

**MEMBERS OF THE BOARD OF DIRECTORS AT
DECEMBER 31, 2010**

Xavier Fontanet, Chairman of the Board of Directors

Hubert Sagnières, Chief Executive Officer

Philippe Alfroid, Chief Operating Officer until June 30, 2009

Independent directors:

(The independence of each individual director was reviewed by the Board during 2010. For further information on this topic, see the section titled "Decisions and information to the Board of Directors" in the first part of the Chairman's Special Report, published in Appendix 1 of this Registration Document.)

Alain Aspect

Benoît Bazin

Antoine Bernard de Saint Affrique

Yves Chevillotte

Mireille Faugère

Bernard Hours

Maurice Marchand-Tonel

Olivier Pécoux

Michel Rose

Board members representing employee shareholders:

Aïcha Mokdahi

Yves Gillet

Yi He

LIST OF DIRECTORSHIPS AT DECEMBER 31, 2010

Name and additional information	First appointed to the Board	Current term ends	Other directorships
<p>XAVIER FONTANET</p> <p>Age: 62</p> <p>Number of shares: 287,495</p> <p>Main position within the Company: - CHAIRMAN OF THE BOARD OF DIRECTORS (since January 1, 2010)</p> <p>Business address: ESSILOR INTERNATIONAL 147 rue de Paris 94227 CHARENTON Cedex - FRANCE</p>	<p>June 15, 1992</p>	<p>2013</p>	<p>CHAIRMAN:</p> <ul style="list-style-type: none"> - EOA Holding Co., Inc. (USA)^(b) - Nikon and Essilor Joint Research Center Co Ltd (Japan) <p>DIRECTOR:</p> <p>Essilor International and subsidiaries</p> <ul style="list-style-type: none"> - Nikon-Essilor Co. Ltd (Japan) - Nikon and Essilor Joint Research Center Co Ltd (Japan) - Essilor of America, Inc. (USA)^(b) - Transitions Optical Inc. (USA)^(b) - EOA Holding Co, Inc. (USA)^(b) - Shanghai Essilor Optical Company Ltd (China)^(b) - Transitions Optical Holdings B.V. (Netherlands)^(b) - Essilor Manufacturing India Private Ltd (India)^(b) - Essilor India PVT Ltd (India)^(b) - Essilor Amico (L.L.C.) (United Arab Emirates) <p>External companies</p> <ul style="list-style-type: none"> - L'Oréal - Crédit Agricole SA - Fonds stratégique d'investissement (SA) <p>PERMANENT REPRESENTATIVE OF ESSILOR INTERNATIONAL ON THE BOARD OF DIRECTORS:</p> <p>External companies</p> <ul style="list-style-type: none"> - Association Nationale des Sociétés par Actions (Ansa)^(a)

(a) Term of office started during the year

(b) Term in office expired during the year

Name and additional information	First appointed to the Board	Current term ends	Other directorships
<p>HUBERT SAGNIERES</p> <p>Age: 55</p> <p>Number of shares: 11,073</p> <p>Main position held within the Company: - CHIEF EXECUTIVE OFFICER (since January 1, 2010)</p> <p>Business address: ESSILOR INTERNATIONAL 147 rue de Paris 94227 CHARENTON Cedex - FRANCE</p>	May 14, 2008	2011	<p>CHAIRMAN AND CHIEF EXECUTIVE OFFICER:</p> <ul style="list-style-type: none"> - Essilor of America, Inc. (USA) <p>DIRECTOR:</p> <p>Essilor International and subsidiaries</p> <ul style="list-style-type: none"> - Essilor of America, Inc. (USA) - Transitions Optical Inc. (USA) - Frames for America, Inc. (USA) - K&W Optical Limited (Canada)^(b) - Essilor Canada Ltee/Ltd (Canada) - Transitions Optical Holdings B.V. (Netherlands) - Vision Web Inc. (USA)^(b) - Omics Software Inc./Logiciels Omics, Inc (Canada)^(a) - Cascade Optical Ltd (Canada)^(a) - Reseau Essilor in Canada Inc. (Canada)^(a) - Groupe Vision Optique Inc. (Canada)^(a) - Optique de l'Estrie Inc. (Canada)^(a) - Optique Lison Inc. (Canada)^(a) - Vision Optique Inc. (Canada)^(a) - Vision Optique Technologies Ltée (Canada)^(a) - Visionware Inc. (Canada)^(a) - Westlab Optical Ltd (Canada)^(a) - Essilor Vision Foundation (USA)
<p>PHILIPPE ALFROID</p> <p>Age: 65</p> <p>Number of shares: 261,038</p> <p>Main position held within the Company: - DIRECTOR</p> <p>Business address: not applicable</p> <p>Retired since June 30, 2009.</p>	May 6, 1996	2011	<p>CHAIRMAN:</p> <ul style="list-style-type: none"> - Essilor of America, Inc. (USA)^(b) <p>CHAIRMAN OF THE SUPERVISORY BOARD:</p> <ul style="list-style-type: none"> - Faiveley Transport (ex. Faiveley SA) <p>Essilor International and subsidiaries</p> <p>DIRECTOR:</p> <ul style="list-style-type: none"> - Sperian Protection^(b) - Essilor of America, Inc. (USA) <p>External companies</p> <p>DIRECTOR:</p> <ul style="list-style-type: none"> - Eurogerm - Gemalto N.V. (Netherlands)^(a)
<p>ALAIN ASPECT</p> <p>Independent director</p> <p>Age: 63</p> <p>Number of shares: 1,060</p> <p>Main position held outside the Company: - Senior researcher at CNRS (Institut d'Optique in Orsay) - Professor at Ecole Polytechnique and Institut d'Optique - Supervises the atom optics group at Institut d'Optique</p> <p>Business address: INSTITUT D'OPTIQUE Campus polytechnique – RD 128 91127 PALAISEAU Cedex - FRANCE</p>	June 16, 1997	2011	<p>MEMBER OF THE BOARD OF DIRECTORS:</p> <ul style="list-style-type: none"> - Agence Nationale de la Recherche^(a) - Etablissement Public Paris Saclay^(a)

(a) Term of office started during the year

(b) Term in office expired during the year

Name and additional information	First appointed to the Board	Current term ends	Other directorships
<p>BENOIT BAZIN Independent director Age: 42 Number of shares: 1,000</p> <p>Main position held outside the Company: DEPUTY CHIEF EXECUTIVE OFFICER - Compagnie de Saint-Gobain^(a) CHAIRMAN - Saint-Gobain Distribution Bâtiment, Building Distribution division</p> <p>Business address: SAINT-GOBAIN Les Miroirs – 18 avenue d’Alsace 92096 PARIS LA DEFENSE – FRANCE</p>	May 15, 2009	2012	<p>Saint-Gobain Group CHAIRMAN: - Partidis - Saint-Gobain Distribution Bâtiment Suisse AG (Switzerland) CHAIRMAN OF THE SUPERVISORY BOARD: - Point P S.A. - Lapeyre CHAIRMAN OF THE BOARD OF DIRECTORS: - Projeo - Saint-Gobain Distribution Nordic AB (Scandinavia) DIRECTOR: - Fondation Saint-Gobain Initiatives - Jewson Ltd (United Kingdom) - Saint-Gobain Building Distribution Ltd (United Kingdom) - Norandex Building Material Distribution Inc. (USA)</p>
<p>ANTOINE BERNARD DE SAINT-AFFRIQUE Independent director Age: 46 Number of shares: 1,000</p> <p>Main position held outside the Company: EXECUTIVE VICE PRESIDENT - Unilever, in charge of “Skin Care and Skin Cleansing”</p> <p>Business address: UNILEVER 100 Victoria Embankment - Blackfriars EC4P 4BQ LONDRES - UK</p>	May 15, 2009	2012	<p>DIRECTOR: - Inmarko (Russian Federation)^(b) - Icosmetics SAS^(a)</p>
<p>YVES CHEVILLOTTE Independent director Age: 67 Retired since January 2004. Number of shares: 1,855 Business address: not applicable</p>	May 14, 2004	2013	<p>VICE CHAIRMAN OF THE BOARD OF DIRECTORS: - SA Soredic VICE CHAIRMAN OF THE SUPERVISORY BOARD: - Finaref^(b) CHAIRMAN OF THE BOARD OF DIRECTORS: - Arvige - G.A.S.F.O. DIRECTOR: - F.R.A.C. - Mission Possible</p>
<p>MIREILLE FAUGERE Independent director^(a) Age: 54 Number of shares: 1,000</p> <p>Main position held outside the Company: CHIEF EXECUTIVE OFFICER - Assistance Publique – Hôpitaux de Paris (AP-HP)^(a)</p> <p>Business address: 3 avenue Victoria 75184 PARIS Cedex 04</p>	May 11, 2010	2013	<p>DIRECTOR: - EDF</p>

(a) Term of office started during the year

(b) Term of office expired during the year

Name and additional information	First appointed to the Board	Current term ends	Other directorships
<p>YVES GILLET Director representing employee shareholders Age: 47 Number of shares: 14,143</p> <p>Main position held within the Company: CHIEF EXECUTIVE OFFICER - Essilor España, SA</p> <p>Business address: ESSILOR ESPAÑA S.A. C/Labastida s/n 28034 MADRID – SPAIN</p>	<p>January 28, 2009 Appointed by the Board of Directors</p> <p>May 15, 2009 Ratified by the Shareholders' Meeting</p>	2013	<p>MEMBER OF THE BOARD OF DIRECTORS: - Valoptec Association</p> <p>MEMBER OF THE SUPERVISORY BOARD: - FCPE Valoptec International</p>
<p>YI HE Director representing employee shareholders^(a) Age: 57 Number of shares: 11,973</p> <p>Main position held within the Company: CHAIRMAN - Essilor (China) Holding Company (China)^(a)</p> <p>Business address: Unit D2, 20th Floor - N° 398 Huai Hai Middle Road Luwan District Shanghai CHINA P.R.C. 200020</p>	<p>January 27, 2010 Appointed by the Board of Directors</p> <p>May 11, 2010 Ratified by the Shareholders' Meeting</p>	2011	<p>CHIEF EXECUTIVE OFFICER AND DIRECTOR: - Shanghai Essilor Optical Company Ltd (China)</p> <p>DIRECTOR: - Danyang Sales and Distribution Co. Ltd (China)^(a) - Jiangsu Wanxin Optical Co. Ltd (China)^(a) - Valoptec Association</p>
<p>BERNARD HOURS Independent director Age: 54 Number of shares: 1,000</p> <p>Main position held outside the Company: CHIEF OPERATING OFFICER - Danone (S.A.)</p> <p>Business address: DANONE 17 boulevard Haussmann 75009 PARIS - FRANCE</p>	May 15, 2009	2012	<p>Danone Group MEMBER OF THE SUPERVISORY BOARD: - Ceprodi</p> <p>DIRECTOR: - Danone (S.A.) - Flam's - Fondation d'Entreprise Danone (Association)</p> <p>PERMANENT REPRESENTATIVE OF DANONE (S.A.): - Danone S.A. (Spain)</p>

(a) Term of office started during the year

(b) Term of office expired during the year

Name and additional information	First appointed to the Board	Current term ends	Other directorships
<p>MAURICE MARCHAND-TONEL Independent director Age: 66 Number of shares: 1,000</p> <p>Main position held outside the Company: - Senior Advisor, BearingPoint France SAS - Advisor Director, Invescorp. Bank B.S.C.</p> <p>Business address: not applicable</p>	<p>November 22, 2006 Appointed by the Board of Directors</p> <p>May 11, 2007 Ratified by the Shareholders' Meeting</p>	2011	<p>CHAIRMAN: - European American Chamber of Commerce (France)</p> <p>MEMBER OF THE SUPERVISORY BOARD: - Faiveley Transport</p> <p>DIRECTOR: - European American Chamber of Commerce (Cincinnati, USA) - European American Chamber of Commerce (New York, USA) - French American Chamber of Commerce (Chicago, USA)</p>
<p>AICHA MOKDAHI Director representing employee shareholders Age: 55 Number of shares: 8,067</p> <p>Main position held within the Company: - BBGR EXTERNAL GROWTH DIRECTOR - SUPPLY CHAIN DIRECTOR FOR ESSILOR EUROPE</p> <p>Business address: ESSILOR INTERNATIONAL 147 rue de Paris 94227 CHARENTON Cedex - FRANCE</p>	<p>January 24, 2007 Appointed by the Board of Directors</p> <p>May 11, 2007 Ratified by the Shareholders' Meeting</p>	2011	<p>CHAIRMAN OF THE BOARD OF DIRECTORS: - Valoptec Association</p>
<p>OLIVIER PECOUX Independent director Age: 52 Number of shares: 1,000</p> <p>Main position held outside the Company: CHAIRMAN OF THE EXECUTIVE COMMITTEE - Rothschild et Cie^(a)</p> <p>MANAGING PARTNER - Rothschild et Cie Banque</p> <p>Business address: ROTHSCHILD & Cie 23bis avenue de Messine 75008 PARIS - FRANCE</p>	<p>January 31, 2001 Appointed by the Board of Directors</p> <p>May 3, 2001 Ratified by the Shareholders' Meeting</p>	2012	<p>CHIEF EXECUTIVE OFFICER AND MEMBER OF THE MANAGEMENT BOARD: - Paris-Orléans^(a)</p> <p>DIRECTOR: - Rothschild España (Spain) - Rothschild Italia (Italy)</p> <p>MEMBER OF THE SUPERVISORY BOARD: - Financière Rabelais</p>
<p>MICHEL ROSE Independent director Age: 67 Retired since May 2008 Number of shares: 1,000 Business address: not applicable</p>	<p>May 13, 2005</p>	2011	<p>DIRECTOR: - Lafarge Maroc (Morocco) - Malayan Cement (Malaysia) - Unicem (Nigeria) - Neopost</p> <p>CHAIRMAN: - Fondation de l'Ecole des Mines de Nancy^(b)</p>

(a) Term of office started during the year
(b) Term of office expired during the year