

Treviso, February 19, 2016

PRESS RELEASE

De'Longhi SpA: approval of a stock option plan

On today's date, the Board of Directors of De' Longhi S.p.A. has approved the proposal of adoption of a stock option plan, with a 7 year final maturity and encompassing a maximum amount of 2,000,000 options, and the related regulation, to be submitted to the approval of the General Shareholders' Meeting to be called for April 14, 2016, also in extraordinary session to make a resolution about the Plan and the related increase of the share capital.

On today's date, the Board of Directors of De' Longhi S.p.A. (the "Company") has approved the proposal submitted by the Remuneration and Appointments Committee ("Comitato per la Remunerazione e le Nomine") to adopt a "*Stock Option Plan 2016-2022*" (the "Plan") and its Regulation, which will be submitted for approval to the General Shareholders' Meeting of the Company to be called for April 14, 2016, in ordinary session, followed, on the same day, by an extraordinary session for the approval of the share capital increase aimed at serving the Plan.

More in detail, pursuant to art. 84-bis, par. 3, of the regulations adopted by Consob with resolution n. 11971/1999, as amended, (the "Regolamento Emittenti"), the following has been resolved:

Beneficiaries

The Plan is reserved to the Chief Executive Officer and a restricted number of managers and key resources of the De' Longhi Group, who will be identified by the Board of Directors of the Company, on the basis of a proposal made by the C.E.O., within those employees that either cover roles more directly related to the Company's results or are of a strategic interest (the "Beneficiaries")..

Objectives and general framework of the Plan

The Plan has the following objectives:

- to link the remuneration of the Beneficiaries to the creation of value for the Company's shareholders;
- to support the competitiveness of the Beneficiaries' remuneration versus the market;
- to promote the Beneficiaries' loyalty through supporting their permanence in the Group.

The Plan provides for the assignment, free of charge, to Beneficiaries of up to a maximum of total 2,000,000 options granting the right to underwrite an equal number of shares of De' Longhi S.p.A. (in the ratio of one share for every option exercised), such shares to be deriving from a divisible cash increase of share capital, waiving option rights pursuant to art. 2441, paragraphs 4, second sentence, 6 and 8 of the "Codice Civile", to art. 158 of the "Testo Unico della Finanza" and to art. 5-bis, par. 3, of the "Codice Civile", corresponding to a maximum nominal amount of total 3,000,000.00 Euro. Said capital increase shall be realized by way of issuing, in one or more tranches, up to a maximum total 2,000,000 ordinary shares of nominal value of 1.50 Euro each, with regular dividend rights, reserved to the Beneficiaries.

Duration of the Plan

The Plan will last for 7 years, being the final maturity set at December 31, 2022.

Allocation and exercise of the options

The amount of options to be allocated to each Beneficiary is defined by the Board of Directors on the basis of either (i) a proposal of the Remuneration and Appointments Committee (“Comitato Remunerazione e Nomine”), on the advice of the Statutory Auditors, in relation to those options to be allocated to the C.E.O. of the Company, or (ii) a proposal of the C.E.O. in all other cases.

The options will be granted free of charge, so that the Beneficiaries will not be asked to pay any amount to the Company in exchange of being granted the options. On the contrary, the exercise of the options and the related underwriting of the shares will be subject to the payment of the exercise price. Each option will bring the right to underwrite one share under the conditions laid down in the Regulation.

The exercise price shall be equal to the arithmetic average of the official market price of the Company's shares recorded on the “Mercato Telematico Azionario” managed by Borsa Italiana S.p.A. in the 60 calendar days preceding the date of approval of the Plan and its Regulation by the Company's General Shareholders' Meeting.

The exercise of the options by each Beneficiary – should he/she decide to exercise his/her options - shall be made possible, in one or more tranches, only during the exercise period, i.e. in the following timeframes:

- between May 15, 2019 and December 31, 2022 (more precisely: between May 15 and July 15; between September 1st and October 15; between November 15 and January 15), with regard to a maximum amount of 50% of the total options assigned to each Beneficiary;
- between May 15, 2020 and December 31, 2022 (more precisely: between May 15 and July 15; between September 1st and October 15; between November 15 and January 15), with regard to the remaining 50% of the total options assigned to each Beneficiary.

Any option non exercised within the maturity of the exercise period will be deemed to be automatically expired and the Beneficiary shall have no right to any compensation or indemnity.

All shares deriving from the exercise of the options shall bring regular dividend rights, same as all other shares existing at the date of their issue, and will be freely transferrable by the Beneficiary.

Without prejudice to the powers of the Board of Directors and of the Remuneration and Appointments Committee, to the extent that the Chief Executive Officer is concerned, the management of the Plan is assigned to the C.E.O. with the support of the relevant functions of the Company.

The notice of calling of the General Shareholders' Meeting and the related documentation, as required by the applicable laws, including also the documentation of the proposed capital increase serving the Plan, will be published under the terms and conditions established by the existing laws and regulations.

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