

FINAL TERMS

6 February 2014

Luxottica Group S.p.A.

**Issue of €500,000,000 2.625 per cent. Fixed Rate Notes due 10 February 2024
unconditionally and irrevocably guaranteed by
Luxottica U.S. Holdings Corp.
and Luxottica S.r.l.
under the €2,000,000,000
Euro Medium Term Note Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 10 May 2013 and the supplements to it dated 5 August 2013 and 28 January 2014, which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer, the Guarantors and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the website of the Issuer (www.luxottica.com). The Base Prospectus and, in the case of Notes admitted to trading on the regulated market of the Luxembourg Stock Exchange, the Final Terms will also be published on the website of the Luxembourg Stock Exchange (www.bourse.lu).

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| 1. | (a) | Series Number: | 1 |
| | (b) | Tranche Number: | 1 |
| | (c) | Date on which the Notes will be consolidated and form a single Series: | Not Applicable |
| 2. | | Specified Currency or Currencies: | Euro |
| 3. | | Aggregate Nominal Amount: | |
| | (a) | Series: | €500,000,000 |
| | (b) | Tranche: | €500,000,000 |
| 4. | | Issue Price: | 99.281 per cent. of the Aggregate Nominal Amount |
| 5. | (a) | Specified Denominations: | €100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000 |
| | (b) | Calculation Amount: | €1,000 |
| 6. | (a) | Issue Date: | 10 February 2014 |
| | (b) | Interest Commencement Date: | Issue Date |

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| 7. | Maturity Date: | 10 February 2024 |
| 8. | Interest Basis: | 2.625 per cent. Fixed Rate
<i>(further particulars specified below)</i> |
| 9. | Redemption Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 10. | Change of Interest Basis: | Not Applicable |
| 11. | Put/Call Options: | Change of Control Put

<i>(further particulars specified below)</i> |
| 12. | Date Board approval for issuance of Notes and Guarantee obtained: | 25 July 2013 for the issue of the Notes and 29 April 2013 and 31 January 2014 for the Guarantee of Luxottica S.r.l. and Luxottica U.S. Holdings Corp., respectively |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 13. | Fixed Rate Note Provisions | Applicable |
| | (a) Rate(s) of Interest: | 2.625 per cent. per annum payable in arrear on each Interest Payment Date |
| | (b) Interest Payment Date(s): | 10 February in each year from and including 10 February 2015 up to and including the Maturity Date |
| | (c) Fixed Coupon Amount(s):
<i>(Applicable to Notes in definitive form.)</i> | €26.50 per Calculation Amount |
| | (d) Broken Amount(s):
<i>(Applicable to Notes in definitive form.)</i> | Not Applicable |
| | (e) Day Count Fraction: | Actual/Actual (ICMA) (unadjusted) |
| | (f) Determination Date(s): | 10 February in each year |
| 14. | Floating Rate Note Provisions: | Not Applicable |
| 15. | Zero Coupon Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

- 16. Notice periods for Condition 6.2 (Redemption for tax reasons): Minimum period: 5 days
Maximum period: 90 days
- 17. Issuer Call: Not Applicable
- 18. Investor Put: Not Applicable
- 19. Change of Control Put: Applicable
 - (a) Optional Redemption Amount: €1,000 per Calculation Amount
 - (b) Notice periods: Minimum period: 15 days
Maximum period: 20 Business Days
- 20. Final Redemption Amount: €1,000 per Calculation Amount
- 21. Early Redemption Amount payable on redemption for taxation reasons or on event of default: €1,000 per Calculation Amount

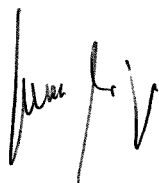
GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 22. Form of Notes:
 - (a) Form: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
 - (b) New Global Note: Yes
- 23. Additional Financial Centre(s): Not Applicable
- 24. Talons for future Coupons to be attached to Definitive Notes: No

Signed on behalf of Luxottica Group S.p.A.:

By: MARCO BIGATTI

Duly authorised



Signed on behalf of Luxottica U.S. Holdings Corp.:

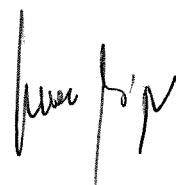
By: MARCO BIGATTI

Duly authorised

Signed on behalf of Luxottica S.r.l.:

By: MARCO BIGATTI

Duly authorised



PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

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| (i) | Listing and Admission to trading: | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Luxembourg Stock Exchange's regulated market and listing on the Official List of the Luxembourg Stock Exchange with effect from 10 February 2014. |
| (ii) | Estimate of total expenses related to admission to trading: | €5,750 |

2. RATINGS

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| Ratings: | The Notes to be issued have been rated:

A- by Standard & Poor's Credit Market Services France SAS.

Standard & Poor is established in the Standard & Poor's Credit Market Services France SAS European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the CRA Regulation). |
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3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Lead Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantors and their affiliates in the ordinary course of business.

4. YIELD (*Fixed Rate Notes only*)

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| Indication of yield: | 2.708 per cent. per annum |
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5. OPERATIONAL INFORMATION

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| (i) | ISIN Code: | XS1030851791 |
| (ii) | Common Code: | 103085179 |
| (iii) | Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s): | Not Applicable |
| (iv) | Delivery: | Delivery against payment |

- (v) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vi) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

6. DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated, names of Joint Lead Managers: Banca IMI S.p.A.
BNP Paribas
Crédit Agricole Corporate and Investment Bank
Deutsche Bank AG, London Branch
UniCredit Bank AG
- (iii) Date of Subscription Agreement: 6 February 2014
- (iv) Stabilising Manager(s) (if any): UniCredit Bank AG
- (v) If non-syndicated, name of relevant Dealer: Not Applicable
- (vi) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D