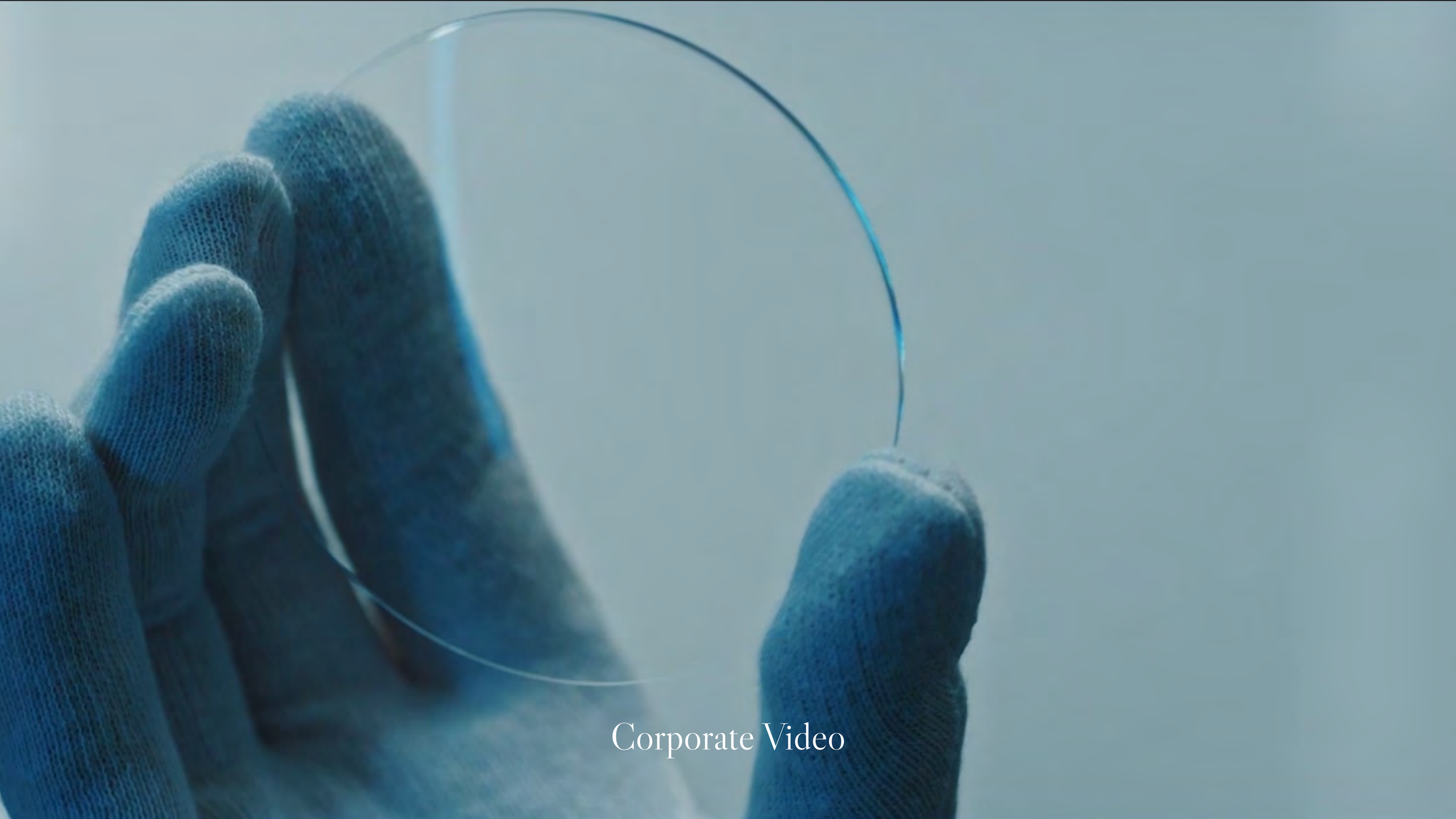
EssilorLuxottica

Annual Shareholders' Meeting 2023

Paris, May 17, 2023



Corporate Video

Francesco Milleri

Chairman and Chief Executive Officer

Tribute Video to Leonardo Del Vecchio

Alexander Lunshof

General Counsel and Secretary of the Shareholders' Meeting

Agenda

Presentations	Speakers	
Opening Formalities	**Alexander Lunshof** General Counsel and Secretary of the Shareholders' Meeting	
2018-2022, 5 years of EssilorLuxottica	**Francesco Milleri** Chairman and CEO	**Paul du Saillant** Deputy CEO
2022 Financial Results	**Stefano Grassi** Chief Financial Officer	
Shaping New Categories to Grow the Industry	**Norbert Gorny** Co-Chief Operating Officer & Head of R&D Lenses	**Federico Buffa** Head of Eyewear R&D, Product Style and Licensing
How EssilorLuxottica Leads the Market	**Chrystel Barranger** President of Wholesale EMEA and President of Transitions Optical	
Sustainability and Mission at the Core of EssilorLuxottica: Eyes on the Planet & OneSight EssilorLuxottica Foundation	**Elena Dimichino** Head of Corporate Social Responsibility	**Anurag Hans** Head of Mission and Head of OneSight EssilorLuxottica Foundation
Corporate Officers' Compensations	**Andrea Zappia** Chairman of the Nomination and Compensation Committee	
Statutory Auditors' Report	**Guillaume Devaux** External Auditor	
Questions & Answers		
Vote on Resolutions		

Agenda (Titles of Resolutions)

Resolution 1
Approval of the 2022 Company financial statements

Resolution 2
Approval of the 2022 consolidated financial statements

Resolution 3
Allocation of earnings and setting of the dividend

Resolution 4
Ratification of the cooptation of Mario Notari as Director in replacement of Leonardo Del Vecchio who passed away on June 27, 2022

Resolution 5
Agreements falling within the scope of Articles L.225-38 and subsequent of the French Commercial Code

Resolution 6
Approval of the report on the compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to corporate officers

Resolution 7
Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to the Chairman of the Board of Directors for the period from January 1 to June 27, 2022

Resolution 8
Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to Francesco Milleri, Chief Executive Officer until June 27, 2022, and then Chairman and Chief Executive Officer

Resolution 9
Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to Paul du Saillant, Deputy Chief Executive Officer

Agenda (Titles of Resolutions)

Resolution 10
Approval of the compensation policy applicable to the members of the Board of Directors for the fiscal year 2023

Resolution 11
Approval of the compensation policy applicable to the Chairman and Chief Executive Officer for the fiscal year 2023

Resolution 12
Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the fiscal year 2023

Resolution 13
Authorization to be granted to the Board of Directors to proceed with the purchase of Company's own ordinary shares

Resolution 14*
Authorization to be granted to the Board of Directors to reduce the share capital by cancelling Company treasury shares

Resolution 15*
Delegation of authority granted to the Board of Directors entailing a capital increase by capitalization of premiums, reserves, profits or other rights

Resolution 16*
Delegation of authority granted to the Board of Directors to issue shares and securities entailing a share capital increase, with preferential subscription rights

Resolution 17*
Delegation of authority granted to the Board of Directors to issue, with cancellation of existing shareholders' preferential subscription rights, securities giving access to the share capital, immediately or in the future, by way of an offer to the public as provided for in Article L.411-2-1°, of the French Monetary and Financial Code

Resolution 18*
Delegation of authority granted to the Board of Directors for the purpose of deciding capital increases reserved for members of a Company Savings Plan (French Plans d'Epargne d'Entreprise or "PEE") without preferential subscription rights

Resolution 19
Powers to carry out formalities

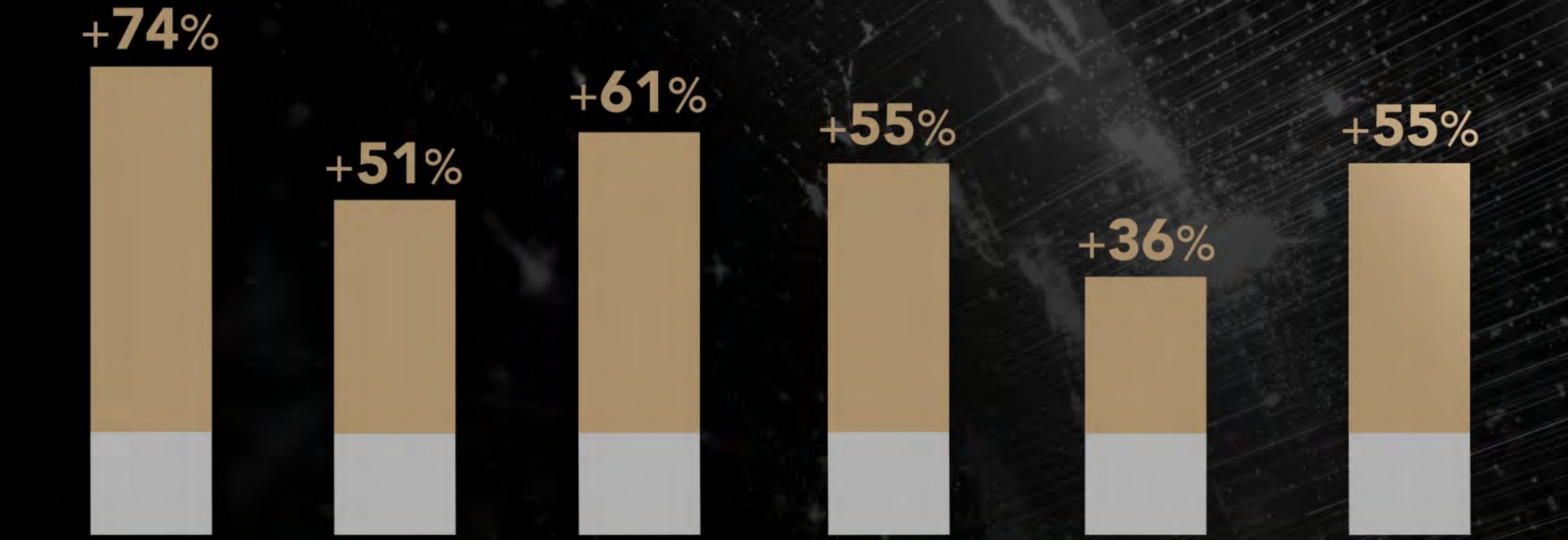
* For the Extraordinary Meeting

Francesco Milleri

Chairman and Chief Executive Officer

2018 — 2023

FIVE YEARS OF ESSILORLUXOTTICA



MARKET CAP	REVENUE	NET INCOME	DIVIDENDS	EMPLOYEES	EMPLOYEE SHAREHOLDERS
€ **80.0** bn	€ **24.5** bn	€ **2.9** bn	€ **1.4** bn	**190,000**	**72,000**

Paul du Saillant

Deputy Chief Executive Officer

A unique asset portfolio

Innovation

Industry Pioneer, Top Spender in R&D

>12,000
Patents

>3,500
New Eyewear Models / Year

Brand Portfolio

All product and price rangers

>150
Main brands

>6,000
Years' heritage

Go-to-Market

Multi/Omni-Channel

Professional Solutions

300,000
Customers

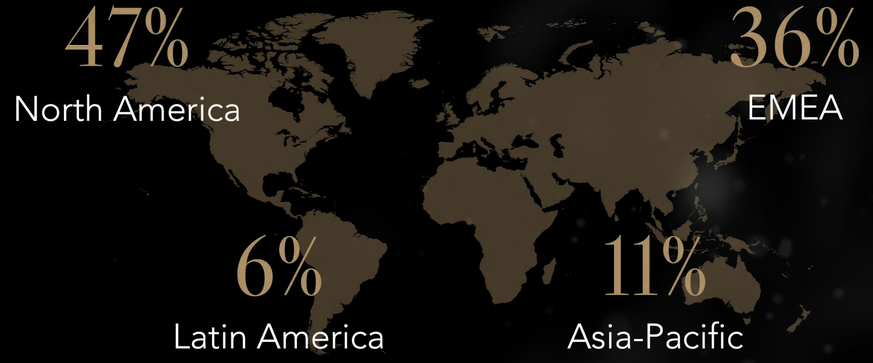
>150
Countries

Direct to Consumer

18,000
Stores

75
E-commerce banners

Global Footprint



47%
North America

36%
EMEA

6%
Latin America

11%
Asia-Pacific

People

>190,000 employees in over 150 countries

61%
Women

72,000
Employee shareholders in 85 countries

46%
<35 years

Supply Chain

Scale & Proximity

>650
Mass production facilities and prescription laboratories

57
Distribution centers

Stefano Grassi

Chief Financial Officer

2022 RESULTS

Financial Highlights

- Group’s sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms

2022 RESULTS

Financial Highlights

- Group's sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms

- Adjusted operating margin at 16.8% in FY 2022, up 70bps vs *pro forma* FY 2021

2022 RESULTS

Financial Highlights

- Group's sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms
- Adjusted operating margin at 16.8% in FY 2022, up 70bps vs *pro forma* FY 2021
- Free cash flow at € 2.3 billion in FY 2022

2022 RESULTS

Financial Highlights

- Group's sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms
- Adjusted operating margin at 16.8% in FY 2022, up 70bps vs *pro forma* FY 2021
- Free cash flow at € 2.3 billion in FY 2022
- € 1.6 billion investment in capex to strengthen the business model

2022 RESULTS

Financial Highlights

- Group's sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms
- Adjusted operating margin at 16.8% in FY 2022, up 70bps vs *pro forma* FY 2021
- Free cash flow at € 2.3 billion in FY 2022
- € 1.6 billion investment in capex to strengthen the business model
- Dividend proposed at € 3.23 per share, up 29% vs FY 2021

+29%

2022 RESULTS

Financial Highlights

- Group's sales at € 24.5 billion in FY 2022, up 13.9% vs 2021 in comparable terms
- Adjusted operating margin at 16.8% in FY 2022, up 70bps vs *pro forma* FY 2021
- Free cash flow at € 2.3 billion in FY 2022
- € 1.6 billion investment in capex to strengthen the business model
- Dividend proposed at € 3.23 per share, up 29% vs FY 2021
- Strong start of the year, with Q1 sales growth at +9.7% vs 2022

+9.7%

RESULTS BY REGION

2022 Revenue

€ million	FY 2021*	FY 2022	Δ % at Constant FX	Δ % at Current FX
North America	9,868	11,492	4.0%	16.5%
EMEA	7,953	8,749	11.2%	10.0%
Asia-Pacific	2,542	2,842	7.2%	11.8%
Latin America	1,136	1,410	13.1%	24.2%
Total Net Sales	**21,498**	**24,494**	**7.5%**	**13.9%**

** Pro forma*

RESULTS BY SEGMENT

2022 Revenue

€ million	FY 2021*	FY 2022	Δ % at Constant FX	Δ % at Current FX
Professional Solutions	10,399	11,770	6.3%	13.2%
Direct to Consumer	11,099	12,724	8.6%	14.6%
Total Net Sales	**21,498**	**24,494**	**7.5%**	**13.9%**

** Pro forma*

ADJUSTED

2022 Profit & Loss

€ million	2021*	% on sales	2022	% on sales	Δ % at Constant FX	Δ % at Current FX
REVENUE	**21,498**		**24,494**		**7.5%**	**13.9%**
Cost of Sales	-7,869		-8,888		6.2%	12.9%
GROSS PROFIT (Adj.)	**13,628**	**63.4%**	**15,606**	**63.7%**	**8.3%**	**14.5%**
Total Operating Expenses	-10,157		-11,491		7.4%	13.1%
OPERATING PROFIT (Adj.)	**3,471**	**16.1%**	**4,115**	**16.8%**	**10.9%**	**18.5%**
Financials	-144		-129		-23.8%	-10.5%
PROFIT BEFORE TAXES (Adj.)	**3,327**	**15.5%**	**3,986**	**16.3%**	**12.4%**	**19.8%**
Income taxes	-840		-978		9.4%	16.6%
NET PROFIT BEFORE MINORITIES (Adj.)	**2,487**	**11.6%**	**3,007**	**12.3%**	**13.5%**	**20.9%**
Minorities	-168		-148		-13.7%	-12.1%
GROUP NET PROFIT (Adj.)	**2,319**	**10.8%**	**2,860**	**11.7%**	**15.4%**	**23.3%**

** Pro forma*

RESULTS BY REGION

Q1 2023 Revenue

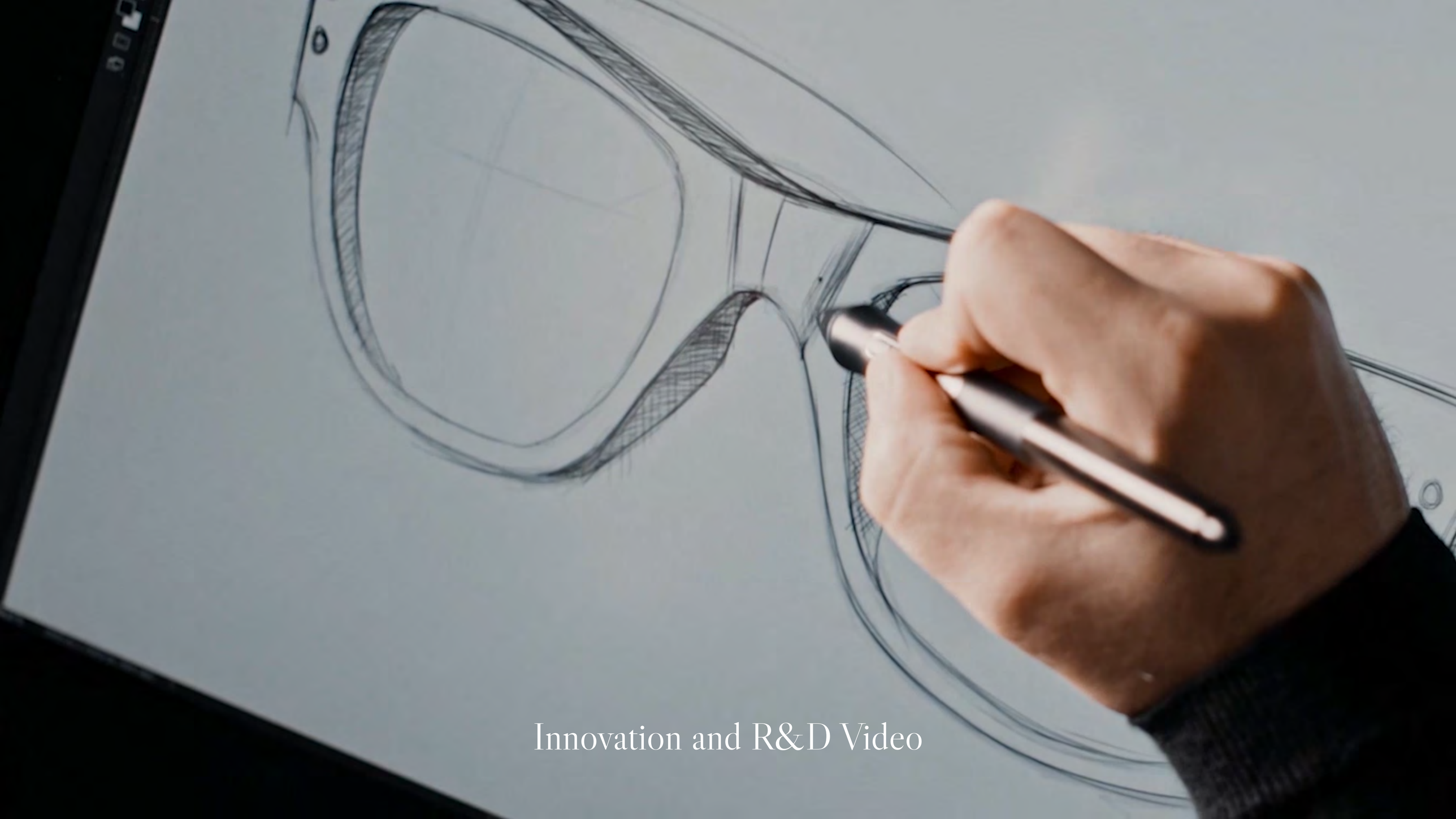
€ million	Q1 2022	Q1 2023	Δ % at Constant FX	Δ % at Current FX
North America	2,565	2,859	7.0%	11.4%
EMEA	2,054	2,194	8.9%	6.8%
Asia-Pacific	685	750	12.0%	9.4%
Latin America	302	349	11.5%	15.7%
Total Net Sales	**5,607**	**6,151**	**8.6%**	**9.7%**

Norbert Gorny

Co-Chief Operating Officer
& Head of R&D Lenses

Federico Buffa

Head of Eyewear R&D,
Product Style and Licensing



Innovation and R&D Video

R&D Network

Vision care, Eyewear design,
Smart eyewear and Sun lenses

Expanding the boundaries of vision care

Myopia Management
Stellest

- Efficacy 67%*
- 25 countries

Personalized PAL
Varilux XR Series

- 1st Eye-responsive PAL
- Powered by Artificial Intelligence
- Proprietary Digital Twin Technology

Digital Accessibility
Connect, Eclips, Spark

- Reimagining the patient journey
- Tele-optometry, advanced refraction instruments, patient-doctor communication tool

Leonardo

- A lever for growth and elevating optical industry

* Compared to single vision lenses, when worn 12 hours a day

Varilux XR Series Video

Expanding the boundaries of eyewear

Smart Frames

RAY-BAN STORIES

- Health & Vision care
- Social & Entertainment
- Sport & Performance

Sustainability

EMPORIO ARMANI
SS23

- Eco-Design
- Sustainable certifications
- Partnership
- Vertical Integration

EMPORIO ARMANI
SEE GREEN

Disruptive lens design

RAY-BAN REVERSE

- Performance materials
- Luxury details
- Lens to Last
- Tech Enhancing
- Vision Experience

Ray-Ban Reverse Video

Chrystel Barranger

President of Wholesale EMEA and President of Transitions Optical

A powerful purpose

Helping the world “see more and be more”

A market abound with meaning and potential

People Care, Vision Care

86% Optical

14% Sun

An experts and proximity industry

Consultancy, customization, precision

90% Physical

400k Doors

Large growth reserve

- Addressing needs
- Demographics and behaviors
- Premiumization and democratization
- Digitalization of the consumer journey
- Smart eyewear revolution

An ambition for the future of vision

A unified global leader

- € 24.5 bn in 2022
- +13.9%* vs 2021
- A global and omnichannel presence

Strong fundamentals

- **360° VISION EXPERT**
- A mass customization and excellence machine
- Committed professionals with service at heart

Strong commitments

- Provoking the future through innovation and technology
- **A PARTNER FOR THE ENTIRE INDUSTRY**
- A responsible leader « Eyes On the Planet »

* In comparable terms

Perform and transform

The example of EMEA in 2022

A key region and a remarkable growth

- First market of the global optical industry
- € 8.7 bn in 2022
- + 10%* vs 2021
- 52 countries
- France: a key market for the Group

A high-speed transformation

INTEGRATION OF PROFESSIONAL SOLUTIONS

- A unified organization by country
- One-stop shop | Unified partner programs
- Myopia slow-down | Ray-Ban Stories
- Integration of the system platforms

DIRECT TO CONSUMER TAKING A NEW DIMENSION

- Integration of GrandVision
- Unified platform in e-commerce
- Digitalization and elevation of our banners

* In comparable terms

Our main levers to accelerate

Geographical footprint

- Local at global scale

Market development

- Referent brands and licenses portfolio
- New categories
- Learning and education

Omnichannel Go-to-Market

- Reinforced partnerships with ECPs
- Direct to Consumer
- Transversal synergies

Digitalisation and integration

- Digitalization
- Integrated systems platforms

Our human impact

A global community of

190,000

Committed employees

In partnership with

300,000

Industry experts and players

With close to

1 bn

Pieces delivered per year

At the service of the vision of

7.7 bn

People worldwide

Elena Dimichino

Head of Corporate
Social Responsibility

Anurag Hans

Head of Mission and Head of OneSight
EssilorLuxottica Foundation

Sustainability and Mission Video

EYES ON THE PLANET

Sustainability at EssilorLuxottica

A long-standing responsibility

Five pillars for five commitments:

Carbon, Circularity, Ethics, Inclusion and World sight

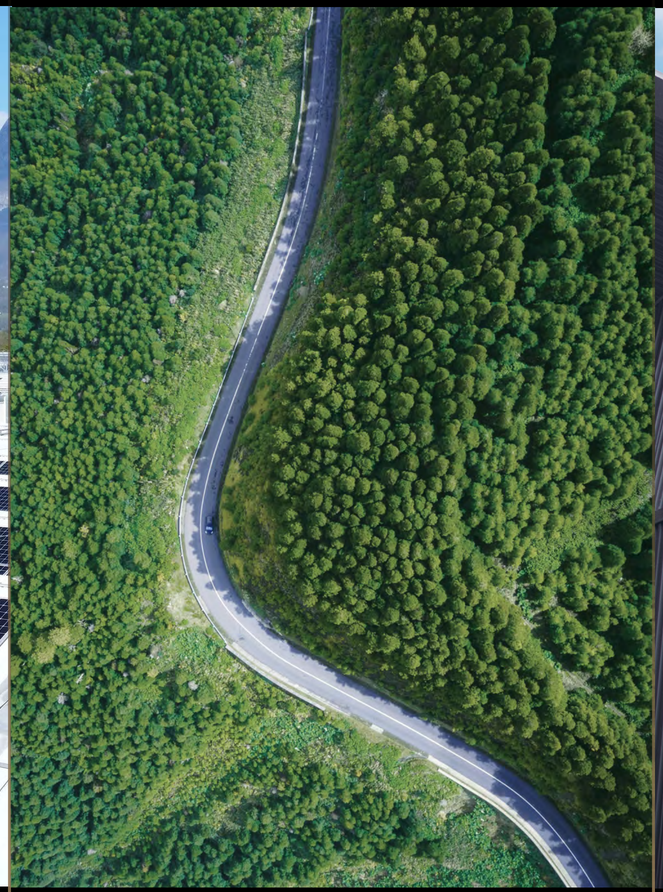
An integral part of the Company's culture

A journey of execution, awareness and evolution

Eyes on Carbon

On track to be carbon neutral in Scope 1 & 2 by 2025 and SBTi committed

Renewable Energy



Low-carbon supply chain

New buildings designed to be sustainable

Commitment to SBTi

Eyes on Circularity

The product is naturally at the center and vertical integration is the enabler

Bio-based plastics

Internal Recycling

Recycling Collaborations

Packaging

Services

Eyes on Inclusion

A diverse community of 190,000 employees

Recognitions

Awareness
and discussion

Well-being
for employees & families

On a journey
to zero-accidents

Eyes on World Sight

Our responsibility toward vision and society

Vision on the road

ONESIGHT
EssilorLuxottica Foundation

Eyes on Art

ONESIGHT
EssilorLuxottica Foundation

Impact to date

61 Million

People equipped
with eye glasses

23,000

Optical points created
in rural communities

Projects in 110 countries

ONESIGHT
EssilorLuxottica Foundation

Andrea Zappia

Chairman of the Nomination and Compensation Committee

Resolution 4

Ratification of the cooptation of Mario Notari as Director

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 the Bocconi University of Milan, he was director of the PhD in Business Law at the University of Brescia and then director of the PhD in Legal Studies at the Bocconi University of Milan.

He has been 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.

Mario Notari brings to the 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.

Non-Independent Director

Other Directorship

- Director of Delfin S.à r.l. and Banca Mediolanum S.p.A.
- Chairman of the Board of Directors of Beyond Investment S.p.A.

2022 Compensation of Corporate Officers

Resolution 6 Compensation report - Pages 125 to 168 of the 2022 Universal Registration Document
Resolution 7 Compensation of Chairman of the Board until June 27, 2022 (€ 245,833)

	Resolution 8 **Francesco Milleri** Chairman and CEO*	Resolution 9 **Paul du Saillant** Deputy CEO
Fixed compensation	€ 1,500,000	€ 1,250,000
Annual Variable to be paid	€ 2,437,500 (162.5%)	€ 2,031,250 (162.5%)
Total	€ 3,937,500	€ 3,281,250
Performance Shares granted	50,000	35,000

10% Corporate Social Responsibility

90% Financial

40% Adjusted Earnings Per Share
20% Revenue growth
20% Adjusted Operating Profit
10% Control of General and Administrative expenses

* 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.

Fundamental compensation policy pillars

Pay for Performance

- Quantitative objectives only
- ~80% linked to performance conditions
- Objectives cascaded in managers' bonus

Long Term Value Creation

- Long Term Incentive = 50% of the compensation package
- Shareholding policy = 400% of fixed annual compensation
- Heart of the Group's culture (86,000 shareholders holding 4.2% of the capital)

Corporate Social Responsibility

- Increase of the weight on Annual Variable from 10% to 20%
- Demanding criteria
- Criteria extended to 15,000 employees

2023 Compensation Policy of Corporate Officers

Resolution 10
Members of Board of Directors

- Capped at € 2,000,000 since 2018
- Introduction of an additional compensation for the Lead Director (Fixed = € 40,000)

Resolution 11
Chairman and Chief Executive Officer

- Package reviewed to reflect the new responsibilities

Resolution 12
Deputy Chief Executive Officer

- Unchanged since 2021

Fixed	€ 1,250,000
Annual Variable	Target = 100%
Perfomance Shares	35,000

Resolution 11

2023 Compensation Policy - Focus on Chairman and CEO

Change in the responsibilities

Change in the Group's size and ambition

Accelerating pace of innovation

2022 compensation below the median peer group

Resolution 11

2023 Compensation Policy - Focus on Chairman and CEO

		Fixed	Annual Variable	Performance Shares
2022	CEO	€ 1,500,000	Target = 100%	50,000
2023	Chairman and CEO	€ 1,800,000	Target = 125%	70,000

Maximum Bonus = 2 x Target Bonus

Resolution 11

2023 Compensation Policy - Focus on Chairman and CEO

		Fixed	Annual Variable	Performance Shares
2022	CEO	€ 1,500,000	Target = 100%	50,000
2023	Chairman and CEO	€ 1,800,000	Target = 125%	70,000

80%
linked
to performance

Maximum Bonus = 2 x Target Bonus

2023 Annual Variable Compensation Executive Corporate Officers

Adjusted Earnings Per Share

Revenue growth

Adjusted Operating Profit

Corporate Social Responsibility

Long-Term Incentive Plan (3 years)
Executive Corporate Officers

No
Vesting

If share price growth
< 6.1%

Capped at
50%
Vesting

If share price growth
> 6.1%
and underperforms
Euro Stoxx 50

100%
Vesting

If share price growth
> 22.5%
and outperforms
Euro Stoxx 50

Guillaume Devaux

External Auditor

Unqualified opinion

PURPOSE OF OUR ENGAGEMENT:

Obtain reasonable assurance

- That the financial statements are free of material misstatement;
- Comply with the applicable accounting standards;
- Give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2022, and of the results of the Group's / Company's operations for the year ended.

ACCOUNTING POLICIES APPLIED

- Consolidated financial statements: IFRS as adopted by the European Union;
- Individual Company financial statements: French GAAP.

Pages 264-268 and 300-303 of the 2022 Universal Registration Document.

Key audit matters

Matters requiring particular attention during our audit and which we consider to be the most significant:

CONSOLIDATED FINANCIAL STATEMENTS:

- Valuation test of goodwill and other intangible assets;
- Valuation of litigation reserves, and uncertain tax position and contingent liabilities.

INDIVIDUAL COMPANY FINANCIAL STATEMENTS:

- Valuation of investment in subsidiaries.

A detailed description of the risks identified, and our responses there to can be found in our reports.

Pages 264-268 and 300-303 of the 2022 Universal Registration Document.

Specific verification

Information	Nature and extent of our verifications	Conclusion
Management Report	Fair presentation and consistency with the financial statements	We have no matter to report
Consolidated non-financial statement*	Statement included in the management report	We have no matter to report
Information required by articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code	Information included in the report on corporate governance	We have no matter to report
Information relating to compensation and benefits paid or awarded to corporate officers and any other commitments made in their favor	Consistency with the financial statements or with the underlying information used to prepare these financial statements	We have verified its accuracy and fair presentation
Information on those items your Company has deemed liable to have an impact in the event of a takeover bid or exchange offer	Consistency with the underlying documents	We have no matter to report
Information about payment terms referred to in article D.441-4 of the French Commercial Code	Fair presentation and consistency with the financial statements	We have no matter to report

Pages 264-268 and 300-303 of the 2022 Universal Registration Document.

* Information in this statement have been verified by PwC as Independent Third Party (see pages 359 to 361 in the 2022 Universal Registration Document)

Special report on related-party agreements

NEW AGREEMENTS TO BE APPROVED BY THE SHAREHOLDERS' MEETING

- We have not been advised of any agreements authorized and entered into during the current year that should be submitted to the approval of the Shareholders' Meeting.

AGREEMENTS ALREADY APPROVED BY THE SHAREHOLDERS' MEETING IN THE PRIOR YEARS IMPLEMENTED DURING THE YEAR

- Non-competition agreement concluded on May 21, 2021, between your Company and Mr Francesco Milleri, Chairman and Chief Executive Officer. This agreement was approved by your Board of Directors on May 21, 2021.

Page 186 of the 2022 Universal Registration Document.

Other reports and statements

REPORT ON THE *PRO FORMA* INFORMATION
(PAGE 275 OF THE 2022 UNIVERSAL REGISTRATION DOCUMENT)

Context

- The *Pro Forma* Financial Information has been prepared for the sole purpose of illustrating the impact that the combination of EssilorLuxottica and GrandVision could have had on EssilorLuxottica's consolidated income statement for the year ended December 31, 2021, if the transaction had taken effect on January 1, 2021.

Conclusion

- The *Pro Forma* Financial Information has been properly compiled on the basis stated.
- That basis is consistent with the accounting policies of the issuer.

CERTIFICATE ON THE INFORMATION RELATING TO THE TOTAL AMOUNT OF REMUNERATION PAID TO THE HIGHEST-PAID EMPLOYEES FOR THE YEAR ENDED DECEMBER 31, 2022

- We have nothing to report on the concordance of the total amount of remuneration paid to the highest-paid employees.

Other reports and statements

SPECIAL REPORT ON THE RESOLUTIONS SUBMITTED FOR APPROVAL AT THE EXTRAORDINARY SHAREHOLDERS' MEETING

- Report on the reduction in share capital (14th resolution)
- Report on the issue of shares and/or securities with or without preemptive subscription rights for existing shareholders (16th and 17th resolution)
- Report on the increase in capital reserved for the members of a Company Share Savings Plan (18th resolution)

We have no matter to report on the reasons for, terms and conditions of these resolutions.

As appropriate, we will consider the final terms under resolutions 16th, 17th and 18th at a later date.

Questions & Answers

*Answers to the Shareholders' written questions have been published on the Company website, in the section dedicated to the General Meeting.

Vote on Resolutions

COMPETENCY FOR THE ORDINARY MEETING

First Resolution

Approval of the 2022 Company financial statements

The first resolution relates to the approval of the parent Company financial statements for the financial year ending on December 31, 2022, prepared according to French accounting standards, showing a net loss of € 101,268,165.81.

COMPETENCY FOR THE ORDINARY MEETING

Second Resolution

Approval of the 2022 consolidated financial statements

The second resolution relates to the approval of the consolidated financial statements for the financial year ending on December 31, 2022, showing a net profit of € 2,280,740 thousands of which € 2,152,391 thousands are attributable to the Group.

COMPETENCY FOR THE ORDINARY MEETING

Third Resolution

Allocation of earnings and setting of the dividend

The third resolution allocates the net loss of the financial year i.e., € 101,268,165.81 to "Other reserves". A dividend of € 3.23 per ordinary share is proposed – Option of receiving the dividend in cash or in newly issued shares (scrip dividend).

Ex-date: May 22, 2023

Payment date: June 13, 2023

COMPETENCY FOR THE ORDINARY MEETING

Fourth Resolution

Ratification of the cooptation of Mario Notari as Director in replacement of Leonardo Del Vecchio who passed away on June 27, 2022

The fourth resolution relates to the cooptation of Mario Notari, decided by the Board of Directors of June 28, 2022, in replacement of the late Leonardo Del Vecchio.

COMPETENCY FOR THE ORDINARY MEETING

Fifth Resolution

Agreements falling within the scope of Articles L.225-38 and subsequent of the French Commercial Code

As indicated in the Statutory Auditors' special report, no new regulated agreement was authorized and/or entered into in 2022.

Sixth Resolution

Approval of the report on the compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to corporate officers

The purpose of the sixth resolution is to submit for shareholders' approval the information referred to in Article L.22-10-9-I of the French Commercial Code, which includes total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to corporate officers, including those whose term of office ended during 2022 and those newly appointed during 2022.

COMPETENCY FOR THE ORDINARY MEETING

Seventh Resolution

Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to the Chairman of the Board of Directors for the period from January 1 to June 27, 2022

The purpose of the seventh resolution is to submit for shareholders' approval the compensation components paid in 2022 or awarded in respect of 2022 to the Chairman of the Board of Directors for the period from January 1 to June 27, 2022.

COMPETENCY FOR THE ORDINARY MEETING

Eight Resolution

Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to Francesco Milleri, Chief Executive Officer until June 27, 2022, and then Chairman and Chief Executive Officer

The purpose of the eight resolution is to submit for shareholders' approval the compensation awarded in respect of 2022 to Francesco Milleri, Chief Executive Officer until June 27, 2022 and then Chairman and Chief Executive Officer. All of the compensation paid in 2022 or awarded in respect of 2022 to Francesco Milleri corresponds to the compensation provided for in the compensation policy applicable to the Chief Executive Officer, as approved by the Shareholders' Meeting of May 25, 2022.

COMPETENCY FOR THE ORDINARY MEETING

Ninth Resolution

Approval of the fixed, variable and exceptional components comprising the total compensation and benefits in kind paid in 2022 or awarded in respect of 2022 to Paul du Saillant, Deputy Chief Executive Officer

The purpose of the ninth resolution is to submit for shareholders' approval the compensation components paid in 2022 or awarded in respect of 2022 to Paul du Saillant, Deputy Chief Executive Officer.

COMPETENCY FOR THE ORDINARY MEETING

Tenth Resolution

Approval of the compensation policy applicable to the members of the Board of Directors for the fiscal year 2023

The purpose of the tenth resolution is to submit for shareholders' approval the compensation policy applicable to the members of the Board of Directors for the fiscal year 2023.

Details of all compensation can be found in the Universal Registration Document, Chapter 3 "Report on Corporate Governance", Section 3.1.1.

Eleventh Resolution

Approval of the compensation policy applicable to the Chairman and Chief Executive Officer for the fiscal year 2023

The purpose of the eleventh resolution is to submit for shareholders' approval the compensation policy that applies to Francesco Milleri, Chairman and Chief Executive Officer, for the fiscal year 2023.

Details of all compensation can be found in the Universal Registration Document, Chapter 3 "Report on Corporate Governance", Section 3.1.1.

COMPETENCY FOR THE ORDINARY MEETING

Twelfth Resolution

Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the fiscal year 2023

The purpose of the twelfth resolution is to submit to shareholders' approval the compensation policy that applies to Paul du Saillant, Deputy Chief Executive Officer, for the fiscal year 2023.

Details of all compensation can be found in the Universal Registration Document, Chapter 3 "Report on Corporate Governance", Section 3.1.1.

COMPETENCY FOR THE ORDINARY MEETING

Thirteenth Resolution

Authorization to be granted to the Board of Directors to proceed with the purchase of Company's own ordinary shares

The purpose of the thirteenth resolution is to authorize the Company to buy back its own ordinary shares on the market for the purposes allowed under European regulations and the French Financial Markets Authority (AMF – Autorité des Marchés Financiers), including the delivery of shares awarded to employees, the cancellation of shares to counteract the dilutive effect of the capital increases for Company Saving Plan members, the award of stock-options and performance shares to Group employees and the use of shares in exchange for or in payment of external growth transactions.

Maximum purchase price: € 230

COMPETENCY FOR THE EXTRAORDINARY MEETING

Fourteenth Resolution

Authorization to be granted to the Board of Directors to reduce the share capital by cancelling Company treasury shares

Authorization to cancel Company treasury shares acquired under the share purchase authorizations, up to a maximum of 10% of the Company's share capital per twenty-four-month period prior to the cancellation.

COMPETENCY FOR THE EXTRAORDINARY MEETING

Fifteenth Resolution

Delegation of authority granted to the Board of Directors entailing a capital increase by capitalization of premiums, reserves, profits or other rights

In the fifteenth resolution, shareholders are asked to renew the delegation of authority granted to the Board of Directors to increase share capital by capitalizing all or part of reserves, profits or shares, mergers or contribution premiums, by granting bonus shares or increasing the par value of existing shares.
The maximum nominal amount of share issues that may be decided pursuant to this delegation is of € 500 million.

COMPETENCY FOR THE EXTRAORDINARY MEETING

Sixteenth Resolution

Delegation of authority granted to the Board of Directors to issue shares and securities entailing a share capital increase, with preferential subscription rights

The sixteenth resolution concerns the issue, with retention of preferential subscription rights, of Company shares and/or securities granting access, directly or indirectly, to the share capital of the Company. The nominal amount of any share capital increase performed pursuant to this delegation is capped at € 4 million, representing around 5% of the Company's share capital as of December 31, 2022.

The nominal amount of any debt securities issued pursuant to this delegation is capped at € 1.5 billion.

Seventeenth Resolution

Delegation of authority granted to the Board of Directors to issue, with cancellation of existing shareholders' preferential subscription rights, securities giving access to the share capital, immediately or in the future, by way of an offer to the public as provided for in Article L.411-2-1°, of the French Monetary and Financial Code

The seventeenth resolution is a new resolution that allows the issuance, with cancellation of existing shareholders' preferential subscription rights, of securities giving access to the share capital immediately or in the future, by way of an offer to the public as provided for in Article L.411-2-1°, of the French Monetary and Financial Code. The nominal amount of the share capital increases that may be carried out pursuant to this delegation of authority may not exceed € 4 million, representing around 5% of the Company's share capital as of December 31, 2022. The nominal amount of the debt securities that may be issued pursuant to this delegation of authority may not exceed € 1 billion.

COMPETENCY FOR THE EXTRAORDINARY MEETING

Eighteenth Resolution

Delegation of authority granted to the Board of Directors for the purpose of deciding capital increases reserved for members of a Company Savings Plan (French Plans d'Epargne d'Entreprise or "PEE") without preferential subscription rights

As part of the policy for the involvement of employees with the share capital of EssilorLuxottica, the eighteenth resolution seeks to authorize capital increases reserved for members of a Company Savings Plan in the limit of 0.5% of the share capital. This resolution allows employees (and certain corporate officers and former employees) who are members of a Company Savings Plan to subscribe, as the case may be via monthly deductions from their pay, to a capital increase carried out at the end of the year.

COMPETENCY FOR THE ORDINARY MEETING

Nineteenth Resolution

Powers to carry out formalities

The nineteenth resolution is a standard resolution covering the powers to carry out the legal formalities necessary after the Shareholders' Meeting.