

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

PRADA S.p.A.

Via A. Fogazzaro n. 28, Milan, Italy
Registry of Companies of Milan, Italy: No. 10115350158
(Incorporated under the laws of Italy as a joint-stock company)
(Stock Code: 1913)

POLL RESULTS OF SHAREHOLDERS' GENERAL MEETING HELD ON MAY 26, 2015 AND DISTRIBUTION OF FINAL DIVIDEND AND EXECUTIVE ROLES OF THE DIRECTORS

PRADA S.p.A. (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the shareholders’ general meeting held on Tuesday, May 26, 2015 (the “AGM”). All resolutions were duly passed.

The final dividend of the Company for the year ended January 31, 2015 will be paid on Monday, June 15, 2015.

The executive roles of the Directors who were elected at the AGM were conferred at the Board meeting held immediately after the conclusion of the AGM.

I. VOTING RESULTS AT THE SHAREHOLDERS' GENERAL MEETING HELD ON MAY 26, 2015

At the AGM of the Company held on Tuesday, May 26, 2015 at 12:00 noon CET time / 6:00 p.m. Hong Kong time at the Company’s registered office at Via A. Fogazzaro n. 28, Milan, Italy with the video-conference system located at the registered office of Prada Asia Pacific Limited at 36/F, Gloucester Tower, The Landmark, 11 Pedder Street, Central, Hong Kong, a poll was demanded by the Chairman for voting on each of the proposed resolutions as set out in the notice of the AGM dated April 22, 2015.

The Company is pleased to announce that as the required majority of votes was obtained, each of the following resolutions was duly passed as an ordinary resolution at the AGM and the voting details were as follows:

	Ordinary Resolutions	Number of Votes (Approximate percentage to two decimal places)		
		For	Against	Abstain
1.	To approve the Audited Separate Financial Statements, which show a net income of Euro 385,429,083 and the Audited Consolidated Financial Statements of the Company for the year ended January 31, 2015 together with the Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors.	2,437,083,011 (99.90%)	0 (0.00%)	2,374,987 (0.10%)
2.	To approve the allocation of the net income for the year ended January 31, 2015 as follows: (i) Euro 281,470,640 to Shareholders as a final dividend, in particular to declare and distribute a final dividend of Euro/cents 11 per share to be paid on or about Monday, June 15, 2015 and (ii) Euro 103,958,443 to retained earnings.	2,437,083,011 (99.90%)	0 (0.00%)	2,374,987 (0.10%)
3.	To approve that the Board of Directors will consist of nine Directors and will be appointed for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Directors' office.	2,436,935,534 (99.90%)	167,477 (0.01%)	2,354,987 (0.10%)
4.	To re-elect Mr. Carlo MAZZI as Director of the Company.	2,427,022,857 (99.49%)	9,915,554 (0.41%)	2,519,587 (0.10%)
5.	To re-elect Ms. Miuccia PRADA BIANCHI as Director of the Company.	2,427,704,847 (99.52%)	9,378,164 (0.38%)	2,374,987 (0.10%)

6.	To re-elect Mr. Patrizio BERTELLI as Director of the Company.	2,428,032,347 (99.53%)	9,050,664 (0.37%)	2,374,987 (0.10%)
7.	To re-elect Mr. Donatello GALLI as Director of the Company.	2,429,336,549 (99.59%)	7,746,462 (0.32%)	2,374,987 (0.10%)
8.	To re-elect Ms. Alessandra COZZANI as Director of the Company.	2,436,308,549 (99.87%)	774,462 (0.03%)	2,374,987 (0.10%)
9.	To re-elect Mr. Gaetano MICCICHÈ as Director of the Company.	2,229,312,499 (91.39%)	207,770,312 (8.52 %)	2,375,187 (0.10%)
10.	To re-elect Mr. Gian Franco Oliviero MATTEI as Director of the Company.	2,428,902,675 (99.57%)	7,893,536 (0.32%)	2,661,787 (0.11%)
11.	To re-elect Mr. Giancarlo FORESTIERI as Director of the Company.	2,436,796,211 (99.89%)	2,661,587 (0.11%)	200 (0.00%)
12.	To re-elect Mr. Sing Cheong LIU as Director of the Company.	2,436,373,736 (99.87%)	422,675 (0.02%)	2,661,587 (0.11%)
13.	To re-elect Mr. Carlo MAZZI as Chairman of the Board of Directors.	2,419,333,786 (99.18%)	17,749,225 (0.73%)	2,374,987 (0.10%)
14.	To approve the aggregate basic remuneration of the Board of Directors for its three-year term in the amount of Euro 450,000 per year.	2,249,876,629 (92.23%)	187,206,382 (7.67%)	2,374,987 (0.10%)
15.	To re-elect Mr. Antonino PARISI as effective member of the Board of Statutory Auditors of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office.	2,417,340,311 (99.09%)	342,700 (0.01%)	21,774,987 (0.89%)

16.	To re-elect Mr. Roberto SPADA as effective member of the Board of Statutory Auditors of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office.	2,409,119,099 (98.76%)	8,563,912 (0.35%)	21,774,987 (0.89%)
17.	To re-elect Mr. David TERRACINA as effective member of the Board of Statutory Auditors of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office.	2,417,340,311 (99.09%)	342,700 (0.01%)	21,774,987 (0.89%)
18.	To elect Ms. Stefania BETTONI as alternate statutory auditor of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office.	2,417,340,311 (99.09%)	342,700 (0.01%)	21,774,987 (0.89%)
19.	To re-elect Mr. Cristiano PROSERPIO as alternate statutory auditor of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office.	2,417,340,311 (99.09%)	342,700 (0.01%)	21,774,987 (0.89%)
20.	To approve the aggregate remuneration of the Board of Statutory Auditors for its three-year term in the amount of Euro 130,000 per year.	2,437,083,011 (99.90%)	0 (0.00%)	2,374,987 (0.10%)

		Number of Votes (Approximate percentage to two decimal places)	
		For	Abstain
23.	To elect as Chairman of the Board of Statutory Auditors for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the last year of the Board of Statutory Auditors' office:	<p>Mr. Antonino PARISI 2,358,402,644 (96.68%)</p> <p>Mr. David TERRACINA 1 (0.00%)</p>	<p>81,055,353 (3.32%)</p>

Notes:

- (1) The total number of shares entitling the holder to attend and vote on all the resolutions at the AGM is 2,558,824,000 shares.
- (2) The shareholders and authorised proxies or corporate representatives, holding an aggregate of 2,439,457,998 shares, representing 95.34% of the total shares of the Company were present at the commencement of the AGM.
- (3) There were no restrictions on the Company's shareholders to cast votes on any of the resolutions proposed at the AGM.
- (4) There was no share of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").
- (5) No parties indicated to the Company to state their intention in the Company's circular containing the notice of the AGM dated April 22, 2015 to vote against or abstain from voting on any of the resolutions at the AGM.
- (6) No shareholder of the Company was required to abstain from voting at the AGM under the Listing Rules.
- (7) Computershare Hong Kong Investor Services Limited, the Company's share registrar in Hong Kong, acted as the scrutineer for the vote taking at the AGM.
- (8) Since there was a tie for the highest number of votes in favour under Resolutions 15 and 17, a separate vote for the election of Chairman of the Board of Statutory Auditors was used (Resolution 23). Under Resolution 23, Mr. Antonino PARISI received the highest number of votes in favour from the shareholders at the AGM. According to Article 25.6 of the Company's By-laws, Mr. Antonino PARISI was elected as Chairman of the Board of Statutory Auditors of the Company for a period of three financial years. Resolutions 21, 22, and 24 were not applicable.

II. DISTRIBUTION OF FINAL DIVIDEND

Following the approval by the shareholders of the Company at the AGM, the Company is pleased to announce the details relating to the payment of a final dividend for the year ended January 31, 2015 to the shareholders as follows:

The Company will distribute a final dividend of Euro/cents 11 per share for the year ended January 31, 2015 for a total amount of Euro 281,470,640.

The payment shall be made in Euro to the shareholders recorded in the section of the Company's shareholders' register kept by the Company at its registered office in Milan (Italy) and in Hong Kong dollars to the shareholders recorded in the section of the Company's shareholders' register kept in Hong Kong. The relevant exchange rate is HK\$8.3915 : Euro 1, being the opening buying T/T rate of Hong Kong dollars to Euros as announced by the Hong Kong Association of Banks (www.hkab.org.hk) on Tuesday, May 26, 2015, being the day of approval of the dividend by the shareholders.

In order to qualify for the payment of the final dividend, all transfers accompanied by the relevant share certificate(s) must be lodged with: (a) the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shop 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong if the transfer concerns shares registered in the section of the Company's shareholders' register kept by Company's Hong Kong share registrar, or (b) the Company's registered office in Milan (Italy), Via Antonio Fogazzaro n. 28, if the transfer concerns shares registered in the section of the Company's shareholders' register kept by the Company at its registered office, in any case no later than 4:30 p.m. (Hong Kong time)/10:30 a.m. (CET time) on Monday, June 1, 2015. The Company's shareholders' register will be closed from Tuesday, June 2, 2015 to Wednesday, June 3, 2015, both days inclusive, during which period no share transfers can be registered. The final dividend will be paid to shareholders recorded on the Company's shareholders' register on Wednesday, June 3, 2015 and the payment date will be Monday, June 15, 2015.

The final dividend will be paid net of 26% Italian withholding tax. Further details on the Italian withholding tax have been disclosed in the updated Tax Booklet, which is available on the Company's website(www.pradagroup.com).

Shareholders should seek independent professional advice in relation to the procedures and timing involved in obtaining a refund of withholding tax, if applicable.

III. EXECUTIVE ROLES OF THE DIRECTORS

As approved at the AGM, the Board of Directors of the Company consisted of nine Directors (namely, Mr. Carlo MAZZI, Ms. Miuccia PRADA BIANCHI, Mr. Patrizio BERTELLI, Mr. Donatello GALLI, Ms. Alessandra COZZANI, Mr. Gaetano MICCICHÈ, Mr. Gian Franco Oliviero MATTEI, Mr. Giancarlo FORESTIERI and Mr. Sing Cheong LIU) whom they were re-elected as Directors of the Company for a term of three financial years, expiring on the date of the shareholders' general meeting called to approve the financial statements for the year ending January 31, 2018.

In addition, Mr. Carlo MAZZI was re-elected as Chairman of the Board for the above mentioned term.

According to Italian law and the Company's by-laws, the Board meeting held immediately after the conclusion of the AGM has conferred the executive roles of the Directors as follows:

Mr. Carlo MAZZI - Chairman of the Board and Executive Director
Ms. Miuccia PRADA BIANCHI - Chief Executive Officer and Executive Director
Mr. Patrizio BERTELLI - Chief Executive Officer and Executive Director
Mr. Donatello GALLI - Chief Financial Officer and Executive Director
Ms. Alessandra COZZANI - Executive Director

By Order of the Board

PRADA S.p.A.

Mr. Carlo Mazzi

Chairman

Milan (Italy), May 26, 2015

As at the date of this announcement, the Company's executive directors are Mr. Carlo MAZZI, Ms. Miuccia PRADA BIANCHI, Mr. Patrizio BERTELLI, Mr. Donatello GALLI and Ms. Alessandra COZZANI; the Company's non-executive director is Mr. Gaetano MICCICHÈ and the Company's independent non-executive directors are Mr. Gian Franco Oliviero MATTEI, Mr. Giancarlo FORESTIERI and Mr. Sing Cheong LIU.