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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 APRIL 27, 2018, DISTRIBUTION OF FINAL DIVIDEND AND ELECTION OF THE BOARD OF DIRECTORS AND RE-DESIGNATION OF DIRECTOR

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 Friday, April 27, 2018 (the “**AGM**”). All resolutions were duly passed.

The final dividend of the Company will be paid on Wednesday, May 23, 2018.

The Board of Directors of the Company has been appointed by the AGM for a term of three financial years and Mr. Maurizio CEREDA was re-designated by the AGM as an Independent Non-Executive Director of the Company.

I. VOTING RESULTS AT THE SHAREHOLDERS' GENERAL MEETING HELD ON APRIL 27, 2018

At the AGM of the Company held on Friday, April 27, 2018 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 a 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 March 23, 2018.

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 are 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 161,553,965 and the Audited Consolidated Financial Statements of the Company for the 11-month period from February 1, 2017 to December 31, 2017 (the "2017 Financial Year") together with the Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditor.	2,430,703,233 (99.99%)	162,600 (0.01%)	102 (0.00%)
2.	To approve the distribution of Euro 191,911,800 to the shareholders, in the form of a final dividend of Euro/cents 7.5 per share to be paid on Wednesday, May 23, 2018. The total amount to be distributed comprises: (i) Euro 161,553,965 which represent the net income of the Company for the 2017 Financial Year and (ii) Euro 30,357,835 which represent a utilization of retained earnings of the Company.	2,430,865,833 (100.00%)	0 (0.00%)	102 (0.00%)
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	2,430,239,813 (99.97%)	625,920 (0.03%)	202 (0.00%)

	Ordinary Resolutions	Number of Votes (Approximate percentage to two decimal places)		
		For	Against	Abstain
	statements for the last year of the Board of Directors' office.			
4.	To elect Mr. Carlo MAZZI as a Director of the Company.	2,411,940,134 (99.22%)	18,045,799 (0.74%)	880,002 (0.04%)
5.	To elect Ms. Miuccia PRADA BIANCHI as a Director of the Company.	2,426,358,984 (99.81%)	4,506,749 (0.19%)	202 (0.00%)
6.	To elect Mr. Patrizio BERTELLI as a Director of the Company.	2,316,893,425 (95.31%)	113,092,508 (4.65%)	880,002 (0.04%)
7.	To elect Ms. Alessandra COZZANI as a Director of the Company.	2,418,155,010 (99.48%)	12,710,723 (0.52%)	202 (0.00%)
8.	To elect Mr. Stefano SIMONTACCHI as a Director of the Company.	2,408,596,068 (99.08%)	22,269,665 (0.92%)	202 (0.00%)
9.	To elect Mr. Maurizio CEREDA as an Independent Non-Executive Director of the Company.	2,419,995,573 (99.55%)	10,870,160 (0.45%)	202 (0.00%)
10.	To elect Mr. Gian Franco Oliviero MATTEI, who has served for almost 9 years, as an Independent Non-Executive Director of the Company.	2,418,244,574 (99.48%)	11,741,359 (0.48%)	880,002 (0.04%)
11.	To elect Mr. Giancarlo FORESTIERI, who has served for more than 9 years, as an Independent Non-Executive Director of the Company.	2,419,718,155 (99.54%)	11,147,578 (0.46%)	202 (0.00%)
12.	To elect Mr. Sing Cheong LIU as an Independent Non-Executive Director of the Company.	2,165,935,055 (89.10%)	263,854,678 (10.85%)	1,076,202 (0.04%)

	Ordinary Resolutions	Number of Votes (Approximate percentage to two decimal places)		
		For	Against	Abstain
13.	To elect Mr. Carlo MAZZI as Chairman of the Board of Directors.	2,411,998,705 (99.22%)	18,867,028 (0.78%)	202 (0.00%)
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.	2,430,239,813 (99.97%)	0 (0.00%)	626,122 (0.03%)
15.	To 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.	2,425,810,038 (99.79%)	5,055,695 (0.21%)	202 (0.00%)
16.	To 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.	1,919,100,933 (78.95%)	0 (0.00%)	511,765,002 (21.05%)
17.	To 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	1,919,100,933 (78.95%)	0 (0.00%)	511,765,002 (21.05%)

	Ordinary Resolutions	Number of Votes (Approximate percentage to two decimal places)		
		For	Against	Abstain
	approve the financial statements for the last year of the Board of Statutory Auditors' office.			
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.	2,430,865,733 (100.00%)	0 (0.00%)	202 (0.00%)
19.	To 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.	2,430,865,733 (100.00%)	0 (0.00%)	202 (0.00%)
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.	2,430,865,733 (100.00%)	0 (0.00%)	202 (0.00%)

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 2,430,865,935 shares, representing 95% 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 March 23, 2018 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) Mr. Antonino PARISI received the highest number of votes in favour as statutory auditor from the shareholders at the AGM. According to Article 25.6 of the Company's By-laws, Mr. Antonino PARISI was automatically appointed as Chairman of the Board of Statutory Auditors of the Company for a period of three financial years. Hence, the possible alternative resolutions 21 to 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 2017 Financial Year to the shareholders as follows:

The Company will distribute a final dividend of Euro/cents 7.5 per share for the 2017 Financial Year for a total amount of Euro 191,911,800.

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\$ 9.3935 : 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 Friday, April 27, 2018, 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 Friday, May 4, 2018. The Company's shareholders' register (both sections) will be closed on Monday, May 7, 2018, during which no share transfers can be registered. The final dividend will be paid to shareholders recorded on the Company's shareholders' register on Monday, May 7, 2018 and the payment date will be Wednesday, May 23, 2018.

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. ELECTION OF THE BOARD OF DIRECTORS AND RE-DESIGNATION OF DIRECTOR

The Company is pleased to announce that, as approved by the AGM, the newly appointed Board of Directors of the Company consists of nine individuals, being five Directors (namely, Mr. Carlo MAZZI, Ms. Miuccia PRADA BIANCHI, Mr. Patrizio BERTELLI, Ms. Alessandra COZZANI and Mr. Stefano SIMONTACCHI) and four Independent Non-Executive Directors (namely, Mr. Gian Franco Oliviero MATTEI, Mr. Giancarlo FORESTIERI, Mr. Sing Cheong LIU and Mr. Maurizio CEREDA), all elected 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 December 31, 2020.

Mr. Carlo MAZZI was elected by the AGM as Chairman of the Board of Directors for the above mentioned term.

In addition, Mr. Maurizio CEREDA was elected and re-designated by the AGM from a Non-Executive Director to an Independent Non-Executive Director of the Company.

Mr. Cereda was first appointed as a Non-Executive Director on May 24, 2016. At the time of his first appointment, he met all the independence factors set out in Rule 3.13 of the Listing Rules, but he was not proposed as an Independent Non-Executive Director because he was appointed to replace a Non-Executive Director who had resigned during the term of the Board and the Company already had three Independent Non-Executive Directors at that time.

The Board and the Nomination Committee consider that Mr. Cereda's previous non-executive role in the Company has not affected his independence. As a Non-Executive Director, Mr. Cereda (a) was not involved in the daily management of the Company and did not have any executive or management role or function in the Company or any of its subsidiaries, (b) was not a member of any Board committee, such as the audit committee, the remuneration committee and the nomination committee (this was because the Non-Executive Director whom Mr. Cereda replaced was not a member of such committees at the time of his resignation), (c) was not and is not connected with other directors, the chief executives and substantial shareholders of the Company and (d) was not and is not financially dependent on the Company.

The Board and the Nomination Committee consider that, notwithstanding Mr. Cereda's previous non-executive role in the Company, Mr. Cereda has demonstrated his ability to provide an independent, balanced and objective view in respect of the affairs of the Company and has performed roles similar to that of the Independent Non-Executive Directors, such as providing impartial views at Board meetings and requesting further information and details from the Company on various matters discussed by the Board. In addition, the Board and the Nomination Committee consider that Mr. Cereda has extensive experience and knowledge in finance such that in his capacity as an Independent Non-Executive Director, he will be able to continue to contribute to the Company and also increase his participation through joining one or more of the Board committees.

The Board and the Nomination Committee are satisfied that Mr. Cereda meets the independence criteria set out in Rule 3.13 of the Listing Rules notwithstanding his previous role as a Non-executive Director, and the Company has demonstrated the same to the satisfaction of The Stock Exchange of Hong Kong Limited. Mr. Cereda has provided the Company with a written confirmation of his independence.

Following his appointment and re-designation as an Independent Non-Executive Director by the AGM, the Board will appoint him as a member of one or more of the Board committees.

Mr. Maurizio CEREDA, aged 54, was first appointed as a Non-Executive Director on May 24, 2016 and re-designated as an Independent Non-Executive Director of the Company on April 27, 2018. Since 2015, Mr. Cereda's practice focuses on providing consultancy services to entrepreneurs, family offices, companies and financial institutions. Since 2015, he has also been a founding partner and board member of FIEE (Fondo Italiano per l'Efficienza Energetica) Sgr S.p.A. Mr. Cereda obtained a degree in business economics from L. Bocconi University of Milan in 1989. Mr. Cereda has been serving as board member of various companies listed on the Italian Stock Exchange including Technogym S.p.A. (since 2016) and Enervit S.p.A. (since 2007). Mr. Cereda started his career as an analyst in the equity capital markets division in Rasfin S.p.A. and then he worked fifteen years at Mediobanca S.p.A., till his appointment as deputy general manager and head of corporate finance covering large corporate clients, a role that he covered from 2007 to 2015. From 2007 to

2014, he was a board member of Mediobanca S.p.A., and from 2006 to 2014, he was also a board member of Ansaldo STS S.p.A., both of which are companies listed on the Italian Stock Exchange. Save as disclosed herein, Mr. Cereda has not held any directorship in any other listed companies in Hong Kong or overseas in the last three years preceding the date of this announcement.

Mr. Cereda will receive an annual base director's fee of Euro 50,000, which is the same as all the other members of the Board of Directors, plus an annual fee to be determined by the Board for rendering services to the Board committee(s).

Mr. Cereda does not have any relationship with other directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Cereda does not have any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to the re-designation of Mr. Cereda as an Independent Non-Executive Directors that is required to be disclosed pursuant to Rules 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

According to the applicable provisions of Italian law and the Company's by-laws, the executive roles of the Directors will be conferred by the Board of Directors in a meeting to be held in due course. At the same meeting the membership of each of the three committees of the Board namely, the Audit Committee, the Remuneration Committee and the Nomination Committee, will be also determined. An announcement will be published by the Company to keep shareholders duly and timely informed accordingly.

By Order of the Company
PRADA S.p.A.
Mr. Carlo Mazzi
Chairman

Milan (Italy), April 27, 2018

As at the date of this Announcement, the Company's Chairman and Legal Representative is Mr. Carlo MAZZI, the other directors are Ms. Miuccia PRADA BIANCHI, Mr. Patrizio BERTELLI, Ms. Alessandra COZZANI, and Mr. Stefano SIMONTACCHI and the Company's independent non-executive directors are Mr. Gian Franco Oliviero MATTEI, Mr. Giancarlo FORESTIERI, Mr. Sing Cheong LIU and Mr. Maurizio CEREDA.