelihood) received by its related IROs, and then converted again on a scale of 1 to 5. In case of a potential negative Human Rights impact, severity has been given precedence over likelihood through the application of a multiplier.

Finally, the threshold to determine the materiality of the rated impacts, risks and opportunities has been set to grant synergy with the one implied in the risk assessment process, thus reflecting a moderate and significant impact from both perspectives. For what concerns time horizons, the time intervals considered in the double materiality assessment are up to one year for the short term, one to five years for the medium term and more than five years for the long-term time horizon.

Besides, it should be noted that to complement the double materiality assessment and give voice to an increasingly important stakeholder, nature, EssilorLuxottica has further included in the analysis the impacts it could have by relying on the data provided from the WWF Risk Filter on biodiversity. This consists of a further step made by the Group in the direction of narrowing the gap between what is perceived to be material from the company's perspective and what is material from an environmental perspective such as, for instance, planetary boundaries.

#### 6.1.4.1.5 Validation of final list of material IROs

The consolidation of EssilorLuxottica's double materiality assessment has been performed with two final workshops held with the Group's Top Management, to review and discuss the materiality assessment process and confirm or review the materiality of any sustainability IROs. In particular, the outcomes of interviews and workshops, alongside the quantitative result of the survey, were used as the basis for the consolidation of the materiality assessment.

The aim of the workshops was to inform on the process, engage in a discussion on the DMA results, incorporate the different feedback and prepare the organization on the next sustainability reporting steps. In some cases, EssilorLuxottica's Top Management highlighted the need to consider material an impact, risk or opportunity that had not previously materialized as such following the survey evaluation. The Top Management reevaluation has been taken carefully into consideration, based on the solid argumentation provided to support and justify the identified materiality changes. Then, the Double Materiality Analysis was presented to both the Audit and Risk Committee and CSR Committee.

Finally, the Corporate Sustainability department has refined the formulation of IROs to align with the input from the 2024 Group's risk assessment and reflect its constant interaction with other functions, latest clarifications from the regulator and market practices. The final list of 41 material IROs consists of 5 positive impacts, 15 negative impacts, 15 risks and 6 opportunities.

#### 6.1.4.1.6 Double materiality assessment outcome

Table 1 below outlines the material impacts, risks, and opportunities from EssilorLuxottica's Double Materiality Assessment. This table includes an analysis of each item's relevance over different time horizons and across various stages of the value chain.

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **E1 Climate Change** | | | | | | |
| Climate Resilience | Adverse social impacts due to the disruption in operations caused by extreme climate events | Extreme climate events such as hurricanes, floods or droughts can ultimately lead to significant social impacts including job losses and reduced working hours, economic strain on affected communities, social unrest or dissatisfaction due to prolonged services outages or production delays. | Negative impact | Value chain | Actual | Short |
| | Disruption of activities due to extreme climate events (e.g., hurricane, floods, etc.) | Increase in extreme weather events (e.g., cyclones, droughts, floods, etc.) due to climate change impact business continuity in terms of operational disruptions, supply chain interruptions and stores closures causing capacity to be downgraded and operations to be temporarily stopped or shut down completely. | Risk | Value chain | Actual | Short |
| Climate Transition | Risks associated with transitioning to a lower-carbon economy (policy, legal, technology, and market changes) | Transitioning to a lower-carbon economy could imply the issuance of country-specific carbon regulatory policies or carbon taxes or stricter environmental regulations. Compliance with these regulations would involve the adoption of new, low-carbon technologies, which may require significant investment, pose operational challenges and increase production costs (e.g., raw materials, energy and transportation). At the same time, consumers' demand for responsible products and services may lead to adjustments in product design and manufacturing and retail services. | Risk | Value chain | Potential | Long |
| | Energy consumption and GHG emissions | The threats of high energy consumption and GHG emissions to climate change may translate into more extreme weather events, rising sea levels, and disruptions to ecosystems, thereby impacting biodiversity and natural resources, and the broader environment and society. | Negative impact | Value chain | Actual | Short |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **E2 Pollution** | | | | | | |
| Pollution Prevention | Risk of infringements of pollution-related regulations and of cost due to remediation actions | Failing to reduce the environmental impacts of air or water pollution from the manufacturing sites and lens laboratories could lead to non-compliance with pollution prevention regulations, resulting in penalties, fines, increased operational costs and legal liabilities. Additionally, regulatory violations could damage the company's reputation, leading to loss of consumer trust, investor confidence, and market competitiveness. | Risk | Own opera-tions | Potential | Medium |
| Product Safety | Potential impact on human health and the environment | Potential exposure to substances of concern and microplastics could threaten health, causing allergic reactions, toxicity, or long-term health issues. Additionally, the release of microplastics and harmful chemicals into the environment during production process, use, or disposal of products can lead water contamination and contribute to broader environmental degradation. | Negative impact | Value chain | Potential | Long |
| **E3 Water and Marine Resources** | | | | | | |
| Water Manage-ment | Risk of inefficient water management practices | Excessive water use and withdrawals, uncontrolled discharges or leaks of waste-water can disrupt supply chains, particularly for water-dependent processes leading to higher operational costs, production delays, potential water pollution and regulatory fines. | Risk | Own opera-tions | Potential | Medium |
| | Use of water resources that might impact local communities and the environment | Negative environmental damage (e.g., depletion of natural water resources resulting in the decay of related ecosystem services) due to inadequate water management, particularly in water-stressed areas, that can impact local communities. | Negative impact | Own opera-tions | Actual | Short |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **E5 Circular Economy** | | | | | | |
| Circular Sources, Product and Services | Use of raw material and natural resources | Excessive extraction and inefficient use of key resources (such as fossil based materials, metal) can lead to the depletion of finite natural reserves, contributing to environmental degradation. | Negative impact | Value chain | Actual | Short |
| | Developing alternative materials (to the benefit of the entire industry) | Embracing advanced technologies (e.g., alternative materials, reuse, increasing renewable and recycled content) to reduce reliance on traditional, finite resources can support the Company's positioning as a leader in sustainable innovation. This shift allows the company to explore and adopt new, eco-friendly materials that minimize environmental impact, increase production efficiencies and savings, and align with evolving consumer demand for more sustainable products, ultimately affecting the broader industry, as these innovations can set new standards for sustainability and resource efficiency. | Oppor-tunity | Own opera-tions | Actual | Short |
| | Risk of limited access to certain raw materials (scarcity, stringent regulations) | Growing global demand for key resources has heightened scarcity, driving up costs and complicating procurement processes. Additionally, evolving environmental regulations aimed at protecting natural ecosystems impose stricter requirements, limiting access to raw materials and increasing compliance costs. These challenges can lead to production delays, rising operational expenses, and diminished competitiveness. | Risk | Value chain | Potential | Long |
| | Risk of not answering product and services sustainability expectations | Failure to meet sustainability expectations, that entails reducing resource outflows by designing products for longevity, recyclability, and reusability can lead to increased reputational damage, as consumers increasingly prefer environmentally responsible products, leading to loss of market share and reduced revenue. | Risk | Own opera-tions | Potential | Medium |
| Waste Manage-ment | Risk of lack of compliance with waste regulation | Improper management of waste poses risks for organizations, including increased costs and reputational damage. Non-compliance with environmental regulations can lead to fines and penalties. | Risk | Own opera-tions | Potential | Medium |
| | Waste Generation | Damages related to environmental degradation (environmental pollution and reduction of ecosystem services) due to improper waste management (e.g., dispersal or abandonment of waste). | Negative impact | Value chain | Actual | Short |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **S1 Own Workforce** | | | | | | |
| Employee Engagement and Well-being | Risk of lack of attractiveness and retention of employees | When failing to create an appealing work environment, companies can experience high turnover rates, leading to significant costs related to recruiting, hiring, and training new staff. Frequent turnover can result in a loss of institutional knowledge and experience, which hinders productivity and disrupts team dynamics. Additionally, inadequate benefits, limited growth opportunities, and a negative workplace culture can lead to decreased employee morale and engagement, causing disengaged employees to perform at lower levels. | Risk | Own operations | Potential | Medium |
| | Risk of non compliance with working hours regulations | Non-compliance with working hours regulations poses risks for both employees and organizations. Legal penalties, including fines and lawsuits from employees, can arise from failing to adhere to labour laws, resulting in costly financial repercussions. Additionally, excessive workloads and prolonged hours can lead to employee burnout, stress, and a decline in overall health, ultimately increasing absenteeism and reducing productivity. | Risk | Own operations | Potential | Medium |
| | Potential inadequate wages practices | Potential inadequate wage practices can have several negative impacts on employees. When wages do not reflect the cost of living, employees may experience financial stress, which can lead to decreased morale and job satisfaction. | Negative impact | Own operations | Potential | Long |
| | Granting employees' benefits | Granting employees benefits that promote work-life balance presents significant opportunities for both the workforce and the organization. By providing flexible work hours, remote work options, and additional paid time off, organizations can significantly enhance job satisfaction which in turns translates to increased productivity, as employees experience reduced stress and burnout, leading to a more focused and motivated workforce. | Opportunity | Own operations | Actual | Short |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| Social Dialogue and Freedom of Association | Potential lack of social dialogue measures | Inadequate freedom of association prevents employees from forming or joining unions, limiting their ability to advocate for their rights and interests. This results in a sense of isolation and disempowerment among workers. Additionally, the absence of works councils and insufficient information, consultation, and participation rights means employees are often excluded from decision-making processes that affect their working conditions, leading to feelings of undervaluation. Furthermore, ineffective collective bargaining can leave many workers unprotected by collective agreements, resulting in unequal treatment regarding wages, benefits, and working conditions. | Negative impact | Own operations | Potential | Long |
| Health & Safety | Potential exposure to various workplace hazards | Inadequate Health & Safety measures can have a negative impact on the workforce, primarily through the lack of proper personal protective equipment (PPE) and maintenance of tools and equipment, leading to increase in the number of workplace injuries. When workers do not feel safe and protected, it fosters a negative workplace environment which can impact morale and overall job satisfaction. | Negative impact | Own operations | Actual | Short |
| Talent Management and Development | Employees' personal and professional growth | Investing in employees' personal and professional growth through training and skills development positively impacts the workforce by enhancing expertise, improving job satisfaction, and increasing overall team effectiveness. Continuous learning opportunities empower employees to adapt to industry changes, take on new challenges, and advance their careers. | Positive impact | Own operations | Actual | Short |
| Diversity Equity and Inclusion | Efficiencies related to promoting diverse and inclusive environment | Promoting a diverse and inclusive environment creates opportunities for increased efficiency and growth. Ensuring gender equality and equal pay, as well as employment and inclusion of persons with disabilities, expands the talent pool, fosters innovation, and enhances employee satisfaction. Prioritizing diversity helps the organization better connect with global markets, while measures against violence and harassment ensure a safer workplace, boosting engagement and reducing risks. Overall, these practices lead to higher productivity, better decision-making, and stronger financial performance. | Opportunity | Own operations | Actual | Short |
| Employee Engagement and Well-being | | | | | | |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| Human and Social Rights of Own Workforce | Potential inadequate Human Rights practices | Inadequate Human Rights practices or lack of processes and mechanisms to monitor compliance with the Company's Code of Ethics and Human Rights regulations and principles can damage the company's reputation as an employer (making it difficult to attract and retain skilled talents) and as a trustworthy business partner for both suppliers and clients. | Negative impact | Own operations | Potential | Long |
| Employee Engagement and Well-being | Reinforcing of employee sense of commitment and engagement through employee shareholding | Employee shareholding programs strengthen commitment and engagement by aligning employees' interests with the company's performance. This approach fosters a sense of ownership and responsibility, leading to increased motivation, productivity, and loyalty. As shareholders, employees are more invested in the company's success, driving their active participation in its growth and sustainability. | Positive impact | Own operations | Actual | Short |
| **S2 Workers in the Value Chain** | | | | | | |
| Working Condition and Human Rights in the Value Chain & Equal Treatment and Opportunities for all | Inappropriate working conditions, unequal treatment and Human Rights practices for business partners' employees | Inappropriate working conditions, unequal treatment, or lack of Human Rights practices for business partners' employees including inadequate safety measures, excessive working hours, and insufficient wages jeopardize the health and well-being of workers. | Negative impact | Up-stream | Actual | Short |
| | Collaborating with business partners not aligned with EL's ethical principles and standards | Potential lack of alignment or failure to comply with the Group's ethical principles and standards regarding fair working conditions and Human Rights could damage the Company's reputation, success and achievement of sustainability commitments and create legal liabilities for the Group. Stakeholders, including consumers, employees, shareholders and business partners, increasingly demand for transparency and accountability in supply chains; any association with partners engaging in unethical practices can lead to public backlash, diminished brand loyalty, and a loss of consumer trust while exposing the Group to legal risks and regulatory scrutiny. | Risk | Value chain | Actual | Short |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **S3 Affected Communities** | | | | | | |
| Creating Awareness for Vision Care for All | Creating access to eyeware and eyecare solutions for disadvantaged communities[(a)] | Creating access to eyewear and eyecare solutions for disadvantaged communities by tackling uncorrected poor vision in underserved populations, offers a dual advantage: improving quality of life (enhanced education, socio-economic development, and public health) and offer market opportunities (new segments and new products, etc.). | Opportunity | Downstream | Actual | Short |
| Affected Communities' Right and Engagement | Impact on local communities' development thanks to eyewear and eyecare programs[(a)] | Eyecare and eyewear programs enhance the overall quality of life, particularly in underserved and vulnerable populations. Good vision directly contributes to better educational outcomes for students and increased productivity for workers, fostering economic growth at the local level. Additionally, these initiatives often create job opportunities within the communities, both in the delivery of eyecare services and the distribution of eyewear products. | Positive impact | Downstream | Actual | Short |
| Impactful Programs that give Vision Care Access to All | Volunteering activities and social initiatives[(a)] | Engagement activities and employee volunteering activities through One Sight Foundation, contribute to the improvement of economic and social conditions of underserved communities at a local level, as well as enhance employees' sense of contribution and engagement through their involvement in volunteering activities | Positive impact | Own operations | Actual | Short |
| **S4 Consumers and End-users** | | | | | | |
| Data Privacy | Consumers' personal data breaches | Data breaches resulting from inefficient data privacy measures expose consumers and stakeholders' personal data to unauthorized third-parties causing for the affected persons anxiety, stress and distrust for the company due to the loss of control on their personal data. | Negative impact | Downstream | Actual | Short |
| | Infringements of data privacy-related regulations | Infringements of data privacy-related regulations pose reputation and legal risks for organizations and individuals. Non-compliance with laws such as the General Data Protection Regulation (GDPR) or similar data privacy frameworks can result in severe financial penalties, legal liabilities, and potential litigations. Beyond financial repercussions, violations of data privacy can erode trust with consumers, damaging a company's reputation and leading to a loss of consumer loyalty. | Risk | Downstream | Actual | Short |

*(a) Entity-specific.*

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| Product Innovation | Innovating to respond to current and new consumers' demand | By developing new products and enhancing existing ones to align with consumers' preferences-whether through sustainability, functionality, or design-businesses can strengthen consumer's loyalty, attract new market segments, and differentiate themselves in a competitive landscape. As new and improved products are introduced, demand increases, leading to higher sales volumes and new growth opportunities for partners. | Opportunity | Downstream | Actual | Short |
| Creating Awareness for Vision Care for All | Granting of eyewear and eyecare access | Granting access to eyewear and eyecare promotes social inclusion by enabling individuals to fully participate in education, work, and daily life. Improved vision boosts learning outcomes, enhances job productivity, and fosters independence, reducing inequalities linked to uncorrected poor vision. | Positive impact | Downstream | Actual | Short |
| Product Safety | Potential Health & Safety issues for the consumers due to the use of the products | Product defects, inadequate safety standards, and harmful materials can affect consumers, leading to injuries and health issues. This exposure can lead to health concerns, including eye strain and skin damage. Furthermore, harmful materials can trigger allergic reactions, compromising comfort and well-being | Negative impact | Downstream | Potential | Medium |
| | Risk of litigations and reputational damages due to product quality and safety issues | Incidents related to product quality and safety assurance may lead to claims for compensation from consumers, and fines from authorities, as well as negatively impact brands reputation, resulting in financial losses | Risk | Downstream | Potential | Long |
| Relationship with Consumers | Enhanced consumer's loyalty | Consumer's access to quality information disclosed by the Group may enhance their trust and loyalty, positively impacting brand perception, and leading to higher financial returns | Opportunity | Downstream | Actual | Short |
| Transparent Communication and Reporting | Risk of non-compliance with upcoming greenwashing regulations | As governments and authorities are narrowing the attention on greenwashing and non-compliance with emerging sustainability and transparency regulations could have negative repercussions on the business, in terms of legal fines and negative financial returns, due to reduction of consumer trust and Company's lower credibility | Risk | Downstream | Potential | Medium |

| Material ESG topic | IRO name | IRO description | Type of IRO | Value chain | Potential /actual | Time horizon |
|---|---|---|---|---|---|---|
| **G1 Business conduct** | | | | | | |
| Business Ethics and Integrity<br>Responsible Sourcing Practices | Possible decrease of trust from business partners and employees | Engagement in unethical business practices, violations of whistleblower protection, and unfair treatment of suppliers could significantly erode trust among business partners and employees. The lack of commitment to ethical standards may lead to scepticism among business partners, who may question the company's reliability and commitment to sustainability. | Negative impact | Value chain | Potential | Long |
| Business Ethics and Integrity<br>Responsible Sourcing Practices | Risk of unethical business practices | Engagement in unethical business practices, violation of whistleblowers protection, or unfair behaviour with suppliers may expose the Company and it's value chain to legal fines, reputational damage, and financial harm, as well as undermine the company's long-term sustainability and market position. | Risk | Value chain | Potential | Long |
| Corruption and Bribery | Risk of ineffective policies related to anti-bribery and corruption | Ineffective Company's policies and procedures to prevent bribery and corruption may lead to legal penalties, reputational damage, and financial losses, if the Group, its employees or its key actors in the value chain are involved in unethical practices, or fail to comply with local and international regulations on anti-corruption. Moreover, ineffective policies could also undermine stakeholder trust and damage long-term business sustainability | Risk | Value chain | Potential | Long |
| | Potential unfair advantage compared to competitors | Gaining a competitive edge through unfair means, such as bribing officials or manipulating business practices, could distort market competition, negatively impacting competitors along the entire value chain who operate ethically, in terms of business opportunities and financial returns | Negative impact | Value chain | Potential | Long |

### 6.1.4.1.7 Additional information on EssilorLuxottica's double materiality approach

Stakeholder engagement is a crucial component of the double materiality assessment process. By actively involving a diverse range of stakeholders, both internal and external, it is ensured that decisions are well-informed and reflective of the broader community's needs and expectations. Engaging with stakeholders helped to identify key impacts, risks, and opportunities that might not be apparent through internal analysis alone.

Below are summary tables (Table 2 and Table 3) listing the categories of stakeholders which have been engaged:

**Table 2**

| Internal stakeholder functions |
|---|
| Board of Directors |
| Corporate Sustainability |
| Human Resources |
| Operations |
| Risk Management |
| Communication |
| Investors Relations |
| Finance |
| Compliance |
| Legal |
| EHS |
| Internal Audit |
| M&A and Corporate Development |
| Marketing & Sales |
| Supply Chain |
| R&D |
| IT |
| Product Development and Quality |
| Procurement |
| Mission |
| Retail |

**Table 3**

| External stakeholder functions |
|---|
| Academia |
| Clients/Customers |
| Doctors |
| Investors |
| Rating Agencies |
| Licensors |
| Media |
| Suppliers |
| NGOs |
| Research Institutions |
| Business Partners |
| Nature |

### 6.1.4.2 Disclosure Requirements in ESRS Covered by EssilorLuxottica's Sustainability Statement

**Appendix B**

| Disclosure requirement and related datapoint | Section and page number | Materiality |
|---|---|---|
| ESRS 2 GOV-1<br>Board's gender diversity, paragraph 21 (d) | 6.1.2.1 *The Role of the Administrative, Management and Supervisory Bodies* p. 335 | |
| ESRS 2 GOV-1<br>Percentage of board members who are independent, paragraph 21 (e) | 6.1.2.1 *The Role of the Administrative, Management and Supervisory Bodies* p. 335 | |
| ESRS 2 GOV-4<br>Statement on due diligence, paragraph 30 | 6.1.2.4 *Statement on Due Diligence* p. 338 | |
| ESRS 2 SBM-1<br>Involvement in activities related to fossil fuel activities, paragraph 40 (d) i | Not relevant for the Group | |
| ESRS 2 SBM-1<br>Involvement in activities related to chemical production, paragraph 40 (d) ii | Not relevant for the Group | |
| ESRS 2 SBM-1<br>Involvement in activities related to controversial weapons, paragraph 40 (d) iii | Not relevant for the Group | |
| ESRS 2 SBM-1<br>Involvement in activities related to cultivation and production of tobacco, paragraph 40 (d) iv | Not relevant for the Group | |
| ESRS E1-1<br>Transition plan to reach climate neutrality by 2050, paragraph 14 | 6.2.1.3 *Transition Plan for Climate Change Mitigation* p. 366 | |
| ESRS E1-1<br>Undertakings excluded from Paris-aligned Benchmarks, paragraph 16 (g) | Not relevant for the Group | |
| ESRS E1-4<br>GHG emission reduction targets, paragraph 34 | 6.2.1.6 *Targets* p. 371 | |
| ESRS E1-5<br>Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors), paragraph 38 | 6.2.1.7 *Energy Consumption and Mix* p. 373 | |
| ESRS E1-5 Energy consumption and mix, paragraph 37 | 6.2.1.7 *Energy Consumption and Mix* p. 373 | |
| ESRS E1-5<br>Energy intensity associated with activities in high climate impact sectors, paragraphs 40 to 43 | 6.2.1.7 *Energy Consumption and Mix* p. 374 | |
| ESRS E1-6<br>Gross Scopes 1, 2, 3 and Total GHG emissions, paragraph 44 | 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)* p. 374 | |
| ESRS E1-6<br>Gross GHG emissions intensity, paragraphs 53 to 55 | 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)* p. 376 | |
| ESRS E1-7<br>GHG removals and carbon credits, paragraph 56 | 6.2.1.9 *GHG Removals and GHG Mitigation Projects Financed Through Carbon Credits* p. 376 | |

| Disclosure requirement and related datapoint | Section and page number | Materiality |
|---|---|---|
| ESRS E1-9<br>Exposure of the benchmark portfolio to climate-related physical risks, paragraph 66 | Phased-in | |
| ESRS E1-9<br>Disaggregation of monetary amounts by acute and chronic physical risk, paragraph 66 (a) | Phased-in | |
| ESRS E1-9<br>Location of significant assets at material physical risk, paragraph 66 (c). | Phased-in | |
| ESRS E1-9<br>Breakdown of the carrying value of its real estate assets by energy-efficiency classes, paragraph 67 (c). | Phased-in | |
| ESRS E1-9<br>Degree of exposure of the portfolio to climate- related opportunities, paragraph 69 | Phased-in | |
| ESRS E2-4<br>Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28 | 6.1.1.1 *General Basis for Preparation of Sustainability Statements* p. 334 | |
| ESRS E3-1<br>Water and marine resources, paragraph 9 | 6.2.3.3 *Policies* p. 381 | |
| ESRS E3-1<br>Dedicated policy, paragraph 13 | Not relevant for the Group | |
| ESRS E3-1<br>Sustainable oceans and seas, paragraph 14 | Not relevant for the Group | |
| ESRS E3-4<br>Total water recycled and reused, paragraph 28 (c) | 6.1.1.1 *General Basis for Preparation of Sustainability Statements* p. 334 | |
| ESRS E3-4<br>Total water consumption in $m^3$ per net revenue on own operations, paragraph 29 | 6.2.3.5 *Targets and Metrics* p. 383 | |
| ESRS 2- SBM 3 – E4, paragraph 16 (a) i | - | Not material |
| ESRS 2- SBM 3 – E4, paragraph 16 (b) | - | Not material |
| ESRS 2- SBM 3 – E4, paragraph 16 (c) | - | Not material |
| ESRS E4-2<br>Sustainable land/agriculture practices or policies, paragraph 24 (b) | - | Not material |
| ESRS E4-2<br>Sustainable oceans/seas practices or policies, paragraph 24 (c) | - | Not material |
| ESRS E4-2<br>Policies to address deforestation, paragraph 24 (d) | - | Not material |
| ESRS E5-5<br>Non-recycled waste, paragraph 37 (d) | 6.2.4.6 *Targets and Metrics* p. 391 | |
| ESRS E5-5<br>Hazardous waste and radioactive waste, paragraph 39 | 6.2.4.6 *Targets and Metrics* p. 391 | |

| Disclosure requirement and related datapoint | Section and page number | Materiality |
|---|---|---|
| ESRS 2- SBM3 – S1<br>Risk of incidents of forced labour, paragraph 14 (f) | 6.3.1.7.3 *Policies* p. 435 | |
| ESRS 2- SBM3 – S1<br>Risk of incidents of child labour, paragraph 14 (g) | 6.3.1.7.3 *Policies* p. 435 | |
| ESRS S1-1<br>Human rights policy commitments, paragraph 20 | 6.3.1.7.3 *Policies* p. 435 | |
| ESRS S1-1<br>Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21 | 6.3.1.7.3 *Policies* p. 435 | |
| ESRS S1-1<br>Processes and measures for preventing trafficking in human beings, paragraph 22 | 6.3.1.7.3 *Policies* p. 435 | |
| ESRS S1-1<br>Workplace accident prevention policy or management system, paragraph 23 | 6.3.1.3.5 *Preventing and managing Health & Safety risks to people* p. 416 | |
| ESRS S1-3<br>Grievance/complaint handling mechanisms, paragraph 32 (c) | 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns* p. 436 | |
| ESRS S1-14<br>Number of fatalities and number and rate of work-related accidents, paragraph 88 (b) and (c) | 6.3.1.3.7 *Targets and metrics* p. 419 | |
| ESRS S1-14<br>Number of days lost to injuries, accidents, fatalities or illness, paragraph 88 (e) | 6.3.1.3.7 *Targets and metrics* p. 419 | |
| ESRS S1-16<br>Unadjusted gender pay gap, paragraph 97 (a) | 6.3.1.2.6 *Actions and resources p. 412* | |
| ESRS S1-16<br>Excessive CEO pay ratio, paragraph 97 (b) | 4.3.3 *AFEP-MEDEF Compensation and Benefits Tables* p. 185 | |
| ESRS S1-17<br>Incidents of discrimination, paragraph 103 (a) | 6.3.1.7.7 *Metrics and targets* p. 439 | |
| ESRS S1-17 Non-respect of UNGPs on business and Human Rights and OECD Guidelines, paragraph 104 (a) | 6.3.1.7.7 *Metrics and targets* p. 439 | |
| ESRS 2- SBM3 – S2 Significant risk of child labour or forced labour in the value chain, paragraph 11 (b) | 6.3.2.2 *Material Impacts, Risks and Opportunities* p. 440 | |
| ESRS S2-1<br>Human rights policy commitments, paragraph 17 | 6.3.2.3 *Policies and Engagement* p. 441 | |

| Disclosure requirement and related datapoint | Section and page number | Materiality |
|---|---|---|
| ESRS S2-1<br>Policies related to value chain workers paragraph 18 | 6.3.2.3 *Policies and Engagement* p. 441 | |
| ESRS S2-1<br>Non-respect of UNGPs on business and Human Rights principles and OECD guidelines, paragraph 19 | 6.3.2.3 *Policies and Engagement* p. 443 | |
| ESRS S2-1<br>Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19 | 6.3.2.3 *Policies and Engagement* p. 441 | |
| ESRS S2-4<br>Human rights issues and incidents connected to its upstream and downstream value chain, paragraph 36 | 6.3.2.4 *Actions and Resources* p. 444 | |
| ESRS S3-1<br>Human rights policy commitments, paragraph 16 | | Not material |
| ESRS S3-1<br>Non-respect of UNGPs on business and Human Rights, ILO principles or OECD guidelines, paragraph 17 | | Not material |
| ESRS S3-4<br>Human rights issues and incidents, paragraph 36 | | Not material |
| ESRS S4-1 Policies related to consumers and end-users, paragraph 16 | 6.3.4.2.3 *Policies* p. 451; 6.3.4.3.3 *Policies* p. 456; 6.3.4.4.3 *Policies* p. 461 | |
| ESRS S4-1<br>Non-respect of UNGPs on business and Human Rights and OECD guidelines, paragraph 17 | 6.3.4.2.3 *Policies* p. 451; 6.3.4.3.3 *Policies* p. 456 | |
| ESRS S4-4<br>Human Rights issues and incidents, paragraph 35 | To the best knowledge of EssilorLuxottica, there were no issues and incidents regarding Human Rights and consumers/end-users | |
| ESRS G1-1<br>United Nations Convention against Corruption, paragraph 10 (b) | Not applicable as the Group has an Anti-bribery and corruption policy | |
| ESRS G1-1<br>Protection of whistle- blowers, paragraph 10 (d) | Not applicable as EssilorLuxottica is subject to legal requirements with regard to protection of whistleblowers, in accordance with the applicable laws transposing Directive EU 2019/1937 and other applicable laws. | |
| ESRS G1-4<br>Fines for violation of anti-corruption and anti-bribery laws, paragraph 24 (a) | To the best knowledge of EssilorLuxottica, there were no convictions or fines for violation of anti-corruption and anti-bribery laws in 2024, as stated in Section 6.4.1.6 *Targets and metrics* p. 471 | |
| ESRS G1-4<br>Standards of anti- corruption and anti- bribery, paragraph 24 (b) | 6.4.1.5 *Actions, Resources and Procedures* p. 468 | |

| ESRS | Topic | Data requirement | Section and page number |
|---|---|---|---|
| ESRS 2 | General requirements | BP-1 | 6.1.1.1 *General Basis for Preparation of Sustainability Statements* p. 333 |
| | | BP-2 | 6.1.1.2 *Disclosures in Relation to Specific Circumstances* p. 335 |
| | | GOV-1 | 6.1.2.1 *The Role of the Administrative, Management and Supervisory Bodies* p. 335 |
| | | GOV-2 | 6.1.2.2 *Information Provided to and Sustainability Matters Addressed by EssilorLuxottica's Administrative, Management and Supervisory Bodies* p. 337 |
| | | GOV-3 | 6.1.2.3 *Integration of Sustainability-Related Performance in Incentive Schemes* p. 337 |
| | | GOV-4 | 6.1.2.4 *Statement on Due Diligence* p. 338 |
| | | GOV-5 | 6.1.2.5 *Risk Management and Internal Controls Over Sustainability Reporting* p. 338 |
| | | SBM-1 | 6.1.3.1 *Strategy, Business Model and Value Chain* p. 338 |
| | | SBM-2 | 6.1.3.2 *Interests and Views of Stakeholders* p. 341 |
| | | SBM-3 | 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* p. 343 |
| | | IRO-1 | 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* p. 343 |
| | | IRO-2 | 6.1.4.2 *Disclosure Requirements in ESRS Covered by EssilorLuxottica's Sustainability Statement* p. 356 |
| ESRS E1 | Climate change | GOV-3 | 6.1.2.3 *Integration of Sustainability-Related Performance in Incentive Schemes* p. 337 |
| | | SBM-3 | 6.2.1.2 *Material Impacts, Risks and Opportunities* p. 364 |
| | | IRO-1 | 6.2.1.2 *Material Impacts, Risks and Opportunities* p. 364 |
| | | E1-1 | 6.2.1.3 *Transition Plan for Climate Change Mitigation* p. 366 |
| | | E1-2 | 6.2.1.4 *Policies* p. 367 |
| | | E1-3 | 6.2.1.5 *Actions and Resources* p. 368 |
| | | E1-4 | 6.2.1.6 *Targets* p. 371 |
| | | E1-5 | 6.2.1.7 *Energy Consumption and Mix* p. 373 |
| | | E1-6 | 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)* p. 374 |
| | | E1-7 | 6.2.1.9 *GHG Removals and GHG Mitigation Projects Financed Through Carbon Credits* p. 376 |
| | | E1-8 | 6.2.1.10 *Internal Carbon Pricing* p. 376 |
| | | E1-9 | Phase-in |

| ESRS | Topic | Data requirement | Section and page number |
|---|---|---|---|
| ESRS E2 | Pollution | IRO-1 | 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* p. 343 |
| | | E2-1 | 6.2.2.3 *Policies* p. 378 |
| | | E2-2 | 6.2.2.4 *Actions and Resources* p. 379 |
| | | E2-3 | 6.2.2.5 *Targets and Metrics* p. 380 |
| | | E2-4 | 6.1.1.1 *General Basis for Preparation of Sustainability Statements* p. 334 |
| | | E2-5 | 6.1.1.1 *General Basis for Preparation of Sustainability Statements* p. 334 |
| | | E2-6 | Phase-in |
| ESRS E3 | Water and marine resources | IRO-1 | 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* p. 343 |
| | | E3-1 | 6.2.3.3 *Policies* p. 381 |
| | | E3-2 | 6.2.3.4 *Actions and Resources* p. 382 |
| | | E3-3 | 6.2.3.5 *Targets and Metrics* p. 383 |
| | | E3-4 | 6.2.3.5 *Targets and Metrics* p. 383 |
| | | E3-5 | Phase-in |
| ESRS E4 | Biodiversity and ecosystems | Not material | - |
| ESRS E5 | Circular economy | IRO-1 | 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* p. 343 |
| | | E5-1 | 6.2.4.3 *Policies* p. 385 |
| | | E5-2 | 6.2.4.5 *Actions and Resources* p. 387 |
| | | E5-3 | 6.2.4.6 *Targets and Metrics* p. 391 |
| | | E5-4 | 6.2.4.4 *Key Products and Materials* p. 386 |
| | | E5-5 | 6.2.4.5 *Actions and Resources* p. 387 |
| | | E5-6 | Phase-in |

| ESRS | Topic | Data requirement | Section and page number |
|---|---|---|---|
| ESRS S1 | Own workforce | SBM-2 | 6.1.3.2 *Interests and Views of Stakeholders* p. 341 |
| | | SBM-3 | 6.3.2.2 *Material Impacts, Risks and Opportunities* p. 405 |
| | | S1-1 | 6.3.1.2.3 *Policies* p. 408; 6.3.1.3.3 *Policies* p. 415; 6.3.1.4.3 *Policies* p. 420; 6.3.1.5.3 *Policies* p. 424; 6.3.1.6.3 *Policies and processes* p. 429; 6.3.1.7.3 *Policies* p. 435 |
| | | S1-2 | 6.3.1.2.4 *Processes for engaging with own workers and workers' representatives* p. 409; 6.3.1.3.4 *Engaging with own workers on Health & Safety* p. 416; 6.3.1.4.4 *Processes for engaging with own workers and workers' representatives* p. 420; 6.3.1.5.4 *Processes for engaging with own workers and workers' representatives* p. 425; 6.3.1.6.3 *Policies and processes* p. 429; 6.3.1.7.4 *Processes for engaging with own workers and workers' representatives* p. 436 |
| | | S1-3 | 6.3.1.2.5 *Processes to remediate negative impacts and channels for own workers to raise concerns* p. 410; 6.3.1.3.5 *Preventing and managing Health & Safety risks to people* p. 416; 6.3.1.4.5 *Processes to remediate negative impacts and channels for own workers to raise concerns* p. 421; 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns* p. 436 |
| | | S1-4 | 6.3.1.2.6 *Actions and resources* p. 410; 6.3.1.3.6 *Actions and resources* p. 417; 6.3.1.4.6 *Actions and resources* p. 421 6.3.1.5.5 *Actions and resources* p. 425; 6.3.1.6.4 Actions and resources p. 431; 6.3.1.7.6 *Actions and resources* p. 438 |
| | | S1-5 | 6.3.1.2.7 *Targets and metrics* p. 413; 6.3.1.3.7 *Targets and metrics* p. 418; 6.3.1.4.7 *Targets and metrics* p. 421; 6.3.1.5.6 *Targets and metrics* p. 428; 6.3.1.6.5 *Targets and metrics* p. 433; 6.3.1.7.7 *Metrics and targets* p. 439 |
| | | S1-6 | 6.3.1.1 *Introduction* p. 402 |
| | | S1-7 | 6.3.1.1 *Introduction* p. 402 |
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# 6.2 Environmental Information

## 6.2.1 ESRS E1 – Climate Change

### 6.2.1.1 Introduction

With the launch of the Eyes on the Planet sustainability program in July 2021, EssilorLuxottica committed to addressing sustainability at every stage of its value chain, starting from its vertically integrated business model.

In this respect, the Company aims to act as an example in the industry on the transition toward a low-carbon economy and climate-resilient business models. Through the Eyes on Carbon pillar of its sustainability program, the Group is contributing to the global agenda of tackling climate change.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to climate change.

### 6.2.1.2 Material Impacts, Risks and Opportunities

| Material ESG Topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Climate Resilience | Adverse social impacts due to the disruption in operations caused by extreme climate events | Extreme climate events such as hurricanes, floods or droughts can ultimately lead to significant social impacts including job losses and reduced working hours, economic strain on affected communities, social unrest or dissatisfaction due to prolonged services outages or production delays. | • EHS Policy<br>• Climate Transition Plan<br>• Business Partners' Code of Conduct | • 42% absolute reduction of Scopes 1&2 GHG emissions by 2030 from a 2022 base year<br>• 25% absolute reduction of selected Scope 3 GHG emissions categories by 2030, from a 2022 base year |
| | Disruption of activities due to extreme climate events (e.g., hurricane, floods, etc.) | Increase in extreme weather events (e.g., cyclones, droughts, floods, etc.) due to climate change impact business continuity in terms of operational disruptions, supply chain interruptions and store closures causing capacity to be downgraded and operations to be temporarily stopped or shut down completely. | | |
| Climate Transition | Risks associated with transitioning to a lower-carbon economy (policy, legal, technology, and market changes) | Transitioning to a lower-carbon economy could imply the issuance of country-specific carbon regulatory policies or carbon taxes or stricter environmental regulations. Compliance with these regulations would involve the adoption of new, low-carbon technologies, which may require significant investment, pose operational challenges and increase production costs (e.g., raw materials, energy and transportation). At the same time, consumers' demand for responsible products and services may lead to adjustments in product design and manufacturing and retail services. | | |
| | Energy consumption and GHG emissions | The threats of high energy consumption and GHG emissions to climate change may translate into more extreme weather events, rising sea levels, and disruptions to ecosystems, thereby impacting biodiversity and natural resources, and the broader environment and society. | | |

Following both the CSRD requirements and the recommendations of the TCFD framework (Task Force on Climate Related Financial Disclosures), two categories of climate-related risks – risks related to the physical impacts of climate change and risks related to the transition to a lower-carbon economy – are considered to prepare the Company for potential operational, financial and reputational effects, and to build the climate resilience of its activities.

## Identification and management of physical climate risks

Since 2021, EssilorLuxottica has been performing physical climate risk assessments to gain a better understanding of the Group's climate-related risks. The Group updated and expanded the scope of its physical climate risk assessment in late 2022, covering the Group's full activities, including manufacturing and logistics facilities, offices and directly managed stores. In total, 616 Group's assets, based on their insured value, (including 84 stores representative of the footprint) have been analysed. A climate risk platform provided by an external company has been used leveraging on the GPS points or addresses of these assets. This climate risk model was built based on four chronic climate hazards (heat stress, sea level rise, precipitation and drought) and three acute climate hazards (tropical cyclones, extreme flooding and fire weather) over the mid-term (2030) and long-term (2050 and 2100). The other climate –related risks were not considered relevant due to the Group's activities and locations. The model takes into consideration three 'Representative Concentration Pathways' (RCP) scenarios developed by the Intergovernmental Panel on Climate Change (IPCC), an internationally recognized body of the United Nations.

- RCP 2.6 (>+1.5°C by 2100) – consistent with the Paris Agreement, in which energy transition is considered in accordance with the ambitious mitigation goals;
- RCP 4.5 (+2-3°C by 2100) – a specific scenario with limited action in which temperature increase estimates are considered with current global policies announced;
- RCP 8.5 (>+4°C by 2100) – considers the worst-case climate scenario, in which no specific climate-change mitigation measures are implemented.

A dedicated risk scale, from 1 (lowest) to 5 (highest) has been clearly defined for each climate-related risk (e.g., number of days in heatwave, or drought duration per year) to clearly identify the potential gross risks (i.e., the inherent risk before any mitigation measure is implemented) for the Group's analysed assets. This updated climate risk model helps the Group screen the physical climate risk exposure of a specific site based on its location, anticipate and prepare for potential climate hazards, raise awareness and protect employees in urgent situations and improve the resilience of its assets and supply chain.

According to this model, the main gross climate-related risks for the Group would be precipitation, heat stress and extreme flooding in countries such as China, Thailand, United Sates, and the Philippines. Finally, the model can support management decisions when evaluating a new building project or when acquiring a new company.

In addition, the resilience against major threats is verified and strengthened following a site visit by the Property and Asset insurer, as part of the loss prevention and business continuity approach of the Group to ensure business continuity. For example, for flooding risk, mitigation measures usually involve the implementation of a flood emergency response plan that may also include the installation of barriers to avoid penetration of the water inside the buildings.

Besides, all the processes implemented as part of the ISO 14001 and/or ISO 50001 and/or ISO 45001 are also used as mitigation measures and for the safety of employees (see Sections 6.2.1.5 *Actions and Resources* and 6.3.1.3.6 *Actions and resources*).

Finally, the geographical footprint of EssilorLuxottica's manufacturing and logistics facilities, distribution networks and human capital is well balanced and diversified across more than 150 countries where the Company operates and represents a real shield against unexpected events, including extreme climate ones.

Regarding the value chain, a specific in-depth analysis will be devoted to the topic in due course.

## Identification and management of transition climate risks

The Company may be exposed to extensive policy and regulation changes, technology limits, market shifts or reputational risks throughout the global transition toward a lower-carbon economy.

In addition to the double materiality analysis, a dedicated first analysis has been performed in 2024 on transition risks, using the Net Zero emissions by 2050 scenario (consistent with limiting the global temperature rise to 1.5 °C) to stress-test business resilience and the Network for Greening the Financial System (NGFS) data for 2027 (short term) and 2030 (medium term) climate scenarios. The scenario requires that all stakeholders, governments, businesses, investors and citizens take action and it details the key milestones to transform the world to an economy powered predominantly by renewable energy sources rather than fossil fuels. Some of the assumptions in the IEA NZE scenario[1] are reported below:

- economic:
  - carbon price for electricity, industry and energy production,
  - electricity as the new focus of the global energy system,
  - lower share of oil/coal;
- technology:
  - increases in the price of raw materials to make clean energy technologies,
  - renewables and nuclear energy dominating the growth of global electricity supply.

[1] *Assumptions from International Energy Agency, NetZero by 2050 scenario.*

The main gross risks identified are:

- policy and Legal:
  - pricing of GHG emissions including Scope 3 emissions due to regulatory pressures or the emergence of new stringent climate regulation – e.g., carbon pricing intensification,
  - increasing focus on circular economy and waste management (especially regarding plastics);
- technology:
  - costs to transition to lower emission technology;
- market risks:
  - sustainable sourcing of key materials (e.g., instability of supply and demand).

These risks might lead to the inability for EssilorLuxottica to achieve its climate commitment or adapt its business model. Moreover, delays in delivering its climate roadmap may be caused by a lack of proper organization, expertise and resources, further impacting the Group reputation and its external perception. However, no assets and business activities that are incompatible with or need significant efforts to be compatible with a transition to a climate-neutral economy have been identified.

As described in the following sections, the Group has massively invested in renewable energy deployment (see Section 6.2.1.5 *Actions and Resources*), and new facilities are built following high energy performance standards and low fossil fuel dependence. And, the SBTi trajectory will make it possible to significantly decrease the impact of its own operations, while engaging its key suppliers in this journey.

The deployment of the Company's climate initiatives is reflected in the Group's operating expenses and investments accounted for during the course of the year as well as in the medium-term projections used to perform 2024 annual impairment tests (see Note 10.1 *Impairment Tests* in Chapter 5) and in the 2025 budget preparation. No other climate-related material impacts were reflected in the 2024 financial statements.

### 6.2.1.3 Transition Plan for Climate Change Mitigation

As a key milestone in its long-term goal to address climate change, in 2024, EssilorLuxottica has set its first science-based emission reduction targets covering its entire value chain, defined following the 2022 Carbon Footprint Assessment of the Group, and that are in line with the Paris Agreement goals.

The Group's targets, validated in November 2024 by the Science-Based Targets Initiative (SBTi), aim to:

- reach a 42% absolute reduction of Scopes 1&2 GHG emissions by 2030 from a 2022 baseline, in line with near-term criteria for targets on the '1.5 degrees' path;
- reach a 25% absolute reduction of Scope 3 GHG emissions on the identified categories (purchased goods and services – not including Equipment, Instruments and Wearables sub-categories, fuel- and energy-related activities, upstream transportation and distribution and waste generated in operations) by 2030, from a 2022 baseline, in line with near-term criteria for targets on the 'well-below 2 degrees' path.

The target set on Scopes 1 and 2 covers 100% of the GHG emissions and the one set on Scope 3 covers more than 70% of the total Scope 3 GHG emissions on the 2022 baseline. 2022 represents the base year as it is the first year of fully available consolidated data after the combination of Essilor and Luxottica and the acquisition of GrandVision and as such, 2022 is representative in terms of the activities covered.

These targets and associated decarbonisation levers have been defined internally through a cross-functional task force including the EHS, Procurement, Logistics, Supply Chain, Product and Operations Sustainability and Corporate Sustainability functions. More information on targets is presented in Section 6.2.1.6 *Targets*

In order to reach the above-mentioned targets, carbon reduction priorities have been identified:

- **product evolution:**
  - **increasing the use of renewable energy –** As part of the Group's efforts to minimize its own emissions (Scope 1 and Scope 2), actions on renewable energy have been largely accelerated with more investment in self-produced via a dedicated roadmap or externally produced (through Power Purchase Agreement) renewable energy via a formalized renewable energy purchasing roadmap,
  - **operations efficiencies –** Priority of the Group is given in decreasing the use of resources (raw materials, energy and water consumption, waste generation) through continuing process optimization and innovation as well as footprint consolidation with increased efficiency;
- **supply chain optimization** through near shoring and network optimization (e.g., part of production relocated to be closer to the market demand, consolidation of Rx labs, complete-pair offerings, etc.);
- **logistics optimization –** Projects span from modal shift (shifts in transportation mode) to the optimization of all shipments preparation, to the redesign of the Group supply chain (nearshoring/reshoring) while constantly monitoring all logistics flows and network optimization activities;
- **upstream improvement and others initiatives –** Significant emission reductions will also be achieved with the involvement of the direct suppliers in the reduction of their own emissions. Employees and customers are encouraged to take part in sustainability training and awareness initiatives available via a comprehensive online learning path on Leonardo, the Group's digital learning platform.

To know more about the above-mentioned levers refer to Section 6.2.1.5 *Actions and Resources* (e.g., actions and associated OpEx and CapEx). Regarding Taxonomy (please refer to Section 6.2.5 *EU Taxonomy Disclosure*), the Company is committed to continuously improving its alignment with the standards and will actively work toward integrating more projects and initiatives into alignment frameworks in the future.

EssilorLuxottica's Climate Transition Plan, acknowledged by the Board, is integrated into the Company's strategy and supports business resilience. The plan implementation leads to Group-wide interventions that facilitate the achievement of its 2030 carbon emission reduction targets. These include both efficiency programs that generate reductions, investment evaluation and planning. Sustainability-related capital and operating expenditures are part of EssilorLuxottica's annual financial planning process, focusing on the most strategic and priority ones, including self-produced renewable energy, renewable energy purchasing, improvement of the technical equipment, and investments in R&D (research of new innovative materials, eco-design with LCAs, developing internal recycling processes and upcycling products enhancing end-of-life, etc.).

The progress against the Company's science-based targets is closely monitored by a dedicated cross-functional task force that meets on a weekly basis (see Section 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)* of this chapter).

In this respect, it is worth mentioning that these emissions reduction targets are not jeopardized by locked-in GHG emissions, as the Group does not manufacture GHG-intensive and energy-intensive products. In fact, the GHG emissions associated with the 'use of sold products' represent around 2% of the total GHG emissions of the Group. Moreover, regarding the assets owned by the Company:

- for existing facilities, the Group uses gas for heating and diesel fuel for generators in case of electricity shot-down and for a part of its company cars as well as petrol. Machineries and equipment to manufacture the products run mostly on electricity. Old equipment or installations are progressively replaced with more efficient technologies in order to limit the energy consumption and associated GHG emissions;
- regarding new facilities, they are built following high energy performance standards and low fossil fuel dependence.

### 6.2.1.4 Policies

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Environment Health & Safety Policy | It articulates EssilorLuxottica's commitment to minimize all environmental, Health & Safety impacts resulting from its operations, products and services. With reference to minimizing environmental impacts, attention is on reducing GHG emissions (via energy efficiency improvements and, where sustainable, usage of renewable energy) and on the improvement of Energy, Environment and Health & Safety management systems according to international standards and internal procedures. | EHS | Own operations | Public |
| Climate Transition Plan | The document presents EssilorLuxottica's 1.5°C-aligned climate transition plan. The main contents are:<br>• emissions reduction targets set as per SBTi requirements;<br>• climate change mitigation and adaptation;<br>• energy efficiency;<br>• renewable energy deployment;<br>• suppliers' engagement and the engagement of the stakeholders. | Corporate Sustainability and Product & Operations Sustainability | Own operations | Internal |
| Business Partners' Code of Conduct | It sets out the Group expectations toward its Business Partners in terms of, among other topics, environmental impacts. More specifically: EssilorLuxottica seeks Business Partners that address climate change and preserve the environment by reducing energy consumption, limiting carbon footprint across the value chain and being resilient to climate-related risks. | Compliance/ Sourcing & Procurement | Upstream and downstream | Public |

The Group is also working on a dedicated Corporate energy management policy that will be issued in due course to complement the already existing local procedures.

### 6.2.1.5 Actions and Resources

To deploy its strategy and achieve its commitments, the Company, with the involvement of different functions has identified several decarbonization initiatives that are described below.

#### Product evolution

##### Increasing the use of renewable energy

In 2024, the Group installed and started up different on-site renewable energy plants on 10 sites and 9 countries (China, France, Italy, Mexico, Netherlands, Portugal, Thailand, UK and US). These investments add a new capacity of 37.8 MWp, and, in a full year, generate approximatively 58,909 MWh/year and reduce more than 31,000 $tCO_2e$/year.

Of these, the most important projects in the reporting year, in terms of $CO_2e$ reductions, are:

- the installation of photovoltaic panels, ground mounted, in the facility of Barberini, Città Sant'Angelo (Italy), with a capacity of 20 MWp, able to generate 33,800 MWh/year;
- the installation of photovoltaic panels on the roof of Oakley's headquarter in the US, with a capacity of 1.9 MWp able to generate approximatively 3,190 MWh/year;
- the installation of photovoltaic panels on the roof of the factory in Rayong (Thailand) corresponding to a total capacity of 11 MWp that are expected to generate approximatively 15,600 MWh/year of renewal energy per year;
- the installation of photovoltaic panels on the roof of Tristar factory in Dongguan, China, with a capacity of 2.1 MWp able to generate approximatively 2,415 MWh/year.

Taking into account the actual operating hours of all on-site renewable energy plants in 2024, including the ones started up during the year, that brought only a partial contribution, the actual generated power is 20,902 MWh which would have emitted 10,913 $tCO_2e$ more if the Group had not used renewable energy.

Over the next five years, the Group's renewable energy roadmap foresees the installation of more generating assets, in several different countries, and the achievement of a total on-site production of renewable electricity of more than 95,000 MWh/year (around 5% of the Group's electricity consumption), reducing more than 54,000 $tCO_2e$/year.

In addition, early 2025, a 5 MW biomass plant in the Agordo factory, Italy, will start operating, using residual biomass generated by the maintenance of local forests to generate thermal and cooling energy that will be used to cover the factory's need.

The Group has also continued to switch to renewable energy sources worldwide in 2024. Specifically, the supply of renewable energy covers a significant percentage of electricity consumption for its sites, offices and stores in Europe, including new countries such as Hungary. The Group has also continued to increase the renewable energy quota for the Asia-Pacific area. Without this renewable energy supply program, the Group would have emitted 550,000 tons of $CO_2e$ emissions more in these countries in 2024, which is also reflected in the market-based Scope 2 emissions. Besides, it is worth noting that in 2023, EssilorLuxottica sites in Italy started using renewable energy following the 12-year Power Purchase Agreement (PPA) signed with ERG Power Generation for the supply of approximately 900 GWh of green energy between 2023 and 2034. The agreement is based on the sale by ERG for approximately 75% of the energy produced by its Partinico-Monreale wind farm near Palermo, Italy, which consists of 10 turbines of 4.2 MW with total installed power of 42 MW and an estimated annual production of 94 GWh.

##### Operations efficiency

###### *Improving energy efficiency*

Within the Group Operations' scope, it is worth listing some of the main initiatives for energy conservation pursued across different Business Units and Regions.

1. **Cooling optimization:** cooling applications for both process and conditioning can have an important impact in terms of energy consumption. As part of the Company's investments in cooling technologies optimization, in 2024, more than 15 cooling systems were replaced with higher efficiency units, or optimized with design or technology updates (adiabatic cooling systems, cooling tower technology, etc.). With the same approach, the company has budgeted to continue investing in the 2025-2030 period on technology turnover finalized to energy conservation, consisting in modifying or reengineering existing solutions and creating best practices on the design and management phase.
2. **Electric motors:** the large electrical motors used in the Group's major mass production sites for lenses have been identified as an opportunity for efficiency. In 2024, more than 70 motors were replaced with higher efficiency units, that can help to gain 3-5% of energy efficiency depending on the size and application. In 2025 and following years, the Company is planning further investments in newer and higher efficiency solutions combined to the technology turnover.
3. **AR Ecokit:** Anti-reflective Ecokit is a technical solution that Satisloh has identified to reduce the impact of the machines for thin film coating applications, which is among the most energy intensive technology in the lens manufacturing process. An energy reduction solution has been identified to reduce heat dispersion and energy consumption during the idle/no added value steps of the process. This solution has become a company standard for the new machines while there is a plan to install the same standard for all applications currently used in the different geographies. The initiative has been included in the 2025 budget to be continued and should be completed with 100% coverage of existing applications by 2026.

4. **Lighting:** LED technology for lighting applications both in the new facilities and in older ones has been identified as another opportunity for the Group to reduce the overall $CO_2e$ emissions footprint. A specific standard has been defined for new lighting applications while, for existing ones, specific projects have been planned to identify the opportunities through the metering system distributed at regional level, building business cases with clear targets in terms of energy reduction. The plan is to continue to invest in 2025 and convert old facilities with new LED technology, covering all the production sites where incandescent technology is present.
5. **Compressed air**: thanks to energy metering, there are best practices identified and planned to be extended whenever there is the opportunity. An example is the usage of compressors to produce hot water to be reused in the process support equipment. In 2024, more than 10 sites have replaced their units with higher efficiency ones or reviewed design/pipe distribution to enhance overall performance. In 2024, the first facility with 100% heating solution coming from internal resources recovery using this technology was built in France, with more applications planned in the budget for the 2025-2030 period.

Regarding waste minimization initiatives that contribute to the carbon footprint reduction, projects are described in Section 6.2.4 *ESRS E5 – Resource Use and Circular Economy*.

EssilorLuxottica has also implemented environmental management systems that conform to the ISO 14001 standard. As a result, 37 of its manufacturing facilities, 20 lens laboratories, five distribution centers and three corporate offices are ISO 14001 certified, which covers around 32% of the total Group headcount.

In addition, associated with the Company's efforts to improve energy efficiency and structure its energy management systems, 12 of its manufacturing facilities, two lens laboratories, four distribution centers and three corporate offices have obtained ISO 50001 certification over the years which covers around 15% of the Group total headcount. ISO 50001 certification is complementary to ISO 14001 certification and enables the Company to assess the energy footprint of its sites and strengthen energy management.

## Supply chain optimization

In 2024, EssilorLuxottica introduced its first sustainable supply chain roadmap, centred on the following four levers:

- reduce carbon footprint;
- optimize regionalization and replenishment;
- improve circularity;
- invest in low-carbon supply chain and stock.

To support the mapping and projection of supply chain flows for frames, components, and finished and prescription lenses, a digital modelling and simulation of the Group's own manufacturing and logistic footprint was started. The simulation, which included raw materials, aimed to deliver a five-year growth projection of the footprint and associated impacts, specifically on raw materials, energy, and logistics. Ultimately, this tool will help the Group to analyse scenarios and support manufacturing strategic decision-making.

Another strategic study on a complete pair service (delivering a pair of eyeglasses with prescription directly to a store) was launched to identify the sustainability benefits and limit the impacts. Supported by a Life Cycle Analysis, this study covered a pilot transformation project in Poland where the Group's retail stores are now served by the regional laboratory, providing better performances while saving 100% water and significantly reducing raw materials consumption and improving waste management. This study will support the scale up of the complete pair service within the Group. These initiatives are part of the strategy planned to be implemented until 2030.

Finally, a whole program of awareness and training on sustainability culture has been launched for the logistics and supply chain functions, and is planned to be completed by all supply chain teams globally by the end of 2026.

## Logistics optimization

The transportation and distribution of products accounts for some of the most important indirect carbon emissions sources. The Company has a team dedicated to low-carbon supply chain initiatives, including carbon reporting guidelines, engagement with suppliers and action plans to reduce GHG emissions. The full Logistics organization has defined an integrated strategy based on five pillars, explained below, which contribute to reach the near-term carbon emissions reduction targets by 2030.

### Alternative to air for non-urgent orders (sea or ground transportation)

As more than 90% of its Logistics $CO_2e$ emissions are coming from air transportation, the Group has identified 'alternative to air' transportation services with acceptable lead times in some major international lanes, in order to minimize the impact of switching from air to other transportation modes (e.g., rail transportation mode from Asia Pacific countries to Europe, Middle East, Africa countries and fast boat solutions from Asia Pacific countries to North America destinations). This initiative was boosted in 2024 with the switch to ocean and train shipments for frames from Asia Pacific countries to Europe Middle East Africa and North America destinations. The plan for the coming years is to continue to increase the percentage of 'alternative to air' transportation modes that will be the main contributor to commit with the near-term $CO_2e$ emissions reduction targets by 2030. For both frames and lenses, the target is to increase progressively, starting from 2024 until 2030, the percentage of 'alternative to air' transportation modes, moving from 7% to 40% for frames and from 60% to 80% for lenses.

### Air fleet renewal & optimized routings for urgent orders

At the beginning of 2024, EssilorLuxottica started an initiative dedicated to prompting its suppliers to use the lowest $CO_2e$ emissions air transportation by combining the latest generation of aircraft models with the most efficient and optimized routings. Thanks to an exhaustive mapping among many market solutions proposed by the suppliers, reductions of up to 35% of $CO_2e$ emissions can be realized during an international air flight. These reductions result from a comparison between a first option, combining the utilization of previous generation aircraft passengers models and a multi-route itinerary until final destination, and a second option made of direct cargo routes using the latest generation of aircraft cargo models. This initiative is part of the strategy planned to be implemented progressively until 2030 on all international lanes representing the highest shipment volumes.

On top of that, from now on, this performance criteria will be included in the selection process of awarding the international lanes to the Group's suppliers during the yearly Request For Quotation process. Moreover, the suppliers will be monitored on a monthly basis according to the committed agreements regarding the overall emissions recorded on the specific international lanes awarded.

### Last mile segmentation

Another initiative to reduce the Group logistics' emissions refers to the maximization of road transportation concerning all domestic flows, benefiting from an emission factor intensity 5 to 10 times lower than that of air transportation. In the steps toward the decarbonization of transportation, EssilorLuxottica has also invested in the electric mobility for goods transportation. Starting from June 2024, an owned electric truck has been activated for transporting goods from the Italian distribution center based in Sedico to the hub of an Italian logistics partner.

### Shipment optimization

Several actions have been implemented and progressively deployed in several entities of the Group in the last two years to benefit from the optimization of all shipment preparation. One of the broader actions refers to the systematic consolidation of more and more shipments from different entities in the same country, as well as shipments to different customers in the same region. The Group has also generalized the usage of stackable pallets enabling an increased fill rate of up to 74% globally on the containers shipped from Asian and Latin American entities in 2024. Also the fill rate of the carton boxes used for the finished or semi-finished lenses shipped from Asian, North American and Latin American entities has increased up to 82% in 2024. The 2030 goal is to standardize the usage of stackable pallets in order to reach at least 80% of container saturation, as well as to progressively raise the fill rate of carton boxes to an average of 90%.

### Industrial process & network optimization

The Group is benefiting from the nearshoring of some lens volumes produced in the Asian manufacturing sites closer to the European and American markets thanks to an increased automation in the semi-finished lens casting processes. According to the progressive roll out of this automation until 2030, the target is to transfer more lens production volumes to the European and American manufacturing sites to cover the respective markets, thereby also reducing transportation distances and therefore carbon emissions.

Moreover, the Group is working on the manufacturing of lighter semi-finished lenses, which will also contribute to reducing $CO_2e$ emissions resulting from transportation.

## Upstream improvement and others initiatives

### Building guidelines

The Company's 'New Building Guidelines' include criteria to obtain Gold level LEED certification for all of its new manufacturing and distribution buildings and climate-related criteria such as renewable energy consideration, air emissions, water risk management, waste management and site location selection including climate risk analysis. These criteria attest that the design and construction respect the surrounding ecosystem and were applied to the facilities built in recent years in France, Thailand and Mexico. Sustainability considerations are also applied to the Group's store network, as described in Section 6.2.4 *ESRS E5 – Resource Use and Circular Economy*.

### Engaging all stakeholders on the climate journey

Communication and training on the Eyes on the Planet program for employees and customers support the execution of the aforementioned actions and measures. An example is the Eyes on the Planet Newsletter, that in 2024 increased its audience reaching via mail to over 100,000 employees for each issue and focused on climate actions and key sustainability projects within the Group.

A specific dashboard with key environmental performance information for the Group's main Operations sites is also regularly updated in production sites to raise awareness on environmental topics.

In addition, interactive climate change awareness workshops, designed for small groups to increase awareness on climate change consequences and engage employee action reached more than 4,500 employees across 51 countries, counting a total of more than 1,100 workshops delivered since their initiation in 2020. Virtual classrooms on climate change are also regularly hosted on the Leonardo learning platform.

External stakeholders are equally important for EssilorLuxottica's ambition to lead by example with its climate and sustainability journey. In 2024, the third edition of its 'Sustainability Week' took place on Earth Day to support the official Earth Day 2024 theme – 'Planet vs. Plastics' – and raised awareness on sustainable practices.

Throughout the week, live events were hosted on EssilorLuxottica's Leonardo learning platform to present 'Sustainability and Mission: 2023 Highlights' and 'Eyes on the Planet vs. Plastics', each attracting over 3,000 participants, including employees and customers, twice the audience of the previous edition, which further confirms the increasing importance these topics have in the Company's ecosystem.

To support its climate journey, EssilorLuxottica seeks to work with Business Partners that run their businesses and supply chains responsibly and in compliance with applicable laws and regulations and, more specifically, that are keen on addressing climate change and preserving the environment by reducing energy consumption, limiting carbon footprint across the value chain, and being resilient to climate-related risks. Environmental criteria are assessed through the EcoVadis platform and on-site Responsible Sourcing audits. The Responsible Sourcing team defines requirements and related evaluation criteria to seek and assess suppliers' answers on questions dedicated to climate change and energy consumption. In general, suppliers must comply with all national laws and international regulations regarding environmental compliance and governance, which includes documentation on environmental permits/licenses and a clear identification of roles and responsibilities. For more information on the Company's responsible sourcing program, refer to Section 6.3.2 *ESRS S2 – Workers in the Value Chain.*

Reducing Scope 3 emissions is a key element of EssilorLuxottica's climate journey. As shown in Section 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)*, Scope 3 emissions represent more than 85% of the Group's carbon footprint, with a significant part related to the purchasing of raw materials, components, products and services. Some of the Group's key suppliers have been asked to complete a questionnaire to share information about their sustainability strategy to reduce their own carbon emissions, the availability of emission factors and Life Cycle Analysis data related to products and services purchased by the Group. This questionnaire has been built to engage with suppliers with the purpose of creating synergies to lower the entire value chain emissions and to further increase the accuracy of the Group carbon footprint assessment. In line with its new Scope 3 emissions reduction target, the Company will bring its suppliers and business partners along its decarbonization journey.

In total, all the initiatives mentioned in this section enabled the Group to reduce its emissions by approximately 450,000 tons of $CO_2e$ in 2024 compared to the 2022 baseline. This impact does not take into consideration other aspects that might affect the Group emissions. The overall trend of the Group GHG emissions is disclosed in 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3).*

However, these different actions are preconditioned by the availability of financial support, the local regulatory frameworks, the energy market conditions and the engagement of the suppliers in this journey.

In this respect, associated CapEx amounted to €29 millions in 2024. Total CapEx is reported in Chapter 5, Section 5.1.6 *Notes to the Consolidated Financial Statements*, Note 10 *Goodwill and Other Intangible Assets*, Note 11 *Property, Plant and Equipment*, and Note 12 *Leases to* the financial statements.

Regarding the EU Green Taxonomy, information is available in Section 6.2.5 *EU Taxonomy Disclosure*. Differences in CapEx amounts can be explained by the fact that that the Group launched some energy reduction initiatives that are not considered eligible (e.g., eco-kit or replacement of motors), as these actions are not described in the current version of the regulation.

### 6.2.1.6 Targets

Since its creation, EssilorLuxottica has been committed to minimizing its environmental impact throughout the entire value chain, aiming to mitigate the effects of climate change on the planet. The first Group milestone set in 2021 regards the reduction and neutralization of the carbon footprint of its direct operations (Scopes 1 and 2) globally by 2025 (already achieved in Europe in 2023).

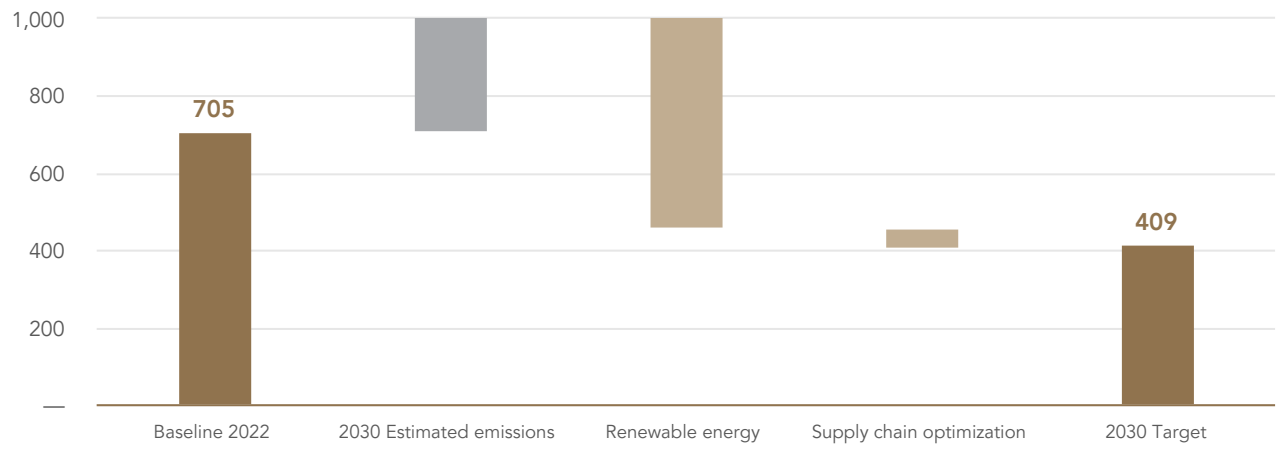
A new key step in the Company's efforts to reduce the environmental impact across its entire value chain has been achieved with the validation of near-term greenhouse gas (GHG) emissions reduction targets by the Science-Based Targets initiative.

As mentioned in Section 6.2.1.3 *Transition Plan for Climate Change Mitigation*, EssilorLuxottica committed to reducing absolute Scopes 1 and 2 GHG emissions by 42% by 2030, from a 2022 base year. Additionally, the Group committed to reducing absolute Scope 3 GHG emissions from purchased goods and services (not including Equipment, Instruments and Wearables sub-categories), fuel- and energy-related activities, upstream transportation and distribution, and waste generated in operations by 25% within the same timeframe.

The Group designed its emission reduction plan for Scopes 1 and 2 and for Scope 3 by firstly estimating the potential increase of its emissions up to 2030 excluding any emissions reduction impact deriving from its decarbonization initiatives. Afterwards, the impact of the different decarbonization levers was estimated for the same timeframe and applied to the model. These levers and their related impact are described in Section 6.2.1.5 *Actions and Resources.*

The charts below show the main carbon reduction levers that EssilorLuxottica has identified in order to achieve its 2030 targets for Scopes 1 and 2 and Scope 3. The magnitude of the expected impact deriving from these levers will naturally evolve in line with the Group internal strategies, progress and new initiatives:

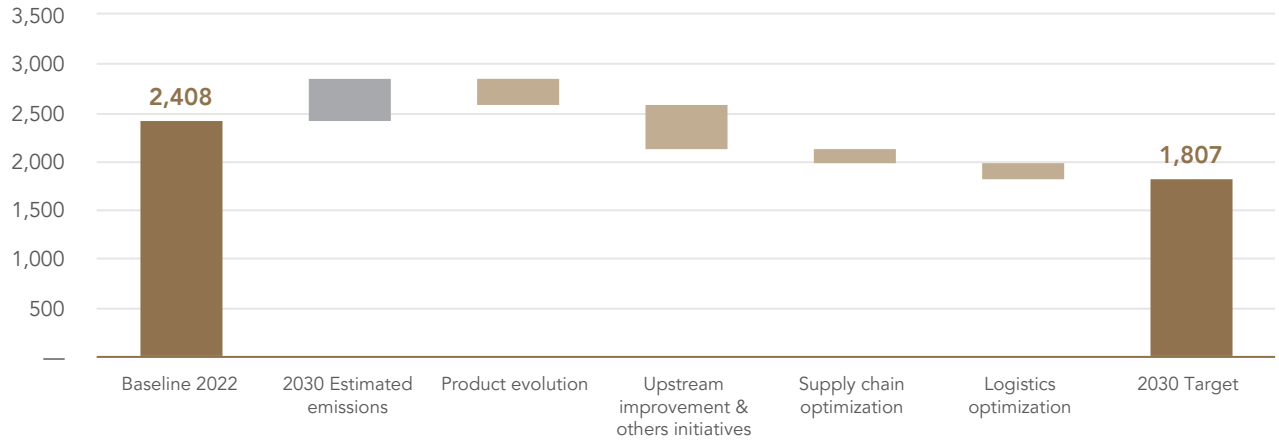
Scopes 1 & 2 emissions reduction plan *(Ktons $CO_2e$)*




With regards to Scopes 1 and 2, the Group will continue to invest in the renewable energy production and purchase while expanding the application of its best practices on efficiency and optimizing its supply chain network.

In the baseline 2022, Scope 1 represented 23% of the combined Scopes 1&2 emissions and Scope 2 represented the remaining 77%. The Scopes 1 and 2 target has been validated by SBTi, recognized as in line with the '1.5 degrees' path.

Scope 3 emissions reduction plan *(Ktons $CO_2e$)*




On Scope 3, instead, EssilorLuxottica plans to benefit from the evolution of its products, by lowering their impact from an energy and materials usage perspective, as well as from the described levers related to supply chain and logistics optimization and from improvements on the upstream part of its value chain.

The Scope 3 target has been validated by SBTi, recognized as in line with the 'well-below 2 degrees' path and in line with the climate mitigation efforts outlined in the Paris Agreement adopted by the United Nations in 2015.

It is worth noting that the 2022 baseline emissions are slightly different from the 2022 data reported in the 2023 Universal Registration Document following some refinements during the target validation process. The table below summarizes the Company's Scopes 1 and 2 and Scope 3 science-based targets.

| Emission reduction targets – Scopes 1,2 and 3 | 2022 (baseline) | 2030 target | Absolute reduction | % of reduction |
|---|---|---|---|---|
| Scopes 1 and 2 *($KtCO_2e$)* | 705 | 409 | -296 | 42% |
| Scope 3 *($KtCO_2e$)* | 2,408 | 1,806 | -602 | 25% |
| **TOTAL** *($KtCO_2e$)* | **3,112** | **2,215** | **-897** | |

Consistency of GHG emissions reduction targets with GHG inventory boundaries has been ensured during the target submission and validation processes with SBTi. Cross-sector pathway provided by SBTi was used. The target boundary includes land-related emissions and removals from bioenergy feedstocks.

Specific targets for climate change adaptation, renewable energy deployment and energy efficiency have not been set.

### 6.2.1.7 Energy Consumption and Mix

Below is a table summarizing the Group's energy consumption for 2024 by energy type.

| | 2024 value |
|---|---|
| **Total electricity consumption** | **1,923.76** |
| *Of which produced on site from renewable sources:* | *20.90* |
| • *from photovoltaic panels* | *20.90* |
| *Of which from renewable energy credits* | *927.36* |
| *Of which purchased from the local grids* | *975.50* |
| • *from nuclear* | *94.97* |
| • *from fossil coal* | *224.23* |
| • *from oil* | - |
| • *from natural gas* | *330.40* |
| • *from other fossil fuel sources* | *20.84* |
| • *from renewable sources* | *305.06* |
| **Steam** *(GWh)* | **6.04** |
| • from fossil fuel sources | 4.56 |
| • from renewable sources | 1.48 |
| **Liquid fuel** *(GWh)* | **16.12** |
| • from fossil fuel sources | 16.12 |
| • from renewable sources | - |
| **Natural gas** *(GWh)* | **215.01** |
| **Fuel for Company cars** *(GWh)* | **4.97** |
| Coal and coal products | - |
| Other fossil sources | - |
| Non-renewable energy production | - |
| Consumption of self-generated non-fuel renewable energy | - |
| **TOTAL FOSSIL ENERGY CONSUMPTION** *(GWh)* | **816.13** |
| Share of fossil sources in total energy consumption *(%)* | 38% |
| **Consumption from nuclear sources** *(GWh)* | **94.97** |
| Share of consumption from nuclear sources in total energy consumption *(%)* | 4% |
| **TOTAL RENEWABLE ENERGY CONSUMPTION** *(GWh)* | **1,254.80** |
| Share of renewable sources in total energy consumption *(%)* | 58% |
| **TOTAL ENERGY CONSUMPTION** *(GWh)* | **2,165.90** |

For more information on the reporting rules for energy and on the estimation methodology, please refer to Section 6.5 *Methodology Note*.

In 2024, the Group energy consumption remained at a similar level as 2023 (2,149 GWh). In line with EssilorLuxottica's climate roadmap, the Group has continuously extended the use of renewable energy. Specifically, thanks to the constant investments and gradual roll-out of photovoltaic panels, the on site production of renewable energy increased by 65% in 2024. Meanwhile, the amount of purchased renewable energy with Energy Attribute Certificates (EACs) has registered an increase of 32% compared to the previous year.

In 2024, the distribution of energy consumption per geographical area was as follows: Asia-Pacific (43%), EMEA (28%), North America (20%) and Latin America (9%).

The energy intensity is 0.08kWh/€. The sector used is 'Manufacture of medical and dental instruments and supplies' as this is the NACE code of the Group. The revenues used are €26,508 million as mentioned in the financial statement in Chapter 5, Section 5.1.1 *Consolidated Statement of Profit or Loss*.

### Renewable energy credits

As described in Section 6.2.1.5 *Actions and Resources*, the Group is constantly working to switch to renewable energy sources worldwide and thanks to the renewable energy purchasing program, more than 550,000 tons of $CO_2$e emissions have not been emitted in 2024. The percentage of contractual instruments purchased is split between: International Renewable Energy Certificates (I-RECs) for 52%, Guarantee of Origin (GOs) for 39%, Tradable Instruments for Global Renewables (TIGR) for 10% and Renewable Energy Guarantee of Origin (REGO) for 2%.

## 6.2.1.8 Total GHG Emissions (Scopes 1, 2 and 3)

EssilorLuxottica applies the Operational Control, as defined by the GHG Protocol, as Consolidation approach for its GHG emissions mainly due to its vertical integration, with the willingness to consider all the emissions linked to the actions driven by the Group.

In 2024, EssilorLuxottica updated its carbon footprint assessment globally, with the involvement of different functions across the organization, including Procurement, Logistics, EHS, Product & Operations Sustainability, Operations Engineering, HR, Real Estate and Finance. Following the guidelines of the GHG Protocol, the analysis provided a complete understanding of the Company's direct and indirect $CO_2$e impacts at each stage of the value chain, including a clear overview of all Scope 3 emissions relevant to the Group activities. The Company is constantly working to improve and refine the process to assess its carbon footprint.

| | 2024 | Base year 2022 | Absolute evolution |
|---|---|---|---|
| **SCOPE 1 GHG EMISSIONS** *($tCO_2e$)* | **116,092** | **160,244** | **(44,152)** |
| Stationary combustion | 49,536 | 56,644 | (7,108) |
| Mobile combustion | 18,468 | 19,926 | (1,458) |
| Fugitive emissions | 48,088 | 83,674 | (35,586) |
| **LOCATION-BASED SCOPE 2 GHG EMISSIONS** *($tCO_2e$)* | **958,447** | **788,024** | **170,423** |
| Electricity consumption – Location-based | 956,580 | 787,360 | 169,220 |
| Company cars – Location based | 133 | 215 | (82) |
| Steam | 1,734 | 449 | 1,285 |
| **MARKET-BASED SCOPE 2 GHG EMISSIONS** *($tCO_2e$)* | **475,555** | **544,442** | **(68,887)** |
| Electricity consumption – Market-based | 473,579 | 543,771 | (70,192) |
| Company cars – Market-based | 242 | 222 | 20 |
| Steam | 1,734 | 449 | 1,285 |
| **SCOPE 3 GHG EMISSIONS** *($tCO_2e$)* | **3,528,307** | **3,422,043** | **106,264** |
| 1. Purchased goods and services | 1,879,135 | 1,822,207 | 56,928 |
| 2. Capital goods | 370,364 | 439,864 | (69,500) |
| 3. Fuel- and energy-related activities (not included in Scope 1 or Scope 2) | 127,852 | 171,843 | (43,991) |
| 4. Upstream transportation and distribution | 390,546 | 431,587 | (41,041) |
| *Of which Logistics managed by EssilorLuxottica* | *313,863* | *302,789* | *11,074* |
| *Of which Logistics managed by suppliers* | *76,682* | *128,798* | *(52,116)* |
| 5. Waste generated in operations | 36,922 | 49,422 | (12,500) |
| 6. Business travel | 41,126 | 42,171 | (1,045) |
| 7. Employee commuting | 127,025 | 80,399 | 46,626 |
| 10. Processing of sold products | 383,781 | 161,543 | 222,238 |
| 11. Use of sold products | 80,879 | 72,826 | 8,053 |
| 12. End-of-life treatment of sold products | 46,315 | 59,219 | (12,904) |
| 14. Franchises | 34,434 | 46,291 | (11,857) |
| 15. Investments | 9,929 | 44,672 | (34,743) |
| **TOTAL GHG EMISSIONS (LOCATION-BASED)** *($tCO_2e$)* | **4,602,846** | **4,370,311** | **232,535** |
| **TOTAL GHG EMISSIONS (MARKET-BASED)** *($tCO_2e$)* | **4,119,953** | **4,126,729** | **(6,775)** |
| Scopes 1 & 2 GHG emissions (market-based) part of the science-based target | 591,647 | 704,686 | (113,040) |
| Scope 3 GHG emissions part of the science-based target | 2,390,706 | 2,407,658 | (16,952) |

EssilorLuxottica's reporting boundaries consider emissions from the relevant Scope 1, Scope 2, and Scope 3 categories. Scope 3 emissions from GHG categories 'Upstream Leased Assets' (3.8), 'Downstream Transportation and Distribution' (3.9) and 'Downstream leased assets' (3.13) are excluded since they are considered not relevant or applicable to the EssilorLuxottica context. None of the Scope 1 GHG emissions are regulated by trading schemes.

In 2024, the total GHG emissions disclosed in the table above show a slight increase applying both a location and a market-based approach. The Group applies the market-based method for the planning and deployment of its decarbonization strategies, as well as for the emissions reduction targets set in the reporting year. The GHG category that mainly led to an overall increase of emissions is the 'Processing of sold products' (3.10), affected by a substantial review of the emission factors applied, including all the possible consumptions deriving from the processing of sold lenses by customers.

However, focusing the analysis only on the GHG emissions in the categories included in the Company's science-based targets, a significant decrease can be appreciated in Scope 1 and 2 emissions compared to the baseline, as well as a slight improvement in Scope 3 emissions. The advancements in the switch to renewable energy, in fact, are largely supporting the reduction of Scope 1, 2 and 3 GHG emissions.

The Group is also committed to reducing of all the other GHG categories, expecting a progressive impact of the different decarbonization levers described in Section 6.2.1.5 *Actions and Resources* soon to be reflected in the Group carbon footprint. Moreover, EssilorLuxottica continuously seeks to identify new initiatives to further reduce its GHG emissions and considers the involvement of its stakeholders key to achieving a low-carbon future.

In 2024, the distribution of Scope 1 emissions per geographical area was as follows: Asia-Pacific (33%), EMEA (45%), North America (15%) and Latin America (7%). The distribution of Scope 2 location-based emissions per geographical area was as follows: Asia-Pacific (66%), EMEA (14%), North America (14%) and Latin America (6%); as for Scope 2 market-based emissions, the geographical distribution was as follows: Asia-Pacific (49%), EMEA (9%), North America (29%) and Latin America (12%).

Biogenic $CO_2$ emissions that occur in the value chain are not included in the Scopes, nor is the $CO_2$ uptake, since the amount of biogenic materials is not relevant for EssilorLuxottica and the method applied to calculate the emission factors considered do not include biogenic $CO_2$ emissions and uptake. For more information on the calculation and estimation methodology and related emission factors used, please refer to 6.5 *Methodology Note*.

In 2024, EssilorLuxottica's carbon intensity per euro of revenue amounted to 0.174 kg $CO_2$e/euro for location-based calculated emissions and 0.155 kg $CO_2$e/euro for market-based calculated emissions. In 2024, the Group's revenue equalled €26,508 million as reported in the financial statements (see Chapter 5, Section 5.1.1 *Consolidated Statement of Profit or Loss* of this Universal Registration Document).

To respond to the increasing demand for environmental transparency, EssilorLuxottica has disclosed through the Carbon Disclosure Project (CDP) Climate Change questionnaire since 2022, and in 2024 received an 'A-' score (after a 'B' score in 2023), in recognition of the improved environmental disclosure and performance.

No significant events or changes occurred between the reporting dates of the entities and the date of the general-purpose financial statements.

Finally, the Group, based on its activities, is not excluded from the EU Paris-aligned Benchmarks.

### 6.2.1.9 GHG Removals and GHG Mitigation Projects Financed Through Carbon Credits

The Company invests in natural ecosystem projects and buys carbon credits generated by nature-based projects or energy projects. EssilorLuxottica set selection criteria that consider projects located in countries where it operates and that have a positive impact on biodiversity and socio-economic development of local communities (e.g., creation of job opportunities). The Company's criteria consider only carbon credits that have a vintage within five years from the date of retirement and are verified by well-recognized international standards (e.g., Verified Carbon Standard – VCS – or Gold Standard).

Moreover, EssilorLuxottica requires evidence from its carbon-credit suppliers of their own specific due diligence for the projects selected. In 2024, the Company selected two VCS certified projects to support the afforestation of native species plants in barren lands in China and the generation of clean electricity through renewable solar energy sources in India, in line with Group's efforts on its own value chain.

To support the achievement of carbon neutrality in Europe in 2024, balancing the residual emissions related to Scope 1 and Scope 2, approximately 81 kt$CO_2$e of VCS certified carbon credits, with a vintage lower than five years, have been retired. Out of these 81 kt$CO_2$e, more than 20% refer to removals related to the selected afforestation project in China, a project ICROA (International Carbon Reduction and Offset Alliance) approved and CCB (Climate, Community and Biodiversity) certified. The residual part, instead, refers to reductions deriving from the renewable solar power projects selected in 2024 and 2023 in India.

In fact, carbon credits for 19.8 kt$CO_2$e retired in 2024 were still available from the selection performed in 2023. The projects supported are selected on a yearly basis, thus a year over year comparison is not relevant. A residual part of carbon credits purchased in 2024 and not retired will be canceled in 2025, accounting for 24 kt$CO_2$e.

| Carbon Credits canceled in the reporting year | Verification standard | $tCO_2e$ |
|---|---|---|
| **TOTAL CREDITS CANCELED** | **-** | **81,482** |
| Removal – afforestation | Verified Carbon Standard | 17,000 |
| Reduction – solar panel installation | Verified Carbon Standard | 44,682 |
| Reduction – solar panel installation | Verified Carbon Standard | 19,800 |
| **SHARE FROM REMOVAL PROJECTS** *(%)* | | **21%** |
| **SHARE FROM REDUCTION PROJECTS** *(%)* | | **79%** |
| % for each recognised quality standard | 100% | 100% |
| % issued from projects in the EU | -% | -% |
| % that qualifies as a corresponding adjustment under Article. 6 of the Paris Agreement | | -% |
| Carbon credits planned to be canceled in the future | | 23,318 |

### 6.2.1.10 Internal Carbon Pricing

The Group has not implemented an internal price on environmental externalities for the time being. However, a specific analysis will be devoted to the topic in due course.

## 6.2.2 ESRS E2 – Pollution

### 6.2.2.1 Introduction

EssilorLuxottica is committed to eliminating or minimizing all possible impacts on the environment and on Health & Safety deriving from its operations, products and stores throughout the design, manufacturing, distribution, and use of its products. This implies ensuring its products and operations are safe for its employees, customers and consumers as well as for the environment, in compliance with chemical and product safety regulations. The Company indeed implements strict control over hazardous substances in chemicals, materials and components and ensures the replacement of those with unacceptable risk.

This Section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to pollution.

### 6.2.2.2 Material Impacts, Risks and Opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Pollution Prevention | Risk of infringements of pollution-related regulations and of cost due to remediation actions | Failing to reduce the environmental impacts of air or water pollution from the manufacturing sites and lens laboratories could lead to non-compliance with pollution prevention regulations, resulting in penalties, fines, increased operational costs and legal liabilities. Additionally, regulatory violations could damage the company's reputation, leading to loss of consumer trust, investor confidence, and market competitiveness. | • EHS Policy<br>• Business Partners Code of Conduct<br>• Product Stewardship – Safety and Compliance of Chemicals, Materials and Components Policy | • Zero PCL1 chemicals in its manufacturing processes<br>• No introduction of PCL2 chemicals or PFAS for new products and processes |
| Product Safety | Potential impact on human health and the environment | Potential exposure to substances of concern and microplastics could threaten health, causing allergic reactions, toxicity, or long-term health issues. Additionally, the release of microplastics and harmful chemicals into the environment during production process, use, or disposal of products can lead to water contamination and contribute to broader environmental degradation. | | |

### 6.2.2.3 Policies

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Environment Health & Safety Policy | It articulates EssilorLuxottica's commitment to minimize the environmental impact of its operations, products and services, by:<br>• reducing the emissions of any pollutants;<br>• reducing the production of waste by facilitating reuse and recycling of materials;<br>• reducing the use of substances that are potentially hazardous for the people and the environment;<br>• constantly improving the condition of its workplaces, by identifying hazards, assessing Health & Safety risks and implementing suitable preventive measures to eliminate hazards and reduce risks. | EHS | Own operations | Public |
| Business Partners Code of Conduct | It sets out the Group expectations toward its Business Partners in terms of, among others, environmental impacts. EssilorLuxottica seeks Business Partners that implement and/or pursue initiatives that contribute to the decrease of environmental impacts by responsibly managing natural resources, protecting local biodiversity and natural ecosystems, and preventing pollution and deforestation. | Compliance/ Sourcing & Procurement | Upstream and downstream | Public |
| Product Stewardship – Safety and Compliance of Chemicals, Materials and Components Policy | Product Stewardship is a Health & Safety and environmental management strategy that involves proactive management of chemicals and materials to design, produce, sell, or use a product. The objective of this document is to outline management methods and parties involved in product stewardship, including to:<br>• ensure compliance with chemical regulations/laws;<br>• extend awareness of the relevance of compliance to legislation/ law across the whole Group;<br>• ensure that risks associated with the storage, use and disposal of chemicals and materials within EssilorLuxottica workplaces are controlled and managed;<br>• state roles and responsibilities of subjects involved in product stewardship and chemical management activities as well as related control principles;<br>• define rules and guidelines that must be followed to guarantee achievement of product stewardship objectives;<br>• regulate roles and responsibilities of parties involved as well as related control principles.<br>Through this policy, EssilorLuxottica manages the internal list of prohibited and restricted chemicals and also presents risk assessment and control measures as well as emergency procedures.<br>The document is based on relevant standards, such as ISO 45001 (occupational Health & Safety), ISO 14001 (environmental management systems), ISO 13485 (medical devices – Quality management systems), ISO 9001 (quality management systems), and the Globally Harmonized System of Classification and Labelling of Chemicals (GHS).<br>Requirements set up for EssilorLuxottica prohibited and restricted chemicals list and PCL (priority chemical levels) rules are a worldwide internal policy even if local regulatory requirements may be less strict. | EHS | Own operations | Internal |

In addition to these Corporate policies, different local procedures can also be available and overseen by local management, for example, action plans for Emergency or Incident, investigation procedure and an approval process for new chemicals and direct materials.

### 6.2.2.4 Actions and Resources

To ensure the elimination and minimization of possible impacts on the environment and on the Health & Safety of its value chain, EssilorLuxottica has set several initiatives as summarized below:

#### Water quality

The quantity and quality of water discharge are monitored and managed, in particular whenever these aspects might face any risk of being affected by operations processes. EssilorLuxottica has invested in on-site wastewater treatment systems at several of its facilities that integrate treatment and recycling of wastewater into a single flow or complete process.

In addition, suspended material parameters are monitored within the 'Wastewater Model' program, which helps to identify required actions to prevent water discharge incidents outside permitted limits, especially due to the reduction of water withdrawal that will consequently increase the concentration of pollutants. It also helps create opportunities for water close-loop solutions, thus making water itself reusable and compatible with manufacturing processes.

To reduce water use and recover wastewater, on-site closed circuit water recycling systems have been installed for prescription lenses generation processes and in galvanizing plants and painting processes. In addition, a project for cascading water in the hard-coat process has been completed in European Rx labs, allowing to re-use water in the different sequential steps of the process.

#### Air emissions

In terms of air pollution, the Company complies specifically with international, regional or local regulations, applying and managing air emissions permits where needed. Through regional/local guidelines, the EHS function supervises the process to determine if an air permit is needed and to support the business in applying for it and managing all the compliance requirements in the activities. Where specific requirements are in place, treatment systems are implemented and managed to guarantee compliance with all permitted parameters. One example is the treatment of volatile organic compounds, as some of the sites using coatings processes are required to install regenerative thermal oxidizer systems to remove solvents from air emissions and comply with emissions limits.

#### Microplastics and plastic pollution

Microplastics and plastic pollution are given great attention by the Company, ensuring that plastic particles are not released from its operations process into the environment. Sources of microplastics have been identified, for example, the residual from the generation of prescription lenses and acetate frames swarf. There is a strong focus on how to avoid their introduction in the Operations processes, reuse/recycle this material in a circular way or to valorize whenever it becomes waste. As of today, microplastics are either disposed of or thermally valorized (using ashes in downstream processes to avoid any waste residual), or recycled for specific applications, regulated by the internal policy on waste recycling.

#### Substances of concern/high concern

EssilorLuxottica is committed to protecting the Health & Safety of its employees and customers and the security of its products as well as ensuring a safe workplace. The Company's prohibited and restricted chemicals list and Priority Chemical Levels (PCL) rules are a worldwide internal policy based on existing compulsory global regulations, with stricter limitations compared to local regulations should there be evidence that they may present safety risks for people and the environment. Three priority chemical levels (PCL) and associated actions have been identified as follows:

- PCL1: prohibited chemicals: substitute it now, that is, the use of PCL1 chemicals is prohibited at any EssilorLuxottica workplace;
- PCL2: restricted chemicals: plan for replacement, implying that they are prohibited in case of any new chemical or direct material introduction, whereas for existing uses strong efforts must be made to identify and validate replacement solutions without undue delay;
- PCL3: chemicals that may be escalated: consider safer alternative wherever technically/economically possible.

All existing chemical inventories must be screened by facilities on a regular basis to track PCL chemicals. Moreover, the Group has been working on the creation of a unique 'Chemicals Management tool' to allow a strict control of existing and new chemicals, managing compliance, industrial hygiene and risk assessment for any new chemicals introduced in the manufacturing processes and ultimately assessing, controlling and mitigating the risk in a proactive manner. The rollout of this digital solution on the entire scope of Operations is expected to be completed by the end of 2026. Also, the Company is working to implement a comprehensive global database of all the Environmental permits, in 2025, to facilitate central compliance monitoring.

In addition, regulatory bodies' attention to per- and polyfluoroalkyl substances (PFAS) is increasing due to their ability to accumulate in the environment. Existing PFAS at EssilorLuxottica are being progressively replaced by non-PFAS alternatives and the Group is committed to not introducing any new PFAS. Therefore, any new chemical or direct material containing PFAS cannot be approved unless there are special circumstances, and requests for temporary derogations in such cases must be reviewed and approved by Business Unit Leaders and the EHS function. As PFAS information is often missing in the chemical composition included in safety data sheets and/or other relevant documentation, it is necessary to request information from suppliers to ensure chemicals/or direct materials do not contain PFAS. A signed PFAS declaration must be obtained from the supplier prior to a new chemical/or direct material being approved by EHS and introduced at a facility. Thousands of different PFAS are listed in the prohibited and restricted chemicals list as PCL1, PCL2 or PCL3. However, as the PFAS category is very broad and there is no existing exhaustive inventory of PFAS with their CAS (Chemical Abstracts Service) numbers, it is necessary to use the PFAS definition covering the following structural formula to request information on PFAS: 'PFAS is defined as a chemical substance, or polymer, that includes at least one aliphatic (-CF2-) or (-CF3-) element'.

### Value chain engagement

In addition to the actions implemented to ensure the Company is playing its role to minimize the possible impacts on environment and Health & Safety deriving from its own operations and products, EssilorLuxottica oversees the risks along its value chain, monitoring the potential and actual impacts of its suppliers. As described in ESRS E1 in the Section 6.2.1.5 *Actions and Resources*, the Responsible Sourcing team defines requirements and related evaluation criteria to seek and assess suppliers' answers on questions dedicated to the environment. Regarding air emissions and climate change, suppliers must comply with national legislation and commit to actions to tackle climate change at their own sites. In the context of Responsible Sourcing audits with suppliers, where relevant and necessary, suppliers must have appropriate permits for the management of waste and hazardous materials, including the identification of storage areas, clear labelling, bulk chemical storage, spill response, storage tanks, as well as solid waste, soil and groundwater management. For more information on the Company's responsible sourcing programme refer to Section 6.3.2 *ESRS S2 – Workers in the Value Chain*.

#### 6.2.2.5 Targets and Metrics

In alignment with EssilorLuxottica's Global EHS Policy, targets related to pollution refer to any international, regional or local regulations that may apply to the Company's Operations.

Regarding substances of concern/high concern, EssilorLuxottica yearly aims at zero PCL1 chemicals in its manufacturing processes as well as no introduction of PCL2 chemicals or PFAS for new products and processes. In 2024, no PCL1 chemicals have been introduced and no PCL2 or PFAS have been approved for new products/processes, through the Corporate approval process.

## 6.2.3 ESRS E3 – Water and Marine Resources

### 6.2.3.1 Introduction

Water is a key natural resource for the Company's activities, and it is a primary element for lens and frame manufacturing processes. Robust water management is not only important to ensure the quality, continuity and efficiency of production operations, but it is also essential for the well-being of the Group's employees and local communities where present.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to water resources.

### 6.2.3.2 Material Impacts, Risks and Opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Water Management | Risk of inefficient water management practices | Excessive water use and withdrawals, uncontrolled discharges or leaks of wastewater, can disrupt supply chains, particularly for water-dependent processes leading to higher operational costs, production delays, potential water pollution and regulatory fines. | • EHS Policy<br>• Business Partners Code of Conduct | • Water withdrawals |
| | Use of water resources that might impact local communities and the environment | Negative environmental damage (e.g., depletion of natural water resources resulting in the decay of related ecosystem services) due to inadequate water management, particularly in water-stressed areas, that can impact local communities. | | |

### 6.2.3.3 Policies

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Environment Health & Safety Policy | It articulates EssilorLuxottica's commitment to minimize the environmental impact of its operations, products and services, by using natural resources (such as water) and raw materials rationally and reducing emissions of any pollutants. | EHS | Own operations | Public |
| Business Partners Code of Conduct | It sets out the Group expectations toward its Business Partners in terms of, among others, the environment. More specifically: EssilorLuxottica seeks Business Partners that address climate change and preserve the environment by reducing water use. | Compliance/ Sourcing & Procurement | Upstream and downstream | Public |
| Waste Policy | The objective of this document is to regulate management methods and parties involved in relation to waste management, including wastewater cases. | EHS | Upstream and own operations | Internal |

EssilorLuxottica's water management policy will be issued in 2025 and will articulate the Company's approach and guidelines on water management and treatment. This document will supplement the local procedures that already exist.

### 6.2.3.4 Actions and Resources

Maximum attention is given to those water saving solutions that can limit withdrawals, especially in the regions at risk, and avoid direct discharge, making it possible to recycle or repurpose the process water internally. In this way, through specific tech solutions, it's possible to close loops in the Operations applications, reducing the water volumes withdrawn and maintaining the quality required for its reuse.

#### Water risk assessment and reduction of water use

Water risks are periodically assessed in key areas where EssilorLuxottica sites are located. By doing so, the Company can identify potential impacts and monitor the implementation of water stewardship projects.

Based on an analysis performed through the WWF Water Risk Filter, around 5% of the analysed assets accounting for less than 1% of the Company's current total water withdrawals (around 60,000 $m^3$), were exposed to very high or extreme water scarcity risks.

EssilorLuxottica mitigates related water risks by defining a more stringent water roadmap for these sites with specific water efficiency targets, water supply management and interaction with local communities. Overall the Company undertakes several actions to reduce its water withdrawals, which include:

- water mapping for equipment using water for main laboratories and mass production sites;
- installation of 'smart' meters to accurately measure water use with different levels of granularity, which help structural improvements of traditional resource-heavy processes, such as galvanization;
- comparison of site water performance with the benchmark process or 'water model';
- closed-circuit water recycling systems have been installed for prescription lenses generation processes – standard application that has been defined as best practice and standardized across the organization, with huge focus in North America, and Mexican area where water stress is relevant;
- defining a medium-term plan to reduce water use at site level.

Where water stress is material, the focus of the Company is on technologies whose water need is close to zero.

#### Manufacturing sites

Frame and lens manufacturing is water intense due to washing systems needed at different steps of the production process. In this regard, the Company has invested in the continuous improvement of manufacturing processes to further reduce its environmental impact, such as the installation of evaporator systems and wastewater treatment systems.

In 2024, the Company invested in wastewater treatment systems at different sites to close the loop of manufacturing processes, treat the water and make it reusable in the same upstream processes.

The level of treatment quality depends on the reuse purpose, and this kind of initiative has been pursued in 5 main sites across different geographies as Best Practice, with the plan to continue into 3 other main sites and additional smaller sites in 2025.

For frames production in Italy, many initiatives have been implemented over the last years such as a wastewater treatment system in its Rovereto plant, which has reduced liquid waste generated by barrelling and galvanic processes by an estimated 2,700 $m^3$ of waste per year. In 2024, a wastewater treatment system was implemented in Sedico for a potential 9,000 tons/year.

Other important initiatives have been implemented in its Agordo plant, including: the installation of an evaporator system with an estimated yearly reduction of 80 tons of waste; a metal tank regeneration project that decreased waste by around 1,000 tanks per year and optimization of the wastewater treatment system, adding an intermediate tank to improve the saturation of the treatment and, consequently, decreased the final waste produced.

The development of production processes that can allow the Company to eliminate water rinsing steps or reduce the current withdrawals is another area of focus. A clear stream for investigating a more sustainable approach is ongoing. At the same time the focus in 2024 has been on reducing the current withdrawal through a standardized approach for efficiency across Regions involving different departments. The plan is to continue in 2025 and define Corporate guidelines for the more water intense processes.

#### Rx manufacturing process

The Company has also focused on hard-coating applications, with many sites increasing the water reuse rate.

In addition, a water cascading project in the hard-coating process has been completed in European Rx labs, which saves up to 0.5 liters per lens (representing around a 15% decrease in total water withdrawals in the specific process).

In addition, continuous process optimization has led the Company to scale a technique for surfacing residue compaction of all substrates. This reduces the weight and volume of waste (less picking rotation, with an impact on $CO_2e$ emissions), and recycles water. Water is then filtered and reinjected into the prescription laboratory's in-house system, following a circular approach.

#### Cooling systems

Another initiative that has been spread across the different regions and Business Units relates to the cooling systems using water for adiabatic technology, where the process can be 'closed' reusing the cooling water, controlling the hardness of water, and drastically reducing the withdrawn portion. Specifically, the application in 2024 has been finalized in one big plant in the US and planned for 2025 in other sites, with a focus on North America.

### Value chain engagement

In addition to the actions implemented in its own operations, EssilorLuxottica monitors the risks related to water management along its value chain, monitoring the potential and actual impacts of its suppliers. Regarding water supply and wastewater, as part of the Responsible Sourcing audits, suppliers are requested to monitor and report their water and wastewater usage and have a wastewater treatment plant when applicable and relevant. For more information on the Company's responsible sourcing program refer to Section 6.3.2 *ESRS S2 – Workers in the Value Chain*.

## 6.2.3.5 Targets and Metrics

Specific targets on water management at Group level will be set in due course, but for the time being, the Company tracks the effectiveness of its strategy through the metric related to water withdrawal.

EssilorLuxottica has disclosed its water footprint for many years, referring to the withdrawals of different sources of water performed by its operations sites and retail stores. The water withdrawn and managed within the Group's sites and facilities are discharged according to local regulations, with an actual consumption of water along its manufacturing processes that is considered quantitatively not significant. A water consumption, in fact, could occur mainly through its restricted vaporization within the cooling circuits installed in the operations sites, and other minor leakages/evaporation. For this reason, the Group considers the water discharges as practically equal to the withdrawals, continuing to disclose the monitored information on water withdrawals split by source.

| | 2024 | 2023 (restated) | 2023 (disclosed) |
|---|---|---|---|
| **TOTAL WATER WITHDRAWAL** ($M^3$) | **11,108,868** | **11,401,007** | **10,780,279** |
| Third-party water | 9,397,726 | 9,542,984 | 9,542,984 |
| Natural water | 1,711,141 | 1,858,023 | 1,237,295 |
| Surface water | 2,243 | 3,248 | 3,248 |
| Ground water | 1,708,898 | 1,854,775 | 1,234,047 |

The 2023 data above reported has been restated to include the Ground Water withdrawals for geothermal purposes. This specific withdrawals are also reported in 2024 and have been considerably reduced, leading to an overall decrease in the Group's water withdrawal compared to last year despite the addition of new Operations sites recently built, whose activity ramped up in 2024. As mentioned above, the water withdrawn in the manufacturing processes is almost entirely discharged taking care of its reintroduction in nature or grid. For additional information on the methodology of data collection and estimation please refer to the Methodology Note in Section 6.5 *Methodology Note*.

As with climate change, EssilorLuxottica responds to the increasing demand for environmental transparency and in 2024 submitted the Carbon Disclosure Project (CDP) Water questionnaire, receiving a 'B' score.

In 2024, EssilorLuxottica's water intensity per euro of revenue amounted to 0.42 litre/€. The revenue used to calculate the water intensity ratio is €26,508 million as mentioned in the financial statement in Chapter 5, Section 5.1.1 *Consolidated Statement of Profit or Loss* of this Universal Registration Document

# 6.2.4 ESRS E5 – Resource Use and Circular Economy

## 6.2.4.1 Introduction

EssilorLuxottica's climate commitment is deeply intertwined with its circularity goals along its own operations and the value chain, leveraging its sustainable innovation expertise across its materials, processes, products and services. One of the most important drivers of EssilorLuxottica's sustainability efforts is the idea that sustainability, products and services go hand-in-hand, right from the development phase. Aligned with its Eyes on Circularity pillar of the Eyes on the Planet sustainability program, the Company's efforts focus on optimizing the use of resources while ensuring high product standards, with the objective to shift from fossil-based materials to bio-based and/or recycled materials and embed eco-design in all its innovation developments by end of 2025. The Group is also taking steps to reduce the production of waste at each step of its value chain.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to resource use and circular economy.

### 6.2.4.2 Material Impacts, Risks and Opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Circular Sources, Products and Services | Use of raw material and natural resources | Excessive extraction and inefficient use of key resources (such as fossil based materials, metal) can lead to the depletion of finite natural reserves, contributing to environmental degradation. | • Global Environment, Health & Safety Policy<br>• Business Partners' Code of Conduct<br>• Sustainable Packaging Guidelines<br>• Sustainable Point of Purchase (POP) Guidelines<br>• Waste Policy<br>• Material Recycling Policy | • Shift from fossil-based materials to biobased and/or recycled materials<br>• Embed eco-design in all innovation developments by 2025 |
| | Developing alternative materials (to the benefit of the entire industry) | Embracing advanced technologies (e.g., alternative materials, reuse, increasing renewable and recycled content) to reduce reliance on traditional, finite resources can support the Company's positioning as a pioneer in sustainable innovation. This shift allows the company to explore and adopt new, alternative materials that minimize environmental impact, increase production efficiencies and savings, and align with evolving consumer demand for more responsible products, ultimately affecting the broader industry, as these innovations can set new standards for sustainability and resource efficiency. | | |
| | Risk of limited access to certain raw materials (scarcity, stringent regulations) | Growing global demand for key resources has heightened scarcity, driving up costs and complicating procurement processes. Additionally, evolving environmental regulations aimed at protecting natural ecosystems impose stricter requirements, limiting access to raw materials and increasing compliance costs. These challenges can lead to production delays, rising operational expenses, and diminished competitiveness. | | |
| | Risk of not answering product and services sustainability expectations | Failure to meet sustainability expectations, that entails reducing resource outflows by designing products for longevity, recyclability, and reusability can lead to increased reputational damage, as consumers increasingly prefer environmentally responsible products, leading to loss of market share and reduced revenue. | | |
| Waste Management | Waste Generation | Damages related to environmental degradation (environmental pollution and reduction of ecosystem services) due to improper waste management (e.g., dispersal or abandonment of waste). | | • Increase the waste valorization rate by 10 points in the next five years compared to 2024 |
| | Risk of lack of compliance with waste regulation | Improper management of waste poses risks for organizations, including increased costs and reputational damage. Non-compliance with environmental regulations can lead to fines and penalties. | | |

### 6.2.4.3 Policies

EssilorLuxottica is at the forefront of innovation and its sustainability expertise embraces the Group's products and services to meet the Company's environmental commitments without compromising excellence and quality. Resource use and circular economy topics are incorporated in several existing policies and guidelines, listed below, whereas the Group's circular economy policy will be developed in due course.

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Environment, Health & Safety Policy | It articulates EssilorLuxottica's commitment to eliminate or minimize all possible impacts on the Environment and on the Health & Safety deriving from its operations, products and stores and lays out guiding efforts, such as:<br>• promoting the development of sustainable products incorporating Environment, Health & Safety topics along the value chain eliminate or reduce the use of substances that are potentially hazardous for the people and the environment, promoting the use of suitable alternatives;<br>• minimizing the environmental impact of its operations, products and services, by using natural resources (such as water) and raw materials rationally;<br>• reducing the production of waste by facilitating reuse and recycling of materials. | EHS | Own operations | Public |
| Business Partners' Code of Conduct | It sets out the Group expectations toward its Business Partners in terms of, among others, environment by addressing climate change, managing responsibly natural resources, protecting local biodiversity, preventing pollution and deforestation. More specifically, EssilorLuxottica seeks Business Partners to optimize the use of resources to lower its product environmental footprint across the supply chain. | Compliance/ Procurement (Responsible Sourcing) | Upstream and downstream | Public |
| Sustainable Packaging Guidelines | It sets the Group's commitment to incorporate a 'design for sustainability' concept in the ideation phase. This mainly consists in the elimination of unnecessary layers and creation of new concepts, such as 'easy to disassemble' and 'foldable design' to optimize space needed for shipments, and end-of-life management for packaging components.<br>It also states that the choice of materials should be oriented toward renewable and/or recycled sources (i.e., responsible sourcing of materials). | Product & Operations Sustainability | Upstream and own operations | Internal |
| Sustainable Point of Purchase (POP) Guidelines | It gives guidelines for new POP development, such as:<br>• incorporating a 'design for sustainability' concept and responsible sourcing of materials, same as packaging guidelines;<br>• selecting manufacturing suppliers that are resources and energy efficient;<br>• considering efficient transportation, with network optimization and modal shift. | Product & Operations Sustainability | Upstream and own operations | Internal |

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Waste Policy | The objective of this document is to regulate management methods and parties involved in relation to waste management, including:<br>• Guidelines and key principles for managing and prioritizing waste streams safely, in accordance with environmental, legal, and technical responsibilities, from point of generation to end treatment, for EssilorLuxottica sites;<br>• Requirements for proper storage, identification, transportation, treatment by waste service providers, audits and traceability. | EHS | Upstream and own operations | Internal |
| Material Recycling Policy | The objective of this document is to regulate management methods and parties involved in relation to material recycling, including:<br>• Guidelines and key principles to assess a material recycling solution, externalized with a third party, for EHS teams, sourcing entities or any people or entities within EssilorLuxottica, involved in the definition and launch of a new material recycling solution or a new material recycling stream;<br>• Orientation to efficiently design an acceptable recycling stream and list some limitations. | EHS | Upstream and own operations | Internal |

A cross-functional task force, including Product & Operations Sustainability, Procurement, Risk Management, EHS, Logistics, Supply Chain and Corporate Sustainability functions coordinates the deployment of fundamental workstreams, spreads internal policies, eases collaborative projects, supports key decision-making, ensures program progress and facilitates alignment between functions. The task force's work is regularly reviewed by the Chief Operating Officer. In addition, dedicated working groups are in place with R&D to synergize and review tests of responsible materials, with Point of Purchase (POP) to review projects and their application of guidelines and a new working group dedicated to single use plastic has been initiated.

### 6.2.4.4 Key Products and Materials

The Group develops eyecare and eyewear solutions that meet the world's growing vision care demands and changing consumer lifestyles. EssilorLuxottica's key products are the following:

- Eyewear: Optical and sun frames of both house and licensed brands. From an R&D perspective, every frame is the result of an ongoing process that anticipates and interprets the needs, desires and aspirations of consumers, while embracing a commitment to eco-design and exiting fossil dependence. The three main technologies are acetate, injected and metal, which in 2024 accounted respectively for 27%, 46% and 27% of frames. To pursue the goal of switching from fossil to bio-based and/or recycled sources in line with its sustainability commitment, EssilorLuxottica has been introducing bio-based and recycled materials, including those coming from internal recycling opportunities.

  In 2024, the Group further expanded the permeation of responsible materials in its eyewear collections and, as a result, 28% of active assortment is made with responsible materials for frames and plano lenses. Considering only collections launched in 2024 such permeation goes up to 43%.
- Lenses: EssilorLuxottica produces lenses that are finished and semi-finished or plano. In general, finished lenses are produced for simple eyesight corrections such as myopia, hyperopia and some astigmatisms. Semi-finished lenses are intended for more complex corrections including presbyopia, while plano lenses without corrective power are typically used for sunglasses. Circularity approach is different between plano lenses and prescription lenses:
  - Plano lenses: plastic and mineral lenses for sun application. The circularity approach focuses on introducing bio-based and or recycled materials. Responsible materials for lenses include: bio-based nylon and bio-circular polycarbonate.
  - Prescription lenses: as a medical device, the inclusion of bio-based and/or recycled materials requires significant developments. For this reason, as of now, circularity focus is on the production process, specifically on waste reduction initiatives.

- Eyeglass cases and accessories: the acquisition of Giorgio Fedon & Figli S.p.A represented a step forward in EssilorLuxottica's vertical integration strategy, as well as an important asset for the Group to pursue its sustainability commitment. It allowed the Company to invest in the circularity of its packaging materials, mostly represented by paper and synthetic fabrics, with the progressive elimination or conversion of single-use plastic elements and alternative material explorations. The Group established a dedicated team of designers and researchers working at its Innovation Center in Alpago (Italy), where research activities in eco-design, innovative manufacturing technologies, new concept engineering and feature integration are carried out to offer all industry players and consumers accessories synonymous with exclusivity, refined elegance, environmental attention and best user experience. 78% of new packaging kits introduced in 2024 have been developed according to packaging sustainability guidelines. More specifically, levers implemented were: use of certified recycled materials, single use plastic limitation, weight reduction and foldable solutions.

EssilorLuxottica considers the quality and durability of its products as essential values for the success of the Company. For prescription lenses, the average wearing period is two years, covered by a legal warranty. However, it should be noted that, as medical devices, the durability of prescription lenses is closely tied to the evolution of the prescription, which is the primary driver for product replacement. As for eyewear, the average wearing period is also two years, covered by a legal warranty. That said, the lifespan of a frame can often be much longer, and EssilorLuxottica implements several initiatives to extend the life of its products. These initiatives include:

a) providing consumers with guidelines on how to properly wear, clean, and protect their glasses;

b) offering spare parts for at least three years after production discontinuation, allowing for the replacement of key components (e.g., screws, end tips, nose pads);

c) providing repair and renewal services as outlined above.

For more information regarding the Group's products, please refer to Chapter 1 of this Universal Registration Document.

## 6.2.4.5 Actions and Resources

From product and design innovation to reimagining the consumer experience and establishing new business models, EssilorLuxottica teams constantly question how the Company can better serve its consumers. The activities span from researching and sourcing new materials shifting from fossil to bio-based and/or recycled materials across several products categories, with a special focus on limiting single use plastic. Additional efforts are also on the application of eco-design and application of business practices such as increasing internal recycling capabilities and implementing circular services to extend product life or give products a second life.

### Materials

#### Materials for eyewear, plano and demo lenses application

Over the last few years, bio-based and recycled materials have been introduced into EssilorLuxottica's portfolio of plastic raw materials for eyewear frames and lenses applications.

In 2024, the Group further increased permeation of alternative materials compared to traditional ones, notably introducing bio and/or recycled acetate, bio and recycled nylon in the acetate and injected frame manufacturing technologies respectively and bio-nylon and bio-circular polycarbonate for plano lenses. In 2024 the Group launched a pilot project to introduce the first demo lenses made with Recycled Polymethyl Methacrylate (RPMMA) having a recycled content of over 80%. As a result, considering plastic materials for frames and lenses, alternative materials represented 29% of total sourced materials.

Further steps have been done on metal technology; in 2024 the Company worked both with its suppliers of raw precious metals, used for plating treatments, and its suppliers of plated metals components, to ensure that any precious solution is 100% derived from recycled and certified sources. In 2024 the Company engaged its suppliers of raw precious metals, covering 75% of purchasing spending in Italy and China, and its suppliers of plated metals components covering 97% (China and Italy). The Company is also working with its non-precious metals suppliers, asking them to transparently declare and attest recycled content inside different metals alloys, according to ISO 14021, aiming at a continuous monitoring and improvements of recycled content over years.

#### Materials for packaging application

In line with internal sustainability packaging guidelines a focus has been placed on the recycled version of paper and synthetic fabrics. Focusing on these materials, in 2024 Fedon's plants in Shenzhen (China) and Alpago (Italy) have been awarded the Global Recycled Standard Certification (GRS) for fabrics; additionally, Forest Stewardship Council (FSC) certification for paper has been extended also to Fedon's plant in China (already gained for Italy and Romania). These certifications underscore Fedon's commitment to responsible sourcing and manufacturing, allowing the brand to offer certified accessories that uphold high social and environmental standards as well as trace and attest recycled content inside its products.

### Materials for Point of Purchase application

In 2024, a comprehensive assessment was conducted on Point of Purchase (POP), permanent and seasonal tools for wholesale and permanent ones for retail, collecting data related to more than 1.2 million units per year representing around 99% of total units.

Following the issuance of POP sustainability guidelines, PVC has been reduced to less than 1% of all tools managed, certified paper was used for over 99% of all seasonal tools, and recycled materials were applied on over 70% of all permanent tools.

## Single Use Plastic

With reference to single use plastic, the Group is constantly working to play its part on limiting the amount of plastic designed and conceived to be used only one time for a specific purpose. In this context, in 2024 the following priorities have been set to limit and gradually avoid the consumption of single use plastic items in the Group:

- creating a solid and clear definition of single use plastic based on existing regulations. EssilorLuxottica, in line with current regulations, defines as single use plastic the items made of plastic, specifically placed on the market to be used once and for the purpose of which it was designed, thus not intended for repeated use and lacking of durability to be repurposed;
- structuring a specific governance to manage the topic. Several internal departments are involved on the assessment of single use plastic in use in the Group and on the identification of initiatives to reduce it;
- defining the methodology for assessing single-use plastic usage over the years. The Company identified three main streams considered as single use:
  - B2C, Packaging & other products that constitutes a sales unit designed/conceived for the final user or consumer at the point of retail,
  - B2B, packaging for materials, components, partially manufactured or finished goods and other products intended for distribution and handling from manufacturer to manufacturer and/or other intermediaries,
  - internal consumption, packaging & other products received from suppliers intended exclusively for internal company use in environments like plants, point of sales, offices, common areas, service spaces;
- setting priorities and strategies for single-use plastic reduction. EssilorLuxottica distinguish different levers to tackle single use plastic items. The first priority is given to the potential elimination of the item considered as single use, while the other levers refer to the reusability of the item or its replacement with alternative materials. Moreover, the Company recognize the importance of acting primarily on B2C single use plastic items to relieve their disposal management by final consumers.

In 2024, following the above-mentioned activities carried out, a Group-level assessment was conducted on single-use plastic items, with a focus on the single-use plastic packaging.

Since years EssilorLuxottica is working on the deployment of actions to reduce single-use plastic packaging related to some product categories. Focusing on B2C stream, the Group is advancing on eyewear packaging with the following initiatives: the replacement of plastic sleeves protecting frames temples with a paper alternative; the transition from plastic bags and cloth envelopes to paper ones; and the elimination of plastic sun lens stickers. In the packaging of Apparel, Footwear, and Accessories for the Oakley and Costa brands, nearly all plastic bags have been replaced with paper alternatives. Moreover, on logistic packaging many initiatives targeting plastic reduction have been implemented (like the plastic void fill and plastic tape substitution with a paper alternative).

All these actions contributed to a reduction of more than 150 tons of Single Use Plastic packaging compared to the previous year.

The Company is constantly working on the identification of new initiatives to reduce the usage of single use plastic items on all the streams to play its role on tackling this important environmental issue.

## Application of circular design

EssilorLuxottica aims to create circular products from the very start of the innovation process using eco-design principles. This approach and Life Cycle Assessments (LCAs) are part of the Company's wider vision of how to integrate sustainability into business and operational practices. The Group developed in 2021 a proprietary eco-design tool, Sustainability Assessment Methodology (SAM), for its lens division, whose main pillars were circularity capability, resources, and process efficiency along with low-impact raw materials to support R&D teams in having an assessment while designing new products/technologies. With the ambition of continuously learning and improving, EssilorLuxottica has introduced in 2024 along with the first version (SAM1.0) a new proprietary tool (SAM2.0) to strengthen the quantitative assessment of environmental and social impact aligned with the Product Environmental Footprint (PEF) methodology. Also, SAM2.0 has been extended in terms of perimeter of analysis to frames. In 2024, within the scope of eyewear and lenses, 22% of innovation projects launched on the market were assessed either with SAM1.0 or SAM2.0.

To strengthen sustainability and eco-design assessment of new products and R&D activities, EssilorLuxottica is also focusing on bringing transparency and clarity across its entire supply chain. Quantitative impact assessment is the backbone of Group sustainability and eco-design assessment, thus for this reason, the Company invested in LCAs with its partners, pursuant to ISO 14040 and ISO 14044 international standards, to quantify environmental impact of the most used upstream materials for frames, lenses and packaging.

## Circular business practices

### Circular processes

The Company continues carrying on projects to valorize its internal material waste. The Tristar plant in China and Agordo plant in Italy have been recycling nylon plastic scraps (since 2023 and 2022 respectively) derived from the injection manufacturing of frames into black raw nylon. At the same time, Campinas plant in Brazil is recycling nylon, through an external partner. All plants involved in the process achieved the International Sustainability & Carbon Certification (ISCC) Plus for the Circular Economy covering 2024-2025. The third-party certification ensures, through the mass balance approach, the traceability of the material throughout all production phases: from waste collection to injection molding. The recycled granule maintains the high standards of quality and performance of the original and this makes it suitable to be injected again to produce new frames. In 2024, together the plants, have recycled more than 95 tons of nylon. New tests are being carried out to extend recycling to other nylon grades for the next year.

In 2024, a new project has been launched aiming at increasing new recycling opportunities. The Group leveraged on additional nylon waste, accurately sorted and collected in the Agordo plant, transforming it thanks to an external partner and creating a plastic display for in-store purposes. In 2024 more than 4 tons of nylon scraps have been recycled, producing more than 20,000 displays that have been distributed across EssilorLuxottica's stores in EMEA, both mono-brand (Ray-Ban stores and Oakley stores) and retail (Sunglasshut, Solaris, Salmoiraghi & Viganò and Grand Vision). This initiative is part of a broader in-store sustainability roadmap that includes major investments in its brick-and-mortar activities related to energy efficiency, building less and better, circularity in the use of materials, waste management and the implementation of a three-year plan from 2023 aimed at obtaining WELL certification for 400 Salmoiraghi & Viganò, LensCrafters and Sunglass Hut stores in Europe and the US, starting from Salmoiraghi & Viganò in Italy. In 2024, 100 stores applied for the certification and, among those, one Salmoiraghi & Viganò store gained the WELL certification at gold level.

### Circular Services

EssilorLuxottica also applies circularity principles by engaging and involving its consumers in different phases of the product lifecycle through two different levers: use for longer and second life activation.

Firstly, to use products for longer, the Group is focusing its efforts to:

- provide guidelines on how to properly wear, protect and clean glasses to ensure their maintenance;
- offer in-store repair and renewal services, through frames adjustment & fitting or thanks to the replacement of spare parts; in this regard, wholesale customers and final consumers can order original spare parts to replace damaged ones.

In this context, EssilorLuxottica has been testing various initiatives to then expand them to larger scale.

Indeed, between June and October 2023, Ray-Ban launched a brand specific initiative, the 'Repair & Care Hub'. The in-store available service encouraged customers to take care of their eyewear products by entrusting them to repair experts. It started as an itinerant corner that became permanent in 2024 in 11 key stores in EMEA and 1 store in US. Overall, more than 3.850 customers used the Ray-Ban service in 2024.

Similarly, in April 2024, Salmoiraghi & Viganò launched 'Officina Rinnovo'. This model area was designed to test Repair & Renewal Service in a multibrand banner for the first time. 'Officina Rinnovo' was piloted in two stores in Milan, for three weeks per stores, with dedicated services supported by technicians from EssilorLuxottica plants. Salmoiraghi & Viganò has also won the Retail Awards 2024 in the category Best ESG & Sustainability Project with this project.

In 2025, the Group will further expand the Ray-Ban 'Repair & Care Hub' in additional stores and will assess the permanent availability of the 'Officina Rinnovo' service.

The second lever is second life activation. It consists in collecting post-consumer products in store for reusing or recycling the materials they are made of. Since April 2023, Salmoiraghi & Viganò has offered consumers the opportunity to bring unused sunglasses and prescription glasses from any brand back to the store, free of charge. The Company takes responsibility for the revaluation of materials or donates them for educational purposes in the optometry field. This service is now available in all Salmoiraghi & Viganò stores. In April 2024, the project was also expanded to GrandVision Italy. Similarly, in France, since the end of April 2024, the service was offered through independent opticians with a first pilot. The objective is to leverage these pilot initiatives to evaluate the extension of the service and reach a larger number of consumers.

In addition, the Synoptik retail banner launched the 'Vision as a Service' spectacle subscription program in Denmark and Sweden in 2019. To maximize the product lifetime of returned spectacles from this service, the banner launched the PreLoved concept in 2022 by which spectacles are sold second-hand. Additionally, from November 2024, returned spectacles that are not sellable under PreLoved, are either used for educational purposes at optometry schools or disassembled into plastic, metal, and glass components.

To manage eyewear end-of-life at scale, the Company is also building a dedicated area inside the plant in Rovereto (Italy), to be equipped with machinery programmed to properly disassemble eyewear frames, identify materials and recycle them. This investment is the result of two years of research of innovative technologies to be able to manage the variety in terms of types of materials and product shapes. The plant has applied to obtain the environmental authorizations for waste management and transformation. This is an important step to integrate eyewear products' end of life management, increasing knowledge and expertise in this field.

## Collaborations

EssilorLuxottica internal experts are also engaging with an entire ecosystem of companies, start-ups, think tanks, academic institutions and government bodies to build innovative solutions that require collaborative actions. For example, EssilorLuxottica, along with other multinationals, jointly launched the first international research chair devoted to circular economy at ESSEC Business School, called the 'Global Circular Economy Chair' in 2021. With the aim of training future circular economy leaders, the Chair mainly focuses on launching experimental collaborative projects, raising awareness on the circular economy and producing fundamental research to accelerate the transition toward a circular economy.

In addition, EssilorLuxottica has partnered with different players in the industry to further develop responsible materials while maintaining the exact same performance as traditional ones. Thanks to the collaboration agreement signed in 2021 with Mazzucchelli 1849, the Group has further boosted the development of alternative types of acetate, aiming at increasing sustainable features of namely bio-based and recycled acetate. Thanks to the joint efforts of Mazzucchelli and EssilorLuxottica, different innovation levers have been activated, aimed at reducing the environmental impact of Mazzuchelli's plants and processes, in terms of energy efficiency and waste reduction through internal scraps recovery and valorization; additional efforts have been made to improve materials performances, testing new acetate formulations to offer more responsible eyewear products while maintaining high quality and performance.

Furthermore, R&D and Engineering teams are always looking to extend their supply sources of secondary or innovative raw materials by working with multiple industries, thus reducing the use of virgin or fossil-based materials. Multiple projects are currently being developed with suppliers. For example, also in 2024, EssilorLuxottica partnered with Bureo to offer to market the Costa Del Mar Untangled collection with frames made with 97% to 100% NetPlus® recycled fishing nets. Discarded fishing nets are collected from commercial fishing ports in South America and Bureo recycles the nets into raw material pellet form called NetPlus®. The recycled raw material is then used to produce recycled frames by EssilorLuxottica, combining them with mineral glass lenses, avoiding the use of new plastic materials and providing superior lens clarity and durability.

## Waste

Waste management is a crucial pillar of EssilorLuxottica's commitment to reducing its environmental footprint. It encompasses several initiatives to effectively reduce waste generation from industrial operations and contribute to a more circular economy. These include: the reduction of raw material loss; policies to recover, reuse and recycle the residual parts and scraps during production activities and processes; discarded consumables; and wasted chemicals throughout production processes and packaging.

The Company completed a waste generation analysis of its main manufacturing plants, distribution centers, and laboratories to determine the type and weight of waste generated and improve the identification of waste management solutions with a focus on the potential for material recycling and energy recovery. It is updated annually and was extended to new plants in 2024 (53 sites covering nearly half of Rx lenses and more than 60% of mass production lens volumes). Frames manufacturing plants integration in the mapping has started in 2024 and is on-going.

The table below reports the main type of waste at EssilorLuxottica (including lenses, frames and non-manufacturing activities). These wastes are treated mostly by third-party waste service suppliers.

| Waste type | % | Description | Main waste treatment |
|---|---|---|---|
| Liquid waste | 33% | Mostly wastewater, solvent, acid and base from manufacturing processes | Physico-chemical treatments |
| Plastic | 28% | Mostly scrap lenses, process residues, packaging and films plastics | Energy recovery or recycling |
| Others | 25% | Mostly general industrial waste, absorbents, filter materials, drums, sludge and personal protective equipment | All treatment types align with the Group's Policies |
| Cardboard | 11% | Mostly consumable packaging and semi-finished packaging | Recycling |
| Metal | 3% | Mostly process losses and alloys | Recycling |

The Group focuses on new industrial solutions to reduce in-house scraps to limit waste and the use of plastic as much as possible. Waste reduction is mainly achieved through the improvement of manufacturing yields, mainly reducing the waste intensity of the manufacturing and Operations processes (quality management, continuous improvement, eco-design, production processes optimization and reusing opportunities). Examples are listed below:

- the Slim Fit project for lenses production aims to decrease input material that, consequently, reduces waste generation during the lens production process. To achieve this goal, the design for standard raw blank lenses has been optimized to obtain the same final high-quality lens. The rollout of the Slim Fit project in the Group's biggest Rx labs around the world has accelerated, allowing to avoid more than 2100 tons of waste in 2024;
- continuous process optimization has led the Company to scale compacting for the surfacing residues of all substrates. This reduces the weight and volume of waste (less picking rotation, with an impact on $CO_2e$), and recycles water. Water is then filtered and reinjected into the prescription laboratory's in-house system, following a circular approach. Three new equipment items were added in 2024;
- additional waste management initiatives are also ongoing with partners like Mazzucchelli and several recycling initiatives are taking place locally, including one in Mexico, contributing to the economic development of local communities. In 2024, the SOFI plant sent 55 tons of waste, mostly made of plastics (production consumables) to a small recycling company, employing local communities. They turn that waste into ready-to-use raw materials, sold to other companies in the country, producing final items like sandals, crates or insulating materials. Part of the revenues supports the activity of the Index association, which helps local workers and their families, in educational and health programs (access to medicine, kindergarten, dental care, etc.);
- specifically concerning plastic recycling, the Company has been investigating different options to recycle the swarf resulting from the surfacing of Rx lenses. Some studies are on going with third parties and the University Research Center to identify a solid process for recycling, to allow more options for circular applications;
- in 2022, EssilorLuxottica launched its first waste expertise training session, for employees who contribute to reducing the Group's waste footprint. Following this successful pilot, waste training was deployed in North America for all relevant activities. A Waste & Circularity category in the Group internal 'Operation Best Practices Portal' has been created in 2024.

EssilorLuxottica's manufacturing flexibility and improved demand forecasting capabilities are also key to the reduction of waste in its plants. Over the years, it has introduced a retro-planning approach for the creation and launch of each eyewear collection, allowing it to better plan production volumes and avoid manufacturing more units than needed.

In more recent years, the Company has also invested in the continuous improvement of manufacturing processes to further reduce its environmental impact, such as the installation of evaporator systems and wastewater treatment systems, as presented in Section 6.2.3 *ESRS E3 – Water and Marine Resources*.

Another main initiative largely adopted, specifically in North America, is the plastic waste valorization with energy recovery, with use of the downstream product as a raw material for the cement industry, thereby closing the loop and recycling the resulted outcome in a circular way, turning it in a new product.

### 6.2.4.6 Targets and Metrics

As recalled in the Eyes on Circularity pillar of the Company's Eyes on the Planet sustainability program launched in 2021, EssilorLuxottica's goal is to shift from fossil-based materials to bio-based and/or recycled materials and embed eco-design in all its innovation developments by 2025. To do so, different areas of intervention and associated targets have been defined or are being defined, as explained below.

The objective of 'Shifting from fossil-based materials to bio-based and/or recycled materials', is global and mostly pertains to the upstream part of the Company's value chain related to sourcing alternative materials and to operations for the recycling of industrial scraps. From a category standpoint, this target refers to the eyewear and plano lenses category where it is possible to introduce bio-based and/or recycled materials always guaranteeing the same excellence and quality as well as the best vision experience. With regard to prescription lenses, being a medical device, it is quite challenging to include bio-based and/or recycled materials. For this reason, for prescription lenses the circularity focus is on the production process. In 2024, 22% of bio-materials and 7% of recycled materials were sourced in the plastic category of materials for frames, plano and demo lenses.

With reference to the target of embedding eco-design, EssilorLuxottica's objective is to conduct quantitative assessments of 100% of new product innovations that will be brought to market in its core business, namely prescription lenses and eyewear, by 2025. Innovation teams will rely on the Sustainability Assessment Methodology (SAM) tool. This process enables decision-making and direction-setting from the design phase to reduce the environmental and societal impact of products. This approach is part of a circular improvement framework for quantifying impacts and identifying possible levers toward increased circularity for materials, processes or value chain, as well as new areas for progress. Among these areas of progress, assessing the impacts of materials used in its products from the ideation stage allows the Group to guide its choices toward more responsible materials that strike the best balance between social and environmental impacts for its consumers and populations of countries in which EssilorLuxottica operates. In 2024, within the SAM scope, 22% of eyewear and lens innovation projects were assessed.

Regarding waste, EssilorLuxottica has quantified a waste valorization target, calculated as the proportion of waste that is being sent to waste service suppliers for their final treatment, either for energy recovery or material recycling streams. This objective encourages local entities to search for new ways of treatment but also decreases the quantity of waste which is being sent to non-valorization streams, including landfill or incineration without energy recovery. The target is to increase this valorization rate by 10 points from 2024 baseline over the next five years. The increase in the valorization rate helps to contribute to lower the use of fossil resources, when waste is used as alternative combustible to fuel or gas (e.g., swarf sent to cement factories) or recycled (e.g., polycarbonate lens scrap in mass production). The Group is also monitoring the grams of waste per good unit produced metric, with a target of continuous improvement YoY.

The table below shows the Company's waste generation in 2024 and the evolution compared with 2023.

Waste

| | 2024 | 2023 |
|---|---|---|
| **TOTAL WASTE GENERATED** | **142,160** | **139,121** |
| **TOTAL AMOUNT OF HAZARDOUS WASTE** | **47,284** | **53,612** |
| **Hazardous waste diverted from disposal** | **16,851** | 22,017 |
| Hazardous waste diverted from disposal due to preparation for reuse | - | - |
| Hazardous waste diverted from disposal due to recycling | 11,469 | 15,003 |
| Hazardous waste diverted from disposal due to other recovery operations | 5,381 | 7,014 |
| **Hazardous waste directed to disposal** | **30,433** | 31,594 |
| Hazardous waste directed to disposal by incineration | 3,601 | 3,020 |
| Hazardous waste directed to disposal by landfilling | 26,833 | 28,574 |
| **Hazardous waste directed to disposal by other disposal operations** | - | - |
| **TOTAL AMOUNT OF RADIOACTIVE WASTE** | - | - |
| **TOTAL AMOUNT OF NON HAZARDOUS WASTE** | **94,876** | **85,509** |
| **Non-hazardous waste diverted from disposal** | **72,444** | 66,304 |
| Non-hazardous waste diverted from disposal due to preparation for reuse | - | - |
| Non-hazardous waste diverted from disposal due to recycling | 45,928 | 43,805 |
| Non-hazardous waste diverted from disposal due to other recovery operations | 26,516 | 22,499 |
| **Non-hazardous waste directed to disposal** | **22,432** | 19,205 |
| Non-hazardous waste directed to disposal by incineration | 2,628 | 3,592 |
| Non-hazardous waste directed to disposal by landfilling | 19,804 | 15,613 |
| **Non-hazardous waste directed to disposal by other disposal operations** | - | - |
| **WASTE VALORIZED** | **89,295** | **88,321** |
| Waste valorization rate | 63% | 63% |
| **NON-RECYCLED WASTE** | **84,762** | **80,312** |
| Non-recycled waste rate | 60% | 58% |

In 2024 the total waste generated by the Group is in line with the previous year, despite of the integration in the reporting of new Operations sites recently built and that ramped up in 2024. In 2024, the Company focused its efforts on the reduction of Hazardous Waste, with a notable result compared to the previous year. The Group is committed to reducing the environmental impact of the waste generated and to increase the waste valorization rate, confirmed at 63% in the reporting year. For additional information on the methodology of data collection and estimation please refer to the Methodology Note in Section 6.5 *Methodology Note*.

The table below shows the Company's progress on other circularity metrics in 2024:

| Other metrics | Progress |
|---|---|
| The rates of recyclable content in products | 25% |
| The rates of recyclable content in product packaging | A packaging recyclability assessment will be carried out in due course with a methodology aligned with the upcoming European regulation PPWR, which sets European standards on this matter. |

## 6.2.5 EU Taxonomy Disclosure

### Context of EU Taxonomy

The EU Taxonomy Regulation is part of the European Commission's overall efforts to reach the European Green Deal objectives and make Europe climate-neutral by 2050.

Published on June 22, 2020 in the Official Journal of the European Union and entering into force on July 12, 2020, Regulation (EU) no. 2020/852 – EU Taxonomy Regulation (hereinafter also referred to as the 'Taxonomy' or 'Regulation') and FAQ published in December 2024 provide a classification system for defining economic activities that can be considered environmentally sustainable, to support investment flows in a more sustainable economy.

According to the Regulation, to be eligible or qualify as a potentially sustainable activity, an economic activity needs to be listed in the Delegated Act of the Regulation, contributing to at least one of the below six environmental objectives defined by Article 9 of the Regulation itself:

- climate change mitigation;
- climate change adaptation;
- use and protection of water and marine resources;
- transition to a circular economy;
- prevention and reduction of pollution; and
- protection and restoration of biodiversity and ecosystems.

To ascertain if an eligible activity is Taxonomy-aligned, the following Technical Screening Criteria must be met:

- compliance with the substantial contribution criteria to one environmental objective with reference to each economic activity identified;
- Do No Significant Harm (DNSH), i.e., avoiding negative effects on the other five environmental objectives;
- Respect Minimum Safeguards (MS), recognizing the importance of compliance with international principles and practices covering Human Rights, corruption, taxation and fair competition.

The Regulation defines turnover, capital expenditure (CapEx) and operating expenditure (OpEx) associated with the Taxonomy-eligible and aligned activities such as the Taxonomy KPIs that must be reported on.

Following the official adoption of Article 3 of the Regulation (Criteria for sustainable economic activities), EssilorLuxottica has assessed the eligibility and alignment of its activities with the six environmental objectives that have been officially adopted to date (ref. Climate Delegated Act – Annex I and Annex II): climate change mitigation, climate change adaptation, the use and protection of water and marine resources, transition to a circular economy, prevention and reduction of pollution, and protection and restoration of biodiversity and ecosystems. For the last four objectives, the Group did not identified any eligible projects.

It is worth remembering that for these different objectives, the European Commission has prioritized the establishment of technical screening criteria for economic activities that potentially contribute most to environmental objectives.

The EU Taxonomy disclosure is an integral part of Group CSRD reporting which adopt the European Sustainability Reporting Standards. EU Taxonomy requirements are integrated with CSRD regulations ensuring the consistency of the reporting. Where relevant, the key performance indicators of taxonomy aligned CapEx and CapEx plans are referenced to the Climate change mitigation actions (as required by ESRS Disclosure Requirement E1-3) for the implementation of its transition plans.

### EssilorLuxottica's Analysis

The analysis was carried out in compliance with the six environmental objectives, namely: climate change mitigation, climate change adaptation, the use and protection of water and marine resources, transition to a circular economy, prevention and reduction of pollution, and protection and restoration of biodiversity and ecosystems.

With its vertically integrated business model covering the design, manufacture and distribution of ophthalmic lenses, frames and sunglasses (see Section 6.1.3 *Strategy*), EssilorLuxottica's core economic activities are not described in the current version of the regulation and are therefore not considered 'eligible' nor aligned. Consequently, for 2024 as for 2023, the Group did not generate any eligible or aligned turnover with the EU Taxonomy Regulation.

Nevertheless, as an industry leader committed to sustainability, in 2021 EssilorLuxottica launched an integrated and far-sighted sustainability program called Eyes on the Planet that includes the Company's commitments on climate change (see Section 6.2.1 *ESRS E1 – Climate Change*) and circular economy (see Section 6.2.4 *ESRS E5 – Resource Use and Circular Economy*).

To deploy and achieve its sustainability commitments, the Company has launched several initiatives and projects that can be considered individually as Taxonomy-eligible investments (CapEx) (e.g., photovoltaics, building components, mechanical and electrical equipment like HVAC, energy efficient lighting, charging stations, green vehicles or real estate IFRS 16), following a detailed analysis of the activities and related technical screening criteria listed in the Climate Delegated Act – Annex I and Annex II of the Regulation.

However, it should be noted that the Group launched other energy saving initiatives that are not considered eligible, as these actions are not described in the current version of the Regulation.

## Disclosure of Taxonomy KPIs

### Turnover KPI

As for 2023, EssilorLuxottica did not generate any turnover in 2024 that could be considered Taxonomy-eligible or Taxonomy-aligned. The Group turnover equals in total €26,508 million (€25,395 for 2023), as presented in the line item Revenue of the consolidated statement of profit or loss (Chapter 5, Section 5.1.1 *Consolidated Statement of Profit or Loss* of this Universal Registration Document).

### OpEx KPI

With regards to the OpEx KPI, the Group calculated a value for the denominator equal to €665 million (€607million for 2023, a difference of 9.6%) following the methodology described in Section 6.5 *Methodology Note*. From the evaluation of the denominator, results showed that the business model of the Group did not generate significant OpEx for the categories mentioned by the Regulation. Operating expenses under the EU Taxonomy definition (denominator) represent less than 10% of total Group consolidated operating expenses, which include Cost of Sales and Total Operating Expenses as presented in the 2024 consolidated financial statements (Chapter 5, Section 5.1 *Consolidated Financial Statements*). For this reason, and as for 2023, the Group considered the indicator not material.

### CapEx KPI

Since the list of eligible economic activities provided by the Regulation does not cover the Group's core business, its CapEx cannot be associated with eligible economic activities generating turnover. However, based on the Delegated Act – Annex I Article 8, § 1.1.2.2, point c, related to the purchase of output or individual measures from Taxonomy-aligned economic activities with the aim of reducing greenhouse emissions, the Group identified the following eligible activities that can be considered individually as Taxonomy-eligible investments:

- transport by motorbikes, passenger cars and light commercial vehicles (Activity 6.5);
- renovation of existing buildings (Activity 7.2);
- installation, maintenance and repair of energy efficiency equipment (Activity 7.3);
- installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings) (Activity 7.4);
- installation, maintenance and repair of instruments and devices for measuring, regulating and controlling energy performance of buildings (Activity 7.5);
- installation, maintenance and repair of renewable energy technologies (Activity 7.6);
- acquisition and ownership of buildings (Activity 7.7).

CapEx related to the above activities are reported under the lines Additions and Business Combinations of the items Properties, Plant & Equipment (activity 7.2, 7.3, 7.4, 7.5, 7.6 and owned buildings of 7.7) and Right-of-Use Assets (activity 6.5 and rented buildings of 7.7) as presented in the 2024 consolidated financial statements (Chapter 5, Section 5.1.6 *Notes to the Consolidated Financial Statements* of this Universal Registration Document).

These activities represent part of the sustainable initiatives related to production sites, laboratories and stores. Analysis of costs associated with Group properties is based on accounting records used for the preparation of EssilorLuxottica consolidated financial statements/information. Data for directly managed stores was considered on a full scope (due to limited availability of centralized and detailed information for APAC and LATAM regions, the associated eligible CapEx were estimated based on the % weight of total CapEx by region for the activity 7.3 installation, maintenance and repair of energy efficiency equipment). For production sites and laboratories, analysis was performed in 2024 on a full scope for frames sites and all lenses facilities.

Total CapEx of the consolidated financial statement is €3,678 million as reported in Chapter 5, Section 5.1.6 *Notes to the Consolidated Financial Statements*, Note 10 *Goodwill and Other Intangible Assets*, Note 11 *Property, Plant and Equipment*, and Note 12 *Leases*. The analysis of the CapEx KPI resulted to 38.29% (2023: 53.02%) of eligibility and 0.73% (2023: 0.67%) of alignment.

Most of the eligible CapEx derives from the inclusion of costs related to the Right of Use of stores and other buildings. Most of the aligned CapEx is driven by the increase of the renewable energy projects (specifically investment in Barberini), as described in Section 6.2.1 *ESRS E1 – Climate Change* and 6.2.1.5 *Actions and Resources*.

Below are the steps carried out to assess alignment with EU Taxonomy, starting from compliance with Minimum Safeguards.

### Compliance with the Minimum Safeguards

Compliance with minimum safeguards of the EU Taxonomy is based on Article 18 of the Regulation, as well as recommendations set out in the Final Report on Minimum Safeguards published by the EU Platform on Sustainable Finance (October 2022). The report identifies four core topics for which compliance with minimum safeguards should be assessed: Human Rights, corruption, taxation and fair competition.

To assess the alignment of its eligible CapEx, the Group must evaluate if minimum safeguards are respected for the CapEx-related activity and, therefore, that the supplier engaged by the Group complies with minimum safeguards described in Article 18 of the Regulation. For consistency, EssilorLuxottica is also required to comply with minimum safeguards for its own operations.

In fact, ethical behavior is one of the main pillars that guide the way EssilorLuxottica conducts business. The Code of Ethics and the Business Partners' Code of Conduct define the principles that apply to all EssilorLuxottica employees, contractors, vendors and suppliers, and represent a minimum set of standards that cannot be compromised, including the respect of Human Rights, labor conditions and fair competition. EssilorLuxottica's suppliers are required to comply with these documents. The Group maintains a very high level of vigilance regarding the respect of Human Rights among its suppliers. In fact, EssilorLuxottica has a proactive approach in compliance with French Law no. 2017-399 (*Devoir de Vigilance*) that requires due diligence on the supply chain to identify risks related to Human Rights (Section 6.3.2 *ESRS S2 – Workers in the Value Chain*).

In line with its Code of Ethics and the Business Partners' Code of Conduct and in accordance with international and local regulations, such as the Duty of Care and Sapin II Laws in France, the Group has established a global Anti-Bribery and Corruption program (see Section 6.4.1 *ESRS G1 – Business Conduct*).

Tax function is in charge of monitoring and ensuring that the Group meets all minimum requirements related to tax laws and regulations, in consistency with the values of honesty and fairness in EssilorLuxottica's Code of Ethics.

EssilorLuxottica is committed to complying with the rules of competition law within its business practices. The Company has a formal Competition Law Compliance Program and has implemented a Competition program that defines principles of conduct in the management of business practices and includes specific training activities.

In the event of investigation, dispute, condemnation or penalty, the Company adopts a transparent and accountable approach, conducting investigations, implementing corrective actions and enhancing governance frameworks to prevent future occurrences.

For this reason, EssilorLuxottica considers that it ensures compliance with minimum safeguards for the activities covered by CapEx point (c).

### Alignment assessment

Below is a summary of the alignment assessment for each activity identified as eligible.

| Activity | Substantial Contribution | DNSH |
|---|---|---|
| Transport by motorbikes, passenger cars and light commercial vehicles (6.5) | Part of the EssilorLuxottica's new company vehicles meet the substantial contribution criteria ($CO_2$e emission rate lower than 50g$CO_2$e/km) | DNSH criterion on performing a dedicated climate risk assessment was not met for all the sites having cars with $CO_2$e emission rate lower than 50g$CO_2$e/km |
| Renovation of existing buildings (7.2) | Part of the EssilorLuxottica's renovation activities meet the substantial contribution criteria (major renovation and/or reduction in primary energy demand by at least 30%) | DNSH criterion related to water, circular economy and pollution for all the sites are not met. |

| Activity | Substantial Contribution | DNSH |
|---|---|---|
| Installation, maintenance and repair of energy efficiency equipment (7.3) | The activities mainly included installation and replacement of energy efficient light sources, and the installation and maintenance of heating, ventilation and air-conditioning (HVAC). Using the references provided by an expert for Italy and France, some specific equipment was aligned. However, due to a lack of clarity on how to deal with countries outside EU and in a conservative approach, some CaPex could not be considered aligned. | Thee DNSH criteria for this activity requires a Climate Risk Assessment related to the asset on which the activity was performed. |
| Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings) (7.4) | Not applicable for this activity. | All of the projects were implemented on sites that were subject to a physical climate-risk assessment. |
| Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings (7.5) | All the eligible projects (e.g., installation, maintenance and repair of smart meters for gas, heat, cool and electricity) met the substantial contribution criterion. | All of the projects were implemented on sites that were subject to a physical climate-risk assessment. |
| Installation, maintenance and repair of renewable energy technologies (7.6) | All the eligible projects (e.g., installation, maintenance and repair of solar photovoltaic systems and the ancillary technical equipment; installation, maintenance and repair of thermal or electric energy storage) met the substantial contribution criterion. | The DNSH criteria for this activity required a Climate Risk Assessment related to the asset on which the activity was performed. |
| Acquisition and ownership of buildings (7.7)[(a)] | The construction of new buildings in production sites located in relevant regions have been considered an eligible activity. The construction of buildings by EssilorLuxottica Group always follows the highest standards of sustainability with the aim of reducing the Group's emission profile. However, due to limited documentation to perfectly match the certification criteria with taxonomy's, the activity was considered not aligned following a conservative approach.<br>Regarding the leasing of new stores, the alignment was limited due to insufficient documentation for substantial contribution criteria, especially for stores in regions outside of EU where the criteria might have different legislation not stipulated in the EU Taxonomy, thus a conservative approach was taken. | For new buildings meeting the Substantial contribution criteria, EssilorLuxottica could not assess some of the elements required to justify compliance with all the DNSH criteria. For the lease of stores, the projects were subject to a physical climate-risk assessment and adaptation plan toward the climate risks assessed. |

*(a) New building construction activities have been classified in this activity. The associate technical criteria of these projects have been analyzed as per the 7.1 activity.*

EssilorLuxottica acknowledges the challenges of aligning retail and lease activities with Taxonomy technical specifications, particularly due to the diverse nature of the retail businesses located within larger mall environments. Despite this, the Company is committed to continuously improving its alignment with Taxonomy standards and will actively work toward integrating more projects and initiatives into alignment frameworks in the future.

As specified in Chapter 5, Section 5.1.6 *Notes to the Consolidated Financial Statements,* Note 26, *Contingencies and Commitments*, in 2024, the Group announced the signing of a long-term pre-letting agreement for its new global headquarters in Paris. The related Right-of-use assets and Lease liabilities will be recognized at the date on which this building will be made available by the lessor to the Company, and thus it was not included in this year's Taxonomy assessment for CapEx KPI.

Based on the assessment above, the following table shows the CapEx KPIs, with a proportion of CapEx from products or services associated with economic activities that qualify as environmentally sustainable under Articles 3 and 9 of the Taxonomy Regulation – disclosure covering FY 2024.

| Financial year N | | 2024 | | Substantial contribution criteria | | | | | | DNSH criteria ('Does Not Significantly Harm') | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Economic Activities (1) | Code (2) | CapEx (3) *(€ millions)* | Proportion of CapEx, year N (4) | Climate Change Mitigation (5) | Climate Change Adaptation (6) | Water (7) | Pollution (8) | Circular Economy (9) | Biodiversity (10) | Climate Change Mitigation (11) | Climate Change Adaptation (12) | Water (13) | Pollution (14) | Circular Economy (15) | Biodiversity (16) | Minimum safeguards (17) | Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) CapEx, year N-1 (18) | Category enabling activity (19) | Category transitional activity (20) |
| **A. Taxonomy-eligible activities** | | | | | | | | | | | | | | | | | | | |
| A.1. Environmentally sustainable activities (Taxonomy-aligned) | | | | | | | | | | | | | | | | | | | |
| Transport by motorbikes, passenger cars and commercial vehicles | CCM 6.5 | 0.38 | 0.01% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | -% | | T |
| Transport by motorbikes, passenger cars and commercial vehicles | CCM 6.5 and CCA 6.5 | - | -% | Y | Y | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.06% | | T |
| Installation, maintenance and repair of energy efficiency equipment | CCM 7.3 | 0.44 | 0.01% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.01% | E | |
| Installation, maintenance and repair of energy efficiency equipment | CCM 7.3 and CCA 7.3 | - | -% | Y | Y | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.07% | E | |
| Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings) | CCM 7.4 | 0.19 | 0.01% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | -% | E | |
| Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings) | CCM 7.4 and CCA 7.4 | - | -% | Y | Y | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.01% | E | |
| Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings | CCM 7.5 | 0.22 | 0.01% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | -% | E | |
| Installation, maintenance and repair of renewable energy technologies | CCM 7.6 | 24.72 | 0.67% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.01% | E | |
| Installation, maintenance and repair of renewable energy technologies | CCM 7.6 and CCA 7.6 | - | -% | Y | Y | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | 0.51% | E | |
| Acquisition and ownership of buildings | CCM 7.7 | 0.99 | 0.03% | Y | N/EL | N/EL | N/EL | N/EL | N/EL | Y | Y | Y | Y | Y | Y | Y | -% | | |

| Financial year N | | 2024 | | Substantial contribution criteria | | | | | | DNSH criteria ('Does Not Significantly Harm') | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Economic Activities (1) | Code (2) | CapEx (3) (€ millions) | Proportion of CapEx, year N (4) | Climate Change Mitigation (5) | Climate Change Adaptation (6) | Water (7) | Pollution (8) | Circular Economy (9) | Biodiversity (10) | Climate Change Mitigation (11) | Climate Change Adaptation (12) | Water (13) | Pollution (14) | Circular Economy (15) | Biodiversity (16) | Minimum safeguards (17) | Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) CapEx, year N-1 (18) | Category enabling activity (19) | Category transitional activity (20) |
| **CAPEX OF ENVIRONMENTALLY SUSTAINABLE ACTIVITIES (TAXONOMY-ALIGNED) (A.1)** | | **26.94** | **0.73%** | **0.73%** | **-%** | **-%** | **-%** | **-%** | **-%** | **Y** | **Y** | **Y** | **Y** | **Y** | **Y** | **Y** | **0.67%** | | |
| *Of which Enabling* | | *25.56* | *0.69%* | *0.69%* | *-%* | *-%* | *-%* | *-%* | *-%* | *Y* | *Y* | *Y* | *Y* | *Y* | *Y* | *Y* | *0.61%* | *E* | |
| *Of which Transitional* | | *0.38* | *0.01%* | *0.01%* | | | | | | *Y* | *Y* | *Y* | *Y* | *Y* | *Y* | *Y* | *0.06%* | | *T* |
| A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) | | | | | | | | | | | | | | | | | | | |
| Transport by motorbikes, passenger cars and commercial vehicles | CCM 6.5 | 12.39 | 0.34% | EL | N/EL | N/EL | N/EL | N/EL | N/EL | | | | | | | | 0.54% | | |
| Renovation of existing buildings | CCM 7.2 | 9.61 | 0.26% | EL | N/EL | N/EL | N/EL | N/EL | N/EL | | | | | | | | -% | | |
| Installation, maintenance and repair of energy efficiency equipment | CCM 7.3 | 34.65 | 0.94% | EL | N/EL | N/EL | N/EL | N/EL | N/EL | | | | | | | | 1.45% | | |
| Acquisition and ownership of buildings | CCM 7.7 | 1,325 | 36.02% | EL | N/EL | N/EL | N/EL | N/EL | N/EL | | | | | | | | 50.37% | | |
| **CAPEX OF TAXONOMY-ELIGIBLE BUT NOT ENVIRONMENTALLY SUSTAINABLE ACTIVITIES (NOT TAXONOMY-ALIGNED ACTIVITIES) (A.2)** | | **1,382** | **37.56%** | **37.56%** | **-%** | **-%** | **-%** | **-%** | **-%** | | | | | | | | **52.36%** | | |
| **A. CapEx OF TAXONOMY ELIGIBLE ACTIVITIES (A.1+A.2)** | | **1,408** | **38.29%** | **38.29%** | **-%** | **-%** | **-%** | **-%** | **-%** | | | | | | | | **53.02%** | | |
| **B. Taxonomy-non-eligible activities** | | | | | | | | | | | | | | | | | | | |
| CapEx of Taxonomy-non-eligible activities | | 2,270 | 61.71% | | | | | | | | | | | | | | | | |
| **TOTAL** | | **3,678** | **100.00%** | | | | | | | | | | | | | | | | |

| Row | | |
|---|---|---|
| **Nuclear energy-related activities** | | |
| 1. | The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle. | NO |
| 2. | The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies. | NO |
| 3. | The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades. | NO |
| **Fossil gas-related activities** | | |
| 4. | The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels. | NO |
| 5. | The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels. | NO |
| 6. | The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cool using fossil gaseous fuels. | NO |

## Revenues Table

The table below shows the proportion of turnover from products or services associated with economic activities that qualify as environmentally sustainable under Articles 3 and 9 of the Taxonomy Regulation.

EssilorLuxottica did not generate turnover for 2024 that could be considered Taxonomy-eligible or Taxonomy-aligned.

| Financial year N | | 2024 | | Substantial contribution criteria | | | | | | DNSH criteria ('Does Not Significantly Harm') | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Economic Activities (1) | Code (2) | Turnover (3) (€ millions) | Proportion of Turnover, year N (4) | Climate Change Mitigation (5) | Climate Change Adaptation (6) | Water (7) | Pollution (8) | Circular Economy (9) | Biodiversity (10) | Climate Change Mitigation (11) | Climate Change Adaptation (12) | Water (13) | Pollution (14) | Circular Economy (15) | Biodiversity (16) | Minimum safeguards (17) | Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) turnover, year N-1 (18) | Category enabling activity (19) | Category transitional activity (20) |
| **A. Taxonomy-eligible activities** | | | | | | | | | | | | | | | | | | | |
| A.1. Environmentally sustainable activities (Taxonomy-aligned) | | | | | | | | | | | | | | | | | | | |
| Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1) | | - | -% | -% | -% | -% | -% | -% | -% | N | N | N | N | N | N | N | -% | | |
| *Of which Enabling* | | - | -% | -% | -% | -% | -% | -% | -% | *N* | *N* | *N* | *N* | *N* | *N* | *N* | -% | *E* | |
| *Of which Transitional* | | - | -% | -% | | | | | | *N* | *N* | *N* | *N* | *N* | *N* | *N* | -% | | *T* |
| A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) | | | | | | | | | | | | | | | | | | | |
| Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2) | | - | -% | -% | -% | -% | -% | -% | -% | | | | | | | | -% | | |
| **A. TURNOVER OF TAXONOMY ELIGIBLE ACTIVITIES (A.1+A.2)** | | **-** | **-%** | **-%** | **-%** | **-%** | **-%** | **-%** | **-%** | | | | | | | | **-%** | | |
| **B. Taxonomy-non-eligible activities** | | | | | | | | | | | | | | | | | | | |
| **TURNOVER OF TAXONOMY-NON-ELIGIBLE ACTIVITIES** | | **26,508** | **100%** | | | | | | | | | | | | | | | | |
| TOTAL | | 26,508 | 100% | | | | | | | | | | | | | | | | |

## OpEx Table

The table below shows the proportion of OpEx from products or services associated with economic activities that qualify as environmentally sustainable under Articles 3 and 9 of the Taxonomy Regulation.

Operating expenses under the EU Taxonomy definition (denominator) represent less than 10% of Group total consolidated operating expenses, which include Cost of Sales and Total Operating Expenses as presented in the consolidated statement of profit or loss (Chapter 5, Section 5.1 *Consolidated Financial Statements*) and, as a result, the Group considered the indicator not material.

| Financial year N | | 2024 | | Substantial contribution criteria | | | | | | DNSH criteria ('Does Not Significantly Harm') | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Economic Activities (1) | Code (2) | OpEx (3) (€ millions) | Proportion of OpEx, year N (4) | Climate Change Mitigation (5) | Climate Change Adaptation (6) | Water (7) | Pollution (8) | Circular Economy (9) | Biodiversity (10) | Climate Change Mitigation (11) | Climate Change Adaptation (12) | Water (13) | Pollution (14) | Circular Economy (15) | Biodiversity (16) | Minimum safeguards (17) | Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) OpEx, year N-1 (18) | Category enabling activity (19) | Category transitional activity (20) |
| **A. Taxonomy-eligible activities** | | | | | | | | | | | | | | | | | | | |
| A.1. Environmentally sustainable activities (Taxonomy-aligned) | | | | | | | | | | | | | | | | | | | |
| OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1) | | - | -% | -% | -% | -% | -% | -% | -% | N | N | N | N | N | N | N | -% | | |
| *Of which Enabling* | | - | -% | -% | -% | -% | -% | -% | -% | *N* | *N* | *N* | *N* | *N* | *N* | *N* | -% | *E* | |
| *Of which Transitional* | | - | -% | -% | | | | | | *N* | *N* | *N* | *N* | *N* | *N* | *N* | -% | | *T* |
| A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) | | | | | | | | | | | | | | | | | | | |
| OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2) | | - | -% | -% | -% | -% | -% | -% | -% | | | | | | | | -% | | |
| **A. OPEX OF TAXONOMY ELIGIBLE ACTIVITIES (A.1+A.2)** | | **-** | **-%** | **-%** | **-%** | **-%** | **-%** | **-%** | **-%** | | | | | | | | **-%** | | |
| **B. Taxonomy-non-eligible activities** | | | | | | | | | | | | | | | | | | | |
| **OPEX OF TAXONOMY-NON-ELIGIBLE ACTIVITIES** | | **665** | **100%** | | | | | | | | | | | | | | | | |
| **TOTAL** | | **665** | **100%** | | | | | | | | | | | | | | | | |

# 6.3 Social Information

## 6.3.1 ESRS S1 – The Company's Workforce

### 6.3.1.1 Introduction

EssilorLuxottica's success is deeply rooted in the dedication of its global team of over 195,000 employees, who deliver products of exceptional technical and stylistic quality alongside unmatched levels of service. This worldwide community embodies a distinctive expertise and DNA, aligning with the Company's Mission to help people 'see more and be more'.

To ensure the development of an inclusive and nurturing working culture, the Group is committed to respect and promote Human Rights placing particular importance on applicable laws, regulations and international standards, as well as on the prevention and remediation of material breaches of Human Rights and fundamental freedoms. The Code of Ethics sets forth the principles that apply to all EssilorLuxottica employees, embedding key principles and 'golden rules' that represent a minimum set of standards that cannot be compromised. The roll out of the internal reporting system SpeakUp, the audits performed on the Group's businesses and the different training activities, among others, are key initiatives that support EssilorLuxottica's ethical commitment toward its workforce.

In 2024, EssilorLuxottica reaffirmed its commitment to fostering a thriving, inclusive, and innovative workplace, aligning its people-centered approach with its Mission and business strategy. A key milestone was the launch of the Group Values initiative, which united employees worldwide under a shared culture, strengthening engagement and fostering a sense of purpose. The year also marked significant progress in Diversity, Equity, and Inclusion (DE&I) with the establishment of the Inclusion Committee and the introduction of the Global DE&I Policy. These initiatives reinforced the Group's commitment to building a workplace where everyone feels welcome, valued, and empowered to reach their full potential.

A key focus in 2024 was nurturing talent through global and regional development programs, mentorships, international job rotations, and personalized coaching. These initiatives were enhanced by opportunities to learn directly from senior leaders, cultivating a culture of continuous growth and leadership excellence. In this sense, Leonardo, the Group's innovative learning ecosystem, continued to play a pivotal role in professional education and knowledge-sharing. Delivering over 9 million hours of education in up to 30 languages, it empowered employees, customers, and eyecare professionals to expand their skills and expertise, shaping the future of the eyewear and vision care industry.

EssilorLuxottica's holistic approach to employee well-being was also reinforced in its comprehensive support systems, including health benefits, psychological resources, flexible working arrangements, and family-focused initiatives such as summer camps and family days. This was complemented by a compensation policy that ensures competitive pay, equal opportunities, and merit-based rewards. Employee shareholding programs further strengthened alignment between individual contributions and organizational success, fostering a sense of shared responsibility.

Employee Health & Safety remained a top priority and a fundamental principle guiding daily operations. EssilorLuxottica adopted all necessary measures, consistent with international standards, to minimize work-related accidents, aiming for zero incidents. Through robust Health & Safety programs, including risk prevention measures, action plans, procedures, and on-site audits, the Group continued to ensure a safe and secure work environment for all employees.

These efforts, detailed in this section, reflect the Group's core belief that the unique contributions and perspectives of individuals are invaluable assets – enhancing its heritage and equipping the Company to tackle global challenges with strength and resilience.

#### Workforce composition

EssilorLuxottica's workforce is composed of a diverse range of employees and non-employees who play integral roles in its operations and are subject to material impacts driven by the company's activities.

As of December 31, 2024, EssilorLuxottica employed 195,428 people worldwide, across different divisions, functions and locations. Considering the company's vertically integrated business model, employees can be divided in three main groups:

- **operations employees:** employees engaged in production, assembly, and distribution processes across EssilorLuxottica's extensive network of manufacturing plants, RX labs and logistics centers.
- **store and sales employees:** employees working in EssilorLuxottica's retail stores and wholesale distribution channels who are directly involved in customer engagement and sales.
- **corporate and administrative staff: p**rofessionals involved in managerial, administrative, research and development, and support functions that drive innovation, strategic decisions and operational efficiencies.

EssilorLuxottica also relies on non-employee workers, or agency workers. These are individuals hired and paid by an agency, which in turn has an agreement with the Company to recharge the employee's labour cost. They are employed for specific projects or temporary assignments, particularly in manufacturing, supply chain activities or stores.

The tables below provide a detailed overview of the Company's workforce, including regional and country-specific breakdowns, as well as employee characteristics categorized by gender, contract type, job category, and age.

### Total workforce

| | 2024 | | 2023 | |
|---|---|---|---|---|
| | Number | % | Number | % |
| **TOTAL WORKFORCE** | **206,533** | **100%** | **203,272** | **100%** |
| Total number of employees | 195,428 | 95% | 191,706 | 94% |
| Total number of temporary/agency workers | 11,105 | 5% | 11,566 | 6% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). In 2024, the total workforce increased by 2%, driven primarily by higher activity in labs/plants (including the addition of new labs), growth in stores, and the acquisition of Washin Optical in Japan. The slight reduction in agency workers can be attributed to the Company's trend of prioritizing direct hiring throughout the year. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### Employees breakdown by region

| | 2024 | | 2023 | |
|---|---|---|---|---|
| **TOTAL NUMBER OF EMPLOYEES** | **195,428** | **100%** | **191,706** | **100%** |
| North America | 43,772 | 22% | 44,051 | 23% |
| EMEA | 71,781 | 37% | 70,615 | 37% |
| Asia-Pacific | 54,270 | 28% | 52,366 | 27% |
| Latin America | 25,605 | 13% | 24,674 | 13% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). The geographical breakdown of employees is aligned with the geographical areas identified for revenue disclosure. The employee distribution by region remains the same as 2023 with EMEA as the most populated region. The population of Asia, Oceania is increasing due to the new labs and the integration of Washin Optical Japan. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### Employees breakdown by country (in countries with at least 50 employees representing at least 10% of total employees)

| | 2024 | | 2023 | |
|---|---|---|---|---|
| **TOTAL NUMBER OF EMPLOYEES** | **195,428** | **100%** | **191,706** | **100%** |
| United States | 40,107 | 21% | 40,346 | 21% |
| China | 26,725 | 14% | 26,694 | 14% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). As of December 31 2024, The Group has two countries with at least 50 employees and representing at least 10% of total employees. United States represents 21% of total employees and China represents 14%. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### Employees breakdown by gender

| | 2024 | | 2023 | |
|---|---|---|---|---|
| **TOTAL NUMBER OF EMPLOYEES** | **195,428** | **100%** | **191,706** | **100%** |
| Total number of female | 117,436 | 60% | 115,196 | 60% |
| Total number of male | 76,125 | 39% | 74,808 | 39% |
| Total number of unknown | 1,827 | 1% | 1,702 | 1% |
| Total number of other | 40 | -% | - | -% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). As of December 31, 2024, females represented 60% of the Group's employees, maintaining a similar level to 2023. In 2023, the Group introduced a new category, 'Unknown', and in 2024, following the guidelines of the European directive, added 'Other'. The 'Unknown' category includes individuals who choose not to disclose their gender, while 'Other' represents employees legally registered with a third, neutral, or other gender. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### Employees breakdown by contract type and by gender

| | 2024 | | 2023 | |
|---|---|---|---|---|
| TOTAL NUMBER OF EMPLOYEES | 195,428 | 100% | 191,706 | 100% |
| **TOTAL NUMBER OF PERMANENT EMPLOYEES** | **153,498** | **79%** | **151,292** | **79%** |
| of which female | 92,205 | 60% | 90,998 | 60% |
| of which male | 60,420 | 39% | 59,560 | 39% |
| of which unknown | 841 | 1% | 734 | -% |
| of which other | 32 | -% | - | -% |
| **TOTAL NUMBER OF FIXED TERM EMPLOYEES** | **41,930** | **21%** | **40,414** | **21%** |
| of which female | 25,231 | 60% | 24,198 | 60% |
| of which male | 15,705 | 37% | 15,248 | 38% |
| of which unknown | 986 | 2% | 968 | 2% |
| of which other | 8 | -% | - | -% |
| *of which total number of non-guaranteed hours employees* | *13,082* | *7%* | - | -% |
| *of which female* | *8,133* | *62%* | - | -% |
| *of which male* | *4,034* | *31%* | - | -% |
| *of which unknown* | *908* | *7%* | - | -% |
| *of which other* | *7* | *-%* | - | -% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). As of December 31, 2024, employees with permanent contracts represented 79% of the Group's workforce, maintaining a similar level to 2023. Females accounted for 60% of the Group's employees and were the majority across all types of contracts. Non-guaranteed hours contracts (casual contracts) introduced in 2024 following the European directive, made up 7% of the total workforce, primarily in stores and operations roles. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### Employees breakdown by contract type and by region

| | 2024 | | 2023 | |
|---|---|---|---|---|
| TOTAL NUMBER OF EMPLOYEES | 195,428 | 100% | 191,706 | 100% |
| **TOTAL NUMBER OF PERMANENT EMPLOYEES** | **153,498** | **79%** | **151,292** | **79%** |
| North America | 33,660 | 22% | 34,307 | 23% |
| EMEA | 64,743 | 42% | 63,500 | 42% |
| Asia-Pacific | 31,678 | 21% | 30,392 | 20% |
| Latin America | 23,417 | 15% | 23,093 | 15% |
| **TOTAL NUMBER OF FIXED TERM EMPLOYEES** | **41,930** | **21%** | **40,414** | **21%** |
| North America | 10,112 | 24% | 9,744 | 24% |
| EMEA | 7,038 | 17% | 7,115 | 18% |
| Asia-Pacific | 22,592 | 54% | 21,974 | 54% |
| Latin America | 2,188 | 5% | 1,581 | 4% |
| *of which total number of non-guaranteed hours employees* | *13,082* | *7%* | - | -% |
| *North America* | *9,113* | *70%* | - | -% |
| *EMEA* | *561* | *4%* | - | -% |
| Asia-Pacific | *3,408* | *26%* | - | -% |
| *Latin America* | - | -% | - | -% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). As of December 31, 2024, 79% of the Group's employees were hired with permanent contracts, primarily in the EMEA region. Permanent contracts represent indeed the majority in all regions, accounting for approximately 90% of employees in both EMEA and Latin America. In North America, 23% of employees were hired on fixed-term contracts, while in Asia and Oceania, fixed-term contracts accounted for 42% of employees, mainly in operations and store roles. Non-guaranteed hours contracts were predominantly in North America, linked to a common practice in the local labor market, characterized by greater flexibility. These contracts are not utilized in Latin America. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

Employee turnover

| | 2024 | 2023 |
|---|---|---|
| **TOTAL DEPARTURES** | **29,610** | **25,813** |
| Asia-Pacific | 3,296 | 3,974 |
| EMEA | 9,111 | 5,168 |
| Latin America | 8,067 | 6,192 |
| North America | 9,136 | 10,479 |
| **TOTAL TURNOVER** | **20%** | **22%** |
| Asia-Pacific | 11% | 13% |
| EMEA | 15% | 16% |
| Latin America | 35% | 35% |
| North America | 27% | 31% |
| ***of which voluntary*** | ***14%*** | ***16%*** |
| *Asia-Pacific* | 9% | 11% |
| *EMEA* | 11% | 11% |
| *Latin America* | 21% | 20% |
| *North America* | 21% | 24% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). The turnover rate is calculated as the total number of permanent employees who left the Group during the reporting period, divided by the average number of permanent employees at the end of each month. Voluntary resignation refers to contract termination initiated solely by the employee for reasons such as career development, personal matters, compensation, termination during probation, no-show, or mutual agreement. The turnover analysis for 2023 excluded GrandVision, while in 2024, it includes the full scope. The turnover rate, including voluntary turnover, decreased by two percentage points compared to 2023. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

## Impacts, risks and opportunities related to the Workforce

EssilorLuxottica's employees, as highlighted for each section in relation to the material topics, can be subject to material impacts related to working conditions, Health & Safety protocols, skill development, and career growth opportunities within the Company's global operations, while both employees and non-employees can experience material impacts related to supply chain practices, labour standards, and ethical business practices and sustainability requirements. The Company's commitment to these areas is evidenced in its policies on Health & Safety, fair labour practices, diversity and inclusion, and ongoing investments in workforce development and well-being.

The identified opportunities, such as driving efficiencies through a diverse and inclusive environment and providing employee benefits, can strengthen the organization's connection with global markets, fostering greater efficiency and sustainable growth. The various identified IROs generally relate to the entire workforce, with particular attention to the most vulnerable categories. Currently, efforts are primarily focused on promoting gender inclusion as a key area of action to enhance the Company's profile in this regard.

The identified risks can include challenges such as a potential lack of attractiveness for certain scarce profiles (e.g., doctors and optometrists essential to supporting the retail business), difficulties in retaining employees (particularly among Gen Z), and risks related to non-compliance with working hours regulations. These issues could lead to reputational and financial consequences, adversely affect workers' health, and increase the likelihood of workplace accidents. Negative impacts related to the workforce are also shaped by systemic challenges depending on the region, such as potential concerns around fair wage practices, limited social dialogue measures, or inadequate Human Rights practices, as well as global risks tied to the Group's activities, including potential exposure to various workplace hazards.

As of today, the Group has not identified any material negative impacts on its workforce stemming from transition plans aimed at reducing environmental impacts and achieving greener, climate-neutral operations.

The procedure for setting targets related to managing material impacts, risks, and opportunities varies depending on the specific topic, ensuring that each area is addressed with the appropriate level of attention and precision. For social factors, the approach could involve engaging with local stakeholders (e.g., Social dialogue) or conducting surveys among employees to understand their concerns and priorities (e.g., 'Your Voice'). Whenever relevant or possible, the Company commits to gathering internal feedback through the various communication channels described in the following sections. Additionally, in some cases, targets are specifically designed to align with international guidelines, best practices, or local regulations. For example, the Company may set targets that conform to the expectations outlined in global frameworks such as the United Nations Sustainable Development Goals (SDGs) or align with local laws like the Rixain law, which mandates specific gender equality measures in the workplace, or to pursue internal goals (e.g., Talent development).

These actual and potential impacts, risks and opportunities, along with their management, will be explained in the course of the section.

## 6.3.1.2 Employee Engagement & Well-Being

### 6.3.1.2.1 Introduction

EssilorLuxottica is committed to supporting its people, continuously enhancing their sense of well-being, while providing them with opportunities to learn and grow. The Company strongly invests in employee engagement, creating an environment where everyone can thrive, feel valued, respected, and continuously learn. A significant milestone in this journey was the launch of the Company's cultural framework and shared values in 2024, a global initiative designed to unite the organization under a shared culture, in alignment with the Company's Mission and business strategy.

The Company's dedication to employee well-being is reflected in its holistic approach, which includes health benefits, psychological support, flexible working arrangements, and family-focused initiatives such as summer camps and family days. These efforts prioritize work-life balance, community building, and a supportive workplace environment.

This approach is reinforced by a socially responsible and inclusive compensation policy that guarantees competitive pay, equal opportunities, and merit-based rewards. At its core is employee shareholding, which fosters collective responsibility, aligns individual and organizational goals, and offers employees a direct stake in the Group's success. Through accessible co-investment plans and performance-based rewards, EssilorLuxottica promotes engagement, equity, and a sense of shared purpose, positioning employees as key contributors to its mission and values.

Through its various regular internal communication and feedback channels, the company ensures adequate support for its employees, actively preventing material negative impacts and promptly addressing any issues that arise.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to EssilorLuxottica's own workforce.

### 6.3.1.2.2 Material impacts, risks, and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Employee Engagement and Well-being | Risk of lack of attractiveness and retention of employees | When failing to create an appealing work environment, companies can experience high turnover rates, leading to significant costs related to recruiting, hiring, and training new staff. Frequent turnover can result in a loss of institutional knowledge and experience, which hinders productivity and disrupts team dynamics. Additionally, inadequate benefits, limited growth opportunities, and a negative workplace culture can lead to decreased employee morale and engagement, causing disengaged employees to perform at lower levels | • Global DEI Policy<br>• Global Policy on Engagement & Well-being<br>• Global Policy on Employer Branding and Talent Attraction<br>• Global Policy on Salary review | • Number of people engaged in Your Voice and response rate<br>• Group turnover rate (total and voluntary) |

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Employee Engagement and Well-being | Risk of non compliance with working hours regulations | Non-compliance with working hours regulations poses risks for both employees and organizations. Legal penalties, including fines and lawsuits from employees, can arise from failing to adhere to labor laws, resulting in costly financial repercussions. Additionally, excessive workloads and prolonged hours can lead to employee burnout, stress, and a decline in overall health, ultimately increasing absenteeism and reducing productivity. | • Code of Ethics | • Number of audits performed on Human Rights related topics (including working hours) |
| | Potential inadequate wages practices | Potential inadequate wage practices can have several negative impacts on employees. When wages do not reflect the cost of living, employees may experience financial stress, which can lead to decreased morale and job satisfaction. | • Code of Ethics<br>• Group Compensation Framework<br>• Global Policy on Salary review | • Ensuring equity through pay gap monitoring<br>• Integration of the Living wage concept into the salary review process |
| | Granting employees' benefits | Granting employees benefits that promote work-life balance presents significant opportunities for both the workforce and the organization. By providing flexible work hours, remote work options, and additional paid time off, organizations can significantly enhance job satisfaction which in turns translates to increased productivity, as employees experience reduced stress and burnout, leading to a more focused and motivated workforce. | • Global Policy on Engagement and Well-being | • Share of remote working time globally<br>• Initiatives for flexible work arrangements |
| | Efficiencies related to promoting diverse and inclusive environment | Promoting a diverse and inclusive environment creates opportunities for increased efficiency and growth. Ensuring gender equality and equal pay, as well as employment and inclusion of persons with disabilities, expands the talent pool, fosters innovation, and enhances employee satisfaction. Prioritizing diversity helps the organization better connect with global markets, while measures against violence and harassment ensure a safer workplace, boosting engagement and reducing risks. Overall, these practices lead to higher productivity, better decision-making, and stronger financial performance. | • Global DEI Policy<br>• Global Anti-harassment and discrimination policy | • Number of people engaged in Your Voice and response rate<br>• Ensuring equity through pay gap monitoring |
| | Reinforcing of employee sense of commitment and engagement through employee shareholding | Employee shareholding programs strengthen commitment and engagement by aligning employees' interests with the company's performance. This approach fosters a sense of ownership and responsibility, leading to increased motivation, productivity, and loyalty. As shareholders, employees are more invested in the company's success, driving their active participation in its growth and sustainability. | • Group Compensation Framework | • Number and rate of employees participating in company shareholding programs |

### 6.3.1.2.3 Policies

To ensure employee engagement and well-being, the Company has established a series of public and internal policies, which have been enhanced over the year with additional inclusivity principles. Aside from the Code of Ethics and SpeakUp, which have unique characteristics, all other policies listed below reaffirm the Company's commitment to conducting its activities in full compliance with legal requirements at both international and local levels. The policies aim to safeguard Human Rights and promote principles established by international organizations, including the 2030 Agenda for Sustainable Development and its related Sustainable Development Goals (SDGs), the United Nations Universal Declaration of Human Rights, the fundamental conventions of the International Labour Organization (ILO), and the OECD Guidelines. The Chief People Officer and their direct reports hold ultimate responsibility for ensuring the proper implementation of these policies. All these policies were developed with the support of technical experts and in collaboration with local HR teams to ensure compliance with local legislation and alignment with the needs of all regions and stakeholders. Internal policies are accessible to employees via the Company intranet or can be provided upon request to the Human Resources Admin.

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | EssilorLuxottica's Code of Ethics addresses key workforce well-being topics:<br>• employee shareholding: encourages commitment and aligns employees' interests with the Group's success;<br>• Well-being: promotes a healthy work-life balance, prohibits harmful behaviors, and supports initiatives to enhance quality of life;<br>• decent working hours: ensures compliance with local laws on working hours, overtime, and rest periods;<br>• fair remuneration: guarantees fair compensation that meets or exceeds legal and collective standards;<br>• social benefits and security: provides adequate benefits and ensures compliance with local social security laws. | Compliance | Own operations | Public |
| SpeakUp platform + Group Reporting Policy | The SpeakUp platform, guided by the Group Reporting policy, is available 24/7 in 19 languages and supported by hotlines in 11 countries to report violations such as corruption, Human Rights issues, moral or sexual harassment, discrimination, violence at the workplace, labor laws, Health & Safety concerns, fraud, and more. The Group Reporting Policy (whistleblowing) outlines who can report concerns through the SpeakUp platform and how reporting can be done, ensuring confidentiality, protecting against retaliation, and supporting effective compliance management. | Compliance/ Human Resources | Value chain | Public |
| Global Diversity, Equity & Inclusion Policy | The policy outlines the Company's principles and commitments in DE&I areas, which are closely linked to employee well-being and retention and focuses on:<br>• key processes for integrating DE&I principles, including Employer Branding, Talent Attraction and Acquisition, Onboarding, Performance Management and Development, Salary Equity, Engagement and Well-being, Prevention of all forms of abuse, and Support for Parenthood and caregiving;<br>• main dimensions driving the DE&I agenda, such as Gender Equality, Gender Identity and Sexual Orientation, Parenthood and caregiving, Age and Generations, Disability, Ethnicity, Religion, and Culture. | Human Resources | Own operations | Public |
| Global Policy on Engagement & Well-being | This policy is designed to enhance employee well-being through a comprehensive approach, covering areas such as healthcare, active lifestyle, healthy eating habits, and offering psychological assistance. Additionally, it prioritizes flexible working arrangements, and regular employee feedback through listening campaigns. | Human Resources | Own operations | Internal |

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Global Policy on anti-harassment and discrimination | This policy enforces a zero-tolerance approach to any form of unlawful discrimination or harassment, ensuring a safe, respectful, and inclusive workplace for all employees in order to improve mental and physical well-being. | Human Resources | Own operations | Internal |
| Global Policy on Salary Review | This policy outlines the guidelines and procedures for the annual salary and promotion process. It ensures equity, transparency, and alignment with company goals, upholds the principles of equal pay and performance-based rewards through EssilorLuxottica's 'OnePerformance' framework, and promotes a merit-based culture that recognizes contributions and supports personal and organizational growth reinforcing employee retention. | Human Resources | Own operations | Internal |
| Global Policy on Employer Branding and Talent Attraction | It sets the approach to Employer Branding and Talent Attraction, aimed at enhancing the company's global presence and attracting top talent through a unified and compelling brand. It influences both employee engagement and talent attraction. It ensures equity and inclusivity are enforced in processes and mirroring in the reputation. | Human Resources | Own operations | Internal |

### 6.3.1.2.4 Processes for engaging with own workers and workers' representatives

**EssilorLuxottica's Values and Cultural Framework**

In 2022 EssilorLuxottica started to define the Company's shared values representing its people and communities across the world, with the active participation of over 100,000 employees globally in the process. The resulting five company values were unveiled in January 2024 and are described below.

| Values | Description |
|---|---|
| We are pioneers, bringing heritage into the future | We're deeply rooted in our legacy – proud of where we came from, yet always innovating and improving the rules of the eyewear and eyecare game. We never stop learning, nor would we want to. We see our search for innovative solutions as an ongoing journey, not a destination. We're curious – keeping up with trends, gathering insight, and thinking about the future. |
| We are one, thanks to many | We're united by a shared vision and made stronger by our differences. Hundreds of thousands of talented people across the globe are the keys to our success. We move as a team – one where everyone's opinions are valuable and where diversity and inclusion are key ingredients to our culture. We want everyone to feel comfortable to be themselves – building each other up, playing on each other's strengths and as a team. |
| We are agile, making the complex simple | From product design, to supply logistics, to marketing and communications – this industry is far from straight- forward. Our long experience allows us to deliver sophisticated solutions with impressive speed. We thrive in this fast-paced environment, always embracing new ways of doing things and optimizing wherever possible. If there's a simpler way to achieve the same results, we'll find it. We share often and actively with all our stakeholders to identify pain points and turn them into strengths. |
| We are passionate, turning inspiration into impact | Passion is what wakes us up every morning, and the results are what keep us going. We're each committed to our role in the bigger picture, and we're motivated by a culture of mutual trust. We have a goal-oriented culture and we're driven to achieve the best results for the company and for ourselves. We take pride in our roles, owning our tasks and seeing ideas through from start to finish. |
| We care, close to all no matter how far | The people who come through our doors are at the core of everything we do. And that includes ensuring a brighter future for all – continuing our commitment to sustainable practices. We have a global reach, but we feel connected to our customers on a personal level – always considering how our roles and decisions affect the larger customer experience. This is especially true when it comes to our products. We want to make a positive social impact, and we work hard to reduce our environmental footprint, too. |

**Your Voice – Culture Insights**

EssilorLuxottica's employee listening program, *Your Voice – Culture Insights*, is an ongoing initiative that uses confidential and anonymous questionnaires to gather valuable insights into key aspects of employees' experiences, such as sense of belonging, alignment with company values, workplace culture, and overall working environments, as well as the Group's approach on environment and sustainability. Feedback collected through this program is transparently shared in aggregated form, highlighting strengths and areas for improvement, and driving the development and update of local and global action plans.

To ensure accessibility, the program leverages on technology, allowing employees to respond quickly and anonymously in 34 languages. In 2024, more than 130,000 employees were involved in the listening campaign, resulting in a global participation rate of 78% from all regions and businesses, including offices, stores and industrial sites. The outcome is accessible to Managers and HR teams, so they can initiate team conversations and workshops with local employees to build concrete actions for improvement. The employees are informed and involved in co-creating action plans to improve overall employee experience.

**Other channels**

EssilorLuxottica utilizes a variety of engagement channels to maintain open and continuous communication with its employees, in alignment with the Company's five shared values.

These include regular updates facilitated by local HR Business Partners, the 'Comitato Welfare' (Welfare Committee) in Italy and the 'Comité Social et Économique' (CSE, Social and Economic Committee) in France, where monthly meetings provide a platform for open dialogue. Senior HR representatives attend these meetings, such as the Italian Welfare Director and his team in Italy, or the country HR Director and his team in France. All these processes are overseen by the Industrial Relations & Welfare Global Team to ensure alignment across the Group.

The global whistleblowing platform, SpeakUp, is also another important engagement channel (see Section 6.4.1.5.1 *SpeakUp reporting system* for more details).

### 6.3.1.2.5 Processes to remediate negative impacts and channels for own workers to raise concerns

EssilorLuxottica fosters a culture of open communication through its Open Door approach, underscoring the importance of offering employees channels to report unethical behavior, violations of the Code of Ethics, or breaches of other corporate policies related to HR and well-being. These channels are designed not only to highlight potential issues related to risks and negative impacts on employees but also to enable tailored remedial actions based on the specific issue and its severity. Employees are encouraged to raise concerns with their manager, HR department, or senior leadership, or alternatively, they can directly contact the Compliance department.

If these options are not feasible, employees can use the Group's SpeakUp reporting tool, launched worldwide in 2023 (see Section 6.4.1.5.1 *SpeakUp reporting system* for more details).

To address specific potential negative impacts, the Company implements monitoring measures for specific KPIs for example related to wage practices. Where necessary and feasible, remedial action plans are then developed, as detailed in the relevant Section 6.3.1.2.6, paragraph *Equitable and Competitive Compensation Framework*.

### 6.3.1.2.6 Actions and resources

**EssilorLuxottica's Commitment to Employee Well-Being**

Employee well-being is central to the Group's organizational culture, as a healthy, balanced, and engaged workforce is key to sustainable success. EssilorLuxottica recognizes the crucial role a strong welfare system plays in unifying ongoing integration efforts. The Company continues to align its well-being initiatives through global policies that support employees' work-life balance. These guidelines are gradually adapted and implemented across different organizational contexts to ensure relevance and effectiveness.

The Company focuses on key areas that enhance employee well-being, fostering a supportive and inclusive environment worldwide. These initiatives, which address diverse needs while underscoring the Group's commitment to health, work-life balance, and community engagement, are summarized below.

- Flexible Working Arrangements

  EssilorLuxottica prioritizes work-life balance by embracing flexible work models tailored to individual and organizational needs. For office employees, the Company aims to enable remote work for up to 50% of the time. For industrial and corporate employees, initiatives like 'Time for You' in Italy provide shift flexibility and advanced scheduling to enhance personal time management. Retail staff benefits from well-planned shift schedules, and part-time arrangements are made available when possible, to meet personal needs.

- Listening Initiatives

  To continuously improve its well-being programs, EssilorLuxottica regularly conducts surveys and listening initiatives such as Your Voice. These feedback mechanisms help identify areas for improvement and inform action plans that enhance the overall work environment.

- Healthcare

  EssilorLuxottica has always placed great importance on offering its employees healthcare, such as health insurance and supplementary services, in addition to the coverage provided by law. These services include medical check-ups and discounted tariffs and are constantly updated to meet employees' expectations.

- Sport and Active Lifestyle

  The Company actively promotes physical activity through initiatives such as corporate gym programs, subsidized access to fitness services, or equivalent alternatives. These programs encourage employees to lead an active lifestyle, enhancing both physical and mental health.

- Healthy Eating

  To support proper nutrition, EssilorLuxottica facilitates access to subsidized meals through free canteens, meal vouchers, or discounts at local restaurants. Additionally, the Company has launched initiatives like the 'Eyes on Food' program to promote healthy and sustainable eating habits at its canteens.

- Psychological Support

  Recognizing the importance of mental health, EssilorLuxottica offers free, anonymous, and confidential psychological support to employees in need. These services are provided through partnerships with specialized facilities, offering both in-person and remote assistance.

- Summer Camps

  The Group organizes a summer camp in Bibione, Italy, hosting over 2,500 children of employees from 26 European countries (with the aim of expanding the initiative to welcome more and more children). This initiative supports families during the summer school break and fosters a sense of belonging by connecting children in an international setting filled with engaging activities.

- Family Days

  In countries like Italy, the US, China, and Brazil, EssilorLuxottica hosts Family Days, inviting employees and their families to visit work sites. These events build a sense of pride and belonging by opening factory doors to the community, complemented by games and interactive activities.

EssilorLuxottica is also committed to promoting decent working time by actively monitoring working hours, overtime, and holiday usage through its local HR and EHS teams. The Group aims to ensure that employees do not exceed the maximum working hours and overtime limits established by local or national laws. These principles are clearly outlined in the Code of Ethics and are communicated to employees during recruitment or upon request.

As a company in continuous growth, transformation and integration, EssilorLuxottica has renewed its commitment in 2024 by launching an extensive mapping of welfare and well-being initiatives worldwide. This process aims to identify local best practices, processes, employee needs, and cultural differences. The insights gathered will help establish global standards that serve as a benchmark for all regions. By the end of this mapping exercise in 2025, harmonization targets will be set to align practices across different countries.

### Employee volunteering

In 2024, EssilorLuxottica continued to inspire employee involvement in the impactful work of the OneSight EssilorLuxottica Foundation, as highlighted in Section 6.3.3 *ESRS S3 – Affected Communities*. Employees are encouraged to participate in activities that advance global eye health, such as contributing to vision clinics or supporting initiatives tied to World Sight Day.

During the year over 5,500 employees actively volunteered in vision clinics or in skills-based activities providing patient care in their regions. This approach not only amplifies the Foundation's mission to eliminate uncorrected poor vision within a generation but also deepens employee connection to the Company's broader purpose and social impact.

### Equitable and Competitive Compensation Framework

EssilorLuxottica is committed to recognizing and motivating its 195,000 employees through a compensation policy that is both competitive and fair. This policy is founded on three core principles: pay equity for work of equal value, performance-based remuneration, and the equitable sharing of value created. By fostering a culture of excellence, innovation, and diversity, the Group enhances employee engagement, drives individual and collective performance, and supports talent development, all in service of its mission: 'Helping people see more and be more'. Beyond monetary remuneration, the Group's holistic approach integrates value-sharing mechanisms, social benefits, and welfare programs, ensuring fairness and alignment with its centralized governance framework.

The Group's compensation framework is built on four fundamental pillars, below described.

#### *1. Employee Shareholding: a model for Engagement and Value Sharing*

Since its inception, the Group has actively involved its employees in its value creation, reinforcing a sense of ownership and alignment with its long-term vision. Every year, nearly 100,000 employees are eligible to participate in co-investment plans, open to all without distinction of status, with flexible participation terms such as instalment payments to facilitate investment. In parallel, more than 9,000 employees benefit from performance share plans, ensuring alignment between individual efforts, the Group's strategic objectives, and shareholder interests.

Today, over 83,500 active and former employees are shareholders in the Group. Its ambition is to increase the number of employee shareholders in order to strengthen collective engagement and the sharing of the value created.

To support employee shareholders, a dedicated internal service provides daily assistance, offering clear information, streamlining administrative procedures with financial institutions, and organizing financial education sessions. Through personalized support and a dedicated intranet platform, each employee shareholder can track their portfolio in real-time and access relevant resources.

The Group is also committed to listening to employee shareholders by actively gathering their feedback to continuously refine its programs and strengthen the bond of trust and engagement.

### *2. Commitment to Employee Well-being*

As explained in the previous section, the Group has long embedded welfare principles into its culture to enhance the daily lives of its employees. Through the welfare program, it ensures a sustainable balance between professional and personal life, offering concrete support at every stage of an employee's journey.

### *3. Performance-Based Compensation & Equity Promotion*

The Group's compensation policy is built on a culture of performance and fairness. By recognizing individual contributions and ensuring equitable rewards, employees are empowered to realize their full potential and contribute to collective success.

The policy is structured around three core compensation processes:

a) Annual Salary Reviews;

b) Annual Variable Compensation;

c) Long-Term Incentive Plans (LTI).

#### *a) Annual Salary Reviews*

The Group's salary review process follows a fair and structured approach, aligned with individual performance, market practices, and the Group's strategy. Compensation adjustments are based on objective criteria, including achieved results, alignment with the Group's values and leadership model, and growth potential.

This process, led by the human resources team in collaboration with managers, aims to recognize and reward both individual and collective contributions to the Company's success.

##### *2024 Gender Pay Gap analysis*

In line with its commitment to equity and transparency, the Group developed a methodology to analyse pay disparities, based on the fundamental principle of 'equal pay for equal work'.

This methodology follows a two-step approach:

- national-level analysis of pay gaps based on job classifications;
- consolidation at the Group level to determine a global gender pay gap ratio.

The 2024 gender pay gap analysis, conducted on 170,000 employees, equal to 87% of the Group's workforce, was based on annual cash compensation levels across all employees[(1)].

In compliance with regulatory requirements, a Group-wide ratio was calculated regardless of job classification, revealing a median gender pay gap of 2% and an average gap of 16%.

When accounting for employee classifications within each country, the global median gender pay gap stands at 4% and the average at 6%.

Although the data above indicate that no significant gender pay gaps have been identified, the Group remains committed to maintaining rigorous monitoring of this issue.

Concrete actions have been implemented to proactively address factors that may contribute to gender pay gaps, including:

- unconscious bias training to raise awareness among teams and managers;
- dedicated support programs to assist employees, particularly during their return from maternity leave.

This proactive approach also makes it possible to anticipate regulatory developments, notably the EU Directive on pay transparency.

##### *2024 Adequate Wage analysis*

Beyond the principles of equity and competitiveness, ensuring a remuneration level that covers essential needs and provides a decent standard of living is a strong commitment of the Group.

According to ILO, an Adequate (Living) Wage is "a wage that meets the needs of a worker and their family, taking into account the national economic and social conditions of a country".

Building on the data collected for the gender pay gap analysis, in 2024 a comprehensive study covered 170,000 employees, representing 87% of the workforce.

Using the minimum wage determined by legislation or collective bargaining as an adequate wage benchmark, the analysis confirmed that all Group employees in countries with an established regulatory minimum wage level, receive a base salary that exceeds the minimum wage and represents 99% of EssilorLuxottica's workforce. When additional fixed components such as seniority and holiday bonuses are included, total fixed remuneration surpasses this threshold even further.

(1) *Base salary data was collected using the Group's centralized information systems. Additional information on other fixed and variable monetary compensation elements was gathered through files provided by all eligible entities, enabling the creation of a comprehensive global database. Certain populations were excluded from the analysis, including apprentices, interns, and equivalent contracts, as well as entities whose remuneration data has not been consolidated at Group level yet. To ensure the reliability of results, consistency checks were carried out to confirm that all salaries were recorded on a full-time equivalent basis and to identify potential anomalies.*

For the remaining 1% of employees, in countries without a legal minimum wage, fixed remuneration was compared against a living wage benchmark provided by the Fair Wage Network[1].

The study identified 236 employees (0.15% of the workforce) whose fixed remuneration falls below the living wage benchmark. In most cases, this reflects the specific compensation structure in the retail business, where commissions represent a significant share of total earnings.

EssilorLuxottica remains committed to continuously enhancing its compensation practices. The Group integrates the principle of an adequate wage into its salary review process, ensuring that remuneration remains fair, competitive, and aligned with evolving market standards.

***b) Annual Variable Compensation***

The annual variable compensation ('MBO') for corporate executive officers is based exclusively on quantitative objectives. For 2024, three key criteria have been defined: net earnings per share, revenue growth, and adjusted operating income.

These three criteria form the Group-wide component of the variable pay scheme, applicable to 15,000 eligible employees. This Group component is further complemented by quantitative objectives specific to each business unit and function, ensuring a fair and relevant performance evaluation.

***c) Long-Term Incentive Plans (LTI)***

These plans designed to align employees with the Group's strategic priorities and strengthen their long-term engagement are based on uniform performance criteria for all 9,000 beneficiaries. For the 2024-2027 plan, these criteria are structured as follows:

- 40% based on annualized share price growth;
- 40% based on cumulative adjusted net earnings per share;
- 20% based on corporate social responsibility (CSR) objectives.

As explained in Appendix 2 of Section 4.3.2.2.3, starting in 2024 a CSR criterion is integrated into the performance share plan.

***4. Centralized Governance & Local Adaptation***

A strong governance framework is essential to ensure a coherent and equitable compensation policy across the Group. The Board of Directors defines the executive compensation policy, which is then rolled out to all employees, incorporating country-specific adaptations when necessary.

The three key compensation processes – annual salary reviews, annual variable compensation, and long-term incentive plans – are managed at the corporate level. Corporate teams establish timelines, principles, and guidelines while providing the necessary digital tools to ensure a harmonized and efficient remuneration system. Local teams are responsible for implementing these directives while applying adjustments required by national regulations and market conditions. This balance between centralization and local flexibility ensures global consistency while respecting country-specific needs.

To ensure maximum transparency, compensation and benefits information is communicated through multiple channels, including group-wide information sessions, intranet updates, email communications, welcome booklets, and personalized letters. HR teams and local managers play a key role in supporting employees and addressing their queries, strengthening trust in the process.

The Group encourages an open and constructive dialogue to continuously improve its compensation policies. Employees can share their concerns and suggestions through various tools, including the 'Your Voice' engagement survey or by reaching out directly to HR and local managers. If necessary, these concerns can be escalated to higher levels of management.

As a last resort, a confidential SpeakUp hotline allows employees to report sensitive issues anonymously. This approach ensures that every voice is heard and that appropriate actions are taken, fostering an equitable and respectful work environment.

### 6.3.1.2.7 Targets and metrics

The Company pursues continuous improvement through specific targets and monitors the impact of its actions using defined metrics, as detailed so far and in the following section:

**Welfare & Well-being**

EssilorLuxottica is committed to fostering a supportive and inclusive work environment. By 2025, the Group aims to harmonize welfare and well-being practices globally, leveraging insights from a comprehensive mapping of initiatives, employee needs, and cultural differences conducted in 2024. This approach ensures that well-being programs are aligned with diverse expectations across regions while maintaining a high standard of support for employees worldwide.

[1] *The minimum wage refers to the wage floor established by governments, providing a baseline level of income, ensuring that workers receive a just compensation for their labor and can meet fundamental living costs. The living wage represents the minimum income necessary to cover the basic needs of workers and their families. The Group has calculated the living wage using the methodology of the Fair Wage Network to ensure a sustainable standard of living for employees.*

**Compensation**

**Adequate Wages:** as of today 99% of employees earn above the legal minimum wage in countries with regulatory standards. The 0.15% (within the 1% of employees in countries without a legal minimum wage) earn below the adequate wage reference. This is primarily due to a different compensation structure in the retail business, where commissions have a significant weigh. EssilorLuxottica is dedicated to continuously improving its compensation practices to ensure fairness and sustainability. The concept of adequate wage is embedded in the salary review process, reinforcing the Group's commitment to providing wages that support a decent standard of living.

**Gender Pay Equity:** while the available data indicate that significant gender pay gaps are not observed at the Group level, EssilorLuxottica recognizes the importance of continuous vigilance in maintaining pay equity. The Group-wide gender pay gap (overall), as of today is 2% median and 16%. The Global gender pay gap (by employee classification within countries) is 4% median and 6% average. The Group is committed to regularly monitoring gender pay gaps and taking necessary measures to ensure fairness across all levels.

## 6.3.1.3 Health & Safety

### 6.3.1.3.1 Introduction

For EssilorLuxottica, guaranteeing and protecting employee Health & Safety is a top priority, and a common principle that will continue guiding daily operations. EssilorLuxottica has adopted all necessary measures, consistent with international standards and the target for reducing work-related accidents to a minimum.

EssilorLuxottica is committed to achieving zero work-related accidents through the implementation of strong Health & Safety programs that focus on identifying and preventing employee risks in the workplace. To achieve this, the Group has policies, action plans, procedures and on-site audits aimed at reducing the occurrence, frequency and severity of accidents.

### 6.3.1.3.2 Material impacts, risks and opportunities

| Material ESG Topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Health & Safety | Potential exposure to various workplace hazards | Inadequate Health & Safety measures can have a negative impact on the workforce, primarily through the lack of proper personal protective equipment (PPE) and maintenance of tools and equipment, leading to increase in the number of workplace injuries. When workers do not feel safe and protected, it fosters a negative workplace environment which can severely impact morale and overall job satisfaction. | • EHS Policy | • Zero work-related fatality<br>• Frequency rate<br>• Severity rate |

#### 6.3.1.3.3 Policies

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | The Code of Ethics clearly states that EssilorLuxottica applies high occupational, Health & Safety standards to all employees, contractors and temporary staff working on all their sites, ensuring that operations are safe, and that employees, contractors and temporary staff are well protected. | Compliance | Own operations | Public |
| Environment Health & Safety Policy | The policy is based on EssilorLuxottica's belief that safeguarding the Environment and the Health & Safety of its employees, contractors, agency workers, visitors, customers and local communities is everyone's duty, in respect of their role and responsibilities inside the company. The policy states the importance of people's behaviours as the main factor for the prevention of accidents and for the deployment of a strong safety culture that prevents accidents. | EHS | Own operations | Public |
| Product Stewardship – Safety and Compliance of Chemicals, Materials and Components Policy | Product Stewardship is a Health & Safety and environmental management strategy that involves proactive management of chemicals and materials to design, produce, sell, or use a product. The Company, in fact, takes responsibility for minimizing impact on the environment and Health & Safety throughout all stages of the product life cycle.<br>The objective of this document is to outline management methods and parties involved in product stewardship, for instance with reference to compliance with chemical regulations/laws, control and management of risks associated with the storage, use and disposal of chemicals and materials in the workplace. The policy helps the facility director and/or EHS manager i) determine the emergency situations linked to chemicals in routine or non-routine tasks (people exposure, fire, spills, contamination, incompatible chemical reactions) and ii) ensure a Procedure with emergency action plan is in place. The policy is based on relevant standards (e.g., ISO 45001 international occupational health and safety standard, ISO 14001 international standard for environmental management systems, ISO 13485 international standard for medical devices – Quality management systems, ISO 9001 international standard for quality management systems, Globally Harmonized System of Classification and Labelling of Chemicals (GHS)). | EHS | Own operations | Internal |
| EssilorLuxottica Machinery Safety Policy (ELMS) | The purpose of this policy is to:<br>• harmonize the safety levels of New Machinery to ensure employees use it with an appropriate level of safety;<br>• propose training for employees to increase skills and competences;<br>• define guidelines that must be followed when acquiring New Version of Machinery;<br>• define guidelines that must be followed to manage the Transfer of Machinery and Existing Machinery. | EHS | Own operations | Internal |

#### 6.3.1.3.4 Engaging with own workers on Health & Safety

EssilorLuxottica is strongly committed to consolidating a sense of belonging and safety in the workplace by implementing two-way communications on Health & Safety issues.

It is worth mentioning the following EHS initiatives to develop and deploy the Company's safety culture:

- Safety Committees – At regional and local levels, site leaders involve employees in safety oriented initiatives on a regular basis (weekly to monthly), including observations and feedback on unsafe acts/unsafe conditions, with the goal to build actions plan to mitigate all risks observed. The outcomes of these initiatives could also lead the Group to integrate certain observations within its decision-making processes.
- Behavior Based Safety Program – Present in every region in different sites, this program encourages employees to observe and identify potential risks. By so doing, the Safety culture within the organization is enhanced.
- Safety Corners -These are designated locations for posting information on Health & Safety matters and reporting unsafe or risky situations for workers.
- Incident reporting – Safety Policies and procedures in force allow employees to escalate any incident related to Safety to the management. This ensures the Company keeps visibility through all the processes directly with the eyes of the workers. Moreover, EssilorLuxottica tracks and monitors a series of statistics not only related to incidents, but also regarding near miss and potential unsafe actions and conditions that constitute as leading KPIs for continuous improvement process.
- Safety Bulletins – By using them, relevant information can be timely communicated to all workers at site level. The information spread is often related to specific topics raised by the workforce itself.
- Safety Days – These events represent one of the Global initiatives that allow the Company, annually or more often, to create engagement, inform and educate on safety-related topics, often raised by the workforce itself.
- Town Hall meetings – The meetings are held at regional level and provide the organization with some updates on business, performance and EHS initiatives at the global and local level.

Facility leaders, led by the Chief Operating Officer (COO), are responsible for the implementation of the above mentioned initiatives. In parallel, at the regional and local level, the Environment, Health & Safety (EHS) teams validate these initiatives and set procedures to stimulate employee engagement on these topics and ease the execution of actions in the entire Group. The central EHS team then oversees all these initiatives, ensures the application of Group guidelines and monitors the Company's EHS performance.

KPIs are regularly updated on the different tools at regional or local level, while minutes of meetings and completion of actions are monitored. Where regulation may require it (e.g., in Italy), specific meetings, reports and agreements may be redacted in the relationship with Unions.

Respecting local regulations, EssilorLuxottica acknowledges the value of engaging with Trade Unions and sites Committees as an added dimension for sustainable business growth through participative means. The details about all the initiatives EssilorLuxottica deploys to engage its own workers are described in Section 6.3.1.4 *Social Dialogue and Freedom of Association*.

The Company is also actively part of Regional EHS Associations or Networks to participate in specific conversations related to Safety and Environmental topics, to overcome specific identified risks or to contribute to provide guidelines to local authorities.

#### 6.3.1.3.5 Preventing and managing Health & Safety risks to people

EssilorLuxottica is committed to ensuring healthy and safe working conditions, protecting its entire workforce in all its locations in compliance with all applicable legislation and regulations. Such commitment is based on the continuous improvement of Health & Safety policies and procedures across countries and on the application of company-wide safety procedures and vigilant preventive actions that encourage responsible behaviours of all workers.

The Company operates in regions where the application of legislation in relation to Human Rights and the environment may be limited or fall below international standards. In such situations, EssilorLuxottica strives to perform its activities in accordance with international standards for the protection of Human Rights and the environment, and implement actions designed to prevent negative consequences in these areas, and remedy them should they occur.

The Environment, Health & Safety function at EssilorLuxottica is responsible for the deployment of environmental management systems aimed at reducing environmental impact and ensuring the Health & Safety of all employees worldwide. In this respect, the increase in the number of sites or regions certified according to ISO 14001 and ISO 45001 will support a standard approach of prevention and risk/impact mitigation. The EHS function is responsible for the consolidation of quantitative inputs collected in Gensuite, a tool used by all the local EHS of Operations' sites and dedicated also to the reporting of H&S KPIs, including observations and near misses raised by the workforce.

The Company also adopts escalation tools and procedures to allow local workers to report potential risks or incidents. Consolidation of data and events allows EssilorLuxottica to cascade top-down, using different communication tools, all the actions and initiatives done to prevent reoccurrence, mitigate specific risks and address the raised concerns.

EssilorLuxottica provides its employees with several channels to raise concerns, to detect other potential risks and be able to address them, ensuring the well-being of its workers. The Group fosters a culture of open communication through its Open Door approach (with HR team or relevant management) and the global SpeakUp tool (whistleblowing), described in Section 6.4.1.5.1 *SpeakUp reporting system*.

### 6.3.1.3.6 Actions and resources

#### Assessing Health & Safety risks

EssilorLuxottica assesses its risk exposure through the Group risk assessment process (see Section 2.1 of this Universal Registration Document), which incorporates the identification and evaluation of ESG risks such as Health & Safety, and through EssilorLuxottica Responsible Sourcing and Manufacturing program that apply to both manufacturing sites and suppliers globally (see Section 6.3.2 *ESRS S2 – Workers in the Value Chain*).

Each site assesses the overall and specific EH&S risks applying the Corporate and regional guidelines and adapting the outcome to any specific regulations that may apply at the regional or local level. Tracking systems are in place to follow up on actions plan accordingly.

Moreover, a structured approach to the EHS Risk Assessment and MOC (Management of Change) procedures is taken anytime there is a substantial change in the Operations processes or a new process is introduced. The Risk Management Systems for Operations and other mentioned policies address the assessment of main risks and define the procedure to approach them, while the processes at local level are implemented having the main stakeholder to drive the specific changes.

The Corporate EHS Team is dedicated to setting the processes and procedures to engage the workforce and to ease the execution of mentioned actions. At local and regional level, the Operations team in the sites, led by the COO function, are responsible to implement all the initiatives described, with a validation of the EHS local or regional contact. The EHS Team in the global organization in 2024 counts more than 300 professionals.

Every year, the Company invests in the deployment of the activities described and in other initiatives to improve specific conditions and mitigate material impacts.

#### Minimizing workplace hazards

As stated in the Group EHS policy released in 2024, EssilorLuxottica's approach to prevent and minimize workplace hazards is consistent with international standards and its target of reducing work-related accidents to a minimum. As such, throughout the past few years, several production and logistics sites and prescription labs have obtained the ISO 45001:2018 Occupational Health & Safety Management certification, which provides a framework to identify and improve employee safety while preventing workplace risks. In 2024, 29 mass production plants, 15 lens laboratories, five logistic centers, and three corporate offices were certified ISO 45001:2018, covering approximately 28% of the Group total headcount. The Company will continue to increase the number of certified sites in the future, evolving its own certification schemes according to the Group and business needs.

To achieve the target of zero work-related accidents, Health & Safety programs focus on identifying and preventing Health & Safety risks in the workplace, actively involve employees and include on-site audits.

To reduce the frequency and severity of accidents in the workplace, multiple initiatives have been implemented at Corporate and Regional levels, summarized below:

- Chemicals Management tool – To ensure full respect of the Group policy on Product Stewardship, a new digital solution is under development in order to manage compliance, industrial hygiene and risk assessment for any new chemicals introduced in the manufacturing processes, working proactively to assess, control and mitigate the risks. This also allows EssilorLuxottica to manage the phase out of the PFAS group of chemicals (so called 'forever chemicals'). The goal is to rollout the new IT solution starting in 2025, to cover the entire scope of Operations by end of 2026.
- PFAS program – In 2023, the Company started mapping the presence of PFAS in its products and processes and has launched projects to replace them where present. The PFAS program includes the entire scope of Operations sites for the company, being regulated by the Product Stewardship Policy who specifically requires the company to manage those components in terms of introduction and phase out.
- High-Risk Operations (HRO) referential – The implementation of technical referential documents is required for any process considered as High-Risk Operations for people and the environment. The program aims to map all HRO within the Company's Operations sites and to harmonize the approach in terms of technical requirements, risk assessment and auditing process, mitigating and controlling any risks in accordance with the Group EHS global policy. The program started in early 2024 and is expected to be continued in 2025.
- Machine Safety program – The new global standard for machine safety was released in 2024, targeting the implementation across the entire Group Operations. The scope of the document is to level up all the existing local policies according to the most stringent international technical standards, to allow the company to buy and design machines with the highest safety standards. Implementation has started in the Mass Production business units in 2024, being extended to the other Operations sites in the following two years.

- Behavior Based Safety Program (BBS) – As mentioned above, the program encourages employees' active participation in detecting any existing risks in the Operations. First launched in Italy, the BBS program will be progressively extended to the main sites of the entire organization, starting from the full Operations perimeter by 2026.
- Ergonomics Program – A team fully dedicated to Ergonomics strategy was created in 2023, with the aim to mitigate ergonomic risks in all countries and business units. The outcome of this program is to interject in any Operations processes (design, implementation, tasks execution), assessing the risks and implementing actions to prevent long term exposure or injuries. A unique Ergonomics Policy is being redacted and will be released in due course, creating a link with other policies (e.g., Machine Safety) to allow its implementation. Harmonization of ergonomic risk assessment approaches is also a focus, with the goal of mapping existing tools across the organization and identifying the most convenient to be spread across. The Ergonomics program aims also to map existing risks and identify the ones most present, to then work on a clear action plan of countermeasures. In 2024 main actions were pursued to complete Ergonomics competences mapping of the entire Organization, to take a first step in prioritizing the main ergo risks for the different Business Units and Regions, to define the ergo tech specs to support the preventative approach in the new machines design phase, as well as pre-assessing the different ergo digital tools in use at regional level to identify the best standard.
- Reporting tools and digitalization plan – Gensuite® is the main database for the collection and management of key EHS data and KPIs related to safety and sustainability, enabling the Group to achieve greater data consistency and improve information integration. A dedicated team has been working to expand tool capabilities and strengthen it as the mandatory platform for all operations sites. For instance, a new feature has been implemented in 2024 to allow the sites working with Gensuite to create actions plans to follow up of any incident, near miss or compliance conditions needed to reduce the risk. Among the new features, AI has also been assessed to create more automatic reports and reduce the turnaround time for actions identification.
- Loss Prevention program – The program covers the entire Operations organization from fire, flooding, and other potential risk scenarios that would impact workers' safety. A long-term agreement has been signed with an international partner for risk assessment and mitigation on this topic. An IT tool has been launched in 2024 to collect and monitor all the audit outcomes to allow the Corporate Team to oversee the risk mitigation actions implementation. In this way, compliance with the Group's EHS Global Policy and its Loss Prevention procedures is guaranteed, and a plan up to 2028 is being identified to increase coverage rate and reduce the overall risk at the expected level.
- Auditing system – The EHS auditing system is in place at regional level, to identify any potential noncompliance or risk situation. Actions plans are then created to follow up and their completion is measured accordingly. The audit system is also enhanced by the ISO certification process.
- Health & Safety trainings – Regular awareness-raising and training initiatives are delivered to employees via dedicated e-learning modules also available on Leonardo and face-to-face settings.

#### 6.3.1.3.7 Targets and metrics

EssilorLuxottica is committed to achieving zero work-related fatalities, while bringing major injuries to zero. The Company monitors Health & Safety KPIs at global, regional and local levels, ensuring for all these KPIs that a continuous improvement is pursued.

The Company ensures a two-way communication with its workers around Safety topics, as described before. Visibility of consolidated H&S data is given at central level and down to the single facilities where KPIs are presented and shared with workers, who may actively participate to identify actions through the initiative mentioned above.

In specific countries, regulations may require the Company to share and set the targets with local workforce's representatives. Generally, the targets are set at Corporate level and locally deployed. Safety KPIs are also present in the definition of manufacturing site targets and short-term variable remuneration of the involved functions.

Targets are defined and monitored having as a reference the consolidation reports on H&S KPIs, led by EHS Corporate function. The Company yearly commits to ensure better performance compared to the previous year. In specific cases, targets of yearly improvement of certain KPIs may be set and applied top down.

**Metrics**

Work-related fatalities, injuries and illness

| | 2024 | 2023 |
|---|---|---|
| **TOTAL NUMBER OF WORK-RELATED FATALITIES** | **-** | **1** |
| • employees | - | 1 |
| • agency workers | - | - |
| **TOTAL NUMBER OF WORK-RELATED INJURIES** | **743** | **602** |
| **TOTAL NUMBER OF WORK-RELATED INJURIES WITH ABSENCE** | **469** | **326** |
| • employees | 439 | 295 |
| • agency workers | 30 | 31 |
| **TOTAL NUMBER OF WORK-RELATED INJURIES WITHOUT ABSENCE** | **274** | **276** |
| • employees | 267 | 276 |
| • agency workers | 7 | - |
| **NUMBER OF LOST DAYS DUE TO WORK-RELATED INJURIES WITH ABSENCE** | **14,218** | **7,990** |
| • employees | 13,914 | 7,514 |
| • agency workers | 304 | 476 |
| **TOTAL NUMBER OF CASES OF OCCUPATIONAL ILLNESSES WITH ABSENCE** | **16** | **8** |
| • employees | 15 | 8 |
| • agency workers | 1 | - |
| **NUMBER OF LOST DAYS DUE TO OCCUPATIONAL ILLNESS** | **1,457** | **323** |
| • employees | 1,456 | 323 |
| • agency workers | 1 | - |
| **FREQUENCY RATE FOR WORK-RELATED INJURIES WITH ABSENCE** | **1.7** | **1.3** |
| • employees | 1.7 | 1.3 |
| • agency workers | 1.6 | 1.7 |
| **SEVERITY RATE FOR WORK-RELATED INJURIES WITH ABSENCE** | **0.1** | **-** |
| • employees | 0.1 | - |
| • agency workers | - | - |
| **TOTAL RECORDABLE INCIDENT RATE** | **2.6** | **2.5** |
| • employees | 2.7 | 2.6 |
| • agency workers | 1.9 | 1.7 |

The Health & Safety performance shown in the above table is considerably affected by the expansion of the reporting scope. In fact, while in the previous year the Group started to include the retail network in the disclosure of the Health & Safety indicators, in 2024 the number of countries included have significantly increased, including almost all Latin-American countries and expanding the EMEA coverage, reporting the information for more than 80% of the Retail headcounts (vs 36% in 2023).

In 2024, EssilorLuxottica did not register any fatalities, continuing to direct its efforts on the well-being of its workers, recording relevant improvements in the Operations performance on Health & Safety.

## 6.3.1.4 Social Dialogue and Freedom of Association

### 6.3.1.4.1 Introduction

At EssilorLuxottica, fostering a culture of open dialogue, respect, and collaboration is fundamental to its identity. The Group is dedicated to upholding the principles of social dialogue and freedom of association, recognizing these rights as essential to building a thriving and sustainable work environment. By actively engaging with employees and their representatives, EssilorLuxottica creates pathways for participation, transparency, and mutual growth. This commitment, guided by the Company's Code of Ethics and aligned with national laws and practices, ensures that employees' voices are heard and respected.

#### 6.3.1.4.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Social Dialogue and freedom of association | Potential lack of social dialogue measures | Inadequate freedom of association prevents employees from forming or joining unions, limiting their ability to advocate for their rights and interests. This results in a sense of isolation and disempowerment among workers. Additionally, the absence of works councils and insufficient information, consultation, and participation rights means employees are often excluded from decision-making processes that affect their working conditions, leading to feelings of undervaluation. Furthermore, ineffective collective bargaining can leave many workers unprotected by collective agreements, resulting in unequal treatment regarding wages, benefits, and working conditions. | Code of Ethics | • Representation of employees through regional works councils<br>• Employees covered by collective bargaining |

#### 6.3.1.4.3 Policies

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | The Code of Ethics outlines EssilorLuxottica's commitment to freedom of association and the right to collective bargaining, in line with national laws and practices. It affirms respect for employees' rights to form and join unions freely and ensures no discrimination based on union membership, demonstrating the Group's dedication to fair and ethical workplace practices. | Compliance | Own operations | Public |
| SpeakUp platform + Group Reporting Policy | The SpeakUp platform is guided by the Group Reporting Policy, is available 24/7 in 19 languages and supported by hotlines in 11 countries, to report violations such as corruption, Human Rights issues, collective bargaining and freedom of association, moral or sexual harassment, discrimination, violence at the workplace, labor laws, Health & Safety concerns, fraud, and more. The Group Reporting Policy (whistleblowing) outlines who can report concerns through the SpeakUp platform and how reporting can be done, ensuring confidentiality, protecting against retaliation, and supporting effective compliance management. | Compliance/ Human Resources | Value chain | Public |

#### 6.3.1.4.4 Processes for engaging with own workers and workers' representatives

EssilorLuxottica attributes the highest importance to social dialogue and employee engagement. The Group recognizes that open, inclusive communication with employees and their representatives is essential to creating a work environment where collaboration, trust, and mutual respect can thrive. Social dialogue is seen as more than just a legal obligation, it is a powerful tool for sustainable business development, driven by active participation and the exchange of ideas between the Company and its workforce.

EssilorLuxottica's Code of Ethics places a strong emphasis on respecting the principles of collective bargaining rights and the freedom of association, which is fundamental to the Group's operations across the globe. The Company adheres to applicable national laws and practices, ensuring that all employees have the right to organize and engage in collective bargaining without fear of discrimination or retaliation. The Group takes a firm stance against any form of discrimination based on trade union membership or participation in workers' associations.

The Company's approach to social dialogue is practically implemented through processes managed locally by Human Resources (HR) representatives, ensuring that the dialogue is aligned with the specific needs of employees in each region. At regional and global levels, the Group consolidates best practices and shares them across countries, maintaining consistency while respecting local laws and cultural differences.

In full compliance with local regulations, EssilorLuxottica places significant value on engaging with Factory Committees and Trade Unions, viewing them as essential partners for the Company. Through regular dialogue, the Company aims to align objectives, address challenges, and find solutions that benefit both the business and its employees. This approach is embedded within the Group's corporate governance, where the President of the Employee Shareholders' Association (Valoptec Association) holds a permanent seat on the Board of Directors, highlighting the importance of employee engagement at the highest levels of decision-making. Additionally, EssilorLuxottica's commitment to promoting widespread ownership plans, such as the Boost program (Employees shareholding), further reinforces the belief that a work structure driven by social dialogue and shared responsibility fosters mutual growth.

In addition, in 2024 the Group established the EssilorLuxottica European Works Council (EWC), replacing the former French Cedie established within the former Essilor perimeter in 2000. To have more details please refer to Section 6.3.1.4.6 *Actions and resources*.

Aiming for continuous improvement, the effectiveness of these engagements will be increasingly monitored through a comprehensive set of KPIs on a global level which are currently under development.

Through these practices, EssilorLuxottica reaffirms its belief that social dialogue, employee engagement, and respect for fundamental rights are key drivers of a sustainable and successful business. By embedding these principles into its operations, the Group ensures that its growth is measured not only by financial performance but also by the well-being and active participation of its workforce.

### 6.3.1.4.5 Processes to remediate negative impacts and channels for own workers to raise concerns

#### Grievance and Whistleblowing Mechanisms

EssilorLuxottica promotes a culture of open communication through its Open Door approach, emphasizing the importance of providing employees with avenues to report unethical behavior or violations of the Code of Ethics which also governs the approach to social dialogue, collective bargaining, and freedom of association. Employees are encouraged to raise concerns with their manager, HR department, or senior leadership. Alternatively, they can contact the Compliance department directly.

If these options are not feasible, employees can use the Group's SpeakUp reporting tool, launched worldwide in 2023. This tool consolidates various pre-existing systems and is being gradually rolled out across Group entities.

For further details on SpeakUp reporting platform and policy and Open-door policy please refer to Section 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns*.

To address the specific risk of a potential lack of social dialogue measures, the Global Industrial Relations function monitors key indicators such as the level of collective bargaining worldwide coverage, and engages with all the relevant stakeholders at a regional level. A comprehensive global industrial relations dashboard is currently under development with the aim to monitor key indicators at a global level, providing valuable insights into the overall workplace climate (such as the number and participation rate in strikes, as well as employment-related legal disputes). Additionally, through various committees and ongoing dialogue with unions, feedback is collected to refine and enhance the strategy year after year, as detailed in the following section.

### 6.3.1.4.6 Actions and resources

EssilorLuxottica's Industrial Relations function is dedicated to fostering an effective and collaborative social dialogue framework across the Group's global operations. To ensure alignment with the actual needs of employees, social dialogue is managed locally by HR representatives who address specific contexts and cultural nuances. At the regional and global levels, the Group consolidates and shares best practices, ensuring that these approaches are consistently implemented while respecting the unique characteristics of each geography.

This structured approach reflects EssilorLuxottica's commitment to maintaining a dynamic, responsive, and unified engagement process. By adhering to shared guidelines and promoting transparency, the Group seeks to cultivate trust, mutual respect, and sustainable business growth through active dialogue with employees and their representatives.

#### Strengthening Social Dialogue through the European Works Council

In line with EssilorLuxottica's commitment to fostering open and transparent social dialogue, the Group established a new level of consultation and information-sharing with the creation of the EssilorLuxottica European Works Council (EWC). The EWC Constitution Agreement, signed in Paris on February 8, 2024, reinforces the Group's dedication to meaningful employee engagement across Europe.

The newly formed EWC represents employees from all 26 EU countries, with the United Kingdom as a permanent participant, covering over 53,000 employees in the EU and an additional 8,000 employees in the UK. This initiative reflects EssilorLuxottica's vision of promoting inclusive dialogue and sustainable growth through ongoing collaboration with employee representatives.

The first plenary session of the EWC took place on November 27 – 29, 2024, in Agordo (Belluno, Italy), where key company leaders, including the Chief Human Resources Officer and the Chief Operating Officer, presented and discussed critical topics with employee representatives, including EssilorLuxottica's global strategy, economic and financial performance, business and operational trends. The session aimed to foster a proficient, open, and transparent dialogue, ensuring that employees are informed about the Group's strategic direction and operational developments.

By so doing, the Group continues to build a workplace culture rooted in collaboration, transparency, and trust.

### Introduction of the four-day working week

Starting in 2024, EssilorLuxottica implemented a landmark agreement signed in December 2023 with national sectoral organizations in Italy, introducing a new supplementary contract for the 2024-2026 period. This agreement marked the launch of the four-day working week in Italian factories, underscoring the Group's commitment to employee well-being and sustainable growth through innovative work-life balance solutions.

The agreement introduced the possibility for factory workers to operate from Monday to Thursday for 20 weeks each year, predominantly allowing Fridays for personal time. Participation in this new schedule was voluntary and ensured full salary continuity, with the reduction in workdays primarily funded by the Company and only minimally by individual resources.

This initiative extended the flexible arrangements already available to office-based employees globally – such as the option to work remotely up to 50% of the time – to factory employees. The goal is to complete the full implementation of the new work schedule within two years, ensuring that productivity and operational efficiency remain unaffected.

Through this agreement, EssilorLuxottica demonstrated its commitment to fostering social dialogue and enhancing employee engagement. By prioritizing work-life balance and flexibility, the Group reinforced its belief that sustainable business growth is rooted in the well-being and satisfaction of its workforce.

### Collective Bargaining Approach

The EssilorLuxottica Group welcomes collective bargaining wherever it is provided for by applicable regulations or local practices.

Where a national collective bargaining is in place, the Group promotes a further social dialogue with trade unions, where applicable, or with workers' representatives in order to improve the conditions established by national regulations and/or national collective bargaining.

Typically, collective bargaining within the Group focuses on:

- **improved working conditions:** it helps ensure fair wages (higher than the minimum wages provided for by law), adequate benefits, adequate working hours, and safe working environments;
- **employee representation:** workers have a collective voice, enabling them to negotiate more effectively than as individuals;
- **stability and productivity:** agreements provide clarity and reduce the likelihood of strikes or disruptions, promoting stability in the workplace.

For example, the Group's companies in Italy apply a National Collective Agreement ('*Contratto collettivo Nazionale di Lavoro per gli addetti alle aziende che producono occhiali e articoli inerenti l'occhialeria*' for all industrial or Professional Solution business companies and '*Contratto Collettivo Nazionale di lavoro per il Terziario Distribuzione e Servizi*' for the Direct to Consumer business).

As in Italy, EssilorLuxottica's employees in France are governed by the Collective Agreement of the Metallurgical industry. EssilorLuxottica's subsidiaries in France have also signed several company collective agreements in relation to:

- harassment and sexual harassment, with the appointment of a harassment referent in each subsidiary;
- flexible work arrangements with a certain number of days of work from home, where possible;
- annual negotiations on wages and annual increases.

## 6.3.1.4.7 Targets and metrics

As a company in continuous growth, transformation and integration, EssilorLuxottica has initiated a comprehensive global mapping initiative for social dialogue and collective bargaining. This effort aims to evaluate existing practices, processes, employee needs, and cultural differences across all the countries where the Group operates. By identifying local best practices, the initiative will help define central global standards to which different regions should align. Following the completion of this assessment, specific harmonization targets will be set to ensure a consistent and effective approach to social dialogue, collective bargaining and freedom of association across the Group's global operations.

### Metrics

Employee covered by collective bargaining per region

| | 2024 |
|---|---|
| **TOTAL EMPLOYEES** | **39%** |
| North America | 1% |
| EMEA | 59% |
| Asia-Pacific | 47% |
| Latin America | 37% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. In this scope, joint ventures and agency workers are excluded, focusing solely on employees. The baseline is consistent with other breakdowns in the section. The percentage of collective bargaining specific to the EEA area, within the EMEA region, amounts to 78% employee coverage.The coverage percentages by region are consistent with local practices and standards related to collective bargaining. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

## 6.3.1.5 Talent Management and Development

### 6.3.1.5.1 Introduction

At the very core of EssilorLuxottica are its people, who bring its assets to life and are the key drivers of its success. Based on the principle that everyone's talent makes a difference, EssilorLuxottica recruits and engages its employees with a long-term perspective in which education, development and equal opportunities for everyone play a core role throughout the employee's career.

### 6.3.1.5.2 Material impacts, risks and opportunities

| Material ESG Topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Talent Management and Development | Employees' personal and professional growth | Investing in employees' personal and professional growth through training and skills development positively impacts the workforce by enhancing expertise, improving job satisfaction, and increasing overall team effectiveness. Continuous learning opportunities empower employees to adapt to industry changes, take on new challenges, and advance their careers. | • Code of Ethics<br>• Global DEI Policy<br>• Global Policy on Anti-Harassment and Discrimination<br>• Global Policy on Onboarding<br>• Global Policy on Performance management, succession plan and development<br>• Global Procedure on Talent Acquisition<br>• Global Policy on Employer Branding and Talent Attraction<br>• Global Policy on Salary Review | • Employees engaged in global talent development initiatives<br>• Employees worldwide participating in performance and development programs<br>• Total hours of education and training delivered |

### 6.3.1.5.3 Policies

Aside from the Code of Ethics and SpeakUp, which have unique characteristics, all other policies listed below reaffirm the Company's commitment to conducting its activities in full compliance with legal requirements at both international and local levels. The policies aim to safeguard Human Rights and promote principles established by international organizations, including the 2030 Agenda for Sustainable Development and its related Sustainable Development Goals (SDGs), the United Nations Universal Declaration of Human Rights, the fundamental conventions of the International Labour Organization (ILO), and the OECD Guidelines. These principles are implemented through organizational frameworks, external engagement initiatives, and specific internal tools. The Chief People Officer and their direct reports are ultimately responsible for ensuring the proper implementation of these policies. All these policies were developed with the support of technical experts and in collaboration with local HR teams to ensure compliance with local legislation and alignment with the needs of all regions. Internal policies are accessible to employees via the company intranet or can be provided upon request to the HR Admin.

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | The Company recruits and engages employees with a long-term perspective. Training, development, and equal opportunities for all are integral throughout employees' careers. It supports growth and career advancement while promoting internal mobility through its dedicated platform, One Career, and various talent programs. The Company provides continuous training, education, and development opportunities, both on the job and through its Leonardo platform. | Compliance | Own operations | Public |
| Global Diversity, Equity & Inclusion Policy | This policy outlines the Company's principles and commitments in DE&I areas. Focus is on:<br>• key processes for integrating DE&I principles, including Employer Branding, Talent Attraction and Acquisition, Onboarding, Performance Management and Development, Salary Equity, Engagement and Well-being, Prevention of all forms of abuse, and Support for Parenthood and caregiving;<br>• main dimensions driving the DE&I agenda, such as Gender Equality, Gender Identity and Sexual Orientation, Parenthood and caregiving, Age and Generations, Disability, Ethnicity, Religion, and Culture. | Human Resources | Own operations | Public |
| Global Policy on Anti-Harassment and Discrimination | This policy enforces a zero-tolerance approach to any form of discrimination or harassment, ensuring a safe, respectful, and inclusive workplace for all employees. | Human Resources | Own operations | Internal |
| Global Policy on Onboarding | The policy formalizes EssilorLuxottica's standard practices on Onboarding and induction. | Human Resources | Own operations | Internal |
| Global Policy on Performance management, succession plan and development | The policy formalizes the overall performance management process free of any discrimination and in the light of meritocracy. | Human Resources | Own operations | Internal |
| Global Procedure on Talent Acquisition | It formalizes an unbiased and discrimination-free talent acquisition process. | Human Resources | Own operations | Internal |

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Global Policy on Employer Branding and Talent Attraction | It sets the approach to Employer Branding and Talent Attraction (EBTA), aimed at enhancing the company's global presence and attracting top talent through a unified and compelling brand. It influences both employee engagement and talent attraction. It ensures equity and inclusivity are enforced in processes and mirroring in the reputation. | Human Resources | Own operations | Internal |
| Global Policy on Salary Review | This policy outlines the guidelines and procedures for the annual salary and promotion process, aiming to attract, retain, and motivate high-performing employees. It ensures equity, transparency, and alignment with company goals, upholds the principles of equal pay and performance-based rewards through the 'OnePerformance' framework, and promotes a merit-based culture that recognizes contributions and supports personal and organizational growth. | Human Resources | Own operations | Internal |

### 6.3.1.5.4 Processes for engaging with own workers and workers' representatives

EssilorLuxottica leverages multiple engagement channels to ensure seamless and ongoing communication with its employees. Alongside regular internal communication through local HR Business Partners, in 2024, the first global corporate culture survey, *Your Voice*, was launched. Additionally, the Company continued to expand the scope of its performance management process, *OnePerformance*, designed to ensure regular top-down and bottom-up feedback. All of this is driven by its five shared values, which shape the unified corporate culture of the Group. In particular, EssilorLuxottica's Competency Model has been developed in alignment with these five company values and defines the competences to grow and succeed at EssilorLuxottica. Complementing this, *OnePerformance*, reinforces employee engagement by allowing them to set clear objectives, share expectations, and deliver meaningful feedback. It recognizes achievements, celebrates individual contributions, and emphasizes development opportunities.

As explained in the Talent management and development section below, Company Values and competencies have been infused in all key HR processes in the organization, from performance management to development initiatives to employee listening campaigns.

### 6.3.1.5.5 Actions and resources

At EssilorLuxottica, nurturing talent remains a top priority. In 2024, the Company continued to enhance the global development initiatives while broadening participation across regional programs, each designed to support growth and career advancement. For high-potential talents and successors, opportunities include global and regional mentorship programs, comprehensive leadership development initiatives, international job rotations, personalized leadership coaching, and capability assessment tools. These efforts are complemented by unique opportunities to learn directly from the Group's most senior leaders, fostering a culture of continuous growth and leadership excellence.

**Talent Development**

EssilorLuxottica aims at creating a continuous learning culture and further dialing up the leadership skills rooted in its five corporate values (as detailed in 6.3.1.2.4 Processes for engaging with own workers and workers' representatives – EssilorLuxottica's Values and Cultural Framework) and associated 15 competencies that define success within the Company.

The EssilorLuxottica Competency Model outlines the behaviors that bring these values to life: for each value, three leadership behaviors are identified and described in detail as they relate to organizational competencies.

Drawing on both the Values and the Competency Model a Competency Hub has been launched on Leonardo for all employees: a new dedicated learning resource which helps employees at every level to reach their full potential and further develop critical competencies, in alignment with the Values.

Other development initiatives include global and regional mentorship, leadership capability assessment tools and individual leadership coaching to help unlock talents' potential and further boost their performance and growth, as well as virtual coffee chats with EssilorLuxottica leaders to learn and be inspired from their experience.

In addition, future leaders are offered international job rotations and 6-month leadership development programs, such as i) Enable, dedicated to emerging talents, ii) Empower, dedicated to middle manager talents, iii) Advance, dedicated to functional leaders.

Committed to fostering gender balance at all levels of the organization as well as retention and career development, two programs dedicated to female talent have been launched: EmpowerHER for middle managers and AdvanceHER for functional leaders.

Global Talent Initiatives and Programs involved over 1,500 talents in 2024, giving global exposure to talents coming from all geographies, different Business Units and Functions and across different levels. The impact of leadership development goes beyond the participation to Global Programs and is complemented by a wide variety of local and regional initiatives.

### Talent Management and Development

Since 2023, a unified and consistent approach to performance management – called OnePerformance – has been rolled out across the organization, reaching around 56,000 employees worldwide in 2024, while continuing to work on its expansion in other entities and countries.

OnePerformance focuses on two key elements: the 'WHAT', achievements related to business goals which are cascaded from Company and Functional priorities, and the 'HOW', the expected behaviours as per the Competency model.

The process kicks off with the 'Goal Setting and Continuous Feedback' phase, where employees and managers agree on individual goals aligned with company and functional priorities.

The process then moves to the 'Self and Manager Evaluation' phase, where employees are highly encouraged to evaluate their own performance to raise their self-awareness around their strengths and barriers and where managers provide an evaluation of both 'what' and 'how' dimensions.

Once the evaluation is completed, the resulting ratings are reviewed during the 'Talent Discussion' phase, where managers and their direct reports discuss the performance and identify development and career opportunities.

The calibrated ratings are shared with employees by their managers during the 'Performance Conversation' phase. This phase is designed to foster a constructive conversation around performance, strengths, improvement areas and career aspirations.

The process ends with the phase of 'Employee sign off' where employee can see the final evaluation and can sign-off the form to confirm reception after the feedback conversation and track additional comments after the 'Performance Conversation'. This phase ensures full alignment and transparency.

The performance management process plays a pivotal role in determining pay and rewards. The Global salary review policy is founded on the principle of pay-for-performance, meaning employees are rewarded based on their individual achievements. This approach aims to create a powerful incentive for employees to excel, contribute to the company's success, retain top talent, enhance motivation and engagement, boost productivity, and foster a culture of continuous improvement (please refer to Section 6.3.1.2.6 *Actions and resources* for more details).

Moreover, both performance management and succession planning processes serve as the foundation for identifying development needs, which are the basis for designing effective skills development programs.

Indeed, a global succession plan framework has been recently designed and implemented to identify internal candidates who are ready to advance within the organization, ensuring continuity in the critical roles and strengthening our future leadership pipeline.

Succession readiness is assessed across three levels:

- Ready Now: employees fully prepared to assume the incumbent's role as it is currently structured;
- Ready in 1-2 Years: employees who, with targeted development and resources, will be prepared to step into the incumbent's role as it is currently structured within 1-2 years;
- Ready in 3-5 Years: employees who require further development to be prepared for the incumbent's role as it is currently structured within 3-5 years. Alternatively, the role may need redesigning to reduce complexity for an earlier transition.

Specific dashboards on gender representation in performance evaluations and succession planning are updated and shared among Human Resources communities and leaders. By so doing, potential biases in these processes are immediately identified and support the development of action plans that ensure fairness and equal treatment across the organization.

### Talent Attraction and Employer Branding

In 2024, the Group introduced its new Employer Value Proposition (EVP), 'The Future Insight', inspired by its core values.

To support its EVP, EssilorLuxottica launched the Upskilling Program, a global training initiative aimed at enhancing HR expertise in employer branding and talent attraction. The program provides HR professionals with practical resources, including guides on conducting competency-based interviews, crafting compelling job postings, and establishing strategic, long-term partnerships with universities and business schools. This program ensures HR teams worldwide are empowered to align their efforts with the Group's talent attraction strategy, which is built on three strategic pillars:

1. **Creating a solid talent pipeline** to ensure the availability of talent for critical roles.
2. **Ensuring diversity**, with a focus on building inclusive teams that reflect the Company's global presence.
3. **Acquiring and developing the critical skills** needed for the Company's success in a fast-changing environment.

To make the candidate journey more seamless and coherent, the Company has introduced several initiatives to strengthen its visibility and engagement with potential candidates. A carefully crafted LinkedIn editorial plan raises awareness about the EVP, while a revamped careers page reflects the Group's values and highlights professional growth opportunities. Together, these tools ensure a consistent and compelling experience for candidates, positioning EssilorLuxottica as an employer of choice.

EssilorLuxottica continues to invest in partnerships with top-ranking universities and business schools worldwide, including MIT, Harvard, NYU, Columbia University, HEC, ESADE, Bocconi University, Politecnico di Milano, Fudan, PolyU Hong Kong and Tianjin Medical University. These collaborations involve participation in career events, hosting information sessions, and engaging students through real case studies. Partnerships like CEMS (an alliance of over 30 business schools worldwide) and associations such as AEBG (Alliance of European Business Games) further demonstrate the Company's commitment to fostering emerging talent.

EssilorLuxottica's commitment to education and talent development is exemplified through its flagship programs:

- The Operations Talent Program (OTP) – A two-year development path tailored for new graduates from STEM fields, equipping them with essential skills to thrive in EssilorLuxottica's operations. Initially launched in Agordo (Italy) and Créteil (France), the program expanded globally in 2024 to include Thailand, Mexico, Brazil, and the United States. With a strong focus on diversity, women represented 47% of the participants across the 2023 and 2024 editions of the program. Notably, the 2024 cohort shows a significant increase, with women making up 70% of its participants. The OTP is a cornerstone of EssilorLuxottica's strategy to build an international pipeline of operational leaders.
- The EssilorLuxottica Smart Eyewear Lab (SEL): Located in Milan, this cutting-edge joint research platform with Politecnico di Milano is designed to shape the smart glasses of the future. Over five years, more than 100 researchers and scientists have collaborated in a dedicated space, driving technological innovation in eyewear. Currently based at the Leonardo Campus, the lab will move in the near future to Milan's Bovisa Innovation District, a redevelopment project led by Renzo Piano.

Through these combined efforts, EssilorLuxottica strengthens its ability to attract, develop, and retain top talent. By investing in both external partnerships and internal engagement, the Group creates a dynamic and inclusive environment where individuals thrive and contribute to its ongoing success.

### Accessible Education through Leonardo, the Group's Learning Ecosystem

Leonardo, EssilorLuxottica's learning ecosystem, features expert-curated content that can be tailored to learner needs. It has been designed to be accessible for every member of the eyewear and vision care community across the world. It addresses EssilorLuxottica employees and customers, as well as eyecare professionals at every level and every role, offering them the opportunity to continuously expand their skills, knowledge, and mindset. With this broad 'unlocking' of knowledge, EssilorLuxottica makes an investment that represents one of the levers used to help unravel the potential of the industry. Since its launch in 2021, Leonardo has delivered over 9 million hours of education in up to 30 languages, becoming a key tool for attracting and retaining resources.

Leonardo uses a blended approach to education, combining on-demand content with live sessions, virtual classes, and digital services which are available to both EssilorLuxottica clients and employees. In 2024, Leonardo strengthened its educational offer, to which new structured programs, such as Luxury Eyewear: Crafting Excellence, Transitions Expert, Ray-Ban | Meta Smart Glasses, Nuance Audio and World of Optics programs, as well as on-demand content have been added. Among the novelties released during the year it is worth mentioning the Competency Hub, a space where all employees can explore the new Competency Model with a customized experience, tailored to their needs.

Moreover, its continuous commitment to learners has been solidified with the renewal of its partnership with Harvard Business Publishing, enhancing the platform's management and leadership-related content with a selection of curated courses to enrich both personal and professional skills, as well as through the enrichment of the educational offer on products, brands, and lens innovations. Thanks to 'Latest Collections', the interactive online catalogue that provides a comprehensive overview of every style in EssilorLuxottica's eyewear collections, and 'The Highlights' Leonardo gives access to storytelling, inspiration, support for advertising campaigns, and key technical details of every eyewear collection. At the same time, Leonardo has been one of the key levers of success for the lens innovations launched throughout the year, such as Transitions GenS, for which dedicated content and market specific deployment plan have been put in place. The vision care educational offer has also been enriched with content on vision solutions such as Nikon, Kodak and Shamir.

To reinforce the connection with learners and foster a sense of community globally, Leonardo organized global live events open to all EssilorLuxottica employees and partners to celebrate industry or globally renowned international days throughout 2024, marking an exclusive and unique service available only on Leonardo.

Based on the experience gained in 2023, Leonardo has continued the roll out of the Build Your Career path in several countries throughout the year, aiming to complete it in 2025. Build Your Career is the ultimate section designed to help independent practitioners to upskill their staff and strengthen their knowledge in order to be recognized by patients as trusted optical practice members. This section offers structured programs that accompany the staff in their personal and professional development, whether they are new to the industry or experienced professionals.

2024 also marked the opening of the first Leonardo physical Educational Center in France: Leonardo@Créteil. Since its opening in April, it has welcomed professionals from the Company's professional solutions network in France, helping them develop their skills as experts in visual health with technical, sales and management training sessions. By obtaining Qualiopi quality certification, Leonardo@Créteil allows participants to co-finance their training with public funds (OPCO), guaranteeing greater accessibility to the programs.

Sustainability-related topics in general are part of the engaging portfolio offered by Leonardo from which employees can retrieve material to increase their awareness. Indeed, the hours of education on sustainability topics delivered in 2024 represent around 13% of the total hours delivered on the platform, to both internal and external audience.

In 2024, the adoption of Leonardo grew strongly: 3.4 million hours of education have been delivered to employees and external networks, which represents a growth of +25% compared with 2023[1]. 18,639 live sessions have been organized with the participation of over 1 million people, reaching a total number of 70,500 sessions since the launch and a total number of over 3.4 million participants.

Hours of Education and Number of Employees Educated

| | 2024 | 2023 |
|---|---|---|
| **TOTAL HOURS OF EDUCATION DELIVERED TO EMPLOYEES** | **4,460,342** | **3,684,658** |
| Number of employees educated through centrally managed programs | 145,350 | 132,587 |
| Number of employees educated through locally managed programs | 92,184 | 84,662 |

*Note: In 2024, a total of 4.5 million hours of education were delivered across the Group. Of this, over 2.4 million hours were centrally managed and provided to employees globally through Leonardo, achieving a record high and reporting a 14% increase compared to 2023. A key driver of this growth was the launch of the Competency Hub, a dedicated space enabling employees to explore the new Competency Model through a customized experience tailored to their individual needs. Over 145,000 employees were educated through Leonardo, marking a 10% increase compared to 2023. On the locally managed side, over 1.9 million hours of education were delivered to more than 92,000 employees, representing a 24% increase in hours and a 10% rise in the number of employees educated compared to 2023, emphasizing the strength and reach of the ecosystem. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

### 6.3.1.5.6 Targets and metrics

The Company pursues continuous improvement through specific targets and monitors the impact of its actions using defined metrics, as detailed so far and in the following section:

- talent management: the 2024 OnePerformance cycle expanded its scope by 19% compared to 2023, involving around 56,000 employees. As of December 31, 2024, the global goal-setting completion rate for 2024 was at 94% surpassing the 2023 rate by 5%. In the future, EssilorLuxottica is committed in enlarging the number of employees involved in Performance Management process year over year.
- talent development: global talent initiatives engaged over 1,500 individuals worldwide, driving diversity and growth. In the future, EssilorLuxottica aims to enlarge the number of employees involved in the Global Development initiatives year over year.
- talent attraction: the Operations Talent Program (OTP) expanded globally in 2024. Women represented 47% of the participants across the 2023 and 2024 editions.
- Leonardo and education: 4.5 million hours of education have been delivered to employees, which represents a growth of +20% compared with 2023. Roll out of the Build Your Career path in several countries throughout the year, aiming to complete it in 2025.

[1] *The 3.4 million hours delivered in Leonardo represent the total reach across the full target audience perimeter, including external networks – both in professional solutions and among optical students and boutiques. In contrast, the hours shown in the table 'Hours of education and number of employees educated' reflect only internal adoption, covering the entire EssilorLuxottica employee network and are comprehensive of centrally managed Leonardo education and locally managed programs.*

## 6.3.1.6 Diversity, Equity & Inclusion

### 6.3.1.6.1 Introduction

EssilorLuxottica is deeply dedicated to fostering an inclusive environment where equal opportunities are accessible to every employee, at every level. The Group ensures equal pay for equal work, free from distinctions based on race, gender, age, nationality, religion, sexual orientation, political views, marital status, union membership, or disabilities. Guided by its Code of Ethics, EssilorLuxottica strictly prohibits discrimination, harassment, or intimidation of any kind.

The Company prioritizes cultivating a diverse and inclusive workplace where individual perspectives and innovative ideas thrive. Career opportunities and advancements are determined through a lens of fairness and meritocracy.

With a presence in over 150 countries, the Group proudly reflects a global community, enriched by a variety of cultures, identities, and languages. The workforce embraces talent across all backgrounds, striving to ensure that every employee feels valued, supported, and inspired in their professional journey.

### 6.3.1.6.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Diversity Equity and Inclusion | Efficiencies related to promoting diverse and inclusive environment | Promoting a diverse and inclusive environment creates opportunities for increased efficiency and growth. Ensuring gender equality and equal pay, as well as employment and inclusion of persons with disabilities, expands the talent pool, fosters innovation, and enhances employee satisfaction. Prioritizing diversity helps the organization better connect with global markets, while measures against violence and harassment ensure a safer workplace, boosting engagement and reducing risks. Overall, these practices lead to higher productivity, better decision-making, and stronger financial performance. | • Code of Ethics<br>• Global Diversity, Equity, and Inclusion (DE&I) Policy<br>• SpeakUp platform + Group Reporting Policy<br>• Global Policy on anti-harassment and discrimination<br>• Global Policy on Salary Review | • 40% women in leadership roles by 2029 (Rixain Law)<br>• 50% women in leadership programs in 2024 and same target for 2025<br>• 100% Group CEO and Deputy CEO first line involved in inclusive leadership training in 2024 and same target for 2025 |

### 6.3.1.6.3 Policies and processes

At EssilorLuxottica, building an inclusive work culture through diversity is of utmost importance and reflects the Company value 'We are one, thanks to many'. Its Global Diversity, Equity and Inclusion (DE&I) strategy aims at ensuring a workplace where all Group employees feel welcome, valued, and can express their full potential. In this respect, awareness campaigns, inclusive processes and policies, and the development of clear goals are key levers.

As part of the 'Policies and Processes' pillar of the Company's DE&I strategy, DE&I principles have been integrated into key stages of the employee lifecycle. The Group has established internal policies and procedures covering DE&I, Anti harassment and discrimination, Talent Acquisition, Employer Branding and Talent Attraction, Onboarding, Performance Management and Development, as well as Well-being and Engagement.

These policies reaffirms the Company's commitment to conducting its activities in full compliance with legal requirements at both international and local levels. The policies aim to safeguarding Human Rights and promoting principles established by international organizations, including the 2030 Agenda for Sustainable Development and its related Sustainable Development Goals (SDGs), the United Nations Universal Declaration of Human Rights, the fundamental conventions of the International Labour Organization (ILO), and the OECD Guidelines. These principles are implemented through organizational frameworks, external engagement initiatives, and specific internal tools. The Chief People Officer and their direct reports are ultimately responsible for ensuring the proper implementation of these policies. All these policies were developed with the support of technical experts and in collaboration with local HR teams to ensure compliance with local legislation and alignment with the needs of all regions. Internal policies are accessible to employees via the company intranet or can be provided upon request to the HR Admin.

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | EssilorLuxottica is firmly committed to guaranteeing equal opportunities for every employee at all levels, and paying employees equally for the same work, regardless of race, gender, age, nationality, religion, sexual or political orientation, marital status, union affiliation, or disability. The Group does not tolerate any form of discrimination, intimidation or harassment. | Compliance | Own operations | Public |
| SpeakUp platform + Group Reporting Policy | The SpeakUp platform is guided by the Group Reporting Policy, is available 24/7 in 19 languages and supported by hotlines in 11 countries, to report violations such as corruption, Human Rights issues, moral or sexual harassment, discrimination, violence at the workplace, labor laws, Health & Safety concerns, fraud, and more. The Group Reporting Policy (whistleblowing) ensures confidentiality, allows anonymous reporting (where legally permitted), and prohibits retaliation. | Compliance/ Human Resources | Value chain | Public |
| Global Diversity, Equity, and Inclusion (DE&I) Policy | The policy outlines the Company's principles and commitments in DE&I areas and focuses on:<br>• key processes for integrating DE&I principles, including Employer Branding, Talent Attraction and Acquisition, Onboarding, Performance Management and Development, Salary Equity, Engagement and Well-being, Prevention of all forms of abuse, and Support for Parenthood and caregiving;<br>• main dimensions driving the DE&I agenda, such as Gender Equality, Gender Identity and Sexual Orientation, Parenthood and caregiving, Age and Generations, Disability, Ethnicity, Religion, and Culture.<br>The policy is drafted with reference with international principles, including the SDGs, the UN Universal Declaration of Human Rights, ILO conventions, and OECD Guidelines. | Human Resources | Own operations | Public |
| Global Policy on anti-harassment and discrimination | This policy affirms the Company's zero tolerance for any form of discrimination or harassment, ensuring a workplace where all employees are treated with dignity, respect, and fairness. It underscores the commitment to fostering an inclusive and equitable environment free from bias, intimidation, or misconduct. | Human Resources | Own operations | Internal |
| Global Policy on Salary Review | This policy outlines the guidelines and procedures for the annual salary and promotion process, aiming to attract, retain, and motivate high-performing employees. It ensures equity, transparency, and alignment with company goals, upholds the principles of equal pay and performance-based rewards through the 'OnePerformance' framework, and promotes a merit-based culture. | Human Resources | Own operations | Internal |

### Inclusion Committee

In 2024, EssilorLuxottica introduced an Inclusion Committee dedicated to championing diversity, equity, and inclusion within the organization.

The Inclusion Committee brings together key Company leaders from various business functions, regions, and organizational levels to ensure diverse perspectives and provide essential governance, guidance, and advocacy on a regular basis.

Its main responsibilities are:

- Awareness and Accountability

  Guide governance and accountability for DE&I initiatives, ensuring they reflect our Group's values and goals.
- Consultation

  Drive discussions aimed at prioritizing and overseeing DE&I activities, contributing valuable ideas and perspectives thanks to the experience and expertise of Inclusion Committee members.
- Advocacy

  Advocate and sponsor the DE&I program, driving change within EssilorLuxottica through active participation and support.
- Decision Making

  Contribute to decision-making processes that shape the DE&I program and its trajectory, fostering a culture of inclusion and belonging at all levels of the organization.

During its first year, the Inclusion Committee has validated EssilorLuxottica's DE&I strategy. The Committee members were also involved in an awareness session on Inclusive Leadership before its deployment to the Company's top leaders worldwide.

### Employee training on non-discrimination policies and practices

In 2024, the Group enhanced awareness on DE&I through a global inclusion calendar featuring five key moments throughout the year and dedicated internal and external communication campaigns. Specific DE&I dimensions and topics were addresses by internationally renowned speakers and experts during virtual classrooms on the Leonardo platform, and in some cases, they were complemented by local events in Italy, France, and other regions.

Furthermore, in North America, EssilorLuxottica continued many employee-led initiatives, including the DE&I Think Tank and six Business Resource Groups (BRGs) (Women's Network, Kaleidoscope, Pride, Abilities, Generation Next, and MilVets). EssilorLuxottica also continued its long-standing partnership with the Optical Women's Association and established new partnerships with multiple professional non-profit organizations, such as Black EyeCare Perspective, Out & Equal, and DisabilityIN.

In France, a series of awareness initiatives were organized. The Company also participated in a DuoDay annual event promoting the work inclusion of people with disabilities.

In Italy, during November, awareness sessions were held to prevent, recognize, and address harassment and gender-based violence. These sessions were specifically aimed at all people managers in Italy. Additionally, activities were organized to raise internal awareness about violence against women in all its forms, and the HR Department received specialized training on the topic.

Throughout the year, all regions (EMEA, North America, Latin America and APAC), in alignment with the global agenda, organized workshops, training, and awareness sessions, also involving leadership teams.

As part of the awareness pillar of its DE&I Strategy, the Group also implemented comprehensive training for the HR community. Globally, Regional HR representatives received 'Train the Trainer' sessions on the importance of inclusivity, addressing unconscious bias, and combating discrimination. In Italy and France, most HR functions underwent training on confronting unconscious bias and understanding its impact on their work with employees. Additionally, specific HR functions in Italy received initial training on supporting situations of violence and harassment.

### Grievance and Whistleblowing mechanisms

EssilorLuxottica encourages a culture of dialogue and communication (Open Door approach), and attaches particular importance to ensuring that all employees have the means to report unlawful behavior or breaches of the Code of Ethics or other HR related global or local policies, preferably to their line manager and/or to the human resources department, or the upper-level manager or HR. They can also address their concerns directly to the Compliance function.

When this does not seem possible, employees can use the Group's SpeakUp reporting tool, which is described more in detail in Sections 6.4.1.5.1 *SpeakUp reporting system* and 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns.*

## 6.3.1.6.4 Actions and resources

In October 2022, as a part of coming together as one organization, a Global DE&I function was created to establish the Group's strategy, commitments and goals for Diversity, Equity and Inclusion. The pillars of the Global DE&I strategy are: to Drive Internal & External Awareness by fostering a culture of Inclusivity & belonging, Build & Evolve More Inclusive Processes and Policies, Develop Clear Goals by Leveraging Data & Metrics, Ensuring Diversity of Thought through Ambassadors and Regional Networks.

DE&I initiatives are developed in partnership with Corporate Sustainability, Corporate Communications, Leonardo, and all EssilorLuxottica employees.

As part of the company's strategy, the awareness pillar aims to foster a more inclusive culture by enhancing understanding of diversity. To achieve this, the Company annually celebrates a dedicated inclusion calendar featuring key occasions that delve into various diversity dimensions through educational and engaging events worldwide, as well as awareness-raising communication campaigns.

Additionally, the awareness pillar includes dedicated training sessions to ensure specific groups, such as leadership, HR, and other relevant functions, are well-versed in diversity topics.

The Company is also working to integrate DE&I into key processes and policies to promote unbiased decision-making. In this respect, the Global DE&I Policy and the establishment of the Inclusion Committee represent a significant milestone.

To track progress with a data-driven approach, the company measures targets and metrics through KPIs and dedicated dashboards.

### Global DEI Strategy

#### *Awareness pillar*

In alignment with a dedicated Global Inclusion Calendar, EssilorLuxottica marked key occasions such as International Women's Day, Mental Health Awareness Month, Pride Month, Diversity, Equity, and Inclusion Week (centered on Building Bridges through Dialogue), and the International Day of Persons with Disabilities. These initiatives were celebrated through global campaigns on Leonardo and at local levels, engaging the entire workforce and customers through a mix of virtual and in-person events, workshops, and the distribution of educational and awareness materials. These efforts fostered a deeper understanding among employees about unconscious biases, gender equality, and the multifaceted nature of diversity in the workplace.

The 2024 Inclusion Calendar featured:

- International Women's Day (March)

  On March 8, the Group celebrates the accomplishments of women worldwide while raising awareness to advance gender equality.

  This year, under the theme 'Together, we can all Inspire Inclusion' the Group hosted both global livestream events about women's achievements and challenges and local initiatives engaging employees worldwide.

- Mental Health Awareness Month (May)

  The stigma around mental health can lead to feelings of shame and solitude, preventing those experiencing these challenges from sharing their experiences openly or seeking the necessary support. In May, under the campaign 'Let's break the stigma' the Group shined a spotlight on the importance of mental health, with global live streaming sessions and local awareness initiatives.

- Pride Month (June)

  In 2024, with the theme 'Together in Pride', thanks to global livestream events the Group explored the history, significance and evolution of Pride Month, and the importance of allyship and representation. Many countries including Italy and France also hosted celebrations in offices worldwide, together with brands' and banners' network.

- Diversity, Equity and Inclusion Week (October/November)

  EssilorLuxottica DE&I Week is a global celebration dedicated to exploring and embracing diverse perspectives that enrich our understanding throughout the year.

  The initiative, at its second edition in 2024, focused on bridging cultural and generational dialogue and the importance of inclusive language. Through a global interactive panel and local engaging workshops, and thought-provoking discussions, employees were encouraged to share their experiences and learn from one another, promoting a culture of openness and mutual respect.

  In addition, the newly established Inclusion Committee and top leaders actively participated in this awareness journey.

- Training on Recognizing, Preventing and Tackling Harassment and Violence against Women (November)

  In recognition of the International Day for the Elimination of Violence against Women, the Group launched a special awareness session dedicated to all People Managers in Italy on the topic 'Recognizing, Preventing, and Tackling Harassment and Gender-Based Violence' seeing the participation of more than 800 managers from different business functions. The session was also the chance to explain the commitment of the Group to this topic and promoting the internal reporting tools.

  Also, in Italy EssilorLuxottica has been recognized as an Inspiring Company by Fondazione Libellula, an organization dedicated to promoting gender equality and combating gender-based violence in the workplace.

- International Day for People with Disabilities (December)

  On December 3, the Company focused on breaking any prejudice around visible and invisible disabilities, with global and local initiatives, leveraging both livestream and in person events.

#### *Processes and Policies pillar*

Its key features are:

- establishment of the Inclusion Committee;
- gender Equality Certification in Italy UNI PdR 125:2022 (obtained in 2024);
- global DE&I Policy;
- new set of policies integrating DE&I principles.

***Goals and Data pillars***

This pillar is about monitoring diversity representation, mainly women's representation in leadership positions.

The Group is dedicated to fostering inclusivity across various dimensions of diversity with a holistic approach, ensuring that every individual feels respected and has a sense of belonging.

As outlined in the Global DE&I Policy, the Group is committed to gender equality by providing equal opportunities, fair pay, and career advancement for all while supporting work-life balance through parental leave and policies that address gender-based discrimination and harassment. The Group nurtures a supportive environment for individuals of all gender identities and sexual orientations, promoting awareness, allyship, and the removal of barriers through global and local initiatives.

Generational diversity is embraced as a driver of innovation, encouraging knowledge sharing and collaboration across age groups through intergenerational dialogue, awareness initiatives, and dedicated development programs. The Group also strives to include and support employees with disabilities by creating accessible workplaces and mainly raising awareness and promoting the elimination of social biases.

Also, awareness and respect for ethnic, cultural, and religious diversity are integral to the company's approach, celebrating the unique contributions of every individual.

Recognizing the diversity of its global workforce, EssilorLuxottica tailors its initiatives to the specific characteristics and legacies of each region. While maintaining a strong focus on gender equality, the Group is also addressing other dimensions of diversity, aligning with emerging needs.

### 6.3.1.6.5 Targets and metrics

**Targets**

- 40% Women in Management and Senior Executive roles by 2029, in line with Rixain Law (baseline 35% in 2024 – Rixain Law specific categories).
- 50% Women in global leadership development programs achieved in 2024, with the same target for 2025.
- Inclusive leadership training for 100% of the Group CEO and Deputy CEO's first line in 2024, with the same target for 2025.

At December 31, 2024, Women represented 35% of the Management Bodies and 35% of Senior Executives (both categories contribute to the total Executives-Senior Management line in the table below)[(1)].

The composition of the Management Bodies encompasses the key global positions within Group Functions and Senior Business Leader with large business responsibility. The list evolved as a result of the ongoing integration effort and the harmonization of the HR systems, that allowed a higher uniformity and quality of data. This process also entailed an internal global alignment on the most selective definition of Management bodies within the Group, reflecting the continuous evolution of EssilorLuxottica and of the key global strategic positions needed to ensure its growth and success.

Senior Executives encompasses employees who directly contribute to the definition of the company strategy and who play roles with high level of autonomy and decision-making power and coordinates teams pursuing these objectives.

(1) *The Executives-Senior Management category includes Management Bodies and Senior Executives roles, with a more narrowly defined baseline to align with the requirements of the Rixain Law.*

The tables below present additional diversity metrics, such as gender distribution by job category and employee distribution by age groups.

### Metrics

#### Employee breakdown by category & gender

| | 2024 | | 2023 | |
|---|---|---|---|---|
| TOTAL NUMBER OF EMPLOYEES | 195,428 | 100% | 191,706 | 100% |
| **EXECUTIVES – SENIOR MANAGEMENT** | **2,775** | **1%** | **2,582** | **1,3%** |
| Female | 938 | 34% | 863 | 33% |
| Male | 1,829 | 66% | 1,719 | 67% |
| Unknown | 7 | -% | - | -% |
| Other | 1 | -% | - | -% |
| **MANAGERS/EXPERTS – MIDDLE MANAGEMENT** | **12,933** | **7%** | **12,520** | **7%** |
| Female | 5,669 | 44% | 5,362 | 43% |
| Male | 7,208 | 56% | 7,139 | 57% |
| Unknown | 45 | -% | 19 | -% |
| Other | 11 | -% | - | -% |
| **PROFESSIONAL – WHITE COLLAR** | **37,881** | **19%** | **38,920** | **20,3%** |
| Female | 20,437 | 54% | 20,869 | 54% |
| Male | 17,285 | 46% | 17,975 | 46% |
| Unknown | 148 | -% | 76 | -% |
| Other | 11 | -% | - | -% |
| **PRODUCTION/SHOP STAFF – BLUE COLLAR** | **141,839** | **73%** | **137,684** | **72%** |
| Female | 90,392 | 64% | 88,102 | 64% |
| Male | 49,803 | 35% | 47,975 | 35% |
| Unknown | 1,627 | 1% | 1,607 | 1% |
| Other | 17 | -% | - | -% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). The Group's job level categories remain consistent with those of 2023. Production/Shop staff (i.e., Blue Collar) represent 73% of the workforce, primarily in retail and operations. Females account for 44% of middle management, showing an increase compared to 2023. The proportion of female in Executive-Senior management roles has also slightly increased from 33% to 34% in 2024. Executives-Senior Management category includes Management Bodies and Senior Executives, and other senior roles across all regions. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

#### Head count by age group

| | 2024 | |
|---|---|---|
| TOTAL NUMBER OF EMPLOYEES | 195,428 | 100% |
| below 18 | 507 | -% |
| under 30 | 56,574 | 29% |
| 30-50 years old | 106,056 | 54% |
| above 50 | 32,291 | 17% |

*Note: The figures for EssilorLuxottica workforce refers to December 31 of each year. The table reflects data excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme). EssilorLuxottica has a strong youth employment rate, with around 30% of employees under 30, primarily in facilities and stores. Overall, 83% of employees are under 50, and the average age is 38. For further information on reporting methodology and scope, please refer to Section 6.5* Methodology Note.

## 6.3.1.7 Human and Social Rights of Own Workforce

### 6.3.1.7.1 Introduction

As stated in the Code of Ethics, EssilorLuxottica is firmly committed to respecting Human Rights and labor rights of people in its own workforce. EssilorLuxottica is an equal opportunities employer, for every employee at all levels, and paying employees equally for the same work, regardless of race, gender, age, nationality, religion, sexual or political orientation, marital status, union affiliation, or disability. The Group does not tolerate any form of discrimination, intimidation or harassment. The Company is firmly committed to building a work culture that is inclusive, and nurtures diversity to allow unique perspectives and novel ideas to flourish.

### 6.3.1.7.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Human and Social Rights of own workforce | Potential inadequate Human Rights practices | Inadequate Human Rights practices or lack of processes and mechanisms to monitor compliance with the Company's Code of Ethics and Human Rights regulations and principles can damage the company's reputation as an employer (making it difficult to attract and retain skilled talents) and as a trustworthy business partner for both suppliers and clients. | • Code of Ethics | • Number of allegations |

### 6.3.1.7.3 Policies

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | EssilorLuxottica's Code of Ethics, endorsed by the Chairman and Chief Executive Officer and by the Deputy Chief Executive Officer, contains a whole section about the respect of people and communities, and includes the Group 'key principles' and 'golden rules' in relation to human and labor rights across its operations, such as secure employment, working time, adequate wages, social dialogue, freedom of association, work-life balance, Health & Safety, gender equality and equal work for equal pay, training and skills development, employment and inclusion of people with disabilities, measures against violence, discrimination and harassment in the workplace, diversity, child or forced labor, privacy and personal data. The Code of Ethics applies and is binding to EssilorLuxottica, its subsidiaries and all their employees. EssilorLuxottica applies similar principles to temporary and seconded staff of external companies. For more details, please refer to disclosure in Section 6.4.1 *ESRS G1 – Business Conduct*. | Compliance | Own operations | Public |

The Group's ethical commitment is in line with the provisions of International Labor Organization (ILO) Conventions and the principles of United Nations Global Compact on Human Rights. The Company places particular importance on respect for Human Rights and the environment, along with applicable laws and regulations (e.g., the French 'Duty of Care' law) and international standards, such as the United Nations Guiding Principles for Business and Human Rights, and the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct. Generally speaking, EssilorLuxottica aims to ensure that its activities comply with the International Bill of Human Rights and the principles of fundamental rights set out in the Declaration on Fundamental Principles and Rights at Work of the ILO.

EssilorLuxottica's Code of Ethics explicitly prohibits trafficking in human beings, forced labor or compulsory labor and child labor, including for temporary staff. EssilorLuxottica does not resort to forced or compulsory labor in any form whatsoever, in their operations. All forms of human trafficking during employment either directly or through contractors are strictly prohibited.

In relation to child labor, hiring of individuals below 16 years of age (or under the legal minimum age for employment in the applicable country or jurisdiction, whichever is higher) for work is strictly prohibited, except for trainees and apprentices as the Group believes that hiring trainees or apprentices is important for the development of future talents, as part of their curriculum. Hiring of individuals (either employees or temporary staff) below 18 years of age for positions involving hazardous work is also strictly prohibited. These categories of workers must be protected and EssilorLuxottica's policy ensures that they are not subject to long hours interfering with their education and that their mission is strictly related to their education.

EssilorLuxottica maintains a very high level of vigilance and proactivity, with action plans on, among others, Human Rights and business ethics, including programs on anti-bribery and corruption, privacy compliance. The vigilance system is reinforced by the implementation of the internal reporting tool, SpeakUp, which is open and publicly accessible to employees and other stakeholders. SpeakUp allows employees in the workforce to report incidents related to Human Rights and labor rights, which are clearly identified in the list of issues that they can select – please refer to Section 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns* for more details.

#### 6.3.1.7.4 Processes for engaging with own workers and workers' representatives

EssilorLuxottica constantly works to anticipate and manage the actual and potential impacts on its workforce deriving from potential inadequate human right practices that can damage the work environment and also jeopardize the Group's reputation. For this reason, the Group seeks to get feedback from its workforce through several actions such as employee survey and the internal reporting channel, which informs actions and procedures to address the issues raised.

Moreover, respecting local regulations, EssilorLuxottica acknowledges the value of engaging with Factory Committees and Trade Unions as an added dimension for sustainable business growth through participative means. As explained in Section 6.3.1.4 *Social Dialogue and Freedom of Association*, EssilorLuxottica regularly engages with employee representatives as per local applicable laws. Indeed in France and Italy, the Code of Ethics was presented to work councils. From an operational perspective, policies and procedures regarding Human Rights and labor laws are overseen by different teams: Human Resources, Compliance, Environment, Health & Safety, the Global DE&I function and finally a dedicated Human Rights procedure is under definition. More details in the Sections 6.3.1.2 *Employee Engagement & Well-Being*, 6.3.1.3 *Health & Safety*, 6.3.1.6 *Diversity, Equity & Inclusion*.

#### 6.3.1.7.5 Processes to remediate negative impacts and channels for own workforce to raise concerns

The CSR Committee is regularly updated on specific topics including the Double Materiality assessment and management of sustainability issues. The CSR Committee also coordinates with the Audit and Risk Committee for all matters related to the CSR Committee's areas of intervention. In addition, the Environment, Health & Safety function at EssilorLuxottica is responsible for the deployment of environmental management systems aimed at reducing environmental impact and ensuring the Health & Safety of all employees worldwide.

EssilorLuxottica carries out its activities in more than 150 countries in varied economic and sociocultural contexts, which may present risks relating to Human Rights and the environment. Identifying, assessing and managing these risks is an integral part of EssilorLuxottica's corporate culture and is strengthened over time. EssilorLuxottica assesses its risk exposure through the Group risk assessment process, which incorporates the identification and evaluation of ESG risks such as Health & Safety, and through specific programs that apply to both manufacturing sites and suppliers globally. Risk mapping has helped to raise awareness and prioritize action plans at both corporate and regional levels. For each main risk family, the functions involved coordinate the most appropriate approach in a continuous improvement process.

The processes for providing or contributing to remedy negative impacts include a whole set of corrective actions, either individual or general, such as:

- discussion with Human Resources and manager (or the upper-level manager) to discuss the matter at stake and recommended actions, proportionate to the negative impact;
- coaching and/or specific training of the employees involved;
- reminder of the applicable policies to the employees involved ('reset expectations');
- enhancement of the existing training to the exposed part of the workforce;
- review and enhance of the policies and procedures, if necessary;
- interim measures such as suspension of an employee during investigation;
- internal reorganization such as change of department or new store affectation;
- disciplinary measures, from verbal or formal warning, up to termination of employment.

Moreover, to prevent or mitigate material negative impacts on its own workforce, the Group has also put in place different types of audits, both internal and external, in order to ensure that appropriate working conditions are implemented in the different entities of the Group:

- external audits: different audits are performed on a yearly basis by external auditors in the Group's major manufacturing sites and prescriptions laboratories. Group's sites can be audited either as part of SMETA expectations or as part of the EssilorLuxottica Responsible Sourcing and Manufacturing program (ELRSM). This program aims at verifying the compliance of the Group's value chain (including own operations) to international standards, all applicable laws and regulations and the Group Code of Ethics. ELRSM audit checklist is composed of four main sections that refer to Labor & Human Rights (including among other topics working hours, wages and benefits, child and forced labor, freedom of association and collective bargaining), Occupational Health & Safety, Environment and Governance and Ethics. Each section is composed of multiple questions and there is clear evidence of those that are essential for EssilorLuxottica. Zero-tolerance criteria are clearly expressed (e.g., employment of children under 16 years of age, retention of workers' passports or other identification papers, working time systematically recorded, etc.);
- internal audits on a wide range of topics (training, Health & Safety, etc.) are conducted both at operations/production site level or at store level depending on the audited topics.

For both cases audited sites are selected based on a risk assessment methodology that considers the following main criteria:

- country risk profile/external third-party index;
- headcount numbers;
- audit cycle/results of previous audits;
- internal Control System: the Internal Audit Department and Risk Management department performs interviews at corporate and local level with the key stakeholders to ensure that full business and risk perspective is obtained;
- insights from the Enterprise risk management process.

After each audit, ad-hoc action plans are defined between the auditors and the associated involved functions to correct the identified improvement points. In 2024,17 audits have been performed either covering around 14% of EssilorLuxottica's global headcount.

Moreover, EssilorLuxottica encourages a culture of dialogue and communication, and attaches particular importance to ensuring that all employees have the means to report ethical breaches. Given the size of the Group, its geographical presence and the multiplicity of applicable regulations, several channels are in place for EssilorLuxottica's employees to raise concerns:

- the Group has an Open Door approach and encourages employees to speak up to their manager higher-level manager, or the human resources department;
- EssilorLuxottica respects the principles of freedom of association and collective bargaining. In several countries, EssilorLuxottica has work councils, unions or employee representatives to whom employees can raise concerns;
- where applicable, certain entities have written grievance procedures in place, for example via e-services on internal portals;
- employees can use the Group's SpeakUp reporting tool (more details below). Where applicable, like in North America, SpeakUp can also be used for grievance purposes notably for employees who want to report anonymously, outside of the e-service portal;
- EssilorLuxottica is considering extending the use of the SpeakUp platform for grievance in other regions or for specific matters, notably in anticipation of the CS3D;
- in the European Union, employees have the possibility, as an alternative to the internal Group reporting (whistleblowing) system, to raise their concerns to external agencies designated by each member state. Employees are informed of this possibility in the Group Reporting Policy.

The SpeakUp tool is hosted on third-party vendor platform which enables case management and tracking of incidents. All the cases are identified with a case number, and several metrics can be tracked including the case opening and closing dates, the date of incident, the follow-ups, as well as the case history (appointment of investigator, notifications sent, etc.). The system contains reporting and analytics features enabling the issuance of detailed reports. All entities of the Group have been set up in the system and organized by region, so it is possible to obtain precise analytics by region, country.

EssilorLuxottica strives to comply with the timeframes set out in the Directive on the protection of whistleblowers which are also clearly set out in the Reporting Policy. SpeakUp is being rolled out across Group entities – which may have diverse internal channels of reporting – thanks to both global (global communication on the Group intranet and specific actions with key managers, distribution of FAQs) and local (specific deployment with subsidiaries, dedicated posters, digital animations, etc.) communication initiatives. Investigations are conducted by trained investigators with the support, as necessary, of relevant subject matter experts. The outcomes of the procedures comply with applicable laws and internationally recognized Human Rights and disciplinary procedures, if necessary, must comply with applicable labor laws. More details in Section 6.4.1.5.1 *SpeakUp reporting system*.

Throughout the SpeakUp process, EssilorLuxottica identifies insights that support continuous learning in both improving the channels and preventing future impacts. For example, the Compliance department continuously improves its investigator training, its investigation process and templates, thanks to the experience acquired through the handling of cases. As part of the actions to be taken further to the closing of a case, EssilorLuxottica adapts, reinforces or corrects gaps in the policies and procedures. For example, specific anti-harassment training was provided in 2024 to certain categories of retail managers, following cases received through SpeakUp or through other channels.

EssilorLuxottica determines the outcome of whistleblowing cases based on facts, as part of its management decision power, taking into account, wherever possible, the reasonable expectations of the reporters.

It is difficult to measure the effectiveness of SpeakUp using indicators. As SpeakUp was rolled out worldwide in 2024, with widespread communication, an increase in the number of cases was expected and has been achieved, particularly in regions where previous systems were not in place. In some regions, the system is more mature and employees are making extensive use of it. It is still too early to measure its effectiveness, but it is clear that it has revealed and corrected situations that are contrary to the Group's values. EssilorLuxottica has a non-retaliation policy that is clearly stated in its Reporting policy, in the Code of Ethics and related training, in the SpeakUp posters displayed in the Group's premises and in the Group's policies on Diversity and Inclusion and on Discrimination and Harassment.

Data privacy and data protection are priority action areas for the Group, that takes steps to comply with applicable regulations to help ensure the protection of data, moreover a privacy compliance program and training courses were created and dedicated functions support the business in implementing data protection where relevant. More details in Section 6.3.4.3.6 *Actions and resources*.

### 6.3.1.7.6 Actions and resources

EssilorLuxottica attaches particular importance to identifying risks and preventing serious breaches of Human Rights and fundamental freedoms, Health & Safety at work (referred to below as 'Human Rights'), as well as the environment. These risks can arise as a result of its activities, those of its subsidiaries or those of its suppliers and subcontractors, regardless of their position in the value chain. Identifying those risks entails a commitment to make every reasonable effort and undertake the necessary measures to guarantee compliance. Actual or potential violations to the duty of vigilance can be reported through the Group alert system.

The Group responds proactively to risks related to potential Human Rights violations through initiatives designed to improve safeguards and reinforce the existing system. External and internal audits are performed on EssilorLuxottica's own operations. The topic is also covered in both the Group's Code of Ethics and the new Business Partners' Code of Conduct.

Regular awareness-raising and training initiatives delivered to employees on Human Rights and compliance-related topics (Code of Ethics, personal data protection, Health & Safety policies etc.) are organized via dedicated e-learning modules and face-to-face training. A new 'Code of Ethics' training was launched in Q2 2024 and was completed by 18,558 white collar employees as at 31 December 2024. The training effort will be continued in 2025.

EssilorLuxottica also focuses on privacy and personal data training, and specific training was provided to specific functions that may impact the workforce, notably human resources, facility management or Asset Protection – please refer to Section 6.3.4.3.6 *Actions and resources* for more details.

In 2024, EssilorLuxottica implemented the following actions to mitigate the potential negative impact from inadequate Human Rights practices:

- deployment of its Code of Ethics and the related training within the Group, covering all the areas of the Code of Ethics (including the SpeakUp platform and the Open Door approach);
- deployment of the SpeakUp program;
- drafting of a new Human Rights policy to be launched in 2025;
- launch of a Human Rights task force to anticipate the implementation of CS3D;
- drafting and launch of new policies including Diversity and Inclusion policy;
- implementation of new privacy trainings and continuous enhancement of the privacy notice for both employees and candidates.

EssilorLuxottica addresses seriously gaps and issues that have an actual material impact on its workforce:

- appropriate individual actions are being taken on a day-to-day basis to remedy actual material impacts, where required, up to and including termination of employment;
- harassment and discrimination: further to SpeakUp or Human Resources cases revealing situations not in line with the Group's Code of Ethics, specific training was conducted and the anti-harassment policies of the Group were strengthened;
- wages – miscalculation of overtime: corrective actions taken to remedy a miscalculation raised via Human Resources or SpeakUp.

The key actions planned for 2025, and beyond, in relation to Human Rights and labor rights in the workforce are aligned with the upcoming implementation of the CS3D and refer to:

- enhancement of its Human Rights risk mapping and assessment process across its operations;
- update of the Group human right policy and development of the associated training.

#### 6.3.1.7.7 Metrics and targets

Specific targets covering such ESG topic will be set in due course.

In 2024, EssilorLuxottica received 445 allegations of discrimination, harassment and/or bullying and sexual harassment in its internal reporting channel SpeakUp. The vast majority of such allegations were related to daily employee relations in the workplace, often including misunderstanding or miscommunication issues. At the date of this report, 37 of these allegations were substantiated and 67 were found partially substantiated, for example when an allegation may not strictly be qualified of discrimination or harassment, but is still a violation of the Group's values or Code of Ethics.

In total, the Group received 1,197 allegations in SpeakUp, in 2024. This number is a 32% increase compared to 2023, and is linked to the launch of SpeakUp in November 2023 and its broad internal advertising at the launch and during its roll out in 2024. None of these allegations had a significant financial consequences for the Group.

In 2024, EssilorLuxottica did not record any complaint filed to the OECD, or severe Human Rights issues and incidents connected to own workforce that are cases of non respect of UN Guiding Principles and OECD Guidelines. Indeed, to best knowledge of EssilorLuxottica, no severe Human Rights issues and incidents have occured and no related fines and penalties occured.

## 6.3.2 ESRS S2 – Workers in the Value Chain

### 6.3.2.1 Introduction

While being vertically integrated, EssilorLuxottica has a comprehensive supply chain and aims to lead by example being a leader in the eyecare and eyewear industry. The Group bases its success on the proper consideration of local impacts, dialogue with stakeholders and the creation of shared value with business partners, suppliers, governments and local communities. The establishment of EssilorLuxottica sites provides access to meaningful jobs in a buoyant sector and generates significant direct and indirect income.

The Group Business Partners' Code of Conduct applies to all its business partners everywhere and in every circumstance, making it a solid base for fair and honest collaboration. EssilorLuxottica seeks to work with suppliers whose operational practices comply with applicable laws and regulations and, more generally, that protect the dignity of human beings, the Health & Safety of workers, and the environment at large.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to the workers in the value chain.

### 6.3.2.2 Material Impacts, Risks and Opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Working condition and Human Rights in the value chain<br>&<br>Equal treatment and opportunities for all | Inappropriate working conditions, unequal treatment and Human Rights practices for business partners' employees | Inappropriate working conditions, unequal treatment, or lack of Human Rights practices for business partners' employees including inadequate safety measures, excessive working hours, and insufficient wages jeopardize the health and well-being of workers. | • Business Partners' Code of Conduct<br>• Code of Ethics<br>• EssilorLuxottica Responsible Sourcing & Manufacturing (ELRSM) program | • Number of audits |
| | Collaborating with business partners not aligned with EL's ethical principles and standards | Potential lack of alignment or failure to comply with the Group's ethical principles and standards regarding fair working conditions and Human Rights could damage the Company's reputation, success and achievement of sustainability commitments and create legal liabilities for the Group. Stakeholders, including consumers, employees, shareholders and business partners, increasingly demand for transparency and accountability in supply chains; any association with partners engaging in unethical practices can lead to public backlash, diminished brand loyalty, and a loss of consumer trust while exposing the Group to legal risks and regulatory scrutiny. | | • Number of critical non-conformities |

EssilorLuxottica's commitment to responsible sourcing ensures that the material impacts of its operations across all sectors of its value chain are addressed. The Group recognizes that there may be high-risk supply chains in the eyecare and eyewear industry as well as in the apparel manufacturing, particularly manual labor-intensive processes – that require focused attention to safeguard the workers involved. These industries can be linked to systemic labor rights challenges, including forced labor, child labor, poor working and Health & Safety conditions, and low wages. EssilorLuxottica commits to ensuring that all workers potentially impacted by its operations are included in its disclosure. Through the Eyes on Ethics pillar of its sustainability program and the Responsible Sourcing program, the Company actively works with its suppliers and business partners to manage labor risks and ensure that workers' rights are upheld.

More precisely:

- third-party contractors' workers in the Group's facilities can be impacted by its operations. These workers include those engaged in the manufacturing sites, security and cleaning services, and temporary or seasonal labor. The Group ensures these workers are covered under the Code of Ethics and labor policies, ensuring fair treatment and adherence to worker welfare standards;
- EssilorLuxottica pays also close attention to the apparel, footwear, and accessories (AFA) supply chain. EssilorLuxottica works closely with suppliers to ensure these risks are mitigated, applying stringent due diligence and ethical certification standards to ensure that the extraction and processing of materials meet Human Rights and environmental sustainability standards.

In any case, as detailed in Sections 6.4.1.5.1 *SpeakUp reporting system* and 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns*, the Group has implemented specific initiatives to protect workers' rights, such as the reporting system SpeakUp that includes the possibility for business partners to report violations of the Code of Conduct anonymously and confidentially to EssilorLuxottica. This includes workers that may be at a higher risk of exploitation due to their inherent characteristics or particular circumstances (e.g., migrant workers, women, young workers, home workers, and trade unionists).

Regarding certain geographies, there are significant and widespread risks (e.g., child/forced labor) in certain parts of the upstream supply chain. In certain textile and garment manufacturing regions, forced labor in apparel factories is a major concern. EssilorLuxottica works to eliminate these risks through supply chain audits, third-party assessments, certification programs and collaborations with industry groups focused on preventing environmental and Human Rights violations in the supply chain.

### 6.3.2.3 Policies and Engagement

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Business Partners' Code of Conduct | It reflects EssilorLuxottica's commitment to respecting and promoting Human Rights across its entire value chain as per the International Bill of Human Rights, International Labor Organization (ILO) Conventions, the United Nations Guiding Principles for Business and Human Rights and the OECD Guidelines for Multinational Enterprises. It sets its expectations from its business partners including suppliers, distributors, franchisees, consultants, agencies, service providers, outsourcing partners, hiring agencies, licensing partners, landlords and aims to ensure that they uphold the Company's commitment in areas of ethics, Human Rights and labour standards, environment, Health & Safety. EssilorLuxottica also expects its suppliers and subcontractors, to the extent possible, to ensure the application of this Code of Conduct or similar ethical standards to their own suppliers and subcontractors, and to take reasonable steps to cascade this Code of Conduct or similar principles to them. The document was created under the ownership of the Compliance function. | Compliance/ Sourcing & Procurement | Upstream and downstream | Public |
| Code of Ethics | The Code of Ethics outlines concrete principles on how the Group embeds and promotes ethical behavior in the interactions with all stakeholders. It is applicable to all Group employees and contains rules that must also be applied to workers in the value chain e.g.,:<br>• prohibition of any form of discrimination, harassment, bullying, intimidation or violence;<br>• fair competition;<br>• zero tolerance principle for bribery and corruption;<br>• protection of Human Rights and labour conditions.<br>EssilorLuxottica aims to ensure that its activities comply with the International Bill of Human Rights and the principles on fundamental rights set out in the Declaration on Fundamental Principles and Rights at Work of the ILO. The document was submitted and approved by the Chairman & CEO and the Deputy CEO of the Group. | Compliance | Own operations | Public |
| EssilorLuxottica Responsible Sourcing and Manufacturing program (ELRSM) | This program aims at verifying the compliance of the Group's value chain to international standards, all applicable laws and regulations and the Group's Code of Ethics.<br>ELRSM audit checklist is composed of four main sections that refer to:<br>• labor & Human Rights (including among other topics working hours, wages and benefits, child and forced labor, freedom of association and collective bargaining);<br>• occupational Health & Safety;<br>• environment; and<br>• governance and ethics (e.g., bribery and corruption, whistle blowing procedures, etc.).<br>Each section is composed of multiple questions and there is clear evidence of those that are essential for EssilorLuxottica. Zero-tolerance criteria are clearly expressed (e.g., employment of children under 16 years of age, retention of workers' passports or other identification papers, working time not systematically recorded, forced overtime, presence of deposit for employment, etc.). | Risk/ Sourcing & Procurement | Upstream value chain | Internal |

## EssilorLuxottica prevention of trafficking in human beings, forced labor or compulsory labor and child labor

EssilorLuxottica is committed to combatting any form of slavery or human trafficking. The Group has zero tolerance for forced labour, including unlawful child labor, in its own operations and in its supply chain.

As mentioned in its Business Partners' Code of Conduct, Business Partners must prevent and seek to eliminate any form of forced or compulsory labor, including child labor, in employment, as defined by ILO standards, and to require the same from their own contractors and subcontractors. The Group's Business Partners must safeguard and prevent infringement of domestic and migrant workers' fundamental rights and provide them with fair and decent working conditions. Any form of illegal or undeclared labor is also strictly prohibited. Business Partners must employ domestic and migrant workers in accordance with applicable labor and immigration laws, including when they are hired or employed through third party agencies. Besides, Business Partners must not hire individuals (either employees or temporary staff) under the age of 16 or under the legal minimum age for employment in the applicable country or jurisdiction, whichever is higher. In addition, hiring individuals (either domestic or migrant workers, or temporary staff) below 18 years of age for positions involving hazardous work or overnight shift is also strictly prohibited. Business Partners must set up appropriate procedures for age verification. When hiring trainees or apprentices, Business Partners must comply with applicable regulations, ensuring that they are not subject to long hours interfering with their education and that their mission corresponds to their skills and qualifications and enables them to achieve the diplomas they are working to attain. Besides, Business Partners should seek to prevent any harm toward local communities, notably by the preservation of cultural heritage and of environment and local biodiversity, by preventing forced evictions and displacement and helping indigenous people and affected communities to safeguard their environments and rights.

## EssilorLuxottica Responsible Sourcing and Manufacturing program (ELRSM)

EssilorLuxottica is committed to respecting and promoting Human Rights in all its businesses across its operations and supply chain. Business partners are expected to commit to respect the human and labor rights of their workers and seek to comply with all applicable Human Rights and labor-related laws and conventions.

According to its Business Partners' Code of Conduct, EssilorLuxottica conducts risk-based due diligence and background checks on its Business Partners and may also submit them to self-assessment questionnaire and/or sustainability audits and on-site inspections, directly or by third parties, in order to verify the adequacy of their business with the principles mentioned in the Code of Conduct.

EssilorLuxottica has mostly focused on its upstream direct supply chain, notably through audits of its suppliers, with a specific attention and coverage of suppliers of its AFA (Apparels, Footwear and Accessories) division.

Indeed, supplier risk assessments and on-site audits are at the core of EssilorLuxottica's responsible sourcing program. To ensure this, qualified third parties support supplier compliance with the Company's ethical working principles as well as environmental and social responsibilities. This approach aims to prevent the risk of serious cases of noncompliance with sensitive topics, including child labor and use of forced labor and corruption, when selecting and monitoring suppliers.

- For supplier risk assessment, EssilorLuxottica is partnering with well-recognized sustainability ratings providers such as EcoVadis which assesses the social responsibilities of suppliers based on four axes: Environmental, Governance and Ethics, Labor & Human Rights, and Sustainable Procurement. Suppliers are risk assessed in terms of country and industry risk and classified in low, medium and high-risk suppliers. Based on the assessment results, either a sustainability assessment on EcoVadis or an on-site responsible sourcing audit is required. For suppliers with low and unsatisfactory performance ratings, a third-party on-site audit can be conducted, followed by a possible request to implement a corrective action plan. Results of the suppliers audits are mentioned in Section 6.3.2.4 *Actions and Resources*.
- For social and environmental supplier on-site audits, EssilorLuxottica is supported by third-party auditors in charge of assessing supplier compliance in line with the Company's standards and principles as well as local laws and regulations, and also to define corrective actions in the event of non-compliance. The audit plan is based on a yearly risk assessment. It includes notably EssilorLuxottica's Business Partners' criticality (in terms of country, industry and key sustainability risks), spending on suppliers, dependency, reputation impact, previous audit results (including date of last audit) and employee headcounts. It has to be noted that the criteria triggering audits are currently being reviewed and will be revised as per the enhanced Human Rights risk mapping to be conducted in 2025, in anticipation of the CS3D implementation.

EssilorLuxottica has categorized each checklist item as Essential or Aspirational criteria in its ELRSM Audit Operating Guidelines.These guidelines are internally available to directly involved stakeholders, and depending on the criticality of the issue, its importance for the business and whether the issue refers to key sustainability areas is defined. Aspirational issues do not lead to an audit non-conformity and do not need any corrective action whereas essential issues require corrective actions. Auditors must evaluate each checklist item with reference to various criteria and follow up with corrective action plans according to a matrix described in the Guidelines. Audit findings and related audit results are analysed according to a count-of-issue method, based on the severity and recurrence of the non-compliances. The rules/categorizations that lead to a negative outcome (failure) of the audit are shared with the auditees before scheduling the visit. In case of a non-conformity, the Company requests its suppliers to close all issues raised during the audit by an agreed deadline after the audit to make sure necessary remediation is put in place, giving priority to zero tolerance cases and non-compliances with local laws, international frameworks (e.g., ILO Conventions), and minimum recognized management practices (e.g., ISO standards). EssilorLuxottica works with its business partners in order to close the issues, as quickly as possible. Suppliers who do not meet the Company's requirements after a social and environmental audit, and refuse to implement the necessary corrective actions, or show no improvement and repeated issues across multiple audits could be evaluated for business interruption or reduction. In 2024, three business partner relationships have been terminated due to unsatisfactory responsible sourcing audit results. This mechanism is in place to guarantee appropriate monitoring of high-risk suppliers, ending with the definition of rules for re-auditing or re-qualification, as well as follow-up over the short term in case of audit failure and a two to three-year time frame in case of audit pass.

The existing initiatives and actions in delivering outcomes for value chain workers are tracked by the Responsible Sourcing function and presented on a regular basis to the ELRSM Steering Committee, composed by representatives of Sourcing, Internal Audit, Manufacturing, Quality, Risk Management, Compliance and Corporate Sustainability functions.

### Non-respect of the International standards

EssilorLuxottica receives SpeakUp cases or complaints from value chain workers alleging non-respect of matters covered by international Human Rights instruments, as explained in Sections 6.4.1.5.1 *SpeakUp reporting system* and 6.3.1.7.5 *Processes to remediate negative impacts and channels for own workforce to raise concerns*. In 2024, 10 allegations from suppliers and 15 allegations from customers (mostly being consumer complaints to be handled by customer service) were received in SpeakUp, none of them having any material impact.

Cases of non-respect of the UN Guiding Principles on Business and Human Rights and ILO conventions may include:

- complaints or SpeakUp cases received containing harassment allegations made by subcontractors, in the upstream value chain;
- harassment and discrimination allegations in franchisees or customers, in the downstream value chain.

### Engagement with workers in the value chain

At EssilorLuxottica, engaging with value chain workers and incorporating their perspectives is important to manage actual and potential impacts on their well-being and the sustainability of its value chain. This approach ensures that workers' insights inform decision-making and drive improvements in Group's operations and partnerships. Moreover, the approach aims to build trust, improve working conditions, promote fair labor practices, and ensure alignment with corporate values throughout the value chain.

EssilorLuxottica has several engagement mechanisms to gather worker perspectives and integrate them into its decision-making processes:

- **standards and policies**: enforcing the EssilorLuxottica Business Partners' Code of Conduct. All value chain partners are required to comply with these standards, which align with internationally recognized frameworks such as the UN Guiding Principles on Business and Human Rights and the ILO Core Labor Standards;
- **regular communication and dialogue:** factory visits, worker interviews, and focus group discussions as part of the responsible sourcing audits, help to understand value chain workers' needs, concerns, and aspirations. Feedback mechanisms are established, such as anonymous reporting systems (e.g., SpeakUp), enabling workers to report issues without fear of retaliation. Indeed, as per the EU Directive on the protection of whistleblowers, and as per EssilorLuxottica's Reporting Policy, employees of business partners can also report ethical breaches using this reporting platform (such as violation of anti-bribery and corruption, Human Rights, labor laws, Health & Safety, privacy and cybersecurity as well as several other matters as required by applicable laws and described more into details in Section 6.4.1.5.1 *SpeakUp reporting system*). EssilorLuxottica encourages its Business Partners to set up their own internal reporting channels.

Workers' feedback during responsible sourcing audits helps identify both actual and potential impacts on their well-being, such as unsafe working conditions, wage gaps, or excessive working hours. EssilorLuxottica takes steps to ensure the perspectives of vulnerable or marginalized value chain workers – such as migrant workers, women or trade union workers – are understood and addressed during the responsible sourcing audits. Moreover, the Group uses the takeaways of its engagement activities to verify alignment with its expectations on business conduct and standards as set out in the Business Partners' Code of Conduct which informs the Group's purchasing practices;

- **collaboration with suppliers and local communities:** EssilorLuxottica collaborates with suppliers to conduct training programs and capacity building for workers, focusing on labor rights and workplace safety, along with dedicated training on the Group's Business Partners' Code of Conduct. Support is provided on implementation of corrective actions;
- **monitoring and audits**: EssilorLuxottica conducts regular yearly third-party audits at its own manufacturing and supplier sites to assess compliance with its labor standards and gather insights on worker's well-being. Audit findings inform tailored action plans to address gaps and drive improvements.

The sustainability engagement with suppliers occurs at different stages of the value chain, from selection and onboarding to ongoing monitoring through third party audits and self-assessments, and to post-audit follow-up to validate audits findings and implementation plans.

At EssilorLuxottica, the responsibility for ensuring meaningful engagement with value chain workers through sustainability assessments and on-site audits and integrating the results into the decision-making processes is embedded within the corporate governance structure. This ensures alignment with the sustainability goals and accountability at the highest levels of the organization. Operational responsibility for worker engagement resides primarily within the following functions:

- **Sourcing and Procurement function**: Ensures supplier sustainability engagement activities are integrated into supplier selection, onboarding, monitoring, and contract management processes. Works closely with the Corporate Sustainability team to address findings from worker engagement and audits.
- **Corporate Sustainability function**: Ensures alignment with the broader sustainability strategy and international labor standards.

The most senior role responsible for ensuring engagement with value chain workers is the Chief Operating Officer (COO) who collaborates with the Chief Corporate Sustainability Officer, ensuring alignment between operational practices and sustainability objectives. Both the COO and the Chief Corporate Sustainability Officer report directly to the Chairman and CEO. The Responsible Sourcing & Manufacturing Steering Committee reviews the outcomes of engagement activities with a focus on manufacturing and responsible sourcing audits on a regular basis and ensures they follow up on any potential operations and supply chain risks. The Chairman and CEO and the Board of Directors receive updates on sustainability outcomes and provide guidance on strategic priorities related to EssilorLuxottica's Eyes on the Planet sustainability strategy.

EssilorLuxottica assesses the effectiveness of its engagement with value chain workers through a combination of key metrics, including number and type of findings during suppliers' audits, resolution times for grievances and corrective action plans, participation rate in supplier trainings and improvements in supplier compliance with the Group's Business Partners' Code of Conduct. Effectiveness is further evaluated via third-party audits, sustainability assessments on the EcoVadis platform, and benchmarking against industry best practices. Findings are reviewed by the Responsible Sourcing & Manufacturing Steering Committee and integrated into policy updates, supplier action plans, and new initiatives.

### 6.3.2.4 Actions and Resources

EssilorLuxottica's approach is to privilege audits and remediation in order to prevent material negative impacts on value chain workers. In 2024, as part of the ELRSM program mentioned in previous paragraphs, 106 responsible sourcing audits at supplier sites were conducted, which is a slight increase (+4%) compared to the 102 audits conducted in 2023.

Among the 106 conducted audits in 2024, 63 current and potential Direct Material suppliers were subject to audits in 10 countries. The split of audits was the following:

- five follow-up audits due to unsatisfactory results of an audit from the previous year; and
- 58 maintenance audits, to continue to be qualified as Company suppliers.

Major instances of critical non-conformities were identified for seven suppliers mainly in the areas of working hours, Health & Safety and environmental management practices. Action plans were defined for all of them and executed in 2024.

The audit process with a dedicated focus on AFA suppliers continued in 2024, with 43 audits on production plants of suppliers, representing 64% of AFA Global Collection spending, in line with previous years, located in 14 countries. Three instances of non-compliance of critical non-conformities were identified in the areas of working hours and consecutive working days. Action plans were defined for all of them and executed in 2024.

As part of EcoVadis program, supplier sustainability assessment for the top Tier 1 suppliers and subcontractors have been carried out in 2024.

In addition, to support and strengthen its responsible sourcing program and ensure alignment with Company standards, EssilorLuxottica has in place training, capacity building, and awareness initiatives targeting suppliers and the procurement community. In 2024, a new training initiative focusing on the updated Business Partners' Code of Conduct and ELRSM audit checklist was launched focused on suppliers in Bangladesh, China and Indonesia, involving 26 factories with 46 participants in total. Moving forward, EssilorLuxottica will continue building its global program to further align and strengthen the organization and management of responsible sourcing.

In addition, with the acquisition of the Supreme brand, their responsible sourcing and supplier audit program was assessed in 2024. EssilorLuxottica conducted an audit checklist comparison and pilot audits at Supreme suppliers to prepare the integration of Supreme's respective program.

Besides, as mentioned in Section 6.3.1.7.6 *Actions and resources*, a Human Rights task force gathering several functions (such as Corporate Sustainability, Compliance, Procurement, Risk Management, HR, EHS, Internal Audit, Operations) to coordinate actions related to Human Rights, in anticipation of the CS3D has been created in 2024.

In 2025 and 2026, EssilorLuxottica will focus on the anticipation of CS3D. The following action plans are planned:

- enhancement of the Human Rights risk mapping in 2025, including the value chain;
- enhancement of third-party training on Human Rights and anti-corruption, including specific information about grievance and whistleblowing procedures;
- enhancement of the third-party due diligence and audit procedures (upstream and downstream supply chain);
- creation and implementation of a general process for the engagement of value chain workers as part of stakeholders' initiatives (including mapping of existing initiatives, identifying areas of involvement of value chain workers as part of stakeholders' initiatives, tracking of initiatives and results);
- selection and implementation of a third-party risk management and due diligence tool;
- enhanced formalization of prevention and remediation procedures;
- enhancement of contractual clauses to improve compliance with the Business Partners' Code of Conduct;
- periodical update of the Business Partners' Code of Conduct.

#### 6.3.2.5 Targets

Specific targets covering such ESG topic will be set in due course. However, as part of the Responsible Sourcing program, EssilorLuxottica tracks the following metrics for its tier 1 suppliers:

- Number of tier 1 suppliers being assessed on the EcoVadis platform;
- Number of on-site responsible sourcing audits conducted;
- Number of critical non-conformities identified and followed up.

## 6.3.3 ESRS S3 – Affected Communities

### 6.3.3.1 Introduction

EssilorLuxottica's Mission is to help people around the world 'see more and be more'. The Mission is fully-fledged into the Group's strategy and is at the heart of its principles and values. It is embedded in the Group's integrated approach to sustainable development and its ambition to eliminate poor vision in a generation.

Despite the ongoing challenges and uncertainties faced by the world, EssilorLuxottica remains resolute in its commitment to providing access to vision care in the most vulnerable communities, as a leading contributor to the well-being of society.

The launch of the OneSight EssilorLuxottica Foundation in 2022 – the largest foundation in the world driving inclusive vision care access – marked a new chapter in EssilorLuxottica's journey to accelerate its Mission and bring vision care to those in need. The Foundation works with governments and non-governmental organizations, like-minded partners and thought-leaders in the industry to establish and support strategies that ensure the provision of vision care and eyeglasses to those in need.

As a testament to the Foundation's reach and impact, the World Health Organization (WHO) onboarded the Foundation as a global collaborating partner on the WHO SPECS 2030 initiative. This represents a significant step forward in addressing refractive error, preventing myopia, and improving access to vision care worldwide, particularly in low-resource settings.

The Foundation's efforts to bring vision care to communities in need have been celebrated around the world. Notable examples include recognition on Fortune's Change the World list for the 4th time, securing the 'Champion of Good' award in Singapore for the 4th consecutive year, and receiving the prestigious Melvin Jones Fellowship Award from Lions Club in New Mexico for its impactful Changing Life Through Lenses Program.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to affected communities.

### 6.3.3.2 Material Impacts, Risks and Opportunities

| Material ESG Topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Affected Communities right and engagement | Impact on local communities' development thanks to eyewear and eyecare programs | Eyecare and eyewear programs enhance the overall quality of life, particularly in underserved and vulnerable populations. Good vision directly contributes to better educational outcomes for students and increased productivity for workers, fostering economic growth at the local level. Additionally, these initiatives often create job opportunities within the communities, both in the delivery of eyecare services and the distribution of eyewear products. | • EssilorLuxottica OneSignt Foundation strategy | • Eliminate uncorrected poor vision by 2050 |
| Impactful programs that give vision care access to all | Volunteering activities and social initiatives | Engagement activities and employee volunteering activities through the OneSight EssilorLuxottica Foundation contribute to the improvement of economic and social conditions of underserved communities at a local level, as well as enhance employees' sense of contribution and engagement through their involvement in volunteering activities. | | |
| Creating awareness for vision care for all | Creating access to eyewear and eyecare solutions for disadvantaged communities | Creating access to eyewear and eyecare solutions for disadvantaged communities by tackling uncorrected poor vision in underserved populations, offers a dual advantage: improving quality of life (enhanced education, socio-economic development, and public health) and offering market opportunities (new segments, new products, etc.). | | |

### 6.3.3.3 Governance and Stakes

The Head of Mission and President of the OneSight EssilorLuxottica Foundation reports directly to the Chief Executive Officer and Chairman of EssilorLuxottica, and is responsible for overseeing the Group's initiatives to reach the 2.7 billion people living with uncorrected poor vision. The CSR Committee within the EssilorLuxottica Board of Directors monitors the progress made on all Mission actions and ensures alignment with the Group's strategy and stated ambition of eliminating uncorrected poor vision in a generation.

The OneSight EssilorLuxottica Foundation works globally toward creating vision care access across underserved populations. To facilitate this, the Foundation operates nine regional affiliate non-profit organizations that are duly registered in their regions of operations: Europe, Italy, North America, Latin America, Africa, India, South-East Asia, China and Oceania. Each of the regional affiliates reports its progress to its duly constituted Board of Directors. The Head of Mission serves on the board of all the affiliates and ensures alignment with the global Mission strategy, objectives and adherence to annual plans. Relevant functional and regional leaders from the Group serve as board members of all the regional affiliates to ensure close alignment with Group policies and collaboration with relevant stakeholders of EssilorLuxottica.

Today:

- 2 billion people are wearing glasses, and will continue to need eyewear that suits their changing lifestyles and evolving vision needs;
- 2.7 billion people, or one-in-three globally, suffer from uncorrected poor vision due to lack of awareness and access, 90% of whom live in developing economies at the base of the pyramid[(1)];
- 6.2 billion people do not protect their eyes from harmful rays (sun, UV, blue light).

(1) *Base of the pyramid refers to populations with annual per capita income – based on purchasing power parity in US dollars – of less than US$1,500, the minimum considered necessary to sustain a decent life. Source: Coimbatore Prahalad and Stuart Hart, 'The Fortune at the Bottom of the Pyramid', Strategy+Business 26 (2002): 54-67, http://dx.doi.org/10.19177/reen.v1e220081-23.*

EssilorLuxottica believes that good vision changes everything:

- Good vision is a catalyst for achieving the UN SDGs: It directly impacts goals related to quality education (SDG 4), decent work and economic growth (SDG 8), good health and well-being (SDG 3) and reduced inequalities (SDG 10). By improving vision, EssilorLuxottica aims to empower individuals to learn, work and contribute meaningfully to their communities.
- Good vision improves educational outcomes: children with uncorrected vision impairments often struggle in school because 80% of learning takes place through vision.
- Good vision promotes gender equality: In many communities, women and girls face disproportionate barriers to accessing vision care. By addressing these inequalities and putting glasses on them, EssilorLuxottica intends to empower women and girls to reach their full potential.
- Good vision can transform families: By empowering individuals through professional training and entrepreneurship opportunities in the vision care sector, EssilorLuxottica witnesses first-hand how good vision strengthens economic independence for individuals, families and communities.
- Good vision promotes healthy ageing: Regular eye exams can help detect signs of other health issues, such as diabetes and hypertension, leading to better prevention and improved quality of life as we age.

The Group's dedicated efforts to eliminate uncorrected poor vision for 2.7 billion people are managed by the OneSight EssilorLuxottica Foundation (the Foundation).

### 6.3.3.4 Strategy

EssilorLuxottica believes good vision is a basic human right. The Group collectively aims to contribute substantially to its goal of eliminating uncorrected poor vision in a generation. To achieve this milestone, the Group launched a first-of-its-kind roadmap on the sidelines of the United Nations General Assembly in 2019, supported by more than 20 government leaders, NGOs and private organizations dedicated to improving vision care.

The four key pillars of this strategy are:

1. **Creating permanent access**

   The Foundation trains people to be primary vision care entrepreneurs, supporting them to set up their own optical shops and provide mobile services in their communities. To ensure the longevity of these services, the Foundation provides ongoing business development support for these entrepreneurs. It also works with local governments and communities to build permanent vision centers alongside hospitals, clinics and other primary health facilities.

2. **Innovating for affordable solutions**

   Through the development of low-cost, digital and automated screening tools that require less operator training, the Foundation is scaling up the digitization of existing and new efforts and opening up access to affordable quality glasses. This is done in close collaboration with the Group's R&D as well as Operations teams.

3. **Funding subsidized and free services**

   The Foundation works with governments and NGOs to provide free and subsidized services to the communities most in need through direct and indirect programming by focusing free eye exams, free glasses and funding for vision care programs.

4. **Raising awareness**

   The Foundation focuses on creating awareness around good vision and prompting health-seeking behavior among remote communities that have been without vision care access or awareness till now. In addition, the Foundation advocates to ensure vision care has the attention it deserves among global and national policy makers and decision makers as the future of good vision relies on understanding the improved quality of life that healthy vision contributes to.

The OneSight EssilorLuxottica Foundation has three primary objectives relating to creating access to vision care for this population by maximizing:

- number of people with permanent access to vision care in one day's travel;
- number of rural optical points;
- number of wearers equipped by the Foundation's (direct and indirect) programs.

Targets for these objectives are set at a global level and cascaded down to the nine regional chapters annually, based notably on priorities and opportunities discussed with partners such as, but not only, government bodies and/or public healthcare providers. EssilorLuxottica intends to be flexible, allowing agility to reach its objectives and to better serve its ambition. Each region has a local leader reporting directly to the Head of Mission and President of the Foundation. They are supported by global functions including Communications and Awareness, Advocacy and Partnerships and Customer Giving.

Focus at a regional and country level on the Foundation's four strategic priorities varies according to local needs and population data. Similarly, partners are defined at a country and state level to best meet the needs of the Foundation's beneficiaries and accelerate the Foundation's reach.

The Foundation's communication efforts are key to raising awareness, engaging stakeholders and amplifying the global impact of its programs. Updates are shared through the Foundation's website and social media, EssilorLuxottica's corporate channels including the website, intranet, social media, digital windows and Leonardo, as well as press releases, newsletters and articles. Stakeholders can stay informed via these channels and interact with the Foundation through SpeakUp.

The Foundation is supported by EssilorLuxottica employees who participate in clinics and programs, donate to the Foundation and help raise awareness. Retail teams lead efforts to call for customer donations in stores. Opportunities to engage with the Foundation are provided to employees by local HR teams, with many employees choosing to support and volunteer with the Foundation outside of work hours and commitments.

### 6.3.3.5 Actions and Resources

To ensure that the Foundation reached its targets and had an impact, specific actions have been put in place for the four key pillars of its strategy described above. Select examples of these actions include:

#### 1. Creating permanent access

To ensure permanent access to vision care in even the most remote communities, the OneSight EssilorLuxottica Foundation works to:

**Embed vision care services into existing public healthcare facilities**

In Africa, the Foundation works closely with government healthcare providers across the region to establish vision centers within existing hospital facilities. In 2024, 195 access points were set up across the region, which provide access to 24.7 million beneficiaries. This brings our cumulative impact in Africa across 589 access points to 78.2 million people.

To further its reach and impact, the Foundation established a partnership with the Federal Government of Nigeria in 2024, through the National Eye Health Programme (NEHP) of the Federal Ministry of Health and Social Welfare, to launch three vision centers in Lagos, Ondo and Ogun. This is part of the Effective Spectacle Coverage Initiative (ECSIN) Jigi Bola 2.0, aimed at fulfilling the presidential mandate of improving the learning, earning and thriving capabilities of Nigerians through good vision. As part of this initiative, the Foundation successfully launched three vision centers, dispensed 20,000 pairs of glasses and created access for 3.5 million people in need.

**Train underemployed and unemployed youth to deliver vision care services within their communities**

To accelerate the delivery of vision care services globally, the Foundation trains underemployed and unemployed youths in rural and semi-urban areas to become primary vision care providers, bringing vision care to areas it wasn't available before.

Participants follow certified vocational training in refraction and visual health over 12 months, as well as learn the commercial skills to run a successful small vision care business. This model addresses three key issues: the provision of vision correction to those in need, developing skills and creating livelihoods for youths.

#### 2. Innovating for affordable solutions

**Tele-refraction**

To address the human resource shortage among optometrists in rural communities, the Foundation developed tele-refraction to allow urban-based optometrists to extend their expertise to rural and remote areas without the need for beneficiaries to travel far for in-person visits. This also reduced the burden of vision care costs on individuals and healthcare systems.

In partnership with Dr Shroff's Charity Eye Hospital, a renowned eyecare institution in India, the Foundation published a groundbreaking clinical study confirming the potential of tele-refraction to enhance access to vision care for underserved populations living in base of pyramid (BoP) communities. The peer-reviewed research, published in PLOS ONE, an open access science journal, demonstrates that tele-refraction conforms to the gold-standard of accuracy of traditional face-to-face eye exams.

Tele-refraction services are now operational in some of India's government health centers, in Kenya with backing from the Government of Kenya and the Christian Blind Mission and in Ethiopia, with support from the Ministry of Health. At the same time, a pilot program is being run in Bangladesh to assess its impact and opportunities to scale.

**Combining environmental stewardship and the delivery of vision care through the 'Vula Amehlo' program**

The Vula Amehlo program, a first-of-its-kind initiative, was launched in partnership with four South African universities to provide unemployed optometrists the opportunity to establish modular eyecare businesses within refurbished shipping containers. These mobile clinics address healthcare gaps in rural areas, offer career opportunities for optometrists, and support sustainability by recycling containers, which might otherwise be considered unseaworthy or discarded. By repurposing these containers, the program not only addresses the pressing need for accessible eyecare but also promotes environmental stewardship through the creative reuse of resources. In 2024, 10 sites were opened, creating access for 2.8 million people living in rural communities.

## 3. Funding subsidized and free services

### State-wide vision care for children in Goa, India

The Government of Goa launched the 'Vision for All' program to provide all school-going children with a vision test and eyeglasses as needed. The Foundation joined as a partner in 2023 to support the training of 2,400 government schoolteachers, who subsequently provided vision screening to over 230,000 students and distributed free corrective eyeglasses to those in need.

Preliminary results have shown improvements in learning capabilities, attention spans and confidence among students who received eyeglasses through the program.

In addition to improving the overall academic and social well being of local children, the program has also raised awareness about the importance of eye health among teachers, students and their families. In 2024, the State Government of Goa issued a mandate for all school-going children to receive an annual eye test, setting a precedent for other states in India to prioritize eyecare.

### Bringing vision care to refugee communities in need with the United Nations High Commissioner for Refugees (UNHCR)

To address vision challenges faced by refugees and offer them a chance to overcome the barriers they face in their new surroundings, the OneSight EssilorLuxottica Foundation has partnered with UNHCR, the UN Refugee Agency, to provide free eyecare services and eyeglasses to refugees in need of vision correction. In 2024, the partnership reached more than 1,100 refugees globally, of which 830 in need received eye glasses.

The Foundation will continue to work with UNHCR to screen vulnerable refugee populations in Australia, Greece, Italy, Kenya, Lebanon, Malawi, Rwanda and South Africa. Those living with uncorrected poor vision will be provided with a pair of eyeglasses and those in need of specialized care will be referred to specialists.

By the end of the partnership, both the Foundation and UNHCR expect to have helped approximately 100,000 refugees globally.

### Helping specially-abled athletes to 'see more and be more' at the Special Olympics

For over two decades, the OneSight EssilorLuxottica Foundation and Special Olympics have shared a commitment to advancing access to vision care for specially-abled athletes through the Special Olympics Lions Clubs International Foundation Opening Eyes program. The long-standing commitment was reaffirmed again in 2024 by formally renewing the partnership.

Since 2002, this collaboration has provided over 250,000 pairs of glasses to athletes worldwide.

### Ensuring marginalized communities can receive the vision care they need, regardless of circumstance

The Foundation collaborates with partners across the globe to ensure marginalized communities can receive the vision care they need regardless of circumstance. In 2024, this included a partnership with AidOcean, who supported the delivery of vision care services in the most rural areas of Papua New Guinea. In Italy, the Foundation works closely with the Community of Sant'Egidio to improve the livelihood and rehabilitation process for incarcerated individuals. And in China, school-going children and the elderly remain at the forefront of our efforts through the Total Vision Care program, which provides screenings for communities in need.

## 3. Raising awareness

Through a range of traditional and social media campaigns, and participating in events alongside global meetings such as the United Nations General Assembly, the World Health Assembly and the G20 Summit, the Foundation advocates for vision care as a universal human right. To support these efforts, the Foundation has curated a database of over 1,000 studies and research reports on the impact of good vision which are made publicly available at www.onesight.essilorluxottica.com/research.

In 2024, EssilorLuxottica's 'Learn, Act, Share' initiative has seen more than 100,000 employees take time to learn about the Foundation (Learn), while 35,000 advocate for the vision care cause publicly (Share), strengthening employee retention and satisfaction. Over 5,500 volunteers supported the vision care cause through traditional volunteering opportunities, and 2,170 EssilorLuxottica colleagues participated in the World Sight Day 'The Right To See' photo competition, showcasing on a global scale what good vision means to them (Act).

One of the Group's corporate values (see Section 6.3.1 *ESRS S1 – The Company's Workforce*), 'We care – close to all, no matter how far', underscores its global vision and commitment to expanding access to vision care.

Customer Giving efforts were accelerated in 2024, and the Foundation successfully expanded efforts in 5,500 additional stores, bringing its total global in-store presence to more than 9,300.

### 6.3.3.6 Targets and Metrics

In 2018, EssilorLuxottica announced its ambition to eliminate uncorrected poor vision by 2050. To define what it would take to achieve this ambition, it worked with McKinsey and Co to understand what actions would need to be taken. This research was published in the report 'Eliminating Poor Vision in a Generation: What will it take to eliminate uncorrected poor vision by 2050' and launched alongside the United Nation's General Assembly in 2019.

This publicly available report outlines the collective year-on-year progress that is needed to realize this ambition. While the targets outlined in this report rely on actions by all stakeholders, the OneSight EssilorLuxottica Foundation proportionally aligns its progress to these targets.

Since 2013, the Foundation has:

- provided 979 million people with permanent access to vision care;
- created 33,400 rural optical points;
- equipped 86.8 million people in need with eye glasses.

The impact of its actions has reached 139 countries whether through direct or indirect (partner) programming.

In 2024 alone, the OneSight EssilorLuxottica Foundation:

- provided 216 million people with permanent access to vision care;
- created 5,600 rural optical points;
- equipped 14 million people in need with eye glasses.

## 6.3.4 ESRS S4 – Consumers and End-Users

### 6.3.4.1 Introduction

At the core of EssilorLuxottica lies a fundamental commitment to its consumers. This section explores the pivotal role of the consumer in everything the Company does, from the initial design concept to the final product delivery. Its approach is centered on three core pillars: data privacy, transparent communication and unwavering quality. In an increasingly digital world, safeguarding consumer data has never been more critical. The Group also ensures that every interaction is handled with the utmost care and transparency. And above all, EssilorLuxottica strives for exceptional quality in both its products and in the consumer's experience.

This section outlines how these principles guide the Group's actions and reinforce its dedication to putting the consumer at the heart of everything it does. It provides an overview of policies covering all consumers, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to consumers.

### 6.3.4.2 Quality

#### 6.3.4.2.1 Introduction

EssilorLuxottica considers the quality of the product an essential value for the success of the Company. Quality Policies, which covers all consumers, reflect the ongoing commitment to excellence and customer satisfaction. The Group believes that quality is fundamental to build long-lasting trust with its customers.

#### 6.3.4.2.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Product Safety | Potential Health & Safety issues for consumers due to the use of the products | Product defects, inadequate safety standards and harmful materials can affect consumers, leading to injuries and health issues. This exposure can lead to health concerns, including eye strain and skin damage. Furthermore, harmful materials can trigger allergic reactions, compromising comfort and well-being | • Quality Policies<br>• Consumer complaints management | • **<1 ppm** in global consumer claims related to personal safety and consumer risks<br>• **Zero recalls** in EU countries |
| | Risk of litigations and reputational damages due to product quality and safety issues | Incidents related to product quality and safety assurance may lead to claims for compensation from consumers and fines from authorities, as well as negatively impact brand reputation, resulting in financial losses | | |

#### 6.3.4.2.3 Policies

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| EssilorLuxottica Group Frame and Plano Quality Policy | It outlines EssilorLuxottica's commitment to ensuring and improving the quality of its products or services. It establishes the guidelines and objectives the Company aims to achieve in order to meet consumer needs and comply with applicable regulations. The Policy takes into account Third Party Reference standards such as Medical Device Regulation (EU) 2017/745 and the Quality Management System standards EN ISO9001:2015 and EN ISO13485:2016, as well as existing best practices in the industry. | Quality | Own operations | Public |
| EssilorLuxottica policies for Ophthalmic Lenses | The policies articulate EssilorLuxottica's commitment to:<br>• increase consumer satisfaction by delivering an experience which meets or exceeds the expectations of consumers and by collecting and using their opinions to drive improvements everywhere;<br>• ensure all necessary regulations and standards are met through a systemic approach, covering the full product life cycle;<br>• strive to deliver the Group promise by defining the value proposition for each consumer segment and guarantee that they will be fulfilled in a verifiable way everywhere and every time.<br>In order to define success in these commitments, EssilorLuxottica structured a quality management system (QMS) relying on requirements of ISO 13485. | Quality | Own operations | Internal |
| Consumer complaints management | Dedicated internal management procedure defining responsibilities and operating practices for collecting and handling consumer complaints from distribution channels. The procedure applies to complaints about technical problems, product safety or health issues. | Customer facing teams and Central Quality | Own operations | Internal |

Human Rights are covered through the compliance policies. EssilorLuxottica commits to comply to the applicable laws and regulations which include internationally recognised instruments (Human Rights) as stated by OHCHR (Office of the United Nations High Commissioner for Human Rights). Moreover, EssilorLuxottica implemented a CAPA policy (Corrective and prevention actions) to address any identified Human Rights issues related to product defects or service failures that affect consumers.

#### 6.3.4.2.4 Processes for engaging with consumers

EssilorLuxottica uses various channels to monitor feedback from consumers, ensuring continuous assessment of potential and actual product impacts. Through its After Sales function, the Company gathers insights from market surveillance, product claims and returns. This data enables the company to evaluate whether adjustments to its quality policies are needed and to determine whether corrective actions, new testing protocols or updated product risk analyses are required to mitigate potential risks to consumers.

This process is integrated into the Company's overall approach to product quality and safety. The responsibility for ensuring this continuous engagement lies within various operational roles. The After Sales department manages consumer engagement channels and feedback collection, while the Group Quality function analyzes and assesses feedback related to product safety (quality compliance) and product quality (quality excellence). By working together, these departments ensure that insights from consumers shape decisions on quality and safety measures.

#### 6.3.4.2.5 Processes to remediate negative impacts and channels for consumers to raise concerns

EssilorLuxottica's Quality Management System has a dedicated procedure to ensure effective handling of consumer complaints and adverse events from all Group distribution channels. This procedure establishes clear responsibilities and processes for collecting, documenting, evaluating and reporting product quality complaints and safety issues in compliance with regulatory requirements.

### Consumer Complaint Collection and Reporting

Consumer complaints and adverse events are gathered from various distribution channels, including subsidiaries and distributors in both EU and non-EU markets. Consumers can raise their concerns by reaching out to the store where they made their purchase or by contacting the relevant brand's Consumer Service directly using the contact channels posted on the dedicated website. In countries where EssilorLuxottica sells products through proprietary e-commerce sites, consumers have access to an e-commerce channel consumer service or they can also contact the service via email, phone, and, where available, chat. Additionally, the corporate website features a dedicated consumer service page with detailed guidelines (https://www.essilorluxottica.com/en/brands/consumer-care/) providing a unified communication channel regardless of the consumer's purchasing platform.

To ensure timely response, any channel receiving a consumer complaint must immediately forward it to the relevant department according to the dedicated communication flow. This triggers a reporting procedure to the Group quality team, which evaluates complaints and determines corrective actions in case of defective eyewear models. Reports are stored in the company's PLM (Product Lifecycle Management) Enovia/Matrix IT system and analyzed for severity. Corrective actions effectiveness is assessed using the KPI about warranties, complaints, safety complaints, recalls and fines.

### Data Monitoring and Escalation Processes

The Group Quality function periodically extracts and reports complaint data to management for review and potential corrective actions. Additional measures would be activated in case of incidents that could significantly impact consumers (e.g., life-threatening situations or severe health risks). For instance, the 'Surveillance and Vigilance' procedure ensures the event is reported to regulatory authorities promptly and legal procedures are followed.

Product safety issues are tracked using a dedicated questionnaire and stored in a specific repository. These issues, along with technical complaints, are registered in the PLM system and monitored by central quality. Continuous monitoring of reports evaluates the effectiveness of reporting channels and identifies areas for improvement.

### Root Cause Analysis and Corrective Actions

In case of an incident, a root cause analysis is conducted to assess factors such as manufacturing processes, design, labelling and user instructions. Depending on the outcome of internal audits, solutions may include the replacement or repair of individual products, corrective actions to address products already on the market and changes to future production. These steps are designed to mitigate risks and prevent recurrence.

Additionally, data from complaints feed into the company's post-market surveillance system. This system continuously monitors and assesses product quality, performance and safety, ensuring appropriate actions are taken to maintain high standards and update risk analyses of affected products.

### Consumer Feedback and Continuous Improvement

To further improve processes, consumers contacting e-commerce consumer services are sent a dedicated satisfaction questionnaire. Available in key countries and banners operated by EssilorLuxottica, the questionnaire allows consumers to rate their experience and provide written feedback. These responses are consistently analyzed to identify areas of improvement in consumer service management.

The ability of consumers to report issues using multiple contact channels enhances the communication's overall efficiency. EssilorLuxottica also maintains ongoing communication with regulatory authorities, healthcare providers and users regarding investigations and actions taken.

### Risk Management and Current Performance

Cases involving risks of retaliation or other concerns are assessed individually with the support of competent company structures. To date, no significant consumer complaints have been received that justify corrective action. For safety complaints, EssilorLuxottica has achieved a retrieval rate of less than 1ppm (part per million) on the total number of shipped pieces, demonstrating the effectiveness of the company's processes in maintaining product quality and safety.

## 6.3.4.2.6 Actions and resources

### EssilorLuxottica's Commitment to Product Safety and Innovation

For EssilorLuxottica, product safety is an absolute priority and the foundation of any sustainable offering. Its products are the result of continuous investment in research, design and innovation, and are developed according to high-quality standards with stringent controls on mechanical, chemical and optical characteristics that are equal or superior to industry standards and regulatory requirements in terms of safety, performance and durability. Indeed, the Group's sustainable innovation expertise embraces products and services without compromising excellence or quality and always guarantees the best vision experience. New control plans and test protocols have been developed to guarantee increasingly greater product safety (i.e., optical powers, lens transmittance and filter category, the correct fixing of ophthalmic lenses even on frames received by the consumer, new sustainable collection). To reduce the waste of materials, samples of products that would have otherwise been destined for destruction are used for testing New Product Introductions.

### EssilorLuxottica's rigorous testing procedures

To guarantee maximum product safety and efficiency to its patients and consumers, EssilorLuxottica performs, with ever-increasing effort, all tests required to ensure compliance with international regulations concerning chemical substances and medical and consumer products, using both in-house laboratories and third-party certified facilities. Particular attention is given to compliance with restrictions for PFAS products and possible developments of related regulations at the international level in the coming years.

As mentioned above, EssilorLuxottica conducts rigorous testing at multiple stages. Before any new eyewear model enters production, tests and risk evaluations are conducted in the company's ISO 17025-accredited internal laboratories. A specific protocol has been developed to assess the product against EssilorLuxottica's established quality standards, aimed at identifying and mitigating potential risks for consumers. The results of these tests are documented for each model and archived in the PLM system for traceability. If any non-conformities or critical issues are identified during these tests, they are addressed through the quality management system before the product can proceed to production.

During the production process, ongoing tests are carried out to ensure that the eyewear continues to meet established quality standards. These tests include assessments of UV absorption, lens transmittance uniformity, optical powers, polarization axis and mechanical and aesthetic properties. The tests are done on a sample basis for each batch, and the production process is strictly governed by detailed operating instructions that are part of the Quality Manual. If any product fails to meet quality standards, it is flagged as non-conforming and managed in accordance with the 'Product Nonconformity Management' procedure, which ensures the product is separated from compliant items, reworked or repaired before reaching the market.

EssilorLuxottica also submits representative product samples to accredited external laboratories for compliance testing. These external labs conduct safety tests in line with European and international standards, evaluating a variety of eyewear models to ensure broad coverage of different materials, designs, and categories.

More specifically for Ophthalmic lenses, EssilorLuxottica set a comprehensive level of actions to mitigate consumer related risks. For instance, EssilorLuxottica has identified the potential impact to consumer of skin sensitization or irritation arising from the use of materials that may not be suitable for skin contact. To mitigate this, the company adheres to stringent testing protocols as per ISO 10993 standards, ensuring all materials used in its products meet the necessary safety requirements. Another example is regarding the risk of Lens breakage which could compromise consumer safety by exposing eyes to harmful cuts. This risk is rooted in potential inaccuracies in lens manufacturing or design. EssilorLuxottica mitigates this by implementing tests required through ISO 14889.

Overall, EssilorLuxottica's robust testing procedures at internal and external laboratories, coupled with continuous monitoring of product quality during production and post-market, ensure the company's commitment to preventing negative impacts on consumers while maintaining the highest safety and quality standards.

### Non-Animal Testing Initiatives

Considering general growing sensibility around animal welfare practices (expressed also in the EssilorLuxottica Quality Policy) and, at the same time, the need to test products to ensure skin biocompatibility as required by international medical device regulations, a roadmap has been created to merge these two needs. While waiting for a completely in vitro test protocol to be included in the ISO regulations to evaluate skin biocompatibility of materials and as alternative non-animal methods are progressively validated (e.g., the work of EURL ECVAM – EU Reference Laboratory for alternatives to animal testing) though not yet internationally approved, EssilorLuxottica is already working with certified and approved labs to conduct in vitro tests and avoid any animal tests, in line with the Group's decision to completely eliminate animal testing to evaluate skin biocompatibility of material. Therefore, in 2024 no tests to evaluate skin biocompatibility were carried out on animals.

This approach is also in line with the Group's animal welfare policy and in full compliance with the international regulations concerning chemical substances, medical and consumer products. However, compliance with international medical device regulations may require animal testing. The evaluation of such requests requires full compliance of third-party certified facilities with local and international regulations on animal testing and the scientific proof that there is no other viable alternative.

### Innovations at the Agordo Central Quality Laboratory

The Agordo Central Quality laboratory has been completely rebuilt and continues to increase testing capabilities and capacities; a part of the lab is dedicated to mass production monitoring in terms of REACH regulation compliance testing on finished products, while new sections host new parts of the business. Among these, new products from Essilor Instruments are now presented in an Ophthalmic laboratory where Telemedicine certification is also in scope. The laboratory has been upgraded to perform Rx lens testing, and new wearable products can now be tested in terms of water resistance thanks to IPX custom equipment. The Oakley AFA division has new equipment that measures trekking shoes, zipper, bike clothing and snow jacket performances to help determine improvement opportunities.

Regarding the eyewear industry, a new automatic environment simulation was developed to accelerate high humidity and temperature conditions usually found in APAC regions in order to test sun lens coatings.

In 2024, for the eyewear industry, Agordo Central Quality Laboratory has introduced a humanoid robotic workstation to simulate real-life use of complete eyewear sets (frame, lenses and packaging) in everyday scenarios. This includes actions such as unpacking the product, cleaning the lenses, wearing them and subjecting them to conditions like sweat and varying temperatures. The robot operates continuously, 24/7, replicating seasonal changes to ensure thorough testing. Additionally, a vibrating machine equipped with a climate chamber has been developed to faithfully simulate transportation conditions, whether by air, road or train. This advanced system performs temperature and humidity ramps to replicate the entire product shipping journey.

#### Advancing Smart eyewear and Hearing Aid Technologies

EssilorLuxottica continues to develop and reinforce its internal competence for smart eyewear regulatory framework and compliance aspects, applying shared and common guidelines for the qualification of new products in every region. Given the riskier nature of this new type of eyewear, which integrates frame batteries and electronic components, EssilorLuxottica is enforcing mandatory control plans with more restrictive policies to control product safety, sampling in mass production units for testing, even if already certified.

This year, EssilorLuxottica developed the competence for regulatory framework and connected risk assessment for hearing aid wearable devices, with the prospect of developing wearable products that also integrate systems to help people with mild to moderate hearing loss.

#### Adapting to a Changing Regulatory Landscape

In the context of a constantly evolving regulatory world, EssilorLuxottica employs a regulatory watch process that helps anticipate the evolution of International and European regulations on product safety and performance, keeping consumer protection at the forefront of its operations.

Quality systems are in place to meet regulations across the product life cycle and create ever-greater standardization at group level. For instance, in 2024, EssilorLuxottica consolidated ISO 13485 certifications to most lens factories and its most important prescription laboratories. To further improve consumer satisfaction, the Company developed programs for structured feedback collection. These insights inform ongoing enhancements to products and services, solidifying the company's reputation for excellence.

#### Protecting Intellectual Property and Combating Counterfeiting

With 24,550 trademarks and over 15,000 patents and designs owned, intellectual property is one of EssilorLuxottica's most important assets that ensures the excellence, uniqueness and superiority of its products. It is based on the registration and maintenance of the Company's trademarks and patents across the world.

As described in Chapter 1, the protection of intellectual property rights also involves combating counterfeiting. The worldwide proliferation of counterfeiting not only threatens official sales channels and company reputation, but it also poses risks to the Health & Safety of consumers. Counterfeit products do not ensure the same elevated quality standards as the originals, which are certified for excellence by the most stringent quality tests and use of highly innovative materials. The Company's authentic products are impossible to process or replicate without the necessary know-how as well as the ongoing innovation used in the production processes. To ensure consumers are not exposed to counterfeit products, the Company collaborates with local institutions and authorities around the world to intercept counterfeit products and combat the entire illegal production chain as best permitted by law. For greater effectiveness in the battle against counterfeiting and the expansion of parallel markets that divert goods into unauthorized sales channels, EssilorLuxottica has developed GLOW (Guaranteed Luxottica Origin Worldwide). GLOW is a traceability system based on RFID technology that can verify the authenticity of products as well as the suitability of resellers. It is passive and emits no radio waves, making it safe health-wise. It also does not record personal data and only delivers product information.

### 6.3.4.2.7 Targets

EssilorLuxottica's commitment to delivering the highest quality in their products is reflected in its continuous pursuit of excellence across several key areas. The company strives for aesthetic perfection, ensuring that every product embodies beauty and meticulous attention to detail. Comfort is another priority, with the goal of providing users with a perfect fit that enhances their overall experience. In terms of performance, EssilorLuxottica is dedicated to using the best materials and lenses that meet technical standards. Functionality is equally important, ensuring that all products operate smoothly and efficiently. Reliability is also at the heart of their objectives, with a focus on creating products that last over time. Safety remains a top priority, with a firm commitment to regulatory compliance and consumer protection. Finally, the company embraces technological evolution, continuously improving based on market feedback to stay at the forefront of innovation.

To measure their success in these areas, EssilorLuxottica has set clear targets. They aim to receive fewer than 1 ppm in global consumer claims related to personal safety and consumer risks every year. Additionally, EssilorLuxottica strives for zero recalls in EU countries for safety-related reasons every year and aims to avoid any fines or sanctions connected to product safety and consumer protection in the same region. These targets reflect the company's dedication to providing products that meet the highest standards of safety, performance and consumer satisfaction.

## 6.3.4.3 Data Privacy

### 6.3.4.3.1 Introduction

In an increasingly global and digital environment, protecting the privacy and personal data of all its relevant stakeholders is a key priority for EssilorLuxottica. The Group strives to protect their privacy all over the world by complying with all applicable laws and regulations concerning the protection of personal data.

EssilorLuxottica also expects its suppliers and subcontractors processing personal data on its behalf and on its instructions to comply with all applicable data protection regulations and to include appropriate personal data protection clauses or agreements, as well as to demonstrate to have in place or maintain adequate technical and organizational measures to protect the confidentiality and security of personal data they process, including when using subcontractors.

To the extent above, EssilorLuxottica's privacy compliance program protects the personal data processed by the different entities of the Group or their suppliers and subcontractors according to applicable data protection laws and regulations. Such a program includes the definition and regular review of applicable privacy documentation (e.g., privacy statements, privacy and cookie notices, Group data protection policies, cookie banners, data protection impact assessments, etc.) to increase stakeholders' understanding of their duties and provide data subjects with clear information (especially through the privacy statement and the customer-facing privacy notices).

### 6.3.4.3.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Data Privacy | Consumer's personal data breaches | Data breaches resulting from inefficient data privacy measures expose consumer and stakeholder personal data to unauthorized third-parties, causing the affected persons anxiety, stress and distrust for the company due to the loss of control on their personal data. | • Business Partner's Code of Conduct<br>• Data Protection Policy<br>• Data Privacy Statement<br>• Customer-facing Privacy Notice and Cookie Notice/ Cookie Banner<br>• Data Retention Policy<br>• Data Breach Policy | • Monitoring of DSRs received at corporate level |
| | Infringements of data privacy-related regulations | Infringements of data privacy-related regulations pose reputation and legal risks for organizations and individuals. Non-compliance with laws such as the General Data Protection Regulation (GDPR) or similar data privacy frameworks can result in severe financial penalties, legal liabilities and potential litigations. Beyond financial repercussions, violations of data privacy can erode trust with consumers, damaging a company's reputation and leading to a loss of consumer loyalty. | | |

#### 6.3.4.3.3 Policies

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Business Partner Code of Conduct | It sets out the EssilorLuxottica guiding principles for managing its supply chain responsibly by encouraging its Business Partners to implement the same industry-leading ethical, human, social and environmental standards (including data protection) that EssilorLuxottica applies in its own business activities. | Compliance/ Sourcing & Procurement | Upstream and downstream | Public |
| Data Protection Policy | It sets out the Group's guiding principles for processing personal data and coordinating the flows of personal data inside the Group, in line with the requirements set by applicable data protection laws and regulations (e.g., GDPR). This Policy also sets forth how the protection of personal data is organized inside EssilorLuxottica and the function that is responsible for the different processing steps, in order to ensure compliance with data protection laws and regulation. | Compliance | Value chain | Internal |
| Data Privacy Statement | This Statement describes how personal data is collected and processed within EssilorLuxottica, the latter acting as data controller or data processor in the performance of its business activities. It is in compliance with applicable regulations. | Compliance | Downstream | Public |
| Data Retention Policy | It sets up the Group's requirements and the rules to retain data and to dispose of such data, and provides guidance on appropriate data handling and disposal. This Policy applies to both non-personal data and personal data, physical and digital. It applies throughout the entire life cycle of the information, from its creation through its storage and utilization to its disposal. | Compliance | Value chain | Internal |
| Customer facing Privacy Notice and Cookie Notice/ Cookie Banner | These notices aim at informing consumers and/or end-users on how their data is collected and processed by EssilorLuxottica, by providing them with all the related and relevant information and details as defined by applicable laws (Article 13-14 GDPR). | Compliance | Downstream | Public |
| Data Breach Policy | This Policy covers the following points:<br>• definition of data breach (both suspected and confirmed);<br>• the steps to report a data breach (suspected or confirmed) internally (how and who to report the data breach to within the organization);<br>• responsibilities of the data breach management team in ensuring that the organization's response will not be unnecessarily delayed;<br>• instructions on how to respond to a data breach following the 'C.A.R.E.' model: (i) containing the data breach; (ii) assessing the risk(s) resulting from the data breach; (iii) reporting the data breach; and (iv) evaluating the response and recovering to prevent future data breaches. | Compliance | Value chain | Internal |

### Approach on Human Rights and engagement with consumers

All EssilorLuxottica data protection policies are inspired both by the European E-Privacy Directive and the GDPR. In particular, the GDPR in its Recitals defines the protection of natural persons in relation to the processing of personal data as a fundamental right of individuals whatever their nationality or residence. Such a legislation is also inspired by the privacy principles embedded into the (i) Charter of Fundamental Rights of EU – Article 8 'Protection of Personal Data'; (ii) European Convention on Human Rights – Article 8 'Right to respect for private and family life' and (iii) Treaty on the Functioning of the European Union (TFEU) – Article 13, as well as the (iv) UN Universal Declaration on Human Rights – Article 12.

### Engagement with consumers

The Code of Ethics, EssilorLuxottica Privacy Statement, Customer-Facing Privacy Notices, and Cookie Notices/Cookie Banners are available on the EssilorLuxottica's websites and/or in its stores. In case of major updates in the Customer-Facing Privacy Notices, the customers will receive a communication informing them about the changes.

### Measures to remedy Human Rights impact

EssilorLuxottica puts at the disposal of consumers several instruments to express their remarks: (i) the SpeakUp channel, described in the EssilorLuxottica Code of Ethics; (ii) the Data Protection Officers' (DPO) e-mail addresses (both Group and local) which are, as the case may be, reported in contracts with suppliers and sub-contractors and in the relevant privacy notices, (iii) an automated tool ('web interface') that consumers may access to send the company a request regarding their rights pursuant to applicable privacy laws. Such a web interface is live for some of EssilorLuxottica's brands and affiliates. For the concerned brands and affiliates, the web interface can be accessed through a dedicated link contained in the relevant customer-facing privacy notice, (iv) file their relevant request to Customer Service or directly to the personnel in stores. As per applicable data protection laws, consumers may also file a claim to the concerned EssilorLuxottica entity and/or lodge a complaint with the relevant Data Protection (Supervisory) Authority.

### Availability of channels and tracking of effectiveness

Channels like SpeakUp or DPO mailboxes are managed by the compliance and Group Data Protection Office, which coordinate with the relevant business functions to obtain needed information regarding data subject requests.

The other Channels are managed by the relevant processing owners, which may involve the Group Data Protection Office for consultation and advice.

The Group Data Protection Office that receives requests or complaints at DPOs mailboxes can track, when relevant, some KPIs (e.g., number of complaints received by the concerned EssilorLuxottica affiliate, directly from data subjects, number of closed complaints, etc.) with the purpose of assessing the effectiveness of the data protection safeguards in place.

Effectiveness of the channels above can also be indirectly assessed by each relevant EssilorLuxottica affiliate through the number of complaints it receives directly from other data protection (supervisory) authorities engaged by consumers.

EssilorLuxottica and its affiliates have also put in place a data breach register, where each personal data breach affecting the relevant entity is duly recorded.

### Policies in line with internationally recognized instruments

The EssilorLuxottica Code of Ethics and Business Partner Code of Conduct define the principles that apply to all EssilorLuxottica employees, contractors, vendors and suppliers, and in accordance with international framework, such as the United Nations Global Compact, set out a minimum set of standards (including data protection) that cannot be compromised.

EssilorLuxottica strives to comply with all data protection laws and regulations applicable in countries where it operates to ensure the protection of personal data of its stakeholders, including regulations like the General Data Protection Regulation (GDPR) in Europe, the California Consumer Privacy Act (CCPA) in the United States, the Lei Geral de Proteção de Dados Pessoais (General Data Privacy Law – LGPD) in Brazil, the Personal Information Protection Law (PIPL) in China, as well as specific regulations such as the Health Insurance Portability and Accountability Act (HIPAA) in the United States (with regard to the privacy aspects). EssilorLuxottica is also taking steps to understand the impact of new regulations on its current privacy processes and procedures, such as the Digital Service Act in Europe, the Digital Marketing Act or the new European IA Act.

Furthermore, its policies, statements, notices and guidelines conform to the following internationally-recognized privacy instruments:

- the Standard Contractual Clauses for the transfer of personal data to third countries implemented by the European Commission ('SCCs');
- the guidelines, recommendations, best practices and opinions issued by the European Data Protection Board ('EDPB').

#### 6.3.4.3.4 Processes for engaging with consumers

In recent years, data protection laws and regulations have increased significantly and still continue to do so, giving individuals more and more control over their personal data. In a digital economy – and given the Group's digital footprint – EssilorLuxottica considers the protection of the personal data of its consumers (including patients and children) an essential priority.

As a result, appropriate measures and safeguards are implemented to protect the personal data that EssilorLuxottica processes. In the event a data breach occurs or is suspected to occur, the Group's policies ensure notification of its consumers and any applicable regulators where it is legally required to do so.

Engagement of consumers may occur directly and in the following situations: (i) when they visit and/or purchase products or services at Group stores; (ii) when they browse and/or purchase on its e-commerce platforms; (iii) when they use one of its digital tools/applications; (iv) when they contact the customer service. For children specifically, the engagement happens through their parents or legal guardian, who will authorize the use of their personal data by giving consent in all cases where it is legally required for processing.

In accordance with the Group's policies and with the data protection laws and regulations in force, the relevant processing owners (as defined in the Group Data Protection Policy – depending on the case, retail, e-commerce, digital) have the accountability and the responsibility to implement the needed and proper privacy notices and to collect and process the personal data of consumers and end-users in compliance with applicable privacy laws and regulations, as well as with EssilorLuxottica data protection policies, statements, notices and guidelines.

The Group Data Protection Office in its role provides the business with advice and guidelines, supports the completion of risk assessments and provides documentation and notice templates. With the support of the Internal Audit function, the Group Data Protection Office measures and verifies that data protection is properly considered and addressed within EssilorLuxottica and participates in the development, monitoring and fulfilment of remediation action plans which may arise from such audits.

Additionally, affiliates may assess their consumer engagement effectiveness by monitoring data subject rights requests received during the relevant period, as well as complaints lodged with the relevant Data Protection (Supervisory) Authority when consumers are dissatisfied with EssilorLuxottica's response or remedial actions.

#### 6.3.4.3.5 Processes to remediate negative impacts and channels for consumers to raise concerns

**Measures in place to address concerns by consumers**

When a data breach occurs, EssilorLuxottica immediately begins the necessary steps to mitigate the impact of the personal data breach on the affected individuals. Each Personal Data Breach is dealt with on a case-by-case basis, first assessing the risks involved and using that risk assessment as basis for determining the actions to be taken in each specific case. When relevant, EssilorLuxottica may set up call centers to answer questions raised by affected individuals, as well as notifying the affected data subjects and/or the relevant Data Protection authorities (where required by applicable laws and regulations.)

**Raising concerns, tool knowledge, trust and protection**

Analyzing both consumer complaints received directly and those filed with data protection authorities helps EssilorLuxottica assess consumer awareness of and trust in its privacy management processes.

EssilorLuxottica's SpeakUp platform, which allows consumers to report privacy concerns, guarantees impartiality, confidentiality, efficiency and protection from retaliation. The company enforces a strict non-retaliation policy protecting good faith reporters from any detrimental treatment resulting from their reports. Group employees and stakeholders are prohibited from threatening or retaliating against reporters. Violations of this policy may result in disciplinary action, and both the responsible EssilorLuxottica entity and the individual engaging in retaliation may face civil or criminal penalties under applicable laws.

### 6.3.4.3.6 Actions and resources

#### Introduction

EssilorLuxottica is committed to protecting stakeholder data privacy while ensuring compliance with data protection laws and regulations worldwide. The Group has implemented a privacy compliance program that integrates a compliance-by-design approach into its business activities, supported by comprehensive data protection policies and procedures for managing personal and sensitive data.

The Group provides employee training through the Leonardo platform and live online Teams sessions, complemented by awareness programs and technical solutions to prevent data breaches. EssilorLuxottica ensures its partners contractually adhere to rigorous security standards when processing personal data, particularly for new products and services such as teleoptometry, Ray-Ban | Meta, and their associated applications.

The Group conducts Data Protection impact assessments when required by law, such as when processing activities pose particular risks to stakeholder personal data, involve special data categories, or process personal data on a large scale. It also maintains necessary Data Protection certifications (including ISO 27001 and HDS) when required for product or service sales in specific markets.

Organizationally, a Group Data Protection Office within the Compliance Department centrally monitors data privacy issues, supported by local correspondents (including Local Data Protection Officers) and dedicated committees. As the Group develops AI-powered innovations, such as the Varilux® progressive lens with eye-responsive technology, it actively monitors new regulations and their impact on existing data protection laws to maintain trust and mitigate privacy risks

#### Privacy Training

During the reporting period, EssilorLuxottica developed new privacy and data protection training modules with specialized content for teams managing consumer experiences (including retail, e-commerce, marketing and CRM staff). These modules cover specific initiatives and events such as Black Friday and Australian Spam Act compliance. A general privacy training program was also created for new employees. Training is delivered in live sessions, in-person, on Teams or on the Leonardo platform.

Employee attendance is monitored by the Group Data Protection Office through attendance reports drafted by the trainer and/or produced by the IT tool involved (Teams or Leonardo). In addition monitoring employee training attendance, users on the Leonardo platform must pass a final knowledge test in order to complete the training.

#### Role of the Group Data Protection Office

The Group Data Protection Office supports EssilorLuxottica affiliates in identifying (i) the key/at-risk functions to be addressed with appropriate training and awareness actions; (ii) the key/at-risk practices to be addressed with appropriate checks and audits; (iii) the actions to be undertaken in order to enhance DSR management; (iv) new data protection needs to be addressed with appropriate policies and procedures.

Furthermore, the Group Data Protection Office contributes to the improvement of information transparency for consumers and end-users by developing new customer-facing privacy and cookie notices where needed.

In partnership with the Internal Audit function, a new audit was launched in 2024 on a structuring process, and another will be evaluated for 2025 to assess the privacy compliance of business functions playing a key role in the management of consumer and end-user personal data.

#### Increasing awareness and reinforcing channels

EssilorLuxottica is improving the personal data collection of consumers and end-users by supporting business and operations teams in implementing a deeper granularity in the collection of user consent and management of the unsubscription process. This gives individuals more control over their personal data and how it can be used by EssilorLuxottica to reach them.

In order to ensure effective implementation of data protection principles and rules inside EssilorLuxottica, the Group Data Protection Office can support the relevant EssilorLuxottica/ affiliates functions in managing key topics, such as:

- data subject's requests;
- personal data breaches requiring notification to a competent Data Protection Authority and/or to the affected data subject(s);
- exchanges with local Data Protection Authorities;
- development of data protection training.

**Data protection by design**

The Group Data Protection Office and the local Data Protection Officers support EssilorLuxottica business teams in the implementation of the data protection by design and by default, to the extent possible and taking into consideration the state-of-the-art, the costs of implementation and the nature, scope, context and purposes of the processing, as well as the risks of varying likelihood and severity for rights and freedoms of data subjects posed by the processing.

Additionally, in order to achieve an appropriate level of compliance with the principles defined in the EssilorLuxottica Group Data Protection Policy, the Group Data Protection Office and local Data Protection Officers support relevant EssilorLuxottica business teams to conduct, where appropriate and/or required by law, assessments on personal data processing activities including, where necessary based on the risks of the processing for data subjects or when required under applicable data protection laws and regulations, Data Protection Impact Assessments ('DPIAs').

**Data Breach prevention and notification**

EssilorLuxottica commits to protect the privacy of its consumers and enhance the protection of their personal data by applying the principles set out in its Group Data Protection Policy and by preventing data breaches from occurring (or by mitigating their adverse effects on the individuals involved in case they occur).

EssilorLuxottica strictly adheres to the laws and regulations in force regarding data breaches in the countries where it operates, which imply that, when required by the law, EssilorLuxottica notifies the competent data protection authorities as well as (where applicable) the affected individuals in the case of a data breach. Additionally, it expediently notifies the Police regarding the occurred data breach in case there is reason to suspect criminal activity behind the breach.

**Continuous Improvements**

During the reporting period, EssilorLuxottica constantly increased its efforts to mitigate material risks for consumers and end-users by:

- putting at their disposal different channels by which they can raise a concern/exercise their rights pursuant to applicable privacy laws;
- increasing awareness and knowledge within the organization on data protection rules and principles through data protection training/dedicated awareness sessions;
- verifying the application of data protection rules and principles within its organization, through audit and related remediation plans lead by the Internal Audit function;
- supporting the business to improve tools for data collection from consumers and end users by implementing a deeper granularity in the consent collection and in the management of the unsubscription process;
- supporting the business in conducting DPIAs on risky data processing.

In the spirit of continuous improvement, EssilorLuxottica will continue to work on the enhancement of the processes and activities set out above.

#### 6.3.4.3.7 Targets

Specific targets on data privacy at Group level will be set in due course, but for the time being EssilorLuxottica monitors the effectiveness of its strategy through:

- the governance of the data protection across the Group through the setup of specific committees;
- the continuous assessment of Group's tools and processes from a data protection perspective, by launching, where necessary, audits with the support of the Internal Audit function and/or data protection assessments.
- the enhancement of the effectiveness of exercise of Data Subject's right (for example, by improving the web interface and enlarging its scope both in terms of concerned entities and brands covered), which could also lead to a decrease of the numbers of complaints of Data Subjects to the company and/or the data protection authorities;
- the improvement of the transparency of the communication toward consumers relating to the processing of their personal data (for example through the constant deployment of the Group's notice template to the integrated entities and across the geographies – where possible based on local data protection laws);
- the enhancement of data protection awareness among the employees involved in consumers' data processing, by developing the needed training.

### 6.3.4.4 Transparent Communication and Reporting

#### 6.3.4.4.1 Introduction

Sustainability is an integral part of EssilorLuxottica's DNA, along with its Mission to help people 'see more and be more'. To this end, in 2021 EssilorLuxottica launched its Eyes on the Planet program which outlines the Company's sustainability strategy. Communicating on its commitments, from the Corporate office to our products, allows the Group to differentiate from competitors, build its reputation and loyalty with consumers, meet evolving investor expectations, show compliance with major sustainability regulations and further reinforce the sense of pride and purpose of its employees. As the Group advances on its sustainability journey, it is more important than ever that its approach and efforts are presented in an accurate and consistent way to all audiences and stakeholders, and across all geographies.

### 6.3.4.4.2 Material impacts, risks and opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Information-related impacts for consumers and/or end-users | Enhanced customer loyalty | Consumer's access to quality information disclosed by the Group may enhance their trust and loyalty, positively impacting brand perception and leading to higher financial returns. | • Corporate Communication Policy<br>• Corporate Sustainability Communication Policy<br>• Marketing Copy & Claim review | • Number of non-compliance with sustainability related communication regulations |
| | Risk of non-compliance with upcoming greenwashing regulations | As governments and authorities are narrowing the attention on greenwashing, non-compliance with emerging sustainability and transparency regulations could have negative repercussions on the business, in terms of legal fines and negative financial returns, due to reduction of consumers' trust and the Company's lower credibility. | | |
| Social inclusion of consumers | Granting of eyewear and eyecare access | Granting access to eyewear and eyecare promotes social inclusion by enabling individuals to fully participate in education, work and daily life. Improved vision boosts learning outcomes, enhances job productivity and fosters independence, reducing inequalities linked to uncorrected poor vision. | | |

### 6.3.4.4.3 Policies

EssilorLuxottica is committed to communicating internally as well as externally with its stakeholders and consumers in a clear, authentic way about its sustainability commitments and the sustainability performance of its products and services to avoid any misleading information and ensure compliance with existing and incoming regulations. Therefore, the Group has developed policies and guidelines, available on the Group's intranet and/or shared with the relevant teams, to ensure that its sustainability approach and efforts are communicated accurately and coherently to all stakeholders and audiences in different regions.

| Document | Main content | Function | Scope | Availability |
|---|---|---|---|---|
| Corporate Communication Policy | The purpose of this Policy is to outline the procedures and guidelines that reflect EssilorLuxottica's commitment and approach to communicating and engaging with stakeholders in a manner consistent with the Company Code of Ethics and values. | Corporate Communications | Own operations | Internal |
| Corporate Sustainability Communication Policy | This document provides an overview of EssilorLuxottica's guiding principles for governing and coordinating the Company's external and internal communication flows regarding sustainability (e.g., publications, social media, tone of voice, official source of information). | Corporate Sustainability & Corporate Communications | | |
| Marketing Copy & Claim review | The purpose of this document is to describe the marketing copy & claim process review at global level. It provides definitions, scope and guidelines to Marketing and Medical Affairs teams responsible for creating/submitting advertising or promotional material. | Legal | | |

#### 6.3.4.4.4 Actions and resources

To maintain the accuracy and consistency of messages, EssilorLuxottica has developed and put in place different actions and tools.

**Corporate Sustainability Communication**

The Eyes on the Planet program is communicated regularly across all EssilorLuxottica Group channels with a clear and targeted strategy. Progress and results are shared through the corporate website, One EssilorLuxottica platform, social media, Digital Windows and Leonardo, each with tailored strategies for internal and external audiences.

An editorial calendar ensures a balanced mix of content, addressing environmental and social topics to enhance understanding of sustainability initiatives, demonstrate the company's commitment, and engage stakeholders, including customers, employees and investors through articles published on the intranet and website. Additionally, the Eyes on the Planet newsletter is sent twice a year, reaching 100,000 employees and providing a recap of the most important projects and initiatives launched during each semester.

Since its launch in 2021, Leonardo has been a beacon of learning about sustainability, providing educational content, available on a dedicated channel to all its learners on the Company's sustainability program Eyes on the Planet. On this channel, both employees and eyecare professionals can find essential tools for continuous learning such as courses, workshops and live events on the occasion of world days dedicated to environmental and social topics, as well as on sustainability reporting requirements.

As a key annual event, the Corporate Sustainability function organizes the 'Sustainability Week', a series of live events held in April in celebration of Earth Day, focusing on the official theme from the Company's perspective. In 2024, the week was centred on two appointments. The first one, titled 'EssilorLuxottica Sustainability and Mission: 2023 Highlights', was about the connection between EssilorLuxottica mission and sustainability, exploring how they continue to strengthen each other as well as 2023 achievements of the Eyes on the Planet program in 2023. It was viewed by 3,388 learners from the Group: employees and customers of its professional solutions network. The second one, titled 'Eyes on the Planet vs Plastic', viewed by 3,724 learners from EssilorLuxottica employees and customers of its professional solutions network, was a discussion around the Group's groundbreaking initiatives aimed at driving plastic circularity and how EssilorLuxottica is pioneering new materials and technologies also actively involving its supply chain.

**Visual health education**

2024 also marked the opening of the first Leonardo physical Educational Center in France: Leonardo@Créteil. Since its opening in April, it has welcomed 81 professionals from its professional solutions network in France. By obtaining Qualiopi quality certification, Leonardo@Créteil allows participants to co-finance their training with public funds (OPCO), guaranteeing greater accessibility to its programs. Leonardo@Créteil offers educational sessions on technical, sales and management training, aimed at helping the Group's partners to develop their skills as experts in visual health.

Among the added values of Leonardo, there is also its educational offer for products, brand, and lens innovations. Leonardo uses a blended approach to education, combining on-demand content with live sessions, virtual classes and digital services which are available to both EssilorLuxottica clients and employees.

For more information, please see Raising Awareness actions in 6.3.3 *ESRS S3 – Affected Communities*.

**Responsible Marketing**

The Company offers many trainings (face-to-face or e-learning) for its sales force, retailers, licensees and eyecare professionals that focus on product features, lens and frames design, quality standards and other aspects. As an example, a specific online training for 'Responsible Communication' has been available for the Company's Central Marketing functions since 2022, to raise awareness of communication challenges related to sustainability, diversity and inclusion as well as provide tools to empower its marketing community to develop and implement more responsible communication campaigns.

In 2023, the Company also formalized and implemented a validation process for product marketing statements to ensure that appropriate proof exists for each of them and that sustainability-related claims are developed according to internal ad-hoc developed guidelines. A request form needs to be filled and presented to the risk evaluation committee, including Legal and Sustainability teams representatives, prior to going live with a sustainability marketing campaign. To ensure compliance with key regulations, claims must also be in line with the overall strategy of the brand as well as in respect of the legal recommendations/risk assessments.

In addition, in 2024, new versions of the 'Alternative materials glossary and claims repository' were shared with product and marketing teams to give them appropriate guidance and examples of communications already developed. Additionally, a review of past sustainability communications still live was performed to re-align them to the most up-to-date guidelines. A new round of updates will be performed in 2025.

It should be noted that due to the diversity of regulations in effect around the world, each of the subsidiaries involved in marketing the Company's products and services may undertake their own monitoring to comply with local laws, standards and voluntary codes in force.

#### 6.3.4.4.5 Targets

EssilorLuxottica is putting in place frameworks, processes and actions to ensure compliance with regulations and avoid any potential litigation.

# 6.4 Governance Information

## 6.4.1 ESRS G1 – Business Conduct

### 6.4.1.1 Introduction

EssilorLuxottica conducts business based on solid ethical foundations, aiming to establish a relationship of trust with its employees, customers, consumers, suppliers, licensors, investors and franchisees. The principles and 'golden rules' applicable to its employees are enshrined in its internal policies and its Code of Ethics. The Group's expectations also extend to business partners across its supply chain, as outlined in the Business Partners' Code of Conduct. More specifically, EssilorLuxottica maintains a very high level of vigilance and proactivity, including action plans and programs on anti-bribery and corruption and on relationship with suppliers. This vigilance is reinforced by the promotion of an internal 'whistleblowing' reporting system, SpeakUp, which allows employees and external stakeholders to report their concerns about ethics through a third-party platform.

This section provides an overview of policies, actions, metrics and, when available, targets to prevent, mitigate and remediate actual and potential material impacts, to address material risks and/or to pursue material opportunities related to EssilorLuxottica's business conduct, presented in the table below.

### 6.4.1.2 Material Impacts, Risks and Opportunities

| Material ESG topic | IRO name | IRO description | Policy | Target/Metric |
|---|---|---|---|---|
| Business ethics and integrity<br>&<br>Responsible sourcing practices | Possible decrease of trust from business partners and employees | Engagement in unethical business practices, violations of whistleblower protection, and unfair treatment of suppliers could significantly erode trust among business partners and employees. The lack of commitment to ethical standards may lead to business partners questioning the company's reliability and commitment to sustainability. | • Code of Ethics<br>• Business Partners' Code of Conduct<br>• Reporting (whistleblowing) policy | • Training activities: number of people trained |
| | Risk of unethical business practices | Engagement in unethical business practices, violation of whistleblowers protection, or unfair behaviour with suppliers may expose the Company and its value chain to legal fines, reputational damage, and financial harm, as well as undermine the company's long-term sustainability and market position. | | |
| Corruption and Bribery | Risk of ineffective policies related to anti-bribery and corruption | Ineffective Company policies and procedures to prevent bribery and corruption may lead to legal penalties, reputational damage and financial losses if the Group, its employees or its key actors in the value chain are involved in unethical practices, or fail to comply with local and international regulations on anti-corruption. Moreover, ineffective policies could undermine stakeholder trust and damage long-term business sustainability. | • Anti-bribery and corruption policy<br>• Conflict of Interest policy<br>• Anti-money laundering and terrorism financing policy | • Training activities: number of people trained |
| | Potential unfair advantage compared to competitors | Gaining a competitive edge through unfair means, such as bribing officials or manipulating business practices, could distort market competition, negatively impacting competitors along the entire value chain who operate ethically, in terms of business opportunities and financial returns. | • Antitrust policy | |

### 6.4.1.3 Policies

EssilorLuxottica is committed to acting in a responsible and ethical manner in all countries where it operates, in line with the provisions of International Labor Organization (ILO) Conventions and the principles of United Nations Global Compact on Human Rights. Employees are called upon to act with integrity and professionalism inside and outside of work, following not only the laws and regulations of the regions where they operate, but also the standards of conduct that the Group has developed over the years and that are embedded in its internal policies and Code of Ethics.

Internal policies and procedures are regularly updated and presented to the Board of Directors through the Audit & Risk Committee. Compliance with such policies from employees of the Group and its controlled entities is subject to Internal Audit's checks. These policies include:

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Code of Ethics | The Code of Ethics is applicable to all EssilorLuxottica subsidiaries and employees. Last updated in 2023, it reflects the principles and 'golden rules' that apply to all Group employees and represent a minimum set of standards that cannot be compromised, in the following areas:<br>• respecting people and communities;<br>• conducting business ethically;<br>• protecting our assets;<br>• acting as responsible citizens.<br>It also describes the EssilorLuxottica whistleblowing system SpeakUp and the related protections.<br>It applies and is binding to EssilorLuxottica, its subsidiaries and all their employees, regardless of their position within the Group or location. EssilorLuxottica applies similar principles to temporary and seconded staff of external companies. The document is published and easily available on the Group's website and on the One EssilorLuxottica Group intranet site, making it accessible to all employees and stakeholders. | Compliance | Own operations | Public |
| Business Partners' Code of Conduct | A separate Code of Conduct was released concomitantly with the Code of Ethics in 2023 and applies to Business Partners in the upstream and downstream value chain, which includes EssilorLuxottica's suppliers, distributors, franchisees, consultants, agencies, service providers, outsourcing partners, hiring agencies, licensing partners and landlords. It is being progressively deployed and new standard contracts and standard terms and conditions strive to include, as far as practicable by leveraging the business relationship, a contractual obligation for business partners to adhere to and comply with the Business Partner's Code of Conduct (or at least to similar standards).<br>The document is published and easily available on the Group's website and on the One EssilorLuxottica Group intranet site, making it accessible to all employees and stakeholders. | Compliance | Upstream and downstream | Public |

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Anti-bribery and corruption policy | The Group anti-bribery and corruption policy is based on the Group anti-corruption risk mapping and available in 13 languages on EssilorLuxottica intranet. It was submitted to the information and/or consultation of employee representatives in several countries and was integrated in the internal regulation of each of the French entities, in accordance with Sapin II law and released in 2022. It includes the following principles:<br>• the commitment from the Chairman and Chief Executive Officer and the Deputy Chief Executive Officer of the Group, who co-signed the policy;<br>• a description of the Group expectations from its managers, notably the tone at the top and an exemplary behavior;<br>• a description of the Group zero tolerance principle for corruption and the prohibition of facilitation payments and kickbacks;<br>• a description of the various forms of bribes and corruption, including several risk scenarios specific to the Group's activities;<br>• key principles to prevent corruption in specific risk areas, notably concerning public officials, donations and sponsorships, gifts and hospitality, lobbying and political contributions, conflict of interest, with several risk scenarios and do's and don'ts;<br>• practical steps to prevent the risk of corruption with third parties at risk, notably vendors, consultants, distributors/wholesale customers, intermediaries, as well as in relationship with licensors, franchise partners and in the retail activities and in M&A processes and joint venture partners. It includes steps such as integrity due diligence, contractual clauses, and a description of risk scenarios specific to the Group's activities;<br>• governance and control framework, including the possibility for employees to confidentially report violations on SpeakUp, EssilorLuxottica's internal reporting channel system. | Compliance | Own operations | Internal – Guidelines published on Group's website |
| Conflict of interest policy | The Group Conflict of interest policy is made available to all employees of the Group in eight languages. It was adopted further to information/consultation of relevant employee representatives. The policy includes a definition of conflict of interest, with several practical examples relevant to the Group's activity, as well as a conflict resolution guidance, a declaration process for employees at risk and a model declaration form.<br>Group subsidiaries are required to ask new recruits to declare potential or actual conflicts of interest and to organize declaration campaigns every other year. In 2024, EssilorLuxottica also implemented a new conflict of interest declaration tool which will be progressively deployed. | Compliance | Own operations | Internal |
| Anti-money laundering and terrorism financing policy | In 2024, EssilorLuxottica launched a new anti-money laundering and terrorism financing (AML-FT) policy setting out:<br>• the Group's zero tolerance for money laundering and terrorism financing;<br>• a description of the main business risks incurred and how to address them;<br>• rules relating to payment means;<br>• specific due diligence requirements, based on country risk, the type and amount of transaction;<br>• an exception procedure to address specific situations, with a specific approval process involving various functions in finance and compliance;<br>• a description of controls, internal reporting and escalation procedures, and record keeping. | Compliance | Own operations | Internal |

| Document | Key content | Function | Scope | Availability |
|---|---|---|---|---|
| Antitrust policy | The Group competition compliance policy, available in eight languages, was adopted in 2022 further to information/consultation of relevant employee representatives and was included in the internal regulation of certain subsidiaries in France. It describes:<br>• a clear commitment of the Chairman and CEO and of the Deputy CEO of the Group to compliance with competition law;<br>• the key competition law risks for the Group and the key concepts of competition law;<br>• the competition law rules relevant to the Group including anticompetitive agreements between competitors and exchange of information involving competitors (with several examples of unlawful practices and a focus on intra-group exchange of information and the need for specific wholesale/retail vigilance, as well as the participation to trade associations), vertical agreements and unlawful practices for companies in a situation of dominance;<br>• specific rules of conduct and obligations to follow training. | Compliance | Own operations | Internal |
| Reporting (whistle-blowing) Policy | In 2022, EssilorLuxottica released its Group Reporting Policy, in accordance with the European directive on the protection of whistleblowers, which is publicly available in 10 languages in its online reporting system SpeakUp. Where required, appropriate consultation of employee representatives was conducted. The policy is being progressively 'localized' to take into effect the specific transposition of the directive in the European Union; a North America version was also issued. The policy clearly and transparently describes the reporting process and the statutory protections granted to whistleblowers and facilitators, the principles of personal data protection for the purposes of the reporting process, and the governance, reporting and audit procedures. | Compliance | Own operations and value chain | Public |

### 6.4.1.4 Governance

#### Compliance Organization

EssilorLuxottica's Compliance function is responsible for preventing, identifying and managing risks related to business ethics in compliance with the law, and applicable local and international regulations (see Chapter 2 of this Universal Registration Document), and for establishing, developing and promoting a culture of compliance across the Group. The Compliance function is notably responsible for the following pillars:

- Ethics Compliance (anti-bribery and corruption, gift & hospitality, conflict of interest, lobbying, anti-money laundering, donations, sponsorship, Code of Ethics and Business Partners' Code of Conduct);
- Personal Data and Privacy;
- International Sanctions and Export Control.

It closely collaborates with the Corporate Sustainability function, the Responsible Sourcing function and other functions in relation to Human Rights and Modern Slavery, Conflict Minerals and other matters related to the value chain compliance.

The Compliance function is also responsible for drafting and deploying, in collaboration with other functions, the Group compliance policies in those matters and the Group Code of Ethics and the Business Partners' Code of Conduct, and oversees the Group whistleblowing system SpeakUp.

The Compliance function includes dedicated corporate teams corresponding to each of its pillars as well as dedicated compliance teams in each region, based in several countries and states in Europe, North America, Latin America and Asia Pacific who are responsible for localizing, where needed, and deploying the Group compliance programs in their respective regions. The Compliance department is also building specific expertise in each region to strengthen the Group healthcare compliance policies and a network of Compliance Liaisons embedded across the organization, through different business units and geographies, to be the local point of contact and advocate for the program. In 2024, as part of the Group integration process, GrandVision compliance and privacy teams were integrated into the scope of the Compliance function.

Since March 2024, the Compliance function directly reports to the Chief Financial Officer, and has direct access to the Group Chairman and Chief Executive Officer and the Deputy Chief Executive Officer. Moreover, the Head of Compliance regularly updates the Audit & Risk Committee of Board of Directors.

Competition law and antitrust compliance topics are managed by a separate specialized department reporting to the Chief Legal Officer, and in charge of developing and implementing the Group Competition law compliance policy and the related training.

### Governance body and Procedures and Control Management

As described in Chapter 4 of this Universal Registration Document, the Audit and Risks Committee of the Board of Directors is also in charge of reviewing compliance risks and program. The Head of Compliance attends the Audit and Risk Committee's meetings and presents compliance updates twice a year, and has direct access to the Chairman of the Audit and Risk Committee. In 2024, the following topics were discussed with the Audit and Risks Committee:

- update on the Compliance organization;
- presentation of the Compliance key projects and strategic activities for 2024, for each compliance pillar;
- report on SpeakUp whistleblowing activities (anonymized);
- update on personal data incidents;
- update on the deployment of the Code of Ethics, compliance policies, SpeakUp and Conflict of interest new module;
- update on the compliance training program and first results of the new e-learning trainings launched in 2024;
- update on compliance with economic sanctions.

In 2024, the Procedures and Control Management department was created to further structure, centralize and enhance the consistency and review of corporate policies and procedures by the relevant subject matter experts. Directly reporting to the Chief Financial Officer, this function monitors the publication of policies and procedures and ensures their proper implementation across Group entities and geographies, through adequate communication, training, controls and quarterly updates with stakeholders.

Moreover, at the initiative of the Group Internal Audit function, a cross-functional task force of key functions including Internal Audit, Internal Control, Legal Affairs, Corporate Sustainability, Risk Management, Compliance, Procedures & Control Management and Human Resources, meets each quarter to enhance the collaboration on common interest topics such as corporate sustainability reporting, risk assessment, Human Rights, fraud prevention or whistleblowing. Other functions may be included in the participants if relevant to the projects on the agenda.

### Internal stakeholder engagement

The Code of Ethics and the Business Partners' Code of Conduct, as well as the policies described in this section, were created under the ownership of the Compliance function, with the involvement of several internal stakeholders including without limitation Human Resources, Legal, Corporate Sustainability, Asset protection, Risk Management, Health & Safety, Intellectual Property, Internal Audit, Internal Control and Corporate Communications functions. In particular, the Code of Ethics was submitted and approved by the Chairman and CEO and the Deputy CEO of the Group.

The Code of Ethics and most of the policies described in Section 6.4.1.3 *Policies*, as well as the internal reporting system SpeakUp, were also submitted to the information and/or consultation of employee representatives in several countries, including in France and Italy, and some of the French entities have incorporated the Code of Ethics in their internal regulation.

### Promotion of an ethical culture

The promotion of EssilorLuxottica's ethical culture and policies is an ongoing process and relies on the below communication channels.

- Publication of policies in several languages, consistently with the target population and the type of risk addressed by each policy. For instance, the Code of Ethics is currently available in 19 languages and the Business Partners' Code of Conduct is available in 13 languages. The publication of the policies and of the Code of Ethics, as well as the launch of the internal reporting system SpeakUp, was announced globally through the internal communication systems (newsletters, digital windows) and dedicated campaigns are being conducted at corporate level and locally.
- Communication about the internal reporting system SpeakUp: communications and presentation of the SpeakUp reporting system are systematically associated to communication about the Code of Ethics.
- Tone from the top. The Code of Ethics is designed and deployed with the involvement of the Group's top executives, starting with the Chairman and CEO and the Deputy CEO. The tone from the top and exemplarity is also expected from the middle management. The Compliance department regularly holds internal information sessions to executives and key managers of the Group in all regions. Communication kits and templates are also available, including standard communications, posters and Q&A for managers and employees.
- Training of employees and other stakeholders. Managers are expected to ensure that employees in their teams complete the mandatory trainings (including, among others, training on Code of Ethics, on Anti-Bribery and Corruption). Reminders are also sent out to target populations to ensure completion of the training activities.
- Development and test of an integrated conflict of interest's declaration module, on the Group HR portal.
- The listening program *Your Voice – Culture Insights*, as explained in Section 6.3.1.2.4 *Processes for engaging with own workers and workers' representatives*, gathers valuable insights to measure Sense of Belonging, Culture adoption & transformation and employee experience on their daily work-life.

### 6.4.1.5 Actions, Resources and Procedures

EssilorLuxottica has set up multiple actions to ensure its ethical approach is respected and embedded in the Group's culture. The actions are described in the following paragraphs and include the internal reporting platform SpeakUp along with the definition of a reporting procedure, defense lines to identify breaches of the Code of Ethics, anti-bribery and corruption programs and training initiatives.

#### 6.4.1.5.1 SpeakUp reporting system

SpeakUp is an internal and secure online reporting platform hosted by a third-party vendor, accessible to all employees of the Group and external stakeholders (to the extent required notably by the Directive EU 2019/1937), via a computer or a mobile application, or (in 11 countries) by phone (external call center). SpeakUp is mentioned in the Code of Ethics and in the Business Partners' Code of Conduct, and is public and easily accessible from the Group's corporate website. Specific posters, available in 26 languages and displayed in offices, stores and operations, clearly mention how to report and on which matters it is possible to report, as well as the possibility to report anonymously and without retaliation.

EssilorLuxottica is subject to legal requirements with regard to protection of whistleblowers, in accordance with the applicable laws transposing Directive EU 2019/1937 and with other applicable laws. The protections are extended to all employees as per EssilorLuxottica's Reporting Policy.

SpeakUp allows the reporting of concerns relating to unlawful behavior or breaches of the Code of Ethics in the following areas:

| | |
|---|---|
| **Accounting & Financial** | Accounting, auditing, financial reporting, falsification of records |
| | Tax |
| **Business Ethics** | Anti-trust or competition law concerns |
| | Bribery & corruption/gift & hospitality/lobbying |
| | Conflict of interests |
| | Human Rights violation/child labor/forced labor |
| | Insider trading/stock exchange violation |
| | Money laundering and terrorism trafficking |
| | Personal data protection and privacy |
| | Trade sanctions/export control/customs |
| | Violation of anti-kickback/anti-gift laws (healthcare professionals) |
| **HR, Diversity and Workplace Respect** | Collective bargaining rights |
| | Discrimination |
| | Harassment and/or bullying |
| | Retaliation of whistleblowers/reporters |
| | Sexual harassment |
| | Substance abuse |
| | Wage/time theft/overtime |
| | Workplace violence – Assault, threat, vandalism |
| **EHS, Consumers & Products** | Consumer protection |
| | Product quality and safety |
| | Violation of environmental laws |
| | Workplace Health & Safety issues |
| **Asset Protection** | Brands or other intellectual property violation |
| | Fraud and embezzlement |
| | Security of IT, networks and information systems |
| | Theft – theft of cash – misappropriation of assets |

The investigation process is described in detail in EssilorLuxottica's Group Reporting Policy, which is publicly available on SpeakUp, and can be summarized as follows:

| | |
|---|---|
| **Reporting an Alert** | • The Reporter **files a Report** through one of the Reporting Channels<br>• The Reporter receives a notification **acknowledging receipt** of the Report |
| **Admissibility of the Report** | • The Authorized Recipient assesses the **admissibility** of the Report in accordance with the Policy<br>• The Authorized Recipient may request **additional information** to the Reporter<br>• If the Report is considered admissible under the Policy, the Authorized Recipient **designates an Investigator** |
| **Investigation** | • The Investigator will conduct **factual verifications and investigations** which may inter alia include interviews and internal enquiries<br>• The Reporter will be contacted by the Investigator and informed on ways to contact the Investigator and on the envisaged follow-up measures<br>• At the end of the Investigation, the Investigator may elaborate an **Investigation Report** describing the facts, undertaken verifications, the reasons for the breach,concluding on the facts and recommending measures<br>• The Investigation Report is transmitted to the Compliance Department and the relevant Ethics & Compliance Committee |
| **Outcome of the Investigation** | • At the reception of the Investigation Report, the **Ethics & Compliance Committee**:<br>- validates the findings of the Investigation Report or request additional investigation measures<br>- validates or revises the recommendations proposed by the Investigators<br>- validates or revises the disciplinary sanctions and/or judicial actions proposed by the Investigator<br>• The **recommended action(s)** are transmitted to the relevant HR Department and/or relevant management<br>• The HR Department or management **implement the recommended action(s)** or document in writing the reasons for not complying with such recommendations<br>• The note is transmitted to the Compliance Department |

The Group's Reporting Policy, available in several languages, provides employees with transparent information on whistleblower protections. The Group procedures protect the confidentiality of reports and allow anonymous reporting (where permitted by applicable legislation). As mentioned in its Reporting Policy, the Group also seeks to ensure impartiality of the investigation and the absence of conflict of interest of investigators.

The Group prohibits retaliation, as mentioned in its Reporting Policy, in the home page of the SpeakUp platform, in the Q&As circulated to employees and in its Code of Ethics and Business Partners' Code of Conduct. The other measures to protect employees against retaliation – mentioned in the Code of Ethics and in multiple Group policies – include, for instance:

- training of investigators and regular reminders, for example when investigators are appointed;
- Group procedures and strict access management of the platform;
- a protection of the confidentiality of the identity of the whistleblower through a careful planning and conduct of the investigation itself, and through standard operating procedures and standard interviews framework;
- information of whistleblowers that if they feel retaliated against as a result of their report, they should contact the compliance department or file a new report;
- setting of automatic reminders, where deemed necessary, in the SpeakUp platform, to proactively contact whistleblowers that may be at risk.

If the internal investigation confirms the existence of misconduct, remedial and disciplinary actions may be taken. The SpeakUp tool will facilitate global data collection, enabling Group compliance programs to be adapted to the reports received. An anonymous annual report is submitted to the Group's governance bodies.

Training programs for employees and investigators (employees from selected functions with specific skills, trained to analyze, conduct interviews, evaluate documents and prepare reports) have also been set up in 2024. The programs include training on the applicable regulations and whistleblower protections, practical guidance about how to conduct an investigation and use of the SpeakUp platform.

### 6.4.1.5.2 Business ethics and integrity

**Identification of unlawful behavior or breaches of the Code of Ethics**

Identification of breaches is possible through the three lines of defense set up in the organization and described in the Code of Ethics:

- first line of defense: Managers. The purpose of the first line of defense is to conduct preventive controls prior to implementing decisions and transactions to ensure that the tasks that are inherent in an operational or support processes are performed in compliance with the Code of Ethics;
- second line of defense: Control Functions (e.g., Internal Control, Risk Management, Compliance). The purpose of the second line of defense is to conduct controls at prescribed intervals or randomly on some or all the decisions or transactions to ensure that the first line of defense controls have been implemented properly;
- third line of defense: Internal Audit. The purpose of the third line of defense is to perform periodic controls to ensure that the control system complies with the organization's requirements and is implemented effectively and kept up to date.

In addition to the SpeakUp reporting system described above, employees are encouraged to report concerns about unlawful behavior or ethical breaches to their line manager and/or to the Human Resources department, the upper-level manager or the Compliance function, as per the Company's culture of dialogue and communication.

**Procedures to investigate business conduct incidents**

For incidents of alleged bribery and corruption, the Group seeks to apply similar investigation procedures as in its Reporting Policy, and to investigate them promptly, independently and objectively. Compliance and Internal Audit generally conduct such investigations, with appropriate legal privilege safeguards. When it comes to incidents requiring forensic research in information technology tools, specific access procedures are in place to protect personal data and privacy laws.

### 6.4.1.5.3 Prevention and detection of bribery and corruption

In the fight against corruption, the Group applies a zero-tolerance policy and communicates this widely through its Group anti-corruption policy, based on its cartography of corruption risks, and its Code of Ethics.

EssilorLuxottica's Compliance function oversees the definition of guidelines for the prevention, identification and management of corruption-related risks through its Sapin II risk mapping. This mapping will be updated in 2025 to take into account the organizational changes within the Group and to involve GrandVision entities more closely. The Compliance function will adapt its internal prevention procedures accordingly. Investigations are managed according to EssilorLuxottica's Group Reporting Policy.

Bribery and corruption allegations reported in SpeakUp, as well as business ethics and fraud or accounting allegations disclosed in SpeakUp, are reported (after anonymization) twice a year to the Group Statutory auditors and the Supervisory Bodies pursuant to D.Lgs. 231/2001 in Italy and to internal audit by the Compliance function. Serious business ethics violations (based on a threshold value agreed upon with the Audit and Risk Committee) are reported (after anonymization) to the Audit and Risk Committee.

The main functions considered most at risk in respect of corruption and bribery are inferred from EssilorLuxottica's anti-corruption risk map:

- employees in touch with public officials (in charge of licenses and permits, taxes, customs, logistics, Research & Development);
- commercial teams exposed to the risks of kickbacks or healthcare professionals;
- sourcing and procurement functions; however, EssilorLuxottica has a very low exposure to public procurement;
- real estate teams, facility management teams;
- Human Resources teams;
- joint ventures;
- functions exposed to cash payments.

EssilorLuxottica has implemented anti-bribery and corruption programs as described before.

### 6.4.1.5.4 Training on business conduct and anti-corruption

The Compliance function provides several types of training, both face-to-face and via the Leonardo Group's learning and development platform. Numerous face-to-face training courses were held in 2024, in particular on the fight against corruption in high-risk regions (Latin America, South-East Asia) and on the protection of personal data (specific training for certain functions deemed to be particularly exposed).For more details see Section 6.3.4.3.6 *Actions and resources*. In 2024, the Group gave priority to the following trainings on the Leonardo platform:

- awareness sessions for Human Resources and executives at corporate or regional/local level;
- privacy and data protection trainings (see Section 6.3.4.3.6 *Actions and resources*).

| Training | Anti-corruption training included in the Code of Ethics training (launched Q2 2024) | Specific anti-corruption training |
|---|---|---|
| Targeted employees | All white-collar employees | All managers |
| Key content | • Key principles, zero tolerance principle and risks of corruption<br>• Practical examples related to bribery and corruption (public officials and commercial corruption/kickbacks)<br>• Key rules of conduct including integrity due diligence<br>• Reporting of violations through SpeakUp<br>• Key principles about gift and hospitality and conflict of interest | • Key definitions, zero tolerance principle and risks of corruption<br>• Prevention of the risk of corruption (notably public officials, gift & hospitality, donations & sponsorship, lobbying and political contributions)<br>• Due diligence on third parties at risk and red flags<br>• Documentation and record keeping<br>• Reporting of violations through SpeakUp<br>• Quiz to validate the e-learning, and several risks scenarios and examples related to the activities of the Group |
| Number of employees trained in 2024 | 18,558 | 8,521 |
| % of functions at risk covered | Information not available in the system, but by covering all white-collar employees, the Group will cover all functions at risk. | Information not available in the system, but by covering all managers, the Group will cover all functions at risk. |

In 2025, specific training formats will be implemented to cover top managers and training format to members of the supervisory bodies are under discussion.

#### 6.4.1.5.5 Management of relationships with suppliers

Information on Responsible Sourcing are provided in Section 6.3.2 *ESRS S2 – Workers in the Value Chain*.

Considering the international footprint of EssilorLuxottica, the payment terms for services and goods can vary significantly among regions. In addition, the general terms and conditions agreed through commercial agreements with suppliers might also affect the payment terms which, in some cases, have been extended for suppliers that decided to join the voluntary supply chain finance programs. Payables with extended payment terms, as described in Chapter 5, Note 23.2 *Other Current Liabilities* to the Consolidated Financial Statements, amount to €388 million as of December 31, 2024, representing approximately 15% of the year-end Group's trade payable.

The Group is engaged to comply with the applicable local regulations and to avoid or reduce instances of late payments toward its suppliers, without any distinction between large, medium, or small enterprises. At the same time, the Group is dedicating resources and investments to improve the monitoring of specific KPIs, promote trainings and workshops to employees, and fine-tuning the underlying processes and tools.

With respect to legal proceedings for late payments, the Group is not aware of any material case currently outstanding.

New suppliers undergo a pre-qualification process and are being assessed on different criteria including on sustainability, e.g., through on-site responsible sourcing audits. Only upon approval, the supplier can start a business relationship with EssilorLuxottica.

#### 6.4.1.5.6 Next steps

Building on the accomplishments described in this section, in 2025, EssilorLuxottica's priorities in the business ethics field include:

- continuing the deployment of the Code of Ethics and Anti-bribery and corruption training, targeting a 85% completion rate;
- deployment/enhancement of new anti-corruption training specific to functions at risk and for third parties at risk;
- launch of a conflict of interest declaration campaign, for functions at risk, targeting all entities on SAP;
- preparation of new policies relating to donations and sponsorship, lobbying and political contributions;
- update and extension of the Sapin II anti-corruption risk mapping;
- enhancing the third-party integrity due diligence process.

### 6.4.1.6 Targets and Metrics

Specific targets covering such ESG topic, including due diligence, will be set in due course.

To the best knowledge of EssilorLuxottica, there was no conviction or fines for violation of anti-corruption and anti-bribery laws in 2024.

# 6.5 Methodology Note

## Main Principles for Sustainability Data Reporting

EssilorLuxottica's Sustainability Reporting Protocol defines the reporting principles below:

### Workforce-Related Indicators

The workforce reported corresponds to the total number of Company employees and agency workers at the end of the reporting period. Workforce-related indicators cover 100% of the total Group workforce, excluding 2024 latest acquisitions (Heidelberg Engineering and Supreme).

As defined in the EssilorLuxottica Reporting Protocol, 'employee' refers to a person having an employment contract directly with any entity of EssilorLuxottica; and 'agency worker' refers to a person having a contract with an outside company to work for EssilorLuxottica in one of its locations or elsewhere for a temporary period. Contractors and interns are excluded from the workforce indicators.

The breakdowns (by region, gender, category, contract type and age) are presented only for employees. Geographical areas designated for presenting the workforce by region are aligned with the areas identified for 2024 revenue disclosure.

'Turnover rate' represents the total number of permanent employees who left the Group over the reporting period. For 2023, GrandVision was excluded but is included in 2024.

Locally managed data covers 93% of the Company's headcount.

### Health & Safety Indicators

Health & Safety indicators relate to the Company's manufacturing plants, lens laboratories and distribution centers (excluding entities acquired by EssilorLuxottica during 2024 and for which investments are needed to integrate Health & Safety reporting systems). For Operations and other activities, reported information covers 87% of the population. For retail activities, reported information covers 82% of the population, increasing significantly the coverage compared to last year. In 2023, in fact, the Group started to include Brazil, US and Italy in the Health & Safety reporting, while in 2024 almost all the Latin-America retail entities are included and the EMEA countries integrated have been largely expanded.

Health & Safety indicators cover both employees and agency workers.

The indicators applied reflect results of the Company's Environment, Health & Safety (EHS) policies.

As defined in the Company's Reporting Protocol:

- the frequency rate is calculated as the number of work-related injuries with lost days x 1,000,000/total number of hours worked during the reporting period;
- the severity rate is calculated as the total number of lost days (calendar days) x 1,000/total number of hours worked during the reporting period;
- the total recordable incident rate is calculated as the total number of recordable work-related injuries x 1,000,000/total number of hours worked during the reporting period;
- the total number of hours worked is calculated as the actual hours worked from the clock-in system where applicable, and theoretical hours worked based on calculation of scheduled working days and average number of hours worked per day.

### Environmental Indicators

Environmental indicators are collected to measure and monitor the environmental performance of the Company.

#### Energy

Energy consumption refers to all primary energy consumed during the reporting period. Related breakdowns are reported in kWh and disclosed in GWh.

- Operations: the Company collected all the available actual data during the reporting period and extrapolated the data for the residual entities not providing data. This approach enables the representation of the GHG emissions for the entire Group. The extrapolations have been performed based on the actual data collected, calculating the average consumption per headcount and per country.
- Retail: All directly managed retail stores as of June 30, 2024 (around 13,500 stores) are covered in the energy reporting. Data was reported for 10 months and extrapolated for the last two months. When energy consumption data was not available for the full reporting period, data was extrapolated and estimated based on the average energy consumption per $m^2$ of other stores of the same country or the same region.

In total, 19% of the energy consumption has been estimated.

Besides, the Group used the Ember database for the electricity mix of the different countries where it operates to disclose the energy types breakdown.

### Water resources

Water withdrawal refers to all water drawn into the boundaries of the Company from all sources, for any use, over the course of the reporting year. The related breakdowns are reported in $m^3$.

- Operations: the Company collected all the available actual data during the reporting period and extrapolated the data for the residual entities not yet providing data. The extrapolations have been performed based on the actual data collected, calculating the average consumption per headcount and per country. 10% of the consumption has been estimated, thus 90% is from direct measurement.
- Retail activity water consumption is fully estimated based on benchmarking analysis and comparison with factors found in literature.

### Resource use and circularity

#### Waste

- Operations: waste generation refers to the total weight of waste evacuated or shipped out of the Company. Associated breakdowns are reported in metric tons. The Company collected all the available actual data during the reporting period and extrapolated the data for the residual entities not yet providing data. This approach enabled the representation of the GHG emissions for the entire Group. The extrapolations have been performed based on the actual data collected, calculating the average consumption per headcount and per country. 12% of the waste generation has been estimated.
- Retail: waste generated are excluded from the consolidation.

Regarding the percentage of biological materials (and biofuels used for non-energy purposes) and percentage of secondary reused or recycled components, secondary intermediary products and secondary materials:

- the requested information has been calculated considering only plastic frames and plastic plano lenses perimeter – in terms of tons of materials purchased in 2024;
- prescription lenses perimeter is excluded: the principle of exclusion is not linked to unavailability of data but rather to the fact that, consistently to what explained above, application of biological and recycled materials to medical devices like prescription lenses is still a challenge and EssilorLuxottica prioritizes quality. The main sustainability lever for prescription lenses is waste reduction;
- for 'biological materials' the following materials for frames and plano lenses have been considered: Bio-based acetate, bio-recycled acetate, Bio-polyamide (PA) and bio-rubber (TPE);
- for 'secondary materials' the following materials for frames and plano lenses have been considered: recycled acetate, recycled nylon, bio-circular polycarbonate and recylced Polymethyl methacrylate (PMMA).

As far as the rates of recyclable content in products are concerned, the KPI has been calculated taking into consideration EssilorLuxottica manufacturing output of sunglasses and prescription glasses, sun lenses and prescription lenses, expressed in tons of material. The percentage takes into account what is currently recyclable according to EssilorLuxottica standards (valorizing the materials), for each product category. Products that are not manufactured internally have been excluded. These are based on direct measurement.

## Methodology for Calculating Greenhouse Gases (GHG) Emissions

In accordance with GHG Protocol, accounting and reporting standards for greenhouse gas emissions (http://www.ghgprotocol.org GHG emissions) are calculated and reported according to three scopes: Scopes 1, 2 and 3. The GHG emissions reported include $CO_2$, $CH_4$, $N_{20}$, HFC and PFC are measured in tonnes of carbon dioxide equivalent ($tCO_2e$).

The GHG emissions are calculated considering the actual data collected during the reporting period and the extrapolated one for the entities that did not report data, as explained in the methodology of environmental indicators.

### Scope 1

This involves three direct emission categories:

- emissions from direct on-site stationary combustion of fossil fuels, such as gas or liquid fuel: Associated upstream emissions are considered Scope 3 emissions and thus excluded from Scope 1 emissions. GHG emission factors were applied in accordance with the Ecoinvent (v. 3.9.1), BEIS, DEFRA, and ISPRA databases.
- emissions from mobile combustion related to company cars consuming fossil fuels: Emissions are calculated on contractual data provided by the main fleet management supplier. Information not available from this supplier (15%) has been extrapolated. The Group refers to the fuel consumed to calculate the emissions from mobile combustion related to company cars.
- fugitive emissions from refrigerants leakages that may occur during the charging, recharging or disposal of refrigerant or air conditioning equipment on-site: Emissions are calculated considering the GWP of each F-gas from the IPCC Sixth Assessment Report (AR6). In the case of GWP not available in the IPCC report, the information provided directly from the F-gas supplier was considered. The consumption of Operations sites that did not report data (representing approximately 13% within the Scope) has been estimated based on headcount.Regarding Retail, 57% of data have been collected through actual records, while the residual part has been estimated based on the presence of cooling system and $m^2$ of stores.

## Scope 2

This relates to indirect emissions associated with the electricity consumption of the Company's activities, including electric vehicles owned or controlled by the Company. Scope 2 emissions were calculated according to both the location-based method and the market-based method of the GHG Protocol. A location-based method reflects average emissions intensity of grids for which energy consumption occurs (using mostly grid-average emission factor data). The emission factors for electricity were updated in 2024 based on figures provided by the 3.10 and 3.9.1 versions of Ecoinvent. A market-based method reflects emissions from electricity that the Company has purposefully chosen.

The emission factors considered are annually updated referring to residual mix from Ecoinvent and AIB report. If the residual mix is not available, the emission factors from the location-based method are used.

## Scope 3

### Emissions Associated with Purchased Goods and Services

These emissions correspond to indirect emissions from the entire supply chain of purchased goods and services, from raw material extraction to the point of purchase by the Company, representing the 3.1 GHG Protocol's category 'Purchased goods and services'.

In 2024, the category's emissions associated with tangible products (goods) are computed based on the average-data method for 75% of the emissions, while the residual part is calculated for 15% based on a spend-based method and for 10% based on supplier-specific method.

Where possible, GHG emissions have been calculated using a mix of supplier-specific data and secondary data (industry averages, emission factors) obtained from Ecoinvent (v. 3.9.1), with elaboration based on scientific literature and/or expertise judgment or LCA studies for similar products when Ecoinvent data is not available.

The category's emissions associated with intangible products (services) are computed based on the spend-based method. The emission factors considered derive from Exiobase (v. 3.3) and Base Empreinte®, Ecological Transition Agency of the Republic of France (Agence de la transition écologique – ADEME) (v. 22.0).

Data on purchased goods are collected referring to a 10, 11 or 12 months period, depending on their internal availability at year-end. For example, if 10 months data are collected, the remaining two are then proportionally extrapolated to cover 12 months. In 2024, the percentage of emissions calculated with actual data amounts to 96%. The residual part has been extrapolated based on available actual data. Data on purchased services are collected referring to a 12 months period.

The data collected directly from suppliers cover the 7% of this category's emissions, while the residual part is collected referring to internal sourcing report and ERP system.

### Emissions Associated with Capital Goods

These emissions correspond to indirect emissions related to the production of capital goods purchased or acquired by the Company during the reporting year, representing the 3.2 GHG Protocol's category 'Capital goods'. EssilorLuxottica reports the total cradle-to-gate emissions of these goods in the year they are acquired, without depreciating or amortizing these emissions over time. The category's emissions are fully computed with the spend-based method. Applied emission factors are sourced from Exiobase (v. 3.3) and measured in tonnes of $CO_2$-equivalent per EUR (based on 2023 Euro value sourced from Central European Bank).

### Emissions Associated with Fuel- and Energy-Related Activities

These emissions correspond to indirect emissions related to the consumption of fuel and energy in the Company's activities, representing the 3.3 GHG Protocol's category 'Fuel-and-energy related activities'. This category's emissions are computed on an average data method, referring to the data collected and extrapolated for the Scope 1 and Scope 2 calculation. The emission factors considered are annually updated referring to residual mix from Ecoinvent and AIB report. Emission factors used to calculate upstream emissions of purchased electricity do not include emissions from combustion, as emissions from combustion to generate electricity are accounted for in Scope 2. Transportation & Distribution loss rate is included.

The data considered for this category are the one collected for the environmental KPIs above mentioned.

### Emissions Associated with Upstream Transportation Managed by EssilorLuxottica

These emissions correspond to indirect emissions related to the transportation of products and represent the main contributor for the Company to the 3.4 GHG Protocol's category 'Upstream transportation and distribution'. The emissions associated with upstream transportation managed by EssilorLuxottica are calculated on a Well-to-Wheel basis (WTW), to analyze the impact of using different energy vectors. The term Well-to-Wheel includes the underlying Tank-to-Wheel and Well-to-Tank analyses, defined as follows: i) Tank-to-Wheel (TTW) describes the use of fuel in the vehicle and emissions during driving; and ii) Well-to-Tank (WTT) describes the subrange of fuel supply, from production of the energy source (petrol, diesel, electricity, natural gas) to fuel supply (transport to the charging point or fuel pump).

The company follows the GLEC Framework 3.0 and is certified to use ISO 14083 standard.

Reporting of EssilorLuxottica transportation and freight is categorized by product type:

- eyewear: finished frames, including both international and local flows;
- lenses: finished and semi-finished lenses, including both international and local flows; and
- other products/materials: including international and local flows for AFA (Apparel, Footwear and Accessories), POP (Point of Purchase), Spare Parts, Production Components, Goggles, Contact Lenses, Sun & Readers, Equipment, Instruments, Cases and Accessories.

Emissions related to the transportation and freight of each product type are also split per shipping mode:

- air shipping mode; and
- other shipping modes, including ocean, road and rail.

For certain entities that did not report physical transportation data on the full 12 months, GHG emissions were estimated based on average of the available 2024 data (actual weight/emission segmented by business unit, transport mode and flow). Emissions based on estimations accounted for less than 5% of the total reported emissions associated with transportation.

### Emissions Associated with Upstream Transportation Managed by Suppliers

These emissions correspond to the Scope 1 and Scope 2 emissions of third-party transportation companies (allocated to the reporting company that pays the service). The emissions associated with upstream transportation managed by suppliers are calculated with the distance-based method, which involves determining the mass, distance, and mode of each shipment, then applying the appropriate mass-distance emission factor for the vehicle used. The model has been developed using different online distance calculators (Google Maps, Distance calculator; www.searates.com). Emission factors applied derive from Ecoinvent (v. 3.9.1).

Data are collected referring to a 10, 11 or 12 months period, depending on their internal availability at year-end. For example, if 10 months data are collected, the remaining two are then proportionally extrapolated to cover 12 months. In case countries and freight types information were unknown, a worldwide distance and emission factor average was applied. In 2024, the percentage of emissions calculated with actual data amounts to 96%, as per purchased products (goods) data. The residual part has been extrapolated based on available actual data.

The data collected directly from suppliers cover the 7% of this category's emissions, while the residual part is collected referring to internal sourcing report and ERP system.

### Emissions Associated with Waste Generated in Operations

These emissions correspond to indirect emissions related to the generation of waste in the Company's activities, representing the 3.5 GHG Protocol's category 'Waste generated in operations'. This category's emissions are computed on a average-data method, which involves estimating emissions based on total waste going to each disposal method (e.g., landfill) and average emission factors for each disposal method, and refer to the data collected for the Waste generation table reported in the Section 6.2.4.6 *Targets and Metrics*. To ensure the coverage of all the Company's operations activities, the waste generated by entities that have not reported data in the reporting campaign was estimated based on the actual data available by country and region. The emission factors considered derive from Ecoinvent (v. 3.9.1).

### Emissions Associated with Business Travel

These emissions correspond to indirect emissions related to all modes of transportation used for business travel, including air travel, rail travel, bus travel, and car rentals, representing the 3.6 GHG Protocol's category 'Business travels'. For the specific case of EssilorLuxottica, the following modes of transportation are considered:

- air travel: emissions from flights taken by employees for business purposes;
- rail travel: emissions from train journeys.

Since only car rental expenses are available, and the mode of transportation represents a smaller amount compared to other types of travel, it has been excluded from the reporting boundaries. The impacts related to hotel accommodations are also excluded from the assessment. In both modes of transportation considered, the category's emissions are calculated with the distance-based method.

Data are collected referring to a 10 months period. Thus, the percentage of emissions calculated with actual data amounts to 83%, while the residual part has been extrapolated based on the available actual data.

### Emissions Associated with Employees Commuting

These emissions represent the 3.7 GHG Protocol's category 'Employees commuting and teleworking'. The reporting corresponds to indirect emissions related to the transportation of employees between their homes and their worksites, and considers all modes of transportation used by employees to commute. Since the indirect emissions associated with teleworking are considered as optional for the GHG Protocol and they are not particularly significant in terms of emissions for the Group, teleworking indirect emissions are excluded in this category.

To compute the category's emissions an average-data method is applied, which involves estimating emissions from employee commuting based on statistical average data on commuting patterns. The statistical information considered refers to a limited number of countries, and the related results have been assumed valid for the worldwide data collected. Emission factors sourced by Ecoinvent (v. 3.9.1) are associated based on mode of transport statistics. This category's emissions do not include any extrapolation.

### Emissions Associated with Processing of Sold Products

These emissions correspond to indirect emissions related to the processing of sold intermediate products by third parties after the Company has sold them, representing the 3.10 GHG Protocol's category 'Processing of sold products'. The category's emissions are calculated with the average-data method. Emission factors have been developed based on internal LCAs. This category's emissions do not include any extrapolation.

### Emissions Associated with Use of Sold Products

These emissions correspond to indirect emissions related to the use of goods and services sold by the Company in the reporting year, representing the 3.11 GHG Protocol's category 'Use of sold products'. For the specific case of EssilorLuxottica, only the usage of the equipment and instruments sold is considered (direct use-phase emissions). This category's emissions include the Scope 1 and Scope 2 emissions of end users and are computed by applying a specific calculation method for direct use-phase emissions from products that directly consume energy, based on the revenue recorded per geographic area. This category's emissions are based on actual data for 75%, while the residual part is calculated referring to the latest forecast figures.

### Emissions Associated with End-of-Life Treatment of Sold Products

These emissions correspond to indirect emissions related to the waste disposal and treatment of products sold by the Company at the end of their life, representing the 3.12 GHG Protocol's category 'End-of-life treatment of sold products'. This category includes the total expected end-of-life emissions from all products sold in the reporting year. For the specific case of EssilorLuxottica, the biogenic emissions are not considered. The basic assumption is that the end-user disposes of the final product in general waste.

If the end-of-life treatment of the sold product is known, an emission factor sourced from Ecoinvent (v. 3.9.1) and corresponding to the type of treatment and the primary constituent material of the product is assigned. If the treatment is unknown, the product is assumed to be incinerated with or without energy recovery, or directed to landfill (considering an average emission factor for these three different treatments regarding general non-hazardous waste). In 2024, the percentage of emissions calculated with actual data amounts to 98%, while the residual part has been extrapolated based on available actual data.

### Emissions Associated with Franchises

These emissions correspond to indirect emissions related to the operation of franchises not included in Scope 1 or Scope 2, representing the 3.12 GHG Protocol's category 'Franchises'. An average-data method is used, which involves estimating emissions for each franchise, based on the average Scopes 1 and 2 calculated for retail. This category's emissions do not include any extrapolation.

### Emissions Associated with Investments

These emissions correspond to indirect emissions related to the Company's investments in the reporting year, not already included in Scope 1 or Scope 2, representing the 3.15 GHG Protocol's category 'Investments'. This category notably includes non-consolidated investments likely to contribute significantly to scope 3 emissions. The Group applies (i) the investment-specific method and (ii) the average data method to estimate Scope 1 and Scope 2 emissions associated with investments depending on relevance and reliability of the data available.

The Company continuously seeks to improve the calculation of its carbon footprint for all the different GHG categories. Some areas of improvements comprehend the gathering of further supplier-specific data and emission factors, while identifying detailed emission factors for single materials within the different clusters of purchased and managed items. Wherever actual information are not available, the Group will continue to look for updated information from external databased, statistics and surveys.

## Methodology for EU Taxonomy Denominators

Annexes of the Delegated Act require calculating the proportion of Turnover, CapEx and OpEx associated with eligible and aligned activities. To accomplish this task, as stated in Section 6.2.5 *EU Taxonomy Disclosure*, the Group identified its eligible activities, assessed which were in line with alignment criteria and then calculated the three KPIs.

The next paragraphs present in detail what has been foreseen by provision of Annexes to the Commission Delegated Regulation (EU) 2178/2021 in terms of accounting items related to the KPIs that must be reported by non-financial undertakings in the sustainability report – as the approach retained by EssilorLuxottica.

### Turnover

Turnover KPI as described by the regulation is to be calculated as the part of net turnover derived from products or services associated with eligible and/or aligned Taxonomy activities divided by the net turnover (denominator).

Numerator: The analysis was done in compliance with the six environmental objectives, namely: climate change mitigation, climate change adaptation, the use and protection of water and marine resources, transition to a circular economy, prevention and reduction of pollution, protection and restoration of biodiversity and ecosystems. As mentioned in Section 6.2.5 *EU Taxonomy Disclosure*, EssilorLuxottica's core economic activities are not described in the current version of the Taxonomy regulation and are not included in the Climate Delegated Act. Therefore, they are not considered as 'eligible' or 'aligned'. Consequently, for 2024 as for 2023, the Group did not generate any turnover eligible or aligned with the EU Taxonomy Regulation.

Denominator: Net turnover is defined as the amounts derived from the sale of products and provision of services after deducting sales rebates and value-added taxes directly linked to turnover. Following the description, KPI denominator corresponds to the line-item Revenue presented in the Chapter 5, Section 5.1.1 *Consolidated Statement of Profit or Loss*.

## Operating Expenses: OpEx

Denominator: For the calculation of the OpEx KPI denominator[1] the Group considered the share of costs falling into the categories mentioned by the Regulation: non-capitalized R&D, day-to-day servicing of assets, building renovation measures, short term leases, maintenance and repairs. For the calculation of the denominator, the following categories have been excluded[2]: i) overheads, ii) raw materials, iii) cost of employee operating the machine, iv) cost of managing R&D projects and v) electricity, fluids or reagents needed to operate property plants and equipment.

For all categories of the OpEx KPI, both external (outsourced activities) and internal (labor, materials and tools) costs were considered. Costs related to G&A (General & Administrative) have been excluded, including only expenses directly attributable to a specific asset.

Based on the analysis of data extracted from management and accounting tools, Group controllers were able to isolate the share of costs falling into the categories mentioned by the Regulation.

After analysis, OpEx represents less than 10% of the total Group consolidated operating expenses, and for this reason, and as for 2023, the Group considered the indicator as not material. Therefore, the numerator was not calculated.

## Capital Expenditure: CapEx

Numerator: For each activity and each project identified as eligible, technical criteria were reviewed internally to ensure the alignment (see table in Section 6.2.5 *EU Taxonomy Disclosure*).

Denominator: For the calculation of the CapEx KPI denominator[3], the Group considered the increases of the period related to Property Plant and Equipment (PP&E), Intangible Assets (excluding goodwill) and Right of Use Assets (RoU), as presented in Chapter 5, Section 5.1.6 (*Notes to the Consolidated Financial Statements*, Note 10 *Goodwill and Other Intangible Assets*, Note 11 Property, Plant and Equipment, and Note 12 *Leases*). As required by the Regulation, the values considered correspond to the line items Additions and Business combinations of the tables disclosed in Notes 10, 11 and 12, thus excluding the effects resulting from amortization, depreciation, impairment losses, divestment, assets classified as held for sale, translation differences and other.

As mentioned in the Section 6.1.1 *Basis for Preparation*, the new acquisitions were excluded from the current sustainability reporting, thus Turnover, CapEx and OpEx KPIs related to the new acquisitions during the 2024 were considered as not EU Taxonomy eligible due to inability to carry out a detailed analysis. Starting from 2025, the new acquisitions will be an integral part of the Group taxonomy eligibility and alignment analysis.

(1) *The proportion of OpEx shall be calculated as the numerator divided by the denominator associated with assets/processes associated with taxonomy aligned activities. The denominator shall cover direct non-capitalized costs that relate to: Research and development, building renovation measures, short-term lease, maintenance and repair, the day-to-day servicing of assets.*

(2) *FAQ Published by the EU Commission on EU Taxonomy on February 2, 2022.*

(3) *The proportion of CapEx shall cover: the additions to tangible and intangible assets during the financial year and the additions to tangible and intangible assets resulting from business combinations.*

# 6.6 Report on the Certification of Sustainability Information and Verification of the Disclosure Requirements Under Article 8 of Regulation (EU) 2020/852

*This is a translation into English of the statutory auditors' report on the sustainability information and verification of the disclosure requirements under article 8 of regulation (eu) 2020/852 of the Company issued in French and it is provided solely for the convenience of English-speaking users.*

*This statutory auditors' report includes information required by European regulation and French law.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

**For the year ended December 31st, 2024**

To the Annual Shareholders' Meeting of EssilorLuxottica,

This report is issued in our capacity as Statutory Auditor of EssilorLuxottica. It covers the sustainability information and the information required by Article 8 of Regulation (EU) 2020/852, relating to the year ended December 31st, 2024 included in the Group management report and set out in Section 6 *Sustainability Report* of the Universal Registration Document.

Pursuant to Article L. 233-28-4 of the French Commercial Code, EssilorLuxottica is required to include the above mentioned information in a separate section of its management report. This information enables to understand the impact of the activity of EssilorLuxottica on sustainability matters, as well as the way in which these matters influence the development of its business, performance and position. Sustainability matters include environmental, social and governance matters.

Pursuant to Article L. 821-54 of the aforementioned Code our responsibility is to carry out the procedures necessary to issue a conclusion, expressing limited assurance, on:

- compliance with the sustainability reporting standards adopted pursuant to Article 29 ter of Directive (EU) 2013/34 of the European Parliament and of the Council of 14 December 2022 (hereinafter ESRS for *European Sustainability Reporting Standards*) of the process implemented by EssilorLuxottica to determine the information reported, and compliance with the requirement to consult the social and economic committee provided for in the sixth paragraph of Article L. 2312-17 of the Labour Code;
- compliance of the sustainability information included in Section 6 *Sustainability Report* with the requirements of article L. 233- 28-4 of the French Commercial Code, including the ESRS; and
- compliance with the reporting requirements set out in Article 8 of Regulation (EU) 2020/852.

This engagement is carried out in compliance with the ethical rules, including independence, and quality control rules prescribed by the French Commercial Code.

It is also governed by the H2A guidelines on 'Limited assurance engagement on the certification of sustainability information and verification of disclosures requirements set out in Article 8 of Regulation (EU) 2020/852'.

In the three separate parts of the report that follow, we present, for each of the parts of our engagement, the nature of the procedures that we carried out, the conclusions that we drew from these procedures and, in support of these conclusions, the elements that to which we paid particular attention and the procedures that we carried out with regard to these elements. We draw your attention to the fact that we do not express a conclusion on any of these elements taken in isolation and that the procedures described should be considered in the overall context of the formation of the conclusions issued in respect of each of the three parts of our engagement.

Finally, where deemed necessary to draw your attention to one or more disclosures of sustainability information provided by EssilorLuxottica in the Group management report, we have included an emphasis of matter paragraph hereafter.

# The Limits of our Engagement

As the purpose of our engagement is to provide limited assurance, the nature (choice of techniques), extent (scope) and timing of the procedures are less than those required to obtain reasonable assurance.

Furthermore, this engagement does not provide guarantee regarding the viability or the quality of the management of EssilorLuxottica, in particular it does not provide an assessment, of the relevance of the choices made by EssilorLuxottica in terms of action plans, targets, policies, scenario analyses and transition plans, which would go beyond compliance with the ESRS reporting requirements.

It does, however, allow us to express conclusions regarding the entity's process for determining the sustainability information to be reported, the sustainability information itself, and the information reported pursuant to Article 8 of Regulation (EU) 2020/852, as to the absence of identification or, on the contrary, the identification of errors, omissions or inconsistencies of such importance that they would be likely to influence the decisions that readers of the information subject to this engagement might make.

Our engagement does not provide assurance on any comparative data.

# Compliance with the ESRS of the Process Implemented by EssilorLuxottica to Determine the Information Reported, and Compliance with the Requirement to Consult the Social and Economic Committee Provided for in the Sixth Paragraph of Article L. 2312-17 of the Labour Code

## Nature of Procedures Carried Out

Our procedures consisted in verifying that:

- the process defined and implemented by EssilorLuxottica has enabled, in accordance with the ESRS, to identify and assess its impacts, risks and opportunities related to sustainability matters, and to identify the material impacts, risks and opportunities, that are disclosed in Sustainability report of the Group, and
- the information provided on this process also complies with the ESRS.

We also checked the compliance with the requirement to consult the social and economic committee.

## Conclusion of the Procedures Carried Out

On the basis of the procedures we have carried out, we have not identified any material errors, omissions or inconsistencies regarding the compliance of the process implemented by EssilorLuxottica with the ESRS.

Concerning the consultation of the social and economic committee provided for in the sixth paragraph of Article L. 2312-17 of the Labour Code, we confirm that the requirement has been fulfilled.

## Emphasis of Matter

Without qualifying the conclusion expressed above, we draw your attention to the information provided in paragraph Boundaries of the sustainability report of Section 6.1.1.1 *General Basis for Preparation of Sustainability Statements* of the Group sustainability report which sets out the reasons for excluding the end-of-year acquisitions from the scope of double materiality analysis.

## Elements that Received Particular Attention

We set out below the elements that have been the subject of particular attention on our part as regards the compliance with the ESRS of the process implemented by EssilorLuxottica to determine the information reported.

### Concerning the identification of stakeholders

Information on the identification of stakeholders is set out in Section 6.1.3.2 *Interests and Views of Stakeholders* and 6.1.4.1.2 *Context analysis and identification of potential ESG topics* of the Sustainability report of the Group.

We obtained an understanding of the analysis conducted by the entity to identify:

- stakeholders, who can affect or be affected by the entities within the scope of the information, through their activities and direct or indirect business relationships across the value chain;
- the primary users of sustainability statements (including the primary users of the financial statements).

We interviewed management and/or the persons we deemed appropriate and inspected the available documentation. Our work consisted primarily in:

- assessing the relevance of the main stakeholders identified by the entity in view of the nature of its activities and its geographical location, taking into account its business relationships and value chain;
- exercising professional scepticism in assessing the representative nature of the stakeholders identified by the entity;
- assessing the appropriateness of the description given in Section 6.1.3.2 *Interests and Views of Stakeholders* of the Sustainability report of the Group, in particular with regard to the procedures put in place by the entity to collect information on the interests and views of stakeholders and the commitments made by the entity.

### Concerning the identification of impacts, risks and opportunities ('IRO')

Information on the identification of impacts, risks and opportunities is provided in Section 6.1.4.1 *Description of the Processes to Identify and Assess Material Impacts, Risks and Opportunities – EssilorLuxottica Double Materiality Assessment* of the Sustainability report of the Group.

We gained an understanding of the process implemented by the entity to assess actual or potential impacts – both negative and positive – risks and opportunities (IRO), in relation to the sustainability matters mentioned in paragraph AR 16 of ESRS 1, 'Application requirements', and where applicable, those specific to the entity, as presented in Section 6.1.4.1.6 *Double materiality assessment outcome* of the Sustainability report of the Group.

In particular, we assessed the approach taken by the entity to determine its impacts and dependencies, which may be a source of risks or opportunities, including the dialogue engaged, where appropriate, with stakeholders.

We also assessed the completeness of the activities included in the scope used to identify IROs.

We familiarised ourselves with the entity's mapping of identified IROs as presented in Section 6.1.4.1.6 *Double materiality assessment outcome* including a description of their distribution within the entity's own operations and value chain, as well as their time horizon (short, medium or long term), and assessed the consistency of this mapping with our knowledge of the entity and, where applicable, with the risk analyses conducted by Group entities.

We carried out the following procedures:

- assessed the top-down approach used by the entity to collect information in respect of subsidiaries;
- assessed the entity has taken into account the list of sustainability matters set out in ESRS 1 (AR 16) in its analysis;
- assessed the consistency of actual and potential impacts, risks and opportunities identified by the entity with available industry analyses;
- assessed the consistency of the actual and potential impacts, risks and opportunities identified by the entity, in particular those specific to the entity since they are not covered or are insufficiently covered by the ESRS standards, with our knowledge of the entity;
- assessed how the entity has taken into account the different time horizons, particularly with regard to climate issues;
- assessed whether the entity has taken into account the risks and opportunities that may arise from both past and future events as a result of its own activities or business relationships, including the actions taken to manage certain impacts or risks;
- assessed whether the entity has taken into account its dependence on natural, human and/or social resources in identifying risks and opportunities.

### Concerning the assessment of impact materiality and financial materiality

Information on the assessment of impact materiality and financial materiality is provided in Section 6.1.4.1.4 *Assessment and identification of material impacts, risks and opportunities* of the Sustainability report of the Group.

Through interviews with management and the examination of available documentation, we obtained an understanding of the process implemented by the entity to assess impact materiality and financial materiality, and assessed its compliance with the criteria defined in ESRS 1.

In particular, we assessed the way in which the entity established and applied the materiality criteria defined in ESRS 1, including those relating to the setting of thresholds, in order to determine the following material information disclosures:

- metrics relating to material IROs identified in accordance with the relevant ESRS standards;
- entity-specific disclosures.

# Compliance of the Sustainability Information Included in Section 6 *Sustainability Report* of the Universal Registration Document with the Requirements of Article L. 233-28-4 of the French Commercial Code, Including the ESRS.

## Nature of Procedures Carried Out

Our procedures consisted in verifying that, in accordance with legal and regulatory requirements, including the ESRS:

- the disclosures provided enable to understand the general basis for the preparation and governance of the sustainability information included in Section 6 of the Sustainability report of the Group, including the basis for determining the information relating to the value chain and the exemptions from disclosures used;
- the presentation of this information ensures its readability and understandability;
- the scope chosen by EssilorLuxottica for providing this information is appropriate; and
- on the basis of a selection, based on our analysis of the risks of non-compliance of the information provided and the expectations of users, this information does not contain any material errors, omissions or inconsistencies, i.e., that are likely to influence the judgement or decisions of users of this information.

## Conclusion of the Procedures Carried Out

Based on the procedures we have carried out, we have not identified material errors, omissions or inconsistencies regarding the compliance of the sustainability information included in the Sustainability report of the Group with the requirements of Article L.233-28-4 of the French Commercial Code, including the ESRS.

## Emphasis of Matter(s)

Without qualifying the conclusion expressed above, we draw your attention to the information provided 6.1.1.1 *General basis for preparation of sustainability statements* in the Sustainability report of the Group which sets out:

- the inherent uncertainties of the first year of ESRS implementation,
- the limitations related to the scope to collect the data, in particular concerning the acquisitions of Supreme and Heidelberg that occurred at the end of the fiscal year,
- the reasons for some indicators, notably those provided for by the ESRS E2 Pollution thematic standard, to not be or to be partially published.

## Elements that Received Particular Attention

Information published in relation to greenhouse gas emissions, transition plan for climate change mitigation and metrics related to the company's waste generation as mentioned in Sections 6.2.1.8 *Total GHG Emissions (Scopes 1, 2 and 3)*, 6.2.1.3 *Transition Plan for Climate Change Mitigation* and in sub-section Waste of Section 6.2.4.6 *Targets and Metrics* of the Sustainability report of the Group.

We set out below the elements that have been the subject of particular attention on our part as regards the compliance of this information with the ESRS.

With regard to the information published on the greenhouse gas emissions assessment:

- we familiarised ourselves with the internal control and risk management procedures implemented by the entity to ensure the compliance of the reported information;
- we assessed the consistency of the scope considered for the greenhouse gas emissions assessment with the scope of the consolidated financial statements, upstream and downstream value chain;
- we familiarised ourselves with the greenhouse gas emissions inventory protocol used by the entity to draw up its greenhouse gas emissions assessment, and checked its application, for a selection of emissions categories and sites, for Scope 1 and Scope 2.
- with regard to Scope 3 emissions, we:
  - assessed the justification for the inclusion and exclusion of the various categories and the transparency of the disclosures provided in this respect,
  - assessed the process of gathering information,
  - reconciled the base data with accounting, when the underlying information was from accounting and financial systems;

- we assessed, with the help of our experts, the appropriateness of the emission factors used and the calculation of the related conversions, as well as the calculation and extrapolation assumptions, taking into account the uncertainty inherent in the state of scientific or economic knowledge and the quality of the external data;
- we met with management to understand the main changes in the entity's activities during the financial year that could have an impact on the greenhouse gas emissions assessment;
- for physical data (such as energy consumption), we reconciled, using sampling techniques, the underlying data used to draw up the greenhouse gas emissions assessment with supporting documents;
- we performed analytical procedures;
- with regard to the estimates that we considered to be critical, used by the entity to prepare its greenhouse gas emissions assessment:
  - through interviews with management, we obtained an understanding of the method used to calculate the estimated data and the information sources on which the estimates were based;
  - we assessed whether the methods were applied consistently or whether there were any changes since the previous period, and whether these changes were appropriate;
- we verified the accuracy of the calculations used to prepare this information.

With regard to our procedures regarding the Transition plan for climate change mitigation, our work mainly consisted of:

- assessing whether the information published in the transition plan meets ESRS E1 requirements with an appropriate description of the plan's underlying key assumptions, it being understood that we are not required to express a conclusion on the appropriateness or the level of ambition of the transition plan's objectives;
- assessing whether this transition plan reflects the commitments made by the entity as stated in the minutes of its governance bodies' meetings;
- assessing the consistency of the key information provided under the transition plan, including decarbonisation levers;
- assessing whether the transition plan is in line with the strategic plan as approved by the governing bodies and the entity's financial planning;
- verifying that the entity has carried out a qualitative assessment of locked-in GHG emissions and that it has taken this into account in its adaptation plan.

With regard to the information published on the Company's waste generation:

- we familiarised ourselves with the internal control and risk management procedures implemented by the entity to ensure the compliance of the reported information;
- we assessed the consistency of the scope considered for the Company's waste generation assessment of the calculation methods regarding waste related metrics as presented in the Methodology Note in Section 6.5 of the sustainability report with the scope of the consolidated financial statements;
- we familiarised ourselves with the Company's waste generation inventory protocol used by the entity ( (hazardous, radioactive and non-hazardous), valorized and non-recycled for a selection of waste categories and sites.
- with regard to each category of waste:
  - we assessed the justification for the inclusion and exclusion of the various categories and the transparency of the disclosures provided in this respect,
  - we assessed the process of gathering information,
  - we reconciled the base data with accounting, when the underlying information was from accounting and financial systems;
- we met with management to understand the main changes in the entity's activities during the financial year that could have an impact on the Company's waste generation assessment;
- for physical data, we reconciled, using sampling techniques, the underlying data used to draw up the Company's waste generation assessment with supporting documents;
- we performed analytical procedures;
- with regard to the estimates that we considered to be critical, used by the entity to prepare its waste generation indicators:
  - through interviews with management, we obtained an understanding of the method used to calculate the estimated data and the information sources on which the estimates were based,
  - we assessed whether the methods were applied consistently or whether there were any changes since the previous period, and whether these changes were appropriate;
- we verified the accuracy of the calculations used to prepare this information.

# Compliance with the Reporting Requirements Set Out in Article 8 of Regulation (EU) 2020/852

## Nature of Procedures Carried Out

Our procedures consisted in verifying the process implemented by EssilorLuxottica to determine the eligible and aligned nature of the activities of the entities included in the consolidation.

They also involved verifying the information reported pursuant to Article 8 of Regulation (EU) 2020/852, which involves checking:

- the compliance with the rules applicable to the presentation of this information to ensure that it is readable and understandable;
- on the basis of a selection, the absence of material errors, omissions or inconsistencies in the information provided, i.e., information likely to influence the judgement or decisions of users of this information.

## Conclusion of the Procedures Carried Out

Based on the procedures we have carried out, we have not identified any material errors, omissions or inconsistencies relating to compliance with the requirements of Article 8 of Regulation (EU) 2020/852.

## Elements that Received Particular Attention

We have determined that there were no such elements to report.

Neuilly-sur-Seine, February 21, 2025

The Statutory Auditor
*French original signed by*

PricewaterhouseCoopers Audit

Stéphane Basset

Pierre-Olivier Etienne

# 7

# Information About the Company, Its Share Capital and Stock Ownership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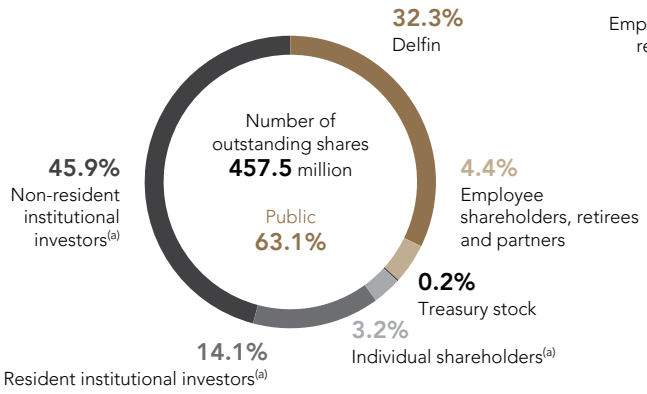
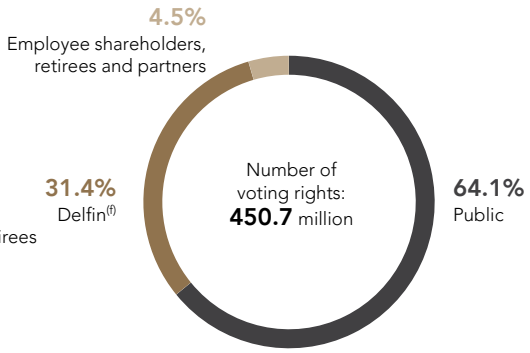
# In brief

### Breakdown of share capital as at December 31, 2024




### Distribution of voting rights as at December 31, 2024



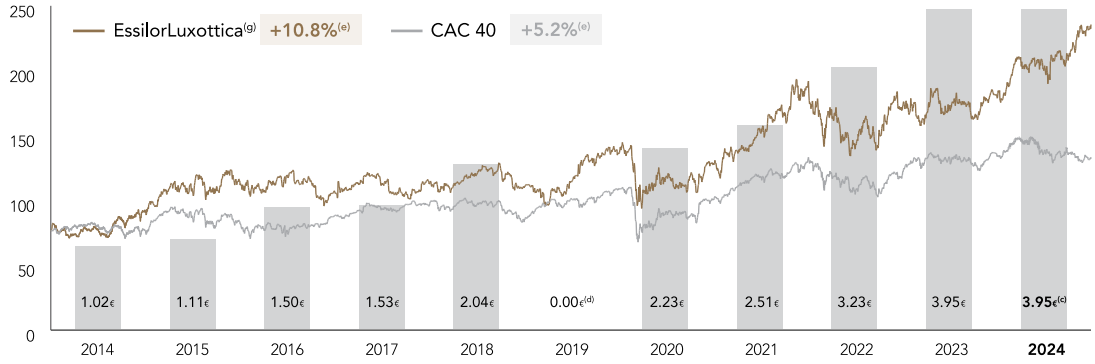

**83,500**
Internal shareholders(b)
In **85** countries | Representing:

4.4%
Of the share capital

4.5%
Of the voting rights

### Share price and dividend

*In € – The CAC 40 graph has been rebased at the EssilorLuxottica share price as at January 1, 2014.*




*(a) Estimates as at December 31, 2024.*
*(b) Current, former and retired employees.*
*(c) Subject to the decision of the Annual Shareholders' Meeting of April 30, 2025.*
*(d) On April 18, 2020, in light of the Covid-19 outbreak, the Board of Directors decided not to submit a dividend for 2019 to the Annual Shareholders' Meeting of June 25, 2020.*
*(e) Average annualized growth rate.*
*(f) Please refer to Section 7.1.8, paragraph Voting rights for information on restrictions applying to Delfin.*
*(g) Essilor until October 1, 2018.*

# 7.1 The Company

## 7.1.1 Company Name and Registered Office

The name of the Company is EssilorLuxottica, hereinafter the 'Company' or, together with its subsidiaries, the 'Group'.

The registered office of the Company is located at 147, rue de Paris – 94220 Charenton-le-Pont – France.

The phone number of the Company is +33 (0)1 49 77 42 24 and its website is www.essilorluxottica.com (the information included in this website are not part of this Universal Registration Document).

The General Management of the Company is domiciled at 1-5, rue Paul-Cézanne – 75008 Paris – France.

## 7.1.2 Date of Formation and Term of the Company

The Company was formed on October 6, 1971 for a 99-year term, expiring on October 6, 2070.

## 7.1.3 Registration of the Company

The Company is registered in the Créteil Trade and Companies Register under no. 712 049 618. The trade sector codes are 3250B (EssilorLuxottica) and 7010Z (registered office). The Legal Entity Identifier (LEI) of the Company is: 549300M3VH1A3ER1TB49.

## 7.1.4 Legal Form

EssilorLuxottica is a joint stock company (*société anonyme*) with a Board of Directors. It is subject to French law and is governed by the provisions of Book II of the French Commercial Code.

## 7.1.5 Corporate Purpose

The Company's purpose in all countries is:

- the design, manufacture, purchase, sale and trade, in general, in everything concerning spectacles and optical instruments, without exception, and, in particular, the manufacture, purchase and sale of eyeglass frames, sunglasses and eyeglasses and other protective equipment, lenses and contact lenses;
- the design and/or manufacture, purchase, sale and/or marketing of all instruments or equipment relating to ophthalmic optics, as well as all equipment or devices for monitoring, screening, diagnosing, measuring or correcting physiological handicaps, whether or not it be used by professionals;
- the design and/or development, purchase and/or marketing of related computer software packages, software applications, programs and services;
- research, clinical experiments, wearing tests, training, technical assistance and engineering corresponding to the above activities;
- all services or assistance associated with the aforementioned activities, and, in particular, advisory services, bookkeeping, auditing, logistics and treasury services;
- the acquisition, holding and management of all shares or securities of French or foreign companies;
- and more generally all financial, commercial, industrial, civil, personal property or real property transactions directly or indirectly related to the foregoing corporate purpose, or to any similar or related corporate purposes, or likely to facilitate the application and development thereof or to make the same more profitable.

All, directly or indirectly, on its own account or on the account of third parties, either alone or with third parties, in any form, in particular by means of creation of companies, subscriptions, acquisition of equity interests or holdings, limited partnerships, mergers or absorptions, advances, purchases, contribution, exchange, lease of property or sale of securities or equity interests, sale or lease of all or part of its real or personal properties, and rights, and alliances or joint ventures or by any other means.

## 7.1.6 Conditions Governing Changes in Capital

Pursuant to Article 7 of the bylaws, share capital may be increased or reduced by decision of the Extraordinary Shareholders' Meeting under the conditions set by law and regulations. However, the Extraordinary Shareholders' Meeting may delegate to the Board of Directors, under terms and conditions authorized by law and regulations, the necessary powers to decide on or carry out a capital increase or any other issue of securities or any capital reduction.

## 7.1.7 Fiscal Year

The Company's fiscal year runs from January 1 to December 31 of each year.

## 7.1.8 Shareholders' Meetings

### Notice of Meeting

Shareholders' Meetings are convened in accordance with the conditions laid down by law. They are held either at the registered office or in a department in the Paris region.

All holders of ordinary shares are entitled to participate in Shareholders' Meetings, regardless of the number of shares they own, provided all payments due for such shares have been met.

'Pure' or 'administered' registered shareholders have the option of receiving their invitation and/or the preparatory documents for the Shareholders' Meeting by email.

### Right to Attend Meetings

Shareholders have the right to attend or be represented at Shareholders' Meetings by registering their shares in an account under the conditions and on the date provided for by the regulations in force (the **'Shareholding Listing Date'**).

To attend a Shareholders' Meeting in person or by proxy:

- holders of 'pure registered' or 'administered registered' shares must be listed as the shareholder of record at midnight, Paris time, on the second business day before the meeting date;
- holders of bearer shares must be listed as the shareholder of record at midnight, Paris time, on the second business day before the meeting date. Ownership of the shares will be evidenced by a certificate of ownership ('attestation de participation') issued by the custodian institution that keeps the shareholder's securities account, to be submitted with the postal voting form/proxy or the request for an attendance card issued in the shareholder's name. A certificate of ownership can also be issued to shareholders wishing to attend the meeting who have not received their attendance card by midnight, Paris time, on the second business day before the meeting date;
- shareholders may be represented by their spouse, another shareholder or an individual or legal entity of their choosing in accordance with the applicable laws and regulations, particularly those stipulated in Article L.22-10-39 of the French Commercial Code. Each shareholder present or represented at the meeting has a number of votes equal to the number of shares held and represented, directly or by proxy, without limitation.

Shareholders who have sent a postal or proxy voting form or requested an attendance card *via* their custodian institution can nevertheless sell some or all of their shares before the meeting. However, if the sale occurs before midnight, Paris time, on the second business day before the meeting, the Company shall accordingly invalidate or amend, as appropriate, the postal voting form, proxy or attendance card or certificate of ownership. In this case, the custodian institution will be required to notify the Company or the Company's registrar of the transaction, including all necessary information.

However, the authorized custodian institution will not be required to notify the Company of any transactions carried out after midnight, Paris time, on the second business day before the meeting, and no such transactions will be taken into account by the Company, notwithstanding any agreement to the contrary.

### Voting Rights

**A 31% cap has been established on voting rights, applicable to all shareholders based on a formula described in Article 23 of the Company's bylaws.** Consequently, no shareholder may express, whether personally or through a proxy holder, with respect to the voting rights attached to the shares he or she directly or indirectly holds, more than 31% of the total number of voting rights of the Company, computed as indicated below.

Given the share capital structure, this cap is applicable to Delfin (see Section 7.2.1).

### REMINDER OF THE STATUTORY CALCULATION FORMULA (ARTICLE 23 OF THE PREVAILING BYLAWS)

"When no more than one natural person or legal entity, acting alone or in concert with one or more natural persons or corporate entities, directly or indirectly holds more than ten percent (10%) of the share capital or voting rights of the Company as of the Shareholding Listing Date for the relevant General Shareholders' Meeting or exercises more than ten percent (10%) of the voting rights of the Company for itself or as a proxy holder, the number of voting rights that any shareholder may express, personally or through a proxy holder, with respect to the voting rights attached to the shares or to the divisions of share ownership (for the rights he or she is authorized to exercise, as the case may be) that he or she holds, directly or indirectly, alone or in concert, cannot exceed the number resulting from the following formula:

31* (N-P-D)/100

where

- (N) the total number of voting rights of the Company existing on the Shareholding Listing Date for the relevant General Shareholders' Meeting and reported to the shareholders on the date of the General Shareholders' Meeting;
- (P) the total number of voting rights attached to the treasury shares within the limits of a maximum amount of treasury shares corresponding to 1% of the Company's share capital;
- (D) the total number of voting rights of the concerned shareholders which are neutralized by this statutory clause limiting voting rights for the fraction of voting rights attached to the shares that he or she holds exceeding 34% of the Company's share capital.

If at least two natural persons or corporate entities, each acting alone or in concert with one or more natural persons or corporate entities, each hold more than ten percent (10%) of the share capital or voting rights of the Company on the Shareholding Listing Date for the relevant General Shareholders' Meeting or each exercise more than ten percent (10%) of the voting rights of the Company for themselves or as proxy holder on the Shareholding Listing Date for the relevant General Shareholders' Meeting, the above-mentioned voting rights limitation shall apply with the exception of elements (P) and (D), which will not be deducted."

## Pre-Meeting Disclosure of Temporary Holdings

Pursuant to their legal obligations, any individual or legal entity (with the exception of those referred to in Article L.233-7, Section IV, paragraph 3 of the French Commercial Code) who, as a result of one or more temporary sales or similar transactions as defined in Article L.22-10-48 of the French Commercial Code, individually or jointly owns shares representing more than 0.5% of the voting rights of the Company, must inform the Company and the *Autorité des marchés financiers* (French Financial Markets Authority – AMF) of the number of shares owned temporarily, no later than midnight, Paris time, on the second business day before the Shareholders' Meeting.

Disclosures and statements can be sent to the Company at the following address: ir@essilorluxottica.com.

Any undisclosed shares held in the context of one of the temporary transactions detailed above will be stripped of voting rights for that Shareholders' Meeting and at all other Shareholders' Meetings until the shares held temporarily are sold or returned.

The email must contain the following information:

- name or company name and a contact person (name, position, telephone number, email address);
- identity of the seller (name or company name);
- type of transaction;
- number of shares acquired in the transaction;
- ISIN code of the shares listed on Euronext Paris;
- transaction expiration date;
- voting agreement (if any).

This information will be published on the Company's website.

The next Shareholders' Meeting will be held on April 30, 2025.

## 7.1.9 Disclosure of Threshold Provisions

In addition to the statutory disclosures, the Company's bylaws state that any individual or legal entity who, acting alone or in concert with others, directly or indirectly acquires 1% of the voting rights must inform the Company thereof within five days, by registered letter with return receipt requested, sent to the Company's registered office. The crossing of any subsequent 2% increment must be brought to the attention of the Company under the same conditions.

This information must also be provided to the Company under the same conditions if the percentage of voting rights held falls below the above-mentioned thresholds.

If notifications are not made in accordance with the above-mentioned conditions, shares exceeding the percentage that should have been notified will be deprived of voting rights in accordance with the conditions set forth by law, provided that one or more shareholders holding at least 5% of the share capital so request during a General Shareholders' Meeting. Such request shall be recorded in the minutes of the General Shareholders' Meeting.

# 7.2 Share Capital

## 7.2.1 Change in the Share Capital

### Breakdown of Share Capital in 2024

| As at December 31, 2024 | Number of shares | % | Number of voting rights | % |
|---|---|---|---|---|
| **DELFIN** | **147,589,999** | **32.26%** | **141,579,668** | **31.41%[c]** |
| • Shareholding EssilorLuxottica FCPE | 4,203,044 | 0.92% | 4,203,044 | 0.93% |
| • Valoptec International FCPE | 2,683,266 | 0.59% | 2,683,266 | 0.6% |
| • Shares not held directly in France (Trust US, SIP, …) | 2,312,526 | 0.51% | 2,312,526 | 0.51% |
| • EssilorLuxottica FCPE | 1,022,157 | 0.22% | 1,022,157 | 0.23% |
| • Pure registered shares or administered shares held by employees | 9,710,920 | 2.12% | 9,710,920 | 2.15% |
| • Pure registered shares or administered shares held by partners | 297,193 | 0.07% | 297,193 | 0.07% |
| **INTERNAL SHAREHOLDING (CURRENT, FORMER AND RETIRED EMPLOYEES) AND PARTNER SHAREHOLDING[a][b]** | **20,229,106** | **4.43%** | **20,229,106** | **4.49%** |
| **TREASURY SHARES** | **798,593** | **0.17%** | | |
| **FREE-FLOAT** | **288,889,503** | **63.14%** | **288,889,503** | **64.1%** |
| TOTAL | 457,507,201 | 100% | 450,698,277 | 100% |

*(a) The partner shareholding designates the portion of EssilorLuxottica shares held by employees, directors, and any former employees and former managers of the companies in which EssilorLuxottica held an interest that was thereafter fully divested.*

*(b) The portion of capital held by employees within the meaning of Article L.225-102 of the Commercial Code is 1.95%. This includes shares held by active employees in the Actionnariat EssilorLuxottica FCPE and all shares held in the Valoptec International FCPE and EssilorLuxottica FCPE. It does not include shares held in pure or administered registered form resulting from performance shares granted under a resolution adopted at a Shareholders' Meeting prior to the August 6, 2015 Act.*

*(c) Exercise of the Delfin voting rights is capped according to the formula described in Sections 7.1.8 and 7.4.*

#### Share capital as at December 31, 2024

Share capital amounted to €82,351,296.18 as at December 31, 2024, divided into 457,507,201 fully paid-up ordinary shares, each with a par value of €0.18.

#### Exercisable voting right

Notwithstanding the provisions of the last paragraph of Article L.22-10-46 of the French Commercial Code, as of October 1, 2018, the Company's shares no longer carry double voting rights. Ahead of the combination between Essilor and Luxottica (the 'Combination'), changes to Essilor's bylaws were adopted on May 11, 2017 by (i) a special meeting of Essilor shareholders with double voting rights; and (ii) the Essilor's Shareholders' Meeting. Those changes affect the voting rights attached to EssilorLuxottica shares. EssilorLuxottica's bylaws, effective as from the Combination Date (October 1, 2018), do not grant shareholders a benefit such as this, even if those shareholders have held registered shares for at least two years or for any other length of time.

Furthermore, the bylaws provide for a limit on voting rights of 31% for any shareholder, based on a formula disclosed in the bylaws (see Section 7.1.8, paragraph *Voting rights*). Consequently, no shareholder may exercise voting rights of shares that they hold, either personally or through a proxy holder, directly or indirectly, representing more than 31% of the total number of voting rights of EssilorLuxottica, calculated as indicated in Section 7.1.8 above.

Taking into account these restrictions in the bylaws and the absence of voting rights attached to treasury shares, the total number of exercisable voting rights attached to the Company's share capital as at December 31, 2024 was 450,698,277.

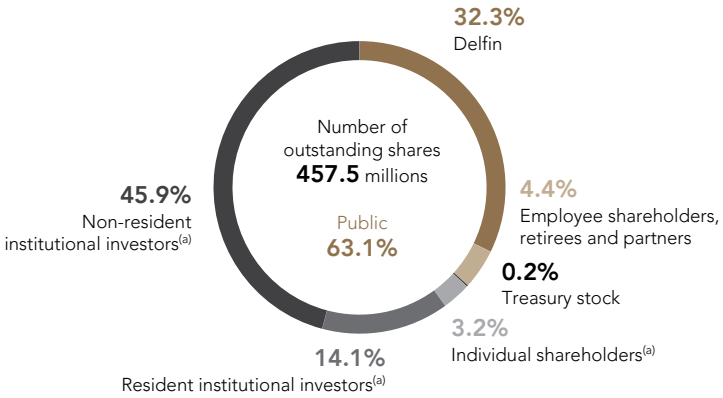
## Changes in share capital in 2024

Share capital underwent a series of changes during the fiscal year to take into account the successive issuances of new shares mainly related to continued roll-out of the employee shareholding program.

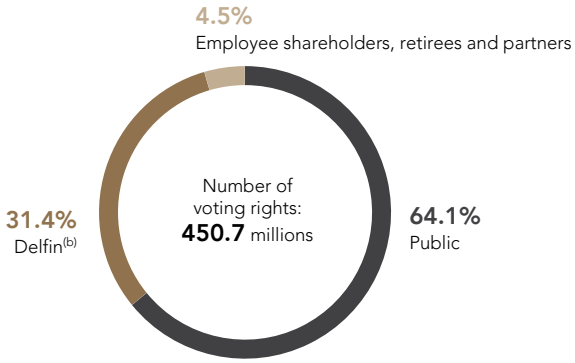
- Issue of 31,343 new shares with a par value of €0.18 resulting from the share subscription options exercised, i.e., an increase in the share capital of €5,641.74 excluding issue premium (increase in share capital acknowledged by the Board of Directors on February 14, April 30 and November 27 of 2024).
- Issue of 3,457,244 new shares with a par value of €0.18 resulting from the dividend in shares, i.e., an increase in the share capital of €622,303.92 excluding issue premium (increase in share capital acknowledged by the President & CEO on May 30, 2024).
- Issue of 184,694 new shares with a par value of €0.18 subscribed by the Shareholding EssilorLuxottica mutual funds (FCP), i.e., an increase in the share capital of €33,244.92 excluding issue premium (increase in share capital acknowledged by the President & CEO on December 18, 2024)

**Total new shares issued: 3,673,281 new shares.**

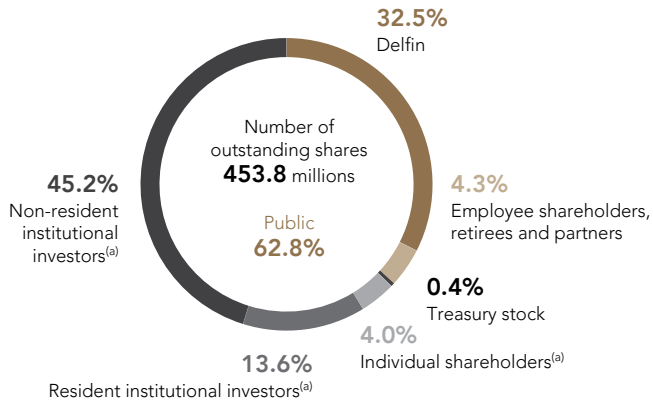
Breakdown of share capital as at December 31, 2024



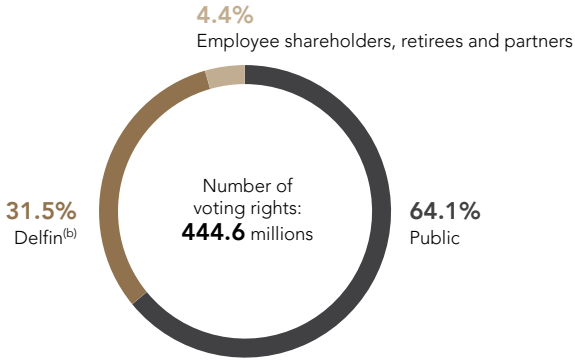

Distribution of voting rights as at December 31, 2024




Breakdown of share capital as at December 31, 2023




Distribution of voting rights as at December 31, 2023




*(a) Estimates as at December 31 of the year.*
*(b) Please refer to Section 7.1.8, paragraph* Voting rights *for information on restrictions applying to Delfin.*

## Maximum Dilution at Year-End

Taking into account all the shares that will potentially give access to capital after December 31, 2024 regardless of the exercise price of the underlying option, the maximum dilution of the share capital would be as follows:

| As at December 31, 2024 | In number of shares | % | In number of voting rights | % |
|---|---|---|---|---|
| Share capital position at the end of the year | 457,507,201 | | 450,698,277 | |
| Options for subscription of existing shares | - | -% | - | -% |
| Outstanding rights to performance shares | - | -% | - | -% |
| **TOTAL POTENTIAL DILUTION** | **-** | **-%** | **-** | **-%** |
| **TOTAL DILUTED SHARE CAPITAL AT THE END OF THE YEAR** | **457,507,201** | | **450,698,277** | |

The breakdown of changes in share capital in 2024 is presented in Note 10 to the Financial statements of EssilorLuxottica (Section 5.3 of this Universal Registration Document).

The 2023 and 2022 breakdown of share capital and changes in share capital over the last five years are described in Section 7.8.

# 7.2.2 Financial Authorizations Giving Access to the Share Capital

The purposes of the financial authorizations in force granted to the Board of Directors which are detailed in the table of the currently valid delegations (see Section 4.2.3 of this Universal Registration Document) are the following:

## Associate Employees with the Performance of the Company

The Shareholder's Meeting of April 30, 2024 approved the delegation of authorities granted to the Board of Directors by the Company Shareholders' Meeting for a period of 38 months (i.e., June 29, 2027), to award existing performance shares to Group employees and Executive Corporate Officers to increase the latter's engagement in the Company's performance.

The engagement of employees through multiple mechanisms, especially the capital increase reserved for members of a company savings plan, along with the allocation, transfer or sale of treasury shares acquired by EssilorLuxottica under the share buyback program authorized by the Shareholders' Meeting of April 30, 2024 to deliver bonus shares and, to a lesser extent, stock options is a key component of EssilorLuxottica's governance structure.

The Company Shareholders' Meeting of April 30, 2024 renewed its delegation of authority to the Board of Directors for the purpose of deciding capital increases reserved for members of a Company Savings Plan (French *plans d'épargne d'entreprise* or PEE) without preferential rights in the limit of 0.5% of the share capital, for a period of 26 months. (i.e., June 29, 2026).

## Allow the Board of Directors to Decide upon Certain Capital Increases

The Company's Shareholders' Meeting of April 30, 2024 adopted the following delegation granted to the Board of Directors:

| Number of the resolution | Nature of the authorization | Duration | Authorized amount (par value amount or % of share capital) |
|---|---|---|---|
| 26 | Delegation of authority to be granted to the Board of Directors to issue, by means of public offerings (other than those referred to in paragraph 1° of Article L.411-2 of the French Monetary and Financial Code), ordinary shares, and/or equity securities giving access to other equity securities or that confer rights to the allocation of debt securities, and/or securities giving access to equity securities to be issued, without preferential subscription rights but with the option of granting a priority right | 26 months | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity[(a)]<br>€2 billion for debt[(b)] |
| 27 | Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or securities giving access to other equity securities or that confer rights to the allocation of debt securities, and/or securities giving access to equity securities to be issued, without preferential subscription rights, by means of public offering referred to in paragraph 1 of Article L.411-2 of the French Monetary and Financial Code (i.e through a private placement to qualified investors or a restricted circle of investors) | 26 months | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity[(a)]<br>€2 billion for debt[(b)] |
| 28 | Delegation of authority to be granted to the Board of Directors to raise the number of securities to be issued in connection with capital increases, either with or without preferential subscription rights for shareholders | 26 months | 15% of initial issuance (legal max)[(a)(b)] |
| 29 | Delegation of authority to be granted to the Board of Directors to issue, up to a maximum of 5% of the share capital, ordinary shares or equity securities giving access to other equity securities of the Company or that confer rights to the allocation of debt securities in consideration for the contributions in kind to the Company of equity securities and/or securities giving access to equity securities to be issued, granted to the Company | 26 months | 5% of share capital for equity[(a)]<br>€2 billion for debt[(b)] |
| 30 | Delegation of authority to be granted to the Board of Directors to issue ordinary shares and/or equity securities giving access to other equity securities or that confer rights to the allocation of debt securities and/or securities giving access to equity securities to be issued in consideration for securities tendered to any public exchange offer initiated by the Company | 26 months | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity[(a)]<br>€2 billion for debt[(b)] |
| 31 | Determination of the overall limit for capital increases to be carried out immediately or at a future date pursuant to delegations of authority | | €4,084,624 (representing 5% of the share capital at February 14, 2024) for equity<br>€2 billion for debt<br>This does not include the % for PEE and performance shares |
| 32 | Increase in share capital reserved to employees (members of a Company savings plan) | 26 months | 0.5% of the share capital |
| 33 | Bonus share award (performance shares) for the benefit of employees and executive corporate officers | 38 months | 2.5% of the share capital |

*(a) Up to the overall ceiling of 4,084,624 euros (representing 5% of the share capital at February 14, 2024) provided for in the 31st resolution.*
*(b) Up to the overall ceiling of 2 billion euros provided for in the 31st resolution.*

### 7.2.3 Share Cancellations and Capital Reductions

The Company's Shareholders' Meeting of April 30, 2024 authorized the Board of Directors to reduce the share capital by cancelling some or all of the treasury shares held by the Company, provided that the number of shares cancelled during any 24-month period does not exceed 10% of the total share capital at the date of cancellation. The Company did not cancel any shares under this authorization in 2024. This authorization is valid for a period of 26 months, i.e., until June 29, 2026.

It is proposed to the Shareholders' Meeting of April 30, 2024 to renew this authorization for a new period of 26 months, i.e., until June 29, 2026.

## 7.3 Share Buyback

### 7.3.1 Board of Directors' Report on Share Buybacks

On April 30, 2024, the Shareholders' Meeting renewed the Board of Directors' authorization to buy back its own treasury shares representing up to 10% of the Company's share capital on the date of purchase, in accordance with Articles L.22-10-62 et seq. of the French Commercial Code, for a term of 18 months expiring on October 29, 2025.

The Shareholders' Meeting of April 30, 2025 will be asked to renew this authorization.

In application of the provisions of Article L.225-211 of the French Commercial Code, the Board of Directors indicates that, during the 2024 fiscal year, it used the authorization granted by the Shareholders' Meeting of April 30, 2024 the main objectives of which were to cover the employee share ownership programs.

In keeping with the previous authorization (granted by the Shareholders' Meeting of May 17, 2023), the main objectives of the program as approved by the Shareholders' Meeting of April 30, 2024 are as follows:

- to award or transfer shares to employees and Corporate Directors of the Company and affiliated companies, under the terms and conditions stipulated by French or foreign law, especially in the context of profit-sharing plans, bonus and performance share awards, stock option plans, and any employee share ownership plan (employee stock ownership plan or any similar plan governed by foreign regulations);
- to cancel shares by reducing share capital (particularly to offset the dilution created by the free awarding of performance shares, by the exercise of stock options by the Group's employees and corporate officers, and by capital increases reserved for employees);
- to potentially hedge debt securities that can be converted into or exchanged for Company shares, by buying shares for delivery (when existing shares are delivered when the conversion right is exercised) or by buying shares for cancellation (when new shares are issued when the conversion right is exercised);
- to ensure the liquidity of the Company's shares under a liquidity contract in accordance with Commission Delegated Regulation (EU) no. 2016/1052 of March 8, 2016 supplementing Regulation (EU) no. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buyback programs and stabilization measures;
- the subsequent use of the shares in exchange or presentation as consideration for future external growth operations up to a maximum of 5% of the share capital;
- to implement any permitted market practice that may be acknowledged by regulations or the AMF or any other objective allowed by the Law.

The Shareholders' Meeting decided to set the maximum purchase price per common share at €250 (excluding transaction costs), and specified that the price and number of shares will be adjusted as necessary in the event of capital transactions.

#### Share Buybacks in 2024

On July 29, 2024, EssilorLuxottica has granted a mandate to an investment services provider for the purchase of up to 4,000,000 EssilorLuxottica shares, depending on market conditions, over a period starting from July 29, 2024 until October 29, 2025, in accordance with the 24th resolution approved by the Annual Shareholders' Meeting of April 30, 2024.

1,480,214 shares have been repurchased for an average price of €212.22.

All information relating to the shares repurchased is available on EssilorLuxottica's website.

#### Liquidity Contract

The Company was not a party to any liquidity contracts in 2024.

#### Cancellation of Shares in 2024

There were no cancellation of shares during 2024.

## Transfer of Shares in 2024

2,485,475 shares have been transferred in 2024, pursuant to the definitive acquisition of shares in the context of the acquisition of performance shares or Stock options decided by the Board of Directors.

## Shares Held by the Company and its Subsidiaries as of December 31, 2024

The shares held under the buyback programs may not represent more than 10% of the Company's share capital at any given time. As at December 31, 2024, EssilorLuxottica held 798,593 treasury shares, representing 0.17% of share capital. The par value of these shares was €143,746.74 and their book value was €172 million (i.e., an average net cost of €212.96 per share).

Pursuant to applicable law, these shares do not have any voting rights, nor any right to dividend.

## Reallocation to Other Purposes Decided in 2024

In 2024, the shares held by the Company have not been reallocated to purposes other than the purpose initially decided at the time of their purchase.

## Modalities of the Share Buyback and Use of Derivatives

No use has been made of derivatives in the framework of the share buyback programs decided by the Shareholders meetings of May 17, 2023 and April 30, 2024.

## Share Buyback Transactions

In accordance with the provisions of Article L.225-211 of the French Commercial Code, no shares were reallocated in 2024.

| | 2024 Treasury share |
|---|---|
| **NUMBER OF SHARES AT START OF PERIOD – JANUARY 1** | **1,803,854** |
| Purchase options exercised | (92,486) |
| Delivery of performance shares | (2,392,989) |
| Sale of shares to employees | - |
| Conversions of convertible bonds with delivery | - |
| Cancellation of treasury shares | - |
| Purchase of treasury shares | 1,480,214 |
| **NUMBER OF SHARES AT END OF PERIOD – DECEMBER 31** | **798,593** |
| **Position as at January 31, 2025** | |
| Percentage of capital held directly or indirectly | 0.2% |
| Number of shares canceled in the preceding 24 months | - |
| Number of shares held in the portfolio | 930,678 |
| Book value of the portfolio *(in €)* | €203,592,756.46 |
| Market value of the portfolio[(a)] *(in €)* | €247,281,144.60 |

*(a) Based on the closing price at January, 31, 2025 (€265.7)*

# 7.3.2 Description of the Share Buyback Program in Application of Articles 241-1 et Seq. of the AMF General Regulation

## Legal Framework

On April 30, 2024, the Shareholders' Meeting renewed the Board of Directors' authorization to buy back its own treasury shares representing up to 10% of the Company's share capital on the date of purchase, in accordance with Articles L.22-10-62 *et seq.* of the French Commercial Code, for a term of 18 months expiring on October 29, 2025.

The Shareholders' Meeting of April 30, 2025 will be asked to renew the authorization given to the Board of Directors, in accordance with Articles L.22-10-62 *et seq.* of the French Commercial Code, to purchase the Company's own shares for a further period of 18 months, i.e., until October 29, 2026, up to a limit of 10% of the share capital.

Implementation of this share buyback program, which is covered by Articles L.22-10-62 et seq., L.225-213 of the French Commercial Code, Articles 241-1 *et seq.* of the General Regulation of the AMF, and the provisions of Regulation (EU) no. 596/2014 on market abuse, is subject to approval by the Shareholders' Meeting on April 30, 2025, under the proposed resolution, which reads as follows:

### 14th resolution

*(Authorization to be granted to the Board of Directors to proceed with the purchase of the Company's own ordinary shares)*

The Shareholders' Meeting, acting under the conditions of quorum and majority required for ordinary shareholders' meetings and having reviewed the report of the Board of Directors, authorizes the Board of Directors, in accordance with the provisions of Articles L.22-10-62 and subsequent of the French Commercial Code, to proceed with the purchase of ordinary shares of the Company representing up to 10% of the number of shares in the Company's capital on the purchase date, with the understanding that the Company may under no circumstances hold more than 10% of its own capital.

The Shareholders' Meeting resolves that these purchases may be carried out for the following purposes:

- awarding, or selling them to employees and corporate officers of the Company and its associated companies, under the conditions and modalities provided for by French or foreign law, including in the context of participation in the fruit of the Company's expansion, awards of free shares and performance shares, awards of stock-options giving right to purchase shares, and any employee shareholding plans (Group savings plan and any similar plan, as the case may be, governed by foreign laws);
- cancellation to reduce the Company's capital (in particular, to compensate for the dilutive effect resulting from the vesting of free performance shares, the exercise of share subscription options by employees and corporate officers of the Group, and from increases of capital reserved for employees);
- cover for debt securities that can be converted into or exchanged for Company shares by purchasing shares for delivery (in the event of delivery of existing securities when conversion rights are exercised) or by purchasing shares for cancellation (in the event of the creation of new securities when conversion rights are exercised);
- supporting the share price within a liquidity contract in accordance with the Delegated European Regulation no. 2016/1052 of March 8, 2016 supplementing Regulation (EU) no. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programs and stabilization measures;
- ultimately swapping or using them as payment in the context of external growth transactions, up to 5% of the capital;
- implementing any accepted market practice recognized by the regulations or the AMF or for any objective permitted in compliance with applicable law.

The Shareholders' Meeting resolves to fix the maximum purchase price per ordinary share at €400 (excluding any purchase fees).

The previously stated share price and number are subject to adjustments as a result of any possible transactions in connection with the Company's capital.

The Shareholders' Meeting resolves that the purchase, disposal or transfer of shares may be paid for and effected by any means and, in particular, on any regulated, free, or OTC market and on any multilateral trading system (including by simple repurchase, by financial instruments or derivatives, or by putting in place option strategies). These transactions may also take the form of blocks of securities which achieve the entire share repurchase program.

This delegation cancels the unused portion of the prior delegation given to the Board of Directors by the Shareholders' Meeting dated April 30, 2024, in its 24th resolution.

This authorization is granted for a maximum period of 18 months from this day, specifying, for the record that it cannot be used fully or partially during periods of public offerings relating to the Company's shares.

All necessary powers are therefore granted to the Board of Directors, with powers to sub-delegate, as permitted by law and the Articles of Association, to effect this resolution including to finalize any programs, send orders to the Stock Exchange, conclude agreements, make any statements and complete any formalities with the AMF and any organs indicated by the authorities, or generally, do whatever is necessary.

## Conditions

Subject to approval of the 14th resolution to be submitted to the Shareholders meeting of April 30, 2025, the conditions of the share buyback program would be as follows:

### Maximum share capital to be purchased and theoretical maximum cost allocated

The maximum number of shares that may be purchased under the authorization submitted to the Shareholders' Meeting on April 30, 2025, may not exceed 10% of the total number of shares composing the capital, with this limit applying to an amount of share capital that will be adjusted, if necessary, to include transactions affecting the share capital subsequent to this Shareholders' Meeting. Purchases made by the Company may under no circumstances result in the Company holding more than 10% of the share capital, either directly or indirectly through subsidiaries.

The maximum purchase price per common share is set at €400 (excluding transaction costs), it being specified that the price and number of shares will be adjusted as necessary in the event of capital transactions.

Based on the maximum purchase price, in theory, the maximum cost of buying 10% of the current share capital would amount to [€18,300.29 million (45,750,720 shares x €400).

### Modalities

The purchase, sale or transfer of the shares may be paid for and carried out by any appropriate method, and in particular on any regulated, free or OTC market, or on any multilateral trading facility (including through straight purchases, or the use of financial instruments or derivatives or the implementation of options strategies). The entire share buyback program may be carried out through a block purchase.

The authorization may not be used, in whole or in part, during public offers periods for the Company's stock.

Full authority is granted to the Board of Directors, with the option to sub-delegate such powers within the limits set by law and the bylaws, to carry out this transaction and/or to approve all programs, place all stock market orders, enter into any agreement, carry out all declarations and formalities with the AMF and all bodies of their choice and, more generally, take any measures considered necessary.

### Duration of the share buyback program

The authorization is valid for a maximum period of 18 months from April 30, 2025 up to October 29, 2026.

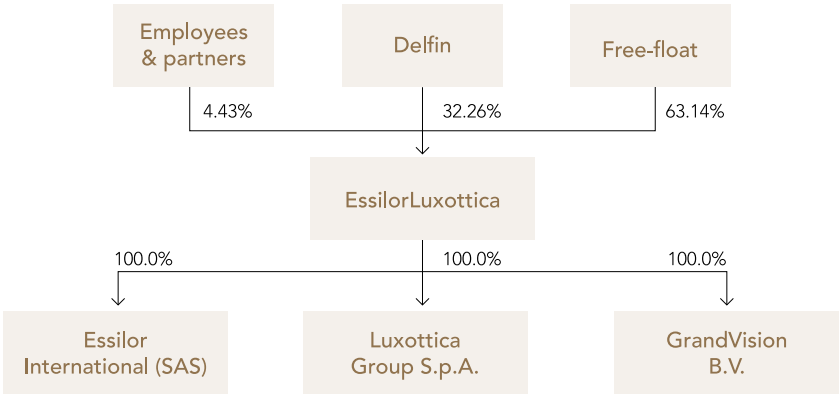
### Transactions carried out under the previous program

Transactions carried out under the previous program are listed in the special report of the Board of Directors on share buybacks (refer to paragraph 7.3.1 of this Chapter).

# 7.4 Shareholding

As a result of the completion of the Combination effective October 1, 2018, Delfin, the holding company of the family of Leonardo Del Vecchio, has become the main shareholder with more than 30% of the share capital and voting rights. Following the death of Mr. Leonardo Del Vecchio on June 27, 2022, Delfin remains the holding company of the Del Vecchio family and its share capital is held in equal parts by the widow and the descendants (*'ayants droit'*) of Mr. Del Vecchio (based on publicly available information in the Luxembourg business registers).

### Group structure as at December 31, 2024




*Treasury stock accounted for 0.17% of capital.*

**Standstill Undertaking:** pursuant to the terms of the Combination Agreement, Delfin has agreed not to file a public offer for EssilorLuxottica shares for a period of 10 years from the date of the signature of the Combination Agreement, provided that no third party – acting alone or in concert – comes to hold, directly or indirectly, more than twenty percent (20%) of the share capital or voting rights of EssilorLuxottica or announces its intention to file a public offer for EssilorLuxottica shares (the 'Standstill Undertaking').

Notwithstanding the provisions of the last paragraph of Article L.22-10-46 of the French Commercial Code, as of October 1, 2018, EssilorLuxottica bylaws provide for the exclusion of double voting rights to protect the rights of minority shareholders. The bylaws also exclude the casting vote of the Chairman of the Board of Directors, and place a 31% limit on voting rights for any shareholder, based on a formula described in the EssilorLuxottica bylaws and reproduced in Section 7.1.8, paragraph *Voting rights* as well as in the following paragraph.

## Summary of the Key Provisions of EssilorLuxottica's Bylaws

The bylaws of EssilorLuxottica include the following key provisions:

1. the exclusion of double voting rights.

   As an exemption to the provisions of the last paragraph of Article L.22-10-46 of the French commercial code, no double voting rights are conferred on the shares of the EssilorLuxottica;

2. a 31% limit on voting rights for any shareholder, based on a formula described in the EssilorLuxottica bylaws and reproduced below.

   The EssilorLuxottica bylaws provide for a 31% limit on voting rights for any shareholder, based on a formula contained in the bylaws (see Section 7.1.8, paragraph *Voting rights*). Consequently, no shareholder may express, whether personally or through a proxy holder, with respect to the voting rights attached to the shares he or she directly or indirectly holds, more than 31% of the total number of EssilorLuxottica voting rights, computed as indicated in the aforementioned Section 7.1.8.

### Theoretical calculation of Delfin voting rights as at December 31, 2024

| | | | | | |
|---|---|---|---|---|---|
| **a** | Total number of shares | [N] | 457,507,201 | **Shares held by Delfin** | |
| **b** | Treasury shares | [P] | 798,593 | 147,589,999 | = 32.26% |
| **c** | Shares exceeding 34% of the share capital | [D] | - | 457,507,201 | |
| **d** | Shares held by Delfin | | 147,589,999 | | |
| **e = 31% (a-b-c)** | Cap on voting rights | 31% (N-P-D) | 141,579,668 | **Delfin voting rights** | |
| **f = d-e** | Non-exercisable voting rights | | 6,010,331 | 141,579,668 | = 31.41% |
| **g = a-b-f** | Total number of voting rights | | 450,698,277 | 450,698,277 | |

For the purposes of this statutory clause limiting voting rights, it is specified that all current or former employees of EssilorLuxottica or of its subsidiaries or interests and/or the assigns of these persons and/or the asset management companies whose entire capital is exclusively held by the latter (the 'Employees and Employee Entities'), acting alone or in concert with other Employees and Employee Entities or with an entity (including any mutual funds) the entire capital or units of which are held by Employees and Employee Entities (an 'Authorized Entity') will not be taken into account for the calculation of the number of natural persons or corporate entities holding more than 10% of the capital or voting rights of EssilorLuxottica provided that (i) these Employees and Employee Entities and/or Authorized Entities do not act in concert with any third party other than the Employees and Employee Entities and/or Authorized Entities, (ii) the Employees and Employee Entities and/or Authorized Entities are not represented by a third party not appointed from among the Employees and Employee Entities; it being however specified that this exclusion will only apply insofar as the Employees and Employee Entities and/or any Authorized Entity hold less than 15% of the share capital or voting rights of EssilorLuxottica.

The limit provided for in the above paragraphs has no effect on the calculation of the total number of voting rights that are attached to EssilorLuxottica's shares that must be taken into account for the application of legal, regulatory or statutory provisions that impose particular obligations by reference to the number of existing voting rights in EssilorLuxottica or the number of shares bearing voting rights.

The limit provided for in the above paragraphs automatically lapses, without the necessity for a new decision of the Extraordinary Shareholders' Meeting, whenever a natural person or corporate entity, acting alone or in concert with one or more natural persons or corporate entities, holds at least two thirds of the total number of shares and voting rights of EssilorLuxottica following a takeover bid targeting all the shares of EssilorLuxottica. The Board of Directors notes that the lapse has occurred and carries out the corresponding statutory amendment formalities.

For more information, please refer to Section 7.1.

### Crossing of Legal Thresholds in 2024

In 2024, EssilorLuxottica received the following notification from The Capital Group Companies:

- On October 21, The Capital Group Companies notified the Company and the AMF that as of October 18, 2024, The Capital Group Companies held 22,896,091 shares of EssilorLuxottica, representing 5.01% of the Company's share capital and 5.01% of its voting rights.

## 7.5 Employee Shareholding

Employee shareholding is one of the founding pillars of EssilorLuxottica's culture and a key driver of its performance since its creation. More than just a financial mechanism, it reflects a strong commitment to the direct and long-term involvement of employees in the Group's success. Staying true to this commitment, EssilorLuxottica has always ensured that its employees are actively involved in value creation, strengthening their sense of belonging and their alignment with the Group's strategic direction.

Built on two complementary pillars – co-investment and performance share plans – EssilorLuxottica's employee shareholding policy aims to make shareholding accessible to as many employees as possible under advantageous conditions. Through a simple and inclusive co-investment mechanism that minimizes entry barriers, every employee has the opportunity to participate in the Group's value creation and contribute directly to its success.

Since the launch of the first international plan, employee shareholding has continuously evolved to include an ever-growing number of employees worldwide. In 2024, the program was redesigned to make it simpler, more accessible, and even more attractive. The Group is now preparing to take another step forward with the rollout of an enhanced and more ambitious offer in the first quarter of 2025.

Today, more than 83,500 internal shareholders hold EssilorLuxottica shares, representing approximately 4.4% of the capital and 4.5% of the voting rights. By aligning employees' interests with those of the Group and its shareholders, employee shareholding serves as a key driver of performance, collective responsibility, and long-term value creation for the entire Group.

### 7.5.1 Performance Shares

Rights to performance shares are presented below:

| | As at December 31, 2024 | Of which in 2024 | In January 2025 |
|---|---|---|---|
| Rights granted | 9,449,496 | | |
| Rights canceled | 900,530 | 303,292 | 25,875 |
| Rights exercised | 2,398,517 | | |
| • Shares issued through a capital increase | | | |
| • Treasury share account | | 2,392,989 | |
| Rights outstanding[(a)] | 6,150,449 | | 6,124,574 |

*(a) i.e., 1.34% of the share capital as at December 31, 2024.*

If the rights to performance shares are exercised, grantees will be granted existing ordinary EssilorLuxottica shares.

The decision was preceded by an assessment of the benefits of this type of plan. The conclusions from this assessment were as follows:

- the potential dilutive impact of performance shares granted is less than half that of stock subscription options offering an equivalent potential gain;
- the grant system makes it easier for grantees to keep their shares, unlike stock subscription options (or purchase) options, the financing of which by the holders results in almost all cases to a partial or total transfer;
- the terms of the performance share awards are designed to ensure that the potential gain for grantees is as close as possible to that for holders of stock options. Lastly, the performance shares are subject to vesting conditions based on growth in the Company's share price to ensure that the interests of grantees converge with those of shareholders.

### 7.5.1.1 Vesting Conditions and Lock-Up Period

EssilorLuxottica's long-term compensation plans were designed to encourage the alignment of the interests of employee shareholders and external shareholders.

Performance shares granted since 2006 are governed by performance share plan regulations, with conditions that have evolved over the years.

The vesting of performance shares is dependent on:

- one or more performance conditions, in accordance with the resolutions approved during the Shareholders' Meetings authorizing the implementation of these plans;
- an employment condition in order to guarantee the long-term commitment of the grantees and their loyalty to the Company;
- a lock-up period for vested shares, subject to a decision by the Board of Directors, to strengthen the convergence between the interests of employee shareholders and those of external shareholders;
- stricter conditions for corporate officers.

Shares from 2020 (French resident and non resident) have been fully delivered.

#### Performance condition

For the plans granted from 2020 to 2023, the vesting of shares and the number of shares vested are subject to a performance condition based on the annualized growth of the EssilorLuxottica share price over a period of three years from their award date.

For the plan granted in 2024, in accordance with resolution no. 33 approved by the Shareholders' Meeting on April 30, 2024, the vesting of shares and the number of shares vested are subject to three distinct performance conditions, measured over a three-year period, based on:

- the annualized growth of the EssilorLuxottica's share price;
- the Group adjusted earnings per share (at constant exchange rates);
- a criterion related to corporate social responsibility (CSR); for 2024, it is a criterion based on $CO_2$ emissions.

Performance shares allocated to Executive Corporate Officers are subject to specific performance conditions, described each year in the section on the compensation of corporate officers (Section 4.3 of this document).

#### Employment condition

From October 2020 plan, Performance Shares will be delivered to each beneficiary subject to the satisfaction of the Performance Condition of the Plan (three years after grant), provided that the Beneficiary holds, throughout the entire duration of the Vesting Period, an employment contract or corporate office within the Group.

The employment condition is waived in the event of the grantee's death, disability, retirement or dismissal economic grounds for some plans and under certain conditions.

#### Lock-up period

For the previous plans in effect as at the Combination Date, the Board of Directors established a lock-up period once the performance condition is met. French tax residents may sell the shares acquired no earlier than the fifth anniversary of the initial award. All shares acquired are only available to non-French tax residents after the fourth anniversary of their initial award.

For the plans introduced after the Combination Date, in accordance with the fifteenth resolution approved by the Shareholders' Meeting of May 21, 2021 and the thirty-third resolution approved by the Shareholders' Meeting of April 30, 2024, the Board of Directors may impose a share lock-up period on grantees, it being specified that Executive Corporate Officers are required to hold a certain number of shares for the duration of their term of office.

From the November 2018 plans, the Board of Directors decided not to impose a lock-up period.

### 7.5.1.2 Rights to Performance Shares Outstanding

| Grant date | Number of rights granted | Of which corporate officers | Initial reference share price (useful for evaluating performance) *(in €)* | Number of rights outstanding as at December 31, 2024 | Number of rights outstanding as at January 31, 2025 |
|---|---|---|---|---|---|
| October 6, 2022 | 2,092,725 | 85,000 | 14,584 | 1,850,150 | 1,839,343 |
| October 6, 2022 Collective | 81,288 | | 14,584 | 71,010 | 70,686 |
| October 2, 2023 | 2,187,234 | 105,000 | 17,116 | 2,058,348 | 2,047,853 |
| October 2, 2023 Collective | 82,566 | | 17,116 | 76,230 | 75,888 |
| November 27, 2024 | 2,019,872 | 145,000 | 22,654 | 2,009,643 | 2,006,078 |
| November 27, 2024 Collective | 85,500 | | 22,654 | 85,068 | 84,726 |
| **TOTAL** | **6,549,185** | **335,000** | | **6,150,449** | **6,124,574** |

### 7.5.1.3 Board of Directors Members' Rights to Shares

| Position as at December 31, 2024 | Paul du Saillant | Francesco Milleri | Virginie Mercier Pitre | Margot Bard | Sébastien Brown |
|---|---|---|---|---|---|
| **Rights to performance shares** | | | | | |
| October 6, 2022 | 35,000 | 50,000 | 1,500 | 441 | 124 |
| October 6, 2022 | | | 18 | 18 | 18 |
| October 2, 2023 | 35,000 | 70,000 | 2,041 | 441 | 241 |
| October 2, 2023 | | | 18 | 18 | 18 |
| November 27, 2024 | 45,000 | 100,000 | 2,020 | 420 | 270 |
| November 27, 2024 | | | 18 | 18 | 18 |

## 7.5.2 Stock Options

The position regarding stock options is presented below.

Information is provided only for those award plans for which options are currently outstanding.

| | Before the Combination[a] | | |
|---|---|---|---|
| | As at December 31, 2024 | Of which in 2024 | In January 2025 |
| Options granted[a] | 132,016 | - | - |
| Options canceled | 55,498 | 11,016 | - |
| Options exercised[a] | 76,518 | 18,048 | - |
| Options outstanding[a][b] | - | | - |

*(a) Plans from September 22, 2016 to October 3, 2017: before Combination.*

| | After Combination[a] | | |
|---|---|---|---|
| | As at December 31, 2024 | Of which in 2024 | In January 2025 |
| Options granted[a] | 495,724 | - | - |
| Options canceled[a] | 92,630 | 34,380 | - |
| Options exercised[a] | 213,081 | 92,486 | 24,307 |
| Options outstanding[a][b] | 190,013 | | 165,706 |

*(a) Plans from November 29, 2018 to October 28, 2021: after Combination.*
*(b) i.e., 0.04% of the share capital as at December 31, 2024.*

Stock options exercisable on the Combination Date, if exercised, trigger the issue of new ordinary Company shares.

Stock options granted after the Combination Date will be delivered through treasury shares.

The subscription/purchase price is equal to the average of the opening prices quoted for the Company's shares over the 20 trading days preceding the Board of Directors' decision to grant the options.

Under capped plans, the maximum profit that can be made by each grantee is capped at 100% of the value of the options granted.

Capped performance plans are, in addition, subject to the share price reaching a certain level (in the same way as the performance shares described in Section 7.5.1) and can be canceled if the target is not met.

| Grant date[a] | Number of options granted | Subscription/ purchase price[b] *(in €)* | Number of options outstanding as at December 31, 2024 | Number of options outstanding as at January 31, 2025 |
|---|---|---|---|---|
| October 3, 2017 | 132,016 | 105.80 | - | - |
| November 29, 2018 | 133,203 | 116.74 | 29,334 | 25,040 |
| October 3, 2019 | 127,117 | 131.52 | 41,850 | 38,498 |
| October 1, 2020 | 113,536 | 110.79 | 36,406 | 30,388 |
| October 28, 2021 | 121,868 | 165.80 | 82,423 | 71,780 |
| **TOTAL** | **627,740** | | **190,013** | **165,706** |

*(a) Plans prior to November 29, 2018 no longer have share subscription options outstanding.*
*(b) Starting from the November 29, 2018 plan, delivery of treasury shares.*

### 7.5.3 Stock Option Awards and Exercises During the Year

**Award and exercise:**

- stock subscription options;
- share purchase options;
- rights to performance shares;
- granted to Non-Corporate Directors and Officers.

| | Total number | Average weighted price *(in €)* | Maturity date | Related plans |
|---|---|---|---|---|
| **No options granted during the 2024 fiscal year** | - | - | - | - |
| **Rights to performance shares granted during the 2024 fiscal year** by the issuer and by any company included within the scope options granted, to the ten employees of the issuer and of any company included in this scope, of which the number of rights thus granted is the highest (general information) | 218,076 | 226.54 | 11/27/2027 | 11/27/2024 |
| **Options held** on the issuer and the companies referred to above, **exercised during the 2024 fiscal year** by the ten employees of the issuer and of these companies, of which the number of purchase or subscription options thus exercised is the highest (general information) | 20,069 | 132.12 | | 10/03/2017<br>11/29/2018<br>10/03/2019<br>10/01/2020 |

## 7.6 Dividend Distribution

The Company pursues a balanced dividend policy aimed at ensuring the remuneration of its shareholders and the reinvestment of its earnings to further its development.

### 2024 Dividend in Respect of Fiscal Year 2023

The Board of Directors of February 12, 2025 decided to submit to the Shareholders' Meeting to be held on April 30, 2025 a dividend of €3.95 per ordinary share for the year 2024.

Subject to the approval by the Shareholders' Meeting the dividend will be paid as from June 5, 2025, in cash or in shares, at the shareholder's discretion.

## History of the Overall Dividend Distribution and Growth

Total dividends for 2024 and the previous six years were as follows:

| *€ million* | Net income Group share | Amount distributed | Pay out ratio | Net dividend *(in €)* | Pay out date |
|---|---|---|---|---|---|
| 2024 | 3,122[(a)] | 1,803[(b)] | 57%[(b)] | 3.95[(b)] | 06/05/2025[(b)] |
| 2023 | 2,946[(c)] | 1,786 | 60% | 3.95 | 06/03/2024 |
| 2022 | 2,860[(d)] | 1,438 | 50% | 3.23 | 06/13/2023 |
| 2021 | 2,206[(e)] | 1,104 | 50% | 2.51 | 06/21/2022 |
| 2020 | 788[(f)] | 977[(g)] | 123%[(g)] | 2.23[(g)] | 06/21/2021[(g)] |
| 2019 | 1,938[(f)] | –[(h)] | –[(h)] | –[(h)] | –[(h)] |
| 2018 | 1,871[(i)] | 887 | 50%[(j)] | 2.04 | 05/23/2019 |

*(a) Corresponding to the adjusted Net profit attributable to owners of the parent as presented in Section 3.3, paragraph Adjusted consolidated statement of profit or loss, of this Universal Registration Document.*
*(b) Based on the number of shares as of January 31, 2025 (excluding treasury shares) and subject to the decision of the Annual Shareholders' Meeting on April 30, 2025.*
*(c) Corresponding to the adjusted Net profit attributable to owners of the parent as presented in Section 2.3, paragraph Adjusted consolidated statement of profit or loss, of the 2023 Universal Registration Document.*
*(d) Corresponding to the adjusted Net profit attributable to owners of the parent as presented in Section 2.3, paragraph Adjusted consolidated statement of profit or loss, of the 2022 Universal Registration Document.*
*(e) Corresponding to the adjusted Net profit attributable to owners of the parent as presented in Section 2.3.2.1 of the 2021 Universal Registration Document.*
*(f) Corresponding to the adjusted Net profit attributable to owners of the parent as presented in Section 3.1.1, paragraph Condensed consolidated statement of profit or loss: reconciliation with adjusted figures of the 2020 Universal Registration Document.*
*(g) An interim dividend of €1.15 per share (for a total cash-out of €503 million) has been paid on December 28, 2020.*
*(h) On April 18, 2020, in light of the Covid-19 outbreak, EssilorLuxottica Board of Directors decided not to submit the distribution of a dividend for the 2019 financial year to the Annual Shareholders' Meeting held on June 25, 2020.*
*(i) Corresponding to the pro forma adjusted Net profit as presented in Section 3.6 of 2018 Registration Document.*
*(j) Pay-out ratio applied on pro forma adjusted Net profit attributable to owners of the parent.*

Dividends not claimed within five years will lapse, in accordance with the law.

## Institution Paying the Company's Dividends

UPTEVIA, 90 – 110 Esplanade du Général de Gaulle – 92931 Paris La Défense Cedex, France.

# 7.7 Key Stock Market Data

### 7.7.1 EssilorLuxottica Shares

The EssilorLuxottica share trades on Euronext Paris – Euronext – Local stocks – Compartment A. Its ISIN and Euronext code is FR0000121667. The shares are eligible for the deferred settlement service (SRD).

The EssilorLuxottica share is included in the following main indices: CAC 40, EURO STOXX 50, MSCI Europe.

The EssilorLuxottica share is included in the following main sustainability indices: Dow Jones Best-in-Class Europe, FTSE4Good, MSCI ESG.

In 2024, EssilorLuxottica received a rating of 'AAA' in the MSCI ESG Ratings assessment, a 'Low Risk' ESG Risk Rating from Sustainalytics and 54/100 as Overall ESG Score from Moody's Analytics.

The shares are freely transferable and cannot be jointly owned.

## 7.7.2 Key Stock Market Data Over 10 Years

*(Source: Reuters, Bloomberg)*

| | Share price *(in €)* | | | | |
|---|---|---|---|---|---|
| | Session High | Session Low | Closing price | Number of outstanding shares at December 31 | Market capitalization at December 31 *(€ million)* |
| **2024** | **235.6** | **175.44** | **235.6** | **457,507,201** | **107,789** |
| 2023 | 188.84 | 155.15 | 181.6 | 453,847,215 | 82,419 |
| 2022 | 192.4 | 132.7 | 169.2 | 447,688,233 | 75,749 |
| 2021 | 195 | 116.4 | 187.24 | 442,442,920 | 82,843 |
| 2020 | 145 | 86.76 | 127.55 | 439,005,894 | 55,995 |
| 2019 | 142.7 | 95.5 | 135.8 | 437,564,431 | 59,421 |
| 2018 | 129.55 | 105.35 | 110.45 | 426,777,218 | 47,138 |
| 2017 | 122.15 | 100.6 | 114.95 | 219,125,439 | 25,188 |
| 2016 | 124.55 | 93.41 | 107.35 | 218,507,701 | 23,457 |
| 2015 | 125.15 | 88.72 | 115.05 | 216,456,440 | 24,903 |

## 7.7.3 Share Prices and Trading Volumes Over the Past 16 Months

*(Sources: Bloomberg and Reuters)*

*Stock markets: Euronext Paris, Turquoise, Bats Europe, Equiduct, London Stock Exchange, Acquis Exchange.*

| | | | Market price *(in €)* | |
|---|---|---|---|---|
| | Volume of transactions *(millions of shares)* | Volume of transactions, in capital *(€ millions)* | In session Highest | In session Lowest |
| **2023** | | | | |
| October | 17.16 | 2,838 | 178.60 | 161.70 |
| November | 16.19 | 2,857 | 180.53 | 169.50 |
| December | 13.41 | 2,445 | 185.96 | 177.50 |
| **2024** | | | | |
| January | 17.71 | 3,169 | 185.72 | 174.20 |
| February | 17.51 | 3,323 | 197.69 | 180.72 |
| March | 14.64 | 3,027 | 211.10 | 196.76 |
| April | 17.21 | 3,510 | 210.70 | 200.10 |
| May | 14.99 | 3,087 | 210.00 | 197.76 |
| June | 14.70 | 3,034 | 210.35 | 200.60 |
| July | 17.81 | 3,550 | 213.20 | 189.70 |
| August | 12.19 | 2,571 | 215.60 | 206.32 |
| September | 15.51 | 3,236 | 215.60 | 203.40 |
| October | 18.01 | 3,880 | 222.00 | 207.60 |
| November | 18.52 | 4,241 | 236.25 | 216.80 |
| December | 12.90 | 2,985 | 235.60 | 226.60 |
| **2025** | | | | |
| January | 16.90 | 4,161 | 266.45 | 229.48 |

# 7.8 Historical Data

## 7.8.1 Breakdown of the Share Capital in 2022 and 2023

### Breakdown of Share Capital in 2023

| As at December 31, 2023 | Number of shares | % | Number of voting rights | % |
|---|---|---|---|---|
| **DELFIN** | **147,589,999** | **32.5%** | **140,133,442** | **31.5%[a]** |
| • Shareholding EssilorLuxottica FCPE | 4,358,375 | 1.0% | 4,358,375 | 1.0% |
| • Valoptec International FCPE | 2,903,191 | 0.6% | 2,903,191 | 0.6% |
| • Funds outside France (Trust US, SIP, …) | 1,034,390 | 0.2% | 1,034,390 | 0.2% |
| • EssilorLuxottica FCPE | 1,277,978 | 0.3% | 1,277,978 | 0.3% |
| • Pure registered shares or administered shares held by employees | 9,714,065 | 2.1% | 9,714,065 | 2.2% |
| • Pure registered shares or administered shares held by partners | 343,240 | 0.1% | 343,240 | 0.1% |
| **INTERNAL SHAREHOLDING (CURRENT, FORMER AND RETIRED EMPLOYEES) AND PARTNER SHAREHOLDING[b][c]** | **19,631,239** | **4.3%** | **19,631,239** | **4.4%** |
| **TREASURY SHARES** | **1,803,854** | **0.4%** | | |
| **FREE-FLOAT** | **284,822,123** | **62.8%** | **284,822,123** | **64.1%** |
| TOTAL | 453,847,215[d] | 100% | 444,586,804 | 100% |

*(a) Exercise of the Delfin voting rights is capped according to the formula described in Sections 7.1 and 7.4.*
*(b) The partner shareholding designates the portion of EssilorLuxottica shares held by employees, directors, and any former employees and former managers of the companies in which EssilorLuxottica held an interest that was thereafter fully divested.*
*(c) The portion of capital held by employees within the meaning of Article L.225-102 of the Commercial Code is 2.01%. This includes shares held by active employees in the Actionnariat EssilorLuxottica FCPE and all shares held in the Valoptec International FCPE and EssilorLuxottica FCPE. It does not include shares held in pure or administered registered form resulting of performance shares granted under a resolution adopted at a Shareholders' Meeting prior to the August 6, 2015 Act.*
*(d) Corresponding to 453,833,920 shares delivered and registered in 2023 and 13,295 shares delivered but not registered.*

### Breakdown of Share Capital in 2022

| As at December 31, 2022 | Number of shares | % | Number of voting rights | % |
|---|---|---|---|---|
| **DELFIN** | **144,685,679** | **32.3%** | **138,051,551** | **31.5%[a]** |
| • Shareholding EssilorLuxottica FCPE | 4,137,210 | 0.9% | 4,137,210 | 0.9% |
| • Valoptec International FCPE | 3,146,104 | 0.7% | 3,146,104 | 0.7% |
| • Funds outside France (Trust US, SIP, …) | 1,017,366 | 0.2% | 1,017,366 | 0.2% |
| • EssilorLuxottica FCPE | 1,137,287 | 0.3% | 1,137,287 | 0.3% |
| • Pure registered shares or administered shares held by employees | 9,117,227 | 2.0% | 9,117,227 | 2.1% |
| • Pure registered shares or administered shares held by partners | 343,240 | 0.1% | 343,240 | 0.1% |
| **INTERNAL SHAREHOLDING (CURRENT, FORMER AND RETIRED EMPLOYEES) AND PARTNER SHAREHOLDING[b][c]** | **18,898,434** | **4.2%** | **18,898,434** | **4.3%** |
| **TREASURY SHARES** | **2,360,650** | **0.5%** | | |
| **FREE-FLOAT** | **281,743,470** | **63.0%** | **281,743,470** | **64.2%** |
| TOTAL | 447,688,233[d] | 100% | 438,693,455 | 100% |

*(a) Exercise of the Delfin voting rights is capped according to the formula described in Sections 7.1 and 7.4.*
*(b) The partner shareholding designates the portion of EssilorLuxottica shares held by employees, directors, and any former employees and former managers of the companies in which EssilorLuxottica held an interest that was thereafter fully divested.*
*(c) The portion of capital held by employees within the meaning of Article L.225-102 of the Commercial Code is 1.92%. This includes shares held by active employees in the Actionnariat EssilorLuxottica FCPE and all shares held in the Valoptec International FCPE and EssilorLuxottica FCPE. It does not include shares held in pure or administered registered form resulting of performance shares granted under a resolution adopted at a Shareholders' Meeting prior to the August 6, 2015 Act.*
*(d) Corresponding to 447,647,330 shares delivered and registered in 2022 and 40,903 shares delivered but not registered.*

## 7.8.2 History of the Share Capital

| Change in the share capital over the last five years<br>*€ thousands* | Number of shares | Nominal | Issue premium | Successive amounts of nominal share capital | Cumulative number of shares of the Company |
|---|---|---|---|---|---|
| **SHARE CAPITAL AS AT DECEMBER 31, 2019** | | | | **78,756** | **437,533,516** |
| Delivery of performance share plans | 1,078,950 | 194 | - | 78,950 | 438,612,466 |
| Share subscription reserved for the Essilor group mutual funds | 316,961 | 57 | 28,635 | 79,007 | 438,929,427 |
| Exercise of stock subscription option | 71,221 | 13 | 7,045 | 79,020 | 439,000,648 |
| **SHARE CAPITAL AS AT DECEMBER 31, 2020** | | | | **79,020** | **439,000,648** |
| Delivery of performance share plans | 30,782 | 6 | - | 79,026 | 439,031,430 |
| Share subscription reserved for the Essilor group mutual funds | 177,863 | 32 | 26,226 | 79,058 | 439,209,293 |
| Exercise of stock subscription option | 28,055 | 5 | 559 | 79,063 | 439,237,348 |
| Dividend payment in newly issued shares | 2,687,685 | 484 | 334,671 | 79,547 | 441,925,033 |
| **SHARE CAPITAL AS AT DECEMBER 31, 2021** | | | | **79,547** | **441,925,033** |
| Delivery of performance share plans | 630,729 | 113 | - | 79,660 | 442,555,762 |
| Share subscription reserved for the Essilor group mutual funds | 232,868 | 42 | 30,648 | 79,702 | 442,788,630 |
| Exercise of stock subscription option | 69,506 | 13 | 7,457 | 79,715 | 442,858,136 |
| Dividend payment in newly issued shares | 4,789,194 | 862 | 648,553 | 80,577 | 447,647,330 |
| **SHARE CAPITAL AS AT DECEMBER 31, 2022** | | | | **80,577** | **447,647,330** |
| Share subscription reserved for the EssilorLuxottica Group mutual funds | 221,455 | 40 | 30,508 | 80,617 | 447,868,785 |
| Exercise of stock subscription option | 56,053 | 10 | 6,522 | 80,627 | 447,924,838 |
| Dividend payment in newly issued shares | 5,909,082 | 1,063 | 949,767 | 81,690 | 453,833,920 |
| **SHARE CAPITAL AS AT DECEMBER 31, 2023** | | | | **81,690** | **453,833,920** |
| Share subscription reserved for the EssilorLuxottica Group mutual funds | 184,694 | 33 | 33,021 | 81,723 | 454,018,614 |
| Exercise of stock subscription option | 31,343 | 6 | 3,395 | 81,729 | 454,049,957 |
| Dividend payment in newly issued shares | 3,457,244 | 622 | 622,096 | 82,351 | 457,507,201 |
| **SHARE CAPITAL AS AT DECEMBER 31, 2024** | | | | **82,351** | **457,507,201** |

## 7.8.3 History of Awards of Stock Subscription Options and Rights to Performance Shares

With regard to performance shares, please also see Section 7.5.1.

| Plan | 11/25/2014 | 12/02/2015 |
|---|---|---|
| Date of Shareholders' Meeting | May 11, 2012 | May 5, 2015 |
| Date of Board of Directors' Meeting | November 25, 2014 | December 2, 2015 |
| Type of plan | Capped performance stock subscription option plan[(a)] | Capped performance stock subscription option plan[(b)] |
| Total number of shares that can be subscribed or purchased | Maximum 121,505 | Maximum 100,023 |
| By corporate officers | | |
| • Hubert Sagnières | | |
| • Laurent Vacherot | | |
| By the top 10 employee beneficiaries | 59,900 | 43,459 |
| Starting point for exercising options | November 25, 2016[(c)] | December 2, 2018[(d)] |
| Date plan ends | November 25, 2021 | December 2, 2022 |
| Subscription price or purchase price *(in €)* | 87.16 | 121.32 |
| Number of grantees | 256 | 283 |
| Exercise conditions[(c)] | Non-residents and residents: cannot exercise until performance is achieved. Then 50% in the third year and the balance in the following years. Cancellation possible. | No residents on this plan.<br>Non-residents: subject to employment conditions: 100% after three years. Then, maximum 100% in the fourth year. Cancellation possible. |
| Number of shares subscribed as at December 31, 2024 | 104,487 | 68,985 |
| Stock subscription options or rights to performance shares canceled | 17,018 | 31,038 |
| Stock subscription options or rights to performance shares remaining | - | - |

*(a) Capped performance plan. The capped performance plans are in addition subject to an additional market performance condition (like performance shares) and may be canceled if the condition is not reached.*
*(b) Capped performance plan. The 2015 capped performance plans are no longer subject to performance conditions.*
*(c) Options may be granted when the calculated annualized average is 2% higher than the price of €87.16.*
*(d) Options may be granted when the calculated annualized average is 2% higher than the price of €121.32.*

| Plan | 09/22/2016 | 09/22/2016 | 12/19/2016 |
|---|---|---|---|
| Date of Shareholders' Meeting | May 5, 2015 | May 5, 2015 | May 5, 2015 |
| Date of Board of Directors' Meeting | September 22, 2016 | September 22, 2016 | December 6, 2016 |
| Type of plan | Capped performance stock subscription option plan[(a)] | Rights to performance shares[(b)] | Rights to performance shares (France Collective Plan)[(b)] |
| Total number of shares that can be subscribed or purchased | Maximum 119,392 | Maximum 1,372,233 | Maximum 67,830 |
| By corporate officers | | 67,005 | 15 |
| • Hubert Sagnières | | 35,000 | |
| • Laurent Vacherot | | 32,005 | 15 |
| By the top 10 employee beneficiaries | 24,281 | 169,932 | 75 |
| Starting point for exercising options | September 22, 2019[(c)] | September 22, 2019 | December 19, 2019 |
| Date plan ends | September 22, 2023 | September 22, 2022 | December 19, 2022 |
| Subscription price or purchase price *(in €)* | 114.88 | NS[(d)] | NS[(d)] |
| Number of grantees | 810 | 11,227 | 4,523 |
| Exercise conditions | No residents on this plan<br>Non-residents: subject to employment conditions: 100% after three years. Then, maximum 100% in the fourth year. Cancellation possible. | Non-residents: award subject only to employment condition. 100% saleable on award at September 22, 2020.<br>Residents: 100% saleable as from September 22, 2021. | No non-residents on this plan. Residents: award subject only to employment condition. 100% saleable for registered shares starting Sunday, December 19, 2021, and for the company savings plan (PEE) as from December 19, 2024 or 2026. |
| Number of shares subscribed as at December 31, 2024 | 60,077 | 1,175,993 | 59,865 |
| Stock subscription options or rights to performance shares canceled | 59,315 | 196,240 | 7,965 |
| Stock subscription options or rights to performance shares remaining | - | - | - |

*(a) Capped performance plan. The 2016 capped performance plans are no longer subject to performance conditions.*
*(b) The 2016 performance shares plans are no longer subject to performance conditions.*
*(c) Options may be granted when the calculated annualized average is 2% higher than the price of €114.88.*
*(d) If performance shares are granted, they will be issued through a capital increase.*

| Plan | 10/03/2017 | 10/03/2017 | 12/21/2017 |
|---|---|---|---|
| Date of Shareholders' Meeting | May 5, 2015 | May 5, 2015 | May 5, 2015 |
| Date of Board of Directors' Meeting | October 3, 2017 | October 3, 2017 | December 6, 2017 |
| Type of plan | Capped performance stock subscription option plan[a] | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 132,016 | Maximum 1,481,219 | Maximum 91,200 |
| By corporate officers | | 82,045 | |
| • Hubert Sagnières | | 50,000 | |
| • Laurent Vacherot | | 32,045 | |
| By the top 10 employee beneficiaries | 23,583 | 151,604 | 60 |
| Starting point for exercising options | October 3, 2020[b] | October 3, 2020[c] | December 21, 2020[d] |
| Date plan ends | October 3, 2024 | October 3, 2023 | December 21, 2023 |
| Subscription price or purchase price *(in €)* | 105.8 | NS[e] | NS[e] |
| Number of grantees | 786 | 12,112 | 4,560 |
| Exercise conditions | No residents on this plan. Non-residents: subject to employment conditions: 100% after three years. Then, maximum 100% in the fourth year. Cancellation possible. | Non-residents: award subject to the employment and performance conditions. Cancellation possible. 100% saleable on award at October 3, 2021. Residents: award subject to performance. Cancellation possible. 100% saleable as from October 3, 2022 depending on the final award date. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from December 21, 2022, and for the company savings plan (PEE) as from December 21, 2025 or 2027 depending on the final award date. |
| Number of shares subscribed as at December 31, 2024 | 76,518 | 738,408 | 56,710 |
| Stock subscription options or rights to performance shares canceled | 55,498 | 742,811 | 34,490 |
| Stock subscription options or rights to performance shares remaining | - | - | - |

*(a) Capped performance plan. The capped performance plans are in addition subject to an additional stock market performance condition (like performance shares) and may be canceled if the condition is not reached.*
*(b) Options may be granted when the calculated annualized average is 2% higher than the price of €105.80.*
*(c) Shares may be granted to residents when the calculated annualized average is 2% higher than the price of €105.80.*
*(d) Shares may be granted to residents when the calculated annualized average is 2% higher than the price of €107.14.*
*(e) If performance shares are granted, they will be issued through a capital increase.*

| Plan | 5/23/2018 | 11/29/2018 | 11/29/2018 | 11/29/2018 |
|---|---|---|---|---|
| Date of Shareholders' Meeting | May 5, 2015 | November 29, 2018 | November 29, 2018 | November 29, 2018 |
| Date of Board of Directors' Meeting | May 23, 2018 | November 29, 2018 | November 29, 2018 | November 29, 2018 |
| Type of plan | Rights to exceptional performance shares | Capped performance stock option plan[(a)] | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 316,638 | Maximum 133,203 | Maximum 1,565,862 | Maximum 93,180 |
| By corporate officers | | | 100,000 | |
| • Hubert Sagnières | | | 50,000 | |
| • Leonardo Del Vecchio | | | 50,000 | |
| By the top 10 employee beneficiaries | 90 | 12,896 | 166,580 | 200 |
| Starting point for exercising options | May 23, 2021[(b)] | November 29, 2021[(c)] | November 29, 2021[(d)] | November 29, 2021[(d)] |
| Date plan ends | May 23, 2024 | November 29, 2025 | November 29, 2024 | November 29, 2024 |
| Subscription price or purchase price *(in €)* | NS[(e)] | 116.74 | NS[(f)] | NS[(f)] |
| Number of grantees | 35,182 | 789 | 13,379 | 4,659 |
| Exercise conditions | Non-residents: award subject to the employment and performance conditions. Cancellation possible. 100% saleable on award at May 23, 2021. Residents: Award subject to performance. Cancellation possible. 100% saleable starting May 23, 2022 depending on the final date of award. | Non-residents and residents: subject to employment conditions: maximum 100% in the fourth year. Cancellation possible. | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at November 29, 2021. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from November 29, 2021, and for the company savings plan (PEE) as from November 29, 2026 or 2028 depending on the final date of award. |
| Number of shares subscribed as at December 31, 2024 | 199,441 | 83,184 | 1,346,976 | 81,980 |
| Stock subscription options or rights to performance shares canceled | 117,197 | 20,685 | 218,886 | 11,200 |
| Stock subscription options or rights to performance shares remaining | - | 29,334 | - | - |

*(a) Capped performance plan. The capped performance plans are in addition subject to an additional stock market performance condition (like performance shares) and may be canceled if the condition is not reached.*
*(b) The shares will be granted to residents provided that the estimated annualized average price is 2% higher than €114.62.*
*(c) Options will be granted provided that the estimated annualized average price is 2% higher than €116.74.*
*(d) The shares may be granted to residents when the calculated annualized average is 2% higher than the price of €116.74.*
*(e) If performance shares are granted, they will be issued through a capital increase.*
*(f) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*

| Plan | 03/07/2019 | 10/03/2019 | 10/03/2019 | 11/28/2019 |
|---|---|---|---|---|
| Date of Shareholders' Meeting | November 29, 2018 | November 29, 2018 | November 29, 2018 | November 29, 2018 |
| Date of Board of Directors' Meeting | March 7, 2019 | October 3, 2019 | October 3, 2019 | November 28, 2019 |
| Type of plan | Rights to restricted shares[a] | Capped performance stock option plan[b] | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 801,400 | Maximum 127,117 | Maximum 2,228,446 | Maximum 94,520 |
| By corporate officers | | | 80,000 | |
| • Hubert Sagnières | | | 40,000 | |
| • Leonardo Del Vecchio | | | 40,000 | |
| By the top 10 employee beneficiaries | 287,800 | 29,129 | 190,109 | 200 |
| Starting point for exercising options | March 7, 2021 | October 3, 2022[c] | October 3, 2022[d] | November 28, 2022[e] |
| Date plan ends | March 7, 2021 | October 3, 2026 | According to vesting date | According to vesting date |
| Subscription price or purchase price *(in €)* | NS | 131.52 | NS[f] | NS[f] |
| Number of grantees | 111 | 775 | 14,087 | 4,726 |
| Exercise conditions | Non-residents and residents: award subject to employment condition. Cancellation possible. 100% saleable on award at March 7, 2021. | Non-residents and residents: subject to employment conditions: maximum 100% in the fourth year. Cancellation possible. | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at October 3, 2022. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from November 28, 2022, and for the company savings plan (PEE) as from November 28, 2027 or 2029 depending on the final date of award. |
| Number of shares subscribed as at December 31, 2024 | 780,750 | 66,098 | 1,461,666 | 61,570 |
| Stock subscription options or rights to performance shares canceled | 20,650 | 19,169 | 766,780 | 32,950 |
| Stock subscription options or rights to performance shares remaining | - | 41,850 | - | - |

*(a) Award of free existing shares (without any performance condition) to Luxottica group's employees, replacing cash retention bonuses approved by Luxottica Board of Directors at the end of December 2017.*

*(b) Capped performance plan. The capped performance plans are in addition subject to an additional stock market performance condition (like performance shares) and may be canceled if the condition is not reached.*

*(c) Options will be granted provided that the estimated annualized average price is 2% higher than €131.52.*

*(d) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €131.52.*

*(e) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €137.63.*

*(f) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*

| Plan | 10/01/2020 | 10/01/2020 | 11/26/2020 |
|---|---|---|---|
| Date of Shareholders' Meeting | November 29, 2018 | November 29, 2018 | November 29, 2018 |
| Date of Board of Directors' Meeting | October 1, 2020 | October 1, 2020 | November 26, 2020 |
| Type of plan | Capped performance stock option plan[a] | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 113,536 | Maximum 2,138,851 | Maximum 92,800 |
| By corporate officers | | 110,045 | |
| • Hubert Sagnières | | 20,000 | |
| • Leonardo Del Vecchio | | 20,000 | |
| • Paul du Saillant | | 35,045 | |
| • Francesco Milleri | | 35,000 | |
| By the top 10 employee beneficiaries | 28,560 | 136,260 | 200 |
| Starting point for exercising options | October 1, 2023[b] | October 1, 2023[c] | November 26, 2023[d] |
| Date plan ends | October 1, 2027 | According to vesting date | According to vesting date |
| Subscription price or purchase price *(in €)* | 110.79 | NS[e] | NS[e] |
| Number of grantees | 687 | 13,889 | 4,640 |
| Exercise conditions | Non-residents and residents: subject to employment conditions: maximum 100% in the fourth year. Cancellation possible. | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at October 1, 2023. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from November 26, 2023, and for the company savings plan (PEE) as from November 26, 2028 or 2030 depending on the final date of award. |
| Number of shares subscribed as at December 31, 2024 | 52,065 | 1,764,627 | 78,500 |
| Stock subscription options or rights to performance shares canceled | 25,065 | 374,224 | 14,300 |
| Stock subscription options or rights to performance shares remaining | 36,406 | - | - |

*(a) Capped performance plan. The capped performance plans are in addition subject to an additional stock market performance condition (like performance shares) and may be canceled if the condition is not reached.*
*(b) Options will be granted provided that the estimated annualized average price is 2% higher than €110.79.*
*(c) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €110.79.*
*(d) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €113.85.*
*(e) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*

| Plan | 10/28/2021 | 10/28/2021 | 10/28/2021 |
|---|---|---|---|
| Date of Shareholders' Meeting | May 21, 2021 | May 21, 2021 | May 21, 2021 |
| Date of Board of Directors' Meeting | October 28, 2021 | October 28, 2021 | October 28, 2021 |
| Type of plan | Capped performance stock option plan[a] | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 121,868 | Maximum 2,817,295 | Maximum 83,016 |
| By corporate officers | | 85,000 | |
| • Paul du Saillant | | 35,000 | |
| • Francesco Milleri | | 50,000 | |
| By the top 10 employee beneficiaries | 46,706 | 176,118 | 180 |
| Starting point for exercising options | October 28, 2024[b] | October 28, 2024[c] | October 28, 2024[c] |
| Date plan ends | October 28, 2028 | October 28, 2024 | October 28, 2024 |
| Subscription price or purchase price *(in €)* | 165.80 | NS[d] | NS[d] |
| Number of grantees | 618 | 14,031 | 4,612 |
| Exercise conditions | Non-residents and residents: subject to employment conditions: maximum 100% in the fourth year. Cancellation possible. | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at October 28, 2024. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from October 28, 2024, and for the company savings plan (PEE) as from October 28, 2029 or 2031. |
| Number of shares subscribed as at December 31, 2024 | 11,734 | 2,320,534[e] | 70,598[e] |
| Stock subscription options or rights to performance shares canceled | 27,711 | 496,761 | 12,418 |
| Stock subscription options or rights to performance shares remaining | 82,423 | - | - |

*(a) Capped performance plan. The capped performance plans are in addition subject to an additional stock market performance condition (like performance shares) and may be canceled if the condition is not reached.*
*(b) Options will be granted provided that the estimated annualized average price is 2% higher than €165.80.*
*(c) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €165.80.*
*(d) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*
*(e) Shares become fully vested in the event of death or disability and are taken from the treasury shares held by the Company.*

| Plan | 10/06/2022 | 10/06/2022 |
|---|---|---|
| Date of Shareholders' Meeting | May 21, 2021 | May 21, 2021 |
| Date of Board of Directors' Meeting | October 6, 2022 | October 6, 2022 |
| Type of plan | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 2,092,725 | Maximum 81,288 |
| By corporate officers | 85,000 | |
| • Paul du Saillant | 35,000 | |
| • Francesco Milleri | 50,000 | |
| By the top 10 employee beneficiaries | 150,158 | 180 |
| Starting point for exercising options | October 6, 2025[a] | October 6, 2025[a] |
| Date plan ends | October 6, 2025 | October 6, 2025 |
| Subscription price or purchase price *(in €)* | NS[b] | NS[b] |
| Number of grantees | 14,928 | 4,516 |
| Exercise conditions | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at October 6, 2025. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from October 6, 2025, and for the company savings plan (PEE) as from October 6, 2030 or 2032. |
| Number of shares subscribed as at December 31, 2024 | 3,900[c] | 756[c] |
| Stock subscription options or rights to performance shares canceled | 238,675 | 9,522 |
| Stock subscription options or rights to performance shares remaining | 1,850,150 | 71,010 |

*(a) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €145.84.*
*(b) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*
*(c) Shares become fully vested in the event of death or disability and are taken from the treasury shares held by the Company.*

| Plan | 10/02/2023 | 10/02/2023 |
|---|---|---|
| Date of Shareholders' Meeting | May 21, 2021 | May 21, 2021 |
| Date of Board of Directors' Meeting | October 2, 2023 | October 2, 2023 |
| Type of plan | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 2,187,234 | Maximum 82,566 |
| By corporate officers | 105,000 | |
| • Leonardo Del Vecchio | | |
| • Paul du Saillant | 35,000 | |
| • Francesco Milleri | 70,000 | |
| By the top 10 employee beneficiaries | 169,000 | 180 |
| Starting point for exercising options | October 2, 2026[a] | October 2, 2026[a] |
| Date plan ends | October 2, 2026 | October 2, 2026 |
| Subscription price or purchase price *(in €)* | NS[b] | NS[b] |
| Number of grantees | 14,733 | 4,587 |
| Exercise conditions | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at October 2, 2026. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from October 2, 2026, and for the company savings plan (PEE) as from October 2, 2031 or 2033. |
| Number of shares subscribed as at December 31, 2024 | 2,621[c] | 108[c] |
| Stock subscription options or rights to performance shares canceled | 126,265 | 6,228 |
| Stock subscription options or rights to performance shares remaining | 2,058,348 | 76,230 |

*(a) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €171.16.*
*(b) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*
*(c) Shares become fully vested in the event of death or disability and are taken from the treasury shares held by the Company.*

| Plan | 11/27/2024 | 11/27/2024 |
|---|---|---|
| Date of Shareholders' Meeting | April 30, 2024 | April 30, 2024 |
| Date of Board of Directors' Meeting | November 27, 2024 | November 27, 2024 |
| Type of plan | Rights to performance shares | Rights to performance shares (France Collective Plan) |
| Total number of shares that can be subscribed or purchased | Maximum 2,019,872 | Maximum 85,500 |
| By corporate officers | 145,000 | |
| • Paul du Saillant | 45,000 | |
| • Francesco Milleri | 100,000 | |
| By the top 10 employee beneficiaries | 218,040 | 180 |
| Starting point for exercising options | November 27, 2027[a] | November 27, 2027[a] |
| Date plan ends | November 27, 2027 | November 27, 2027 |
| Subscription price or purchase price *(in €)* | NS[b] | NS[b] |
| Number of grantees | 8,086 | 4,750 |
| Exercise conditions | Non-residents and residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable on award at November 29, 2027. | No non-residents on this plan. Residents: award subject to employment and performance conditions. Cancellation possible. 100% saleable for registered shares as from November 29, 2027, and for the company savings plan (PEE) as from November 29, 2032 or 2034. |
| Number of shares subscribed as at December 31, 2024 | -[c] | -[c] |
| Stock subscription options or rights to performance shares canceled | 10,229 | 432 |
| Stock subscription options or rights to performance shares remaining | 2,009,643 | 85,068 |

*(a) Shares will be granted to residents provided that the estimated annualized average price is 2% higher than €226,54.*
*(b) If the performance shares are granted, they will be produced and taken from the treasury shares held by the Company.*
*(c) Shares become fully vested in the event of death or disability and are taken from the treasury shares held by the Company.*

# 8

# Additional Information on the Universal Registration Document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# In brief

## Company name

The company's name is EssilorLuxottica, hereinafter the 'Company' or, together with its subsidiaries, the 'Group'.

## Market-related information

Unless otherwise stated:

- information on market positions is based on volumes sold;
- marketing information relating to the market and the ophthalmic industry or EssilorLuxottica's positions comes from EssilorLuxottica and from internal assessments and studies, which may be based on external market surveys.

## Third-Party information

When information comes from a third-party, it has been accurately reproduced and, as far as the Company is aware and able to ascertain from the information published by such third-party, no facts have been omitted that would render the reproduced information inaccurate or misleading.

## Person responsible

**Francesco Milleri**

Chairman and Chief Executive Officer

## Statutory Auditors

**PricewaterhouseCoopers Audit**

63, rue de Villiers

92208 Neuilly-sur-Seine

**Forvis Mazars**

61, rue Henri-Regnault

92075 Paris-La Défense Cedex

## Trademarks

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OneSight™ is a trademark of OneSight EssilorLuxottica Foundation.

# 8.1 Person Responsible

## 8.1.1 Person Responsible for the Universal Registration Document

Francesco Milleri, Chairman and Chief Executive Officer, is the person responsible for the information given in the Universal Registration Document.

## 8.1.2 Statement by the Person Responsible for the Universal Registration Document

I declare that the information contained in this Universal Registration Document is, to my knowledge, in accordance with the facts and contains no omission that might affect its significance.

I declare that, to my knowledge, the statutory accounts and the consolidated financial statements have been prepared in accordance with applicable accounting standards and give a true and fair view of the assets and liabilities, of the financial position and profits or losses of the Company and its consolidated subsidiaries, and that the Management Report included in this document, which is detailed in the concordance table in Section 8.4.3, provides a true and fair view of the evolution, the results and the financial position of the Company and its consolidated subsidiaries, as well as a description of their principal risks and uncertainties, and it has been prepared in accordance with applicable sustainability reporting standards.

Paris, March 10, 2025

**Francesco Milleri**

# 8.2 Statutory Auditors

## 8.2.1 Incumbent and Alternate Statutory Auditors

### Incumbent

**PricewaterhouseCoopers Audit**

63, rue de Villiers

92208 Neuilly-sur-Seine

First appointed: June 14, 1983.

Reappointed by the Shareholders' Meeting of May 16, 2019 for a legal period of six years.

PricewaterhouseCoopers Audit is represented by Stéphane Basset and Pierre-Olivier Etienne (registered members of the *Compagnie Régionale des Commissaires aux comptes de Versailles*).

The Alternate Auditor for PricewaterhouseCoopers Audit is Patrice Morot (registered member of the *Compagnie Régionale des Commissaires aux comptes de Versailles*), appointed by the Shareholders' meeting of May 16, 2019 for a legal period of six years.

**Forvis Mazars**

61, rue Henri Regnault

92075 Paris-La Défense Cedex

First appointed: May 11, 2007.

Reappointed by the Shareholders' Meeting of May 16, 2019 for a legal period of six years.

Forvis Mazars is represented by Guillaume Devaux and Julien Madile (registered members of the *Compagnie Régionale des Commissaires aux comptes de Versailles*).

The Alternate Auditor for Forvis Mazars is Gilles Magnan (registered member of the *Compagnie Régionale des Commissaires aux comptes de Versailles*), appointed by the Shareholders' meeting of May 16, 2019 for a legal period of six years.

## 8.2.2 Resignation or Non-Renewal

No auditors resigned in 2024.

Given the expiration of the terms of PricewaterhouseCoopers Audit and Forvis Mazars as Statutory Auditors at the end of the Shareholders' Meeting of April 30, 2025, it is proposed to this Shareholders' Meeting to appoint Ernst & Young Audit and to renew Forvis Mazars as Statutory Auditors, each for a period of six years, which will expire at the end of the Shareholders' Meeting called to approve in 2031 the financial statements for the financial year ending on December 31, 2030.

# 8.3 Publicly Available Documents

The bylaws and other corporate documents are available for consultation at the Company's registered office (147, rue de Paris – 94220 Charenton-le-Pont – France).

Paper copies of the last three years' Registration Documents and Annual Reports are available on request from the Investor Relations & Financial Communications Department at the Company's registered office. The printed versions of the Universal Registration Document and the 2024 Annual Report, or a copy of those documents, will be available at the Shareholders' Meeting called to approve the financial statements for the fiscal year, to be held on April 30, 2025.

EssilorLuxottica regularly provides its shareholders with transparent, accessible information about the Group, its activities and its financial results via a large range of resources.

## Information Published by the Company in the Past Year

Documents published in the BALO may be viewed at https://www.journal-officiel.gouv.fr/pages/balo/.

The Group's website www.essilorluxottica.com also contains the following public information.

Regulatory information as defined by the *Autorité des Marchés Financiers* (AMF):

- AMF filings that are required to be published on the Company website;
- analyst presentations and webcasts of analyst meetings, when available;
- financial press releases and, when available, audio webcasts of conference calls;
- Annual Reports, Universal Registration Documents and Registration Documents (containing historical financial information about the Company) for the last five years;
- information on Shareholders' Meetings, including notices of meeting, draft resolutions, instructions on how to attend meetings and the results of voting on resolutions;
- information on sustainable development.

# 8.4 Cross-Reference Tables

## 8.4.1 Universal Registration Document

The following regulated information described in Article 221-1 of the AMF's General Regulations is provided in this document:

- the Annual Financial Report;
- the information concerning Statutory Auditors' fees;
- the description of the share buyback program.

The cross-reference table below identifies the main information provided for in Appendix 2 of the Commission Delegated Regulation (EU) 2019/980 of March 14, 2019 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council as regards the format, content, scrutiny and approval of the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Commission Regulation (EC) no. 809/2004.

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| 1.1 | Persons responsible for the information given in the Universal Registration Document | 519 | Section 8.1.1 |
| 1.2 | Declaration by those responsible for the Universal Registration Document | 519 | Section 8.2.1 |
| 1.3 | Name, business address, qualifications and material interest of person acting as expert | N/A | N/A |
| 1.4 | Confirmation regarding information sourced from a third party | 518 | In Brief Chapter 8 |
| 1.5 | Statement without the prior approval of the competent authority | 1 | N/A |
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| 4.3 | Date of incorporation and the length of life of the issuer | 487 | Section 7.1.2 |
| 4.4 | The domicile and legal form of the issuer and telephone number of its registered office | 487 | Sections 7.1.1 and 7.1.4 |
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[1] *As per Article L.232-23 of the French Code of Commerce (Code de commerce).*

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