

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO, OR TO ANY PERSON LOCATED OR RESIDENT IN, ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT.**

**Folli Follie Commercial Manufacturing and Technical SA – Convening of the Adjourned Noteholder Meeting on 20 March 2020**

10 March 2020

With respect to the outstanding €249,500,000 1.75 per cent. Guaranteed Exchangeable Notes due 2019 (the “Notes”) (ISIN: XS1082775054) of FF Group Finance Luxembourg SA (the “Issuer”) guaranteed by Folli Follie Commercial Manufacturing and Technical SA (the “Guarantor”), the Guarantor makes reference to its consent solicitation (the “Consent Solicitation”) set out in the consent solicitation memorandum dated 14 February 2020 addressed by the Guarantor to the Noteholders (the “Consent Solicitation Memorandum”) and its notice convening a meeting of Noteholders dated 14 February 2020 (the “Original Notice”), as well as the Guarantor’s announcement dated 6 March 2020.

Unless defined herein or the context otherwise requires, capitalised terms used in this Announcement have the meanings ascribed to them in the Consent Solicitation Memorandum and the Original Notice.

The Guarantor advises that the adjourned meeting of Noteholders, which shall consider and, if thought fit, shall pass the Extraordinary Resolution (as set forth in the Original Notice) in accordance with the provisions of the Trust Deed, shall take place on 20 March 2020 (beginning at 11.00 a.m.) at the Guarantor’s registered seat.

The quorum at the adjourned Meeting shall be one or more persons so present holding Notes or being proxies or representatives and holding or representing in the aggregate not less than one-third in principal amount of the Notes for the time being outstanding. An indicative timetable of relevant events and deadlines is provided below.

**Indicative Timetable:**

The timetable set out below applies where the adjourned Meeting is quorate for the purposes of approving the Extraordinary Resolution. In relation to the actions indicated as expected to take place on the dates listed in the timetables appearing below, each Noteholder should take steps to inform itself of and to comply with the particular practices and policies of the relevant Clearing System, which may impose earlier deadlines from those set out below. Noteholders who are not direct accountholders in the Clearing Systems or whose Notes are held on their behalf by a broker, dealer, commercial bank, custodian or trust company should read carefully the provisions set out under “Voting and Quorum” in the Original Notice. All times refer to local time in London.

The following expected timetable assumes that the adjourned Meeting is quorate within 15 minutes from the time fixed for the adjourned Meeting on 20 March 2020. Noteholders should inform themselves of any earlier deadlines that may be imposed by the Clearing Systems or any intermediaries that may affect the timing of the submission of their Electronic Voting Instructions:

<b>Date and Time</b>	<b>Action</b>
<b>18 March 2020 (10:00 a.m.)</b>	Solicitation Deadline for Noteholders to deliver completed Electronic Voting Instructions to the Clearing Systems in order for such Electronic Voting Instructions to be included in the relevant Form of Proxy.  Deadline for Noteholders wishing to attend and vote at the Meeting in person or through a proxy to submit an instruction through the relevant Clearing System blocking its Notes and instructing the Registered Holder to appoint any person specified in such instruction as a proxy to act on their behalf in connection with the Meeting.
<b>18 March 2020 (10:00 a.m.)</b>	Deadline for Noteholders to amend or revoke

Electronic Voting Instructions previously furnished.

**20 March 2020 (11:00 a.m.)**

Meeting held at the offices of Folli Follie Commercial Manufacturing and Technical SA, Agios Stefanos, Municipality Dionysos (23 ° km - E.O. Athens - Lamia).

**As soon as reasonably practicable after the conclusion of the Meeting (or an adjourned Meeting, as the case may be)**

Announcement of the results of the Meeting (or an adjourned Meeting, as the case may be) and whether the Extraordinary Resolution has passed.

**Investors who wish to vote and whose Notes (or interests in Notes) are held in the name of a broker, dealer, commercial bank, custodian, trust company or other nominee institution must contact such nominee promptly and instruct or make arrangements with such nominee to vote in accordance with the customary procedures of the Clearing Systems on behalf of the Noteholders. The deadlines set by any such nominee and each Clearing System for the submission of an Electronic Voting Instruction in connection with the Extraordinary Resolution may be earlier than the deadlines set out above.**

If either the Issuer or the Guarantor is required to make an announcement relating to matters set out in this Consent Solicitation Memorandum, any such announcement will, unless stated otherwise, be made in accordance with the Trust Deed and all applicable rules and regulations via (i) notices to the Clearing Systems for communication to Noteholders and/or (ii) an announcement released through the Athens Stock Exchange.

Copies of all such announcements, notices and press releases can also be obtained from the Tabulation and Information Agent, the contact details for which appear in the section entitled "*Tabulation and Information Agent*" of the Consent Solicitation Memorandum. Significant delays may be experienced where notices are delivered to the Clearing Systems and Noteholders are urged to contact the Tabulation and Information Agent for the relevant announcements during the course of the Consent Solicitation. In addition, Noteholders may contact the Tabulation and Information Agent for information relating to the procedures for voting in respect of the Consent Solicitation on the telephone number and email address in the section entitled "*Tabulation and Information Agent*" of the Consent Solicitation Memorandum.

**For further information:**

A complete description of the procedures in relation to the adjourned meeting, the terms of the Consent Solicitation and the text of the Extraordinary Resolution, are set out in the Consent Solicitation Memorandum. The Consent Solicitation Memorandum is available to all Noteholders, subject to each Noteholder providing the confirmations set out in the "*Important Notice*" section of the Consent Solicitation Memorandum.

The Consent Solicitation Memorandum can be obtained from the Tabulation and Information Agent whose contact details are as follows:

**Lucid Issuer Services Limited**

**Tankerton Works, 12 Argyle Walk**

**London WC1H 8HA, United Kingdom**

**Telephone: +44 20 7704 0880**

**Email: [ff@lucid-is.com](mailto:ff@lucid-is.com)**

This Notice is given by Folli Follie Commercial Manufacturing and Technical SA on 10 March 2020.

## Disclaimer and Restrictions

This Announcement must be read in conjunction with the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitation. If any Noteholder is in any doubt as to the action it should take, it is recommended to seek its own financial advice, including as to any tax consequences, from its stockbroker, bank manager, solicitor, accountant and authorised independent financial adviser.

This Announcement includes forward-looking statements within the meaning of the securities laws of certain applicable jurisdictions. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts contained in this Announcement, including, without limitation, those regarding our intentions, beliefs or current expectations concerning, among other things, the Group's future financial condition and performance, results of operations and liquidity, and our strategy, plans, objectives and targets. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and that actual outcomes may differ materially from (and be more negative than) those made in, or suggested by, the forward-looking statements contained in this Announcement. In addition, even if the actual outcomes are consistent with the forward-looking statements contained in this Announcement, those outcomes may not be indicative of results or developments in subsequent periods. Readers should not place undue reliance on forward-looking statements. Any forward-looking statements are only made as at the date of this Announcement and, except as required by law, we undertake no obligation, and do not intend, to publicly update or publicly revise any forward-looking statement, whether as a result of new information, future events or otherwise.

This Announcement is not an offer of securities for sale in the United States or any other jurisdiction. The securities discussed herein have not been registered, and there is no intention to register them, under the securities laws of any jurisdictions in the United States. In particular, the securities discussed herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable state securities laws. This Announcement is not a prospectus for the purposes of the EU Prospectus Directive.

This Announcement is released by the Company in compliance with the Market Abuse Regulation (EU) 596/2014 (MAR) and the Rule Book of the Athens Stock Exchange. The Consent Solicitation Memorandum contains information that qualifies as inside information for the purposes of Article 7 of MAR. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, the person responsible for arranging the release of this Announcement on behalf of the Company is Themistoklis Sofos, counsel for the Company.

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