

Essilor Annual General Meeting 2016

- All resolutions approved
- Dividend of €1.11 per share, to be paid in cash or in shares
- Henrietta H. Fore and Annette Messemer appointed at the Board of Directors
- The gender balance and international perspective of the Board is strengthened

(Charenton-le-Pont, France, May 11, 2016) – Essilor International’s Annual General Meeting was held today at the Maison de la Mutualité in Paris, chaired by Hubert Sagnières, Chairman and Chief Executive Officer of Essilor.

Essilor’s shareholders approved all of the resolutions put to the meeting, including the distribution of a dividend of €1.11 per share for the 2015 financial year, to be paid at the option of each shareholder in cash or in shares on June 8, 2016 *(see next page for details)*.

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The Annual General Meeting also approved the appointment of Henrietta H. Fore and Annette Messemer, as new independent members of the Board of Directors for a three year renewable term.

The Board of Directors of Essilor International now consists of 14 members representing 5 nationalities (American, Canadian, Chinese, French and German).

Ms. Henrietta H. Fore, a U.S. national, will bring to Essilor her business leadership experience in both public and private sectors. Ms. Fore was the first woman to serve as Administrator of the U.S. Agency for International Development (USAID) and is the first woman Co-Chair of Asia Society. She is Chairman of the Board and Chief Executive Officer of Holsman International.

Ms. Annette Messemer, a German national, is divisional Board Member of "Corporates & Markets" at Commerzbank AG (Germany). The Company will benefit from her extensive expertise in terms of strategy and finance, gained through her functions within international financial institutions.

In addition, the Annual General Meeting also approved the renewal of the mandate of **Ms. Maureen Cavanagh** (President of the Vision Impact Institute) for a further three years and ratified the nomination of **Ms. Juliette Favre** (Chairman of Valoptec Association). They both are directors who represent employee shareholders.

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PAYMENT OF DIVIDENDS IN SHARES

The Annual General Meeting of Essilor International has decided to grant to the shareholders the option to receive their dividend in shares. The price for newly issued shares for the payment of the dividend is set at €100.08 per share.

- 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 General Meeting less the net dividend, rounded up to the nearest euro cent.
- The maximum number of new ordinary shares that may be issued for the payment of the dividend in shares is 2,369,038 shares, representing 1.09% of the share capital of the Company.
- The record date is set on May 16, 2016 and the ex-dividend date is set on May 17, 2016.

Shareholders will be allowed to opt for payment of the dividend in newly issued shares from May 17, 2016 up to, and including, May 30, 2016. Shareholders will receive appropriate information from their financial institution. Shareholders who do not exercise their option by May 30, 2016 (included) at the latest will receive full payment of the dividend in cash.

- An application will be made to admit the new shares for trading on Euronext Paris market. The issued shares will carry dividend rights from January 1, 2016 and will be entirely assimilated to existing shares.
- If the amount of the dividend for which the option is exercised does not correspond to a whole number of shares, the shareholder will receive the number of shares immediately below plus a balancing cash adjustment.

The payment of the dividend or the delivery of the new shares following the exercise of the option will take place from June 8, 2016.

Shareholders may connect on essilor.com for further information and access a simulation tool.

TIME FRAME:

- **Record date¹:**
May 16, 2016 for the payment of the dividend in shares and in cash; the dividend is payable on the basis of the assets held on May 16, 2016.
- **Ex date²:**
May 17, 2016.
- **Period to exercise the option:**
from May 17, 2016 to May 30, 2016 included.
- **Date of payment:**
June 8, 2016.

¹ Date on which positions are determined by the central securities depository at close of business

² Date from which the shares may be sold without forfeiting the right to the dividend

Disclaimer

This press release constitutes the information document required pursuant to Article 212-4 4° and 212-5 5° of the French Financial Market Authority (AMF) General Regulation and Article 13 and Annex III of the AMF Instruction n° 2005-11 dated December 13, 2005 as amended.

This press release does not constitute an offer to purchase securities. This press release and any other document relating to the payment of dividend in shares may only be distributed or disseminated outside of France in conformity with applicable local laws and regulations and shall not constitute an offer for securities in any jurisdiction where such an offer would infringe applicable laws and regulations.

The option to receive the 2015 dividend payment in shares, as described herein, is not available to shareholders residing in any country where such option would require registration or approval by local securities regulators. Shareholders residing outside of France must inform themselves about, and comply with, any restrictions which may apply under their local laws.

For tax purposes in relation to the dividend payment in shares, the shareholders are invited to review their personal situation with their own tax advisor.

In deciding for the payment of the dividend in shares, shareholders must consider the risks associated with an investment in shares.

About Essilor

The world's leading ophthalmic optics company, Essilor designs, manufactures and markets a wide range of lenses to improve and protect eyesight. Its mission is to improve lives by improving sight. To support this mission, Essilor allocates more than €200 million to research and innovation every year, in a commitment to continuously bring new, more effective products to market. Its flagship brands are Varilux[®], Crizal[®], Transitions[®], Eyezen[™], Xperio[®], Foster Grant[®], Bolon[™] and Costa[®]. It also develops and markets equipment, instruments and services for eyecare professionals.

Essilor reported consolidated revenue of more than €6.7 billion in 2015 and employs 61,000 people worldwide. It markets its products in more than 100 countries and has 32 plants, 490 prescription laboratories and edging facilities, as well as 5 research and development centers around the world. For more information, please visit essilor.com

The Essilor share trades on the Euronext Paris market and is included in the Euro Stoxx 50 and CAC 40 indices.

Codes and symbols: ISIN: FR0000121667; Reuters: ESSI.PA; Bloomberg: EI:FP.

CONTACTS

Investor Relations and Financial Communication

Véronique Gillet

Sébastien Leroy

Ariel Bauer

Tel.: +33 (0)1 49 77 42 16

Corporate Communications

Lucia Dumas

Tel.: +33 (0)1 49 77 45 02

Media Relations

Maïlis Thiercelin

Tel.: +33 (0)1 49 77 45 02