

Executive corporate officers' compensation

Vesting of the November 25, 2013 performance share plan

On November 25, 2013, the Board of Directors decided to grant 45,000 performance shares to Hubert Sagnières, Chairman and Chief Executive Officer, under the following terms and conditions:

The shares were subject to two performance conditions and would only vest if Mr. Sagnières was still employed by the Company on the vesting date.

- 1) Achievement of the first performance condition, concerning the vesting of the shares, was assessed from November 25, 2013 to November 25, 2015 by calculating the annualized growth in the Essilor International share price, as follows:

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|---|--------------|
| Initial reference price: 20 trading days prior to November 25, 2013 | €77.29 |
| Average price: average share price from August 25 to November 25, 2015 | €111.79 |
| Annualized growth = | 20.3% |

Annualized growth, calculated as shown above, was greater than the performance target of 7% per year, and the first performance condition was therefore met.

- 2) The second performance condition, applicable only to the Executive corporate officers, took the form of a target Average Ratio corresponding to the average achievement rate of Mr. Sagnières' annual variable compensation targets over the performance measurement period.
If the Average Ratio was greater than 100%, it would have no impact on the number of vested shares based on the first performance condition. If it was less than 100%, the number of performance shares that vested would be reduced in the same proportion.

As the Average Ratio for the period 2013-2014 was 127%, all of the performance shares granted to Mr. Sagnières vested.

As the two performance conditions were fully met, Mr. Sagnières received 45,000 vested Essilor International shares, registered in his name.

Lock-up period applicable to all non-resident beneficiaries of the plan:

For non-resident beneficiaries, including Mr. Sagnières, half of the vested shares are available immediately and half are subject to a two-year lock-up period until November 25, 2019. In the event of international mobility, plan beneficiaries are permitted to sell their shares prior to November 25, 2019.

Mandatory extended lock-up period for Executive corporate officers:

One-third of Mr. Sagnières's shares that vested on November 25, 2017 (15,000 shares) will continue to be subject to a lock-up period for as long as he remains in office, or until such time as he holds on a permanent basis a number of shares (acquired over time through the vesting of performance shares or the exercise of stock options) equivalent to two years' total cash at target (fixed compensation + target bonus).

About Essilor

Essilor International (Compagnie Générale d'Optique) ("Essilor") is 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 €7.1 billion in 2016 and employs approximately 64,000 people worldwide. It markets its products in more than 100 countries and has 33 plants, 490 prescription laboratories and edging facilities, as well as 5 research and development centers around the world (as of December 31, 2016). For more information, please visit www.essilor.com.

The Essilor International 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.

Investor Relations and Financial Communication

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