

NOTICE OF CALL OF THE ORDINARY SHAREHOLDERS' MEETING

The individuals entitled to take part and exercise the right to vote in the meetings of the Company's shareholders are called to the Ordinary Shareholders' Meeting at "Villa Sandi", Via Erizzo no. 105, Crocetta del Montello, Treviso, Italy, in single call on 16 April 2015 at 10.00 a.m., to deliberate on the following

Agenda

1. Approval of the Company Financial Statements as at 31 December 2014; presentation of the Board of Directors' report on operations, the Board of Statutory Auditors' Report, and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as at 31 December 2014. Resolutions concerning the result for the year.
 - 1.1. Approval of the Company Financial Statements as at 31 December 2014; presentation of the Board of Directors' report on operations, the Board of Statutory Auditors' Report, and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as at 31 December 2014.
 - 1.2. Allocation of the result for the year.
2. Remuneration Report; resolutions referring to the first section pursuant to art. 123-ter, paragraph 6, of Italian Legislative Decree no.58/1998.

Information on share capital: Note that the Company's share capital totals 25,920,733.10 Euro and consists of 259,207,331 ordinary shares with a nominal value of 0.10 Euro each (zero point ten), that each ordinary share gives the right to one vote at the Shareholders' Meeting, and that as at today's date the Company does not hold any own shares. Information about the share capital is available on the Company's website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting".

Participation in the Shareholders' Meeting: pursuant to art. 83-sexies of Italian Legislative Decree no. 58/98 as amended (the "Testo Unico della Finanza" or "TUF" - "Consolidated Law on Finance") and art. 12 of the Articles of Association, the right to participate in and vote at the Shareholders' Meeting is granted to those who hold shares on the seventh trading day prior to the date of the Shareholders' Meeting, i.e. 7 April 2015 (the "record date"), and have communicated their wish to participate in the Shareholders' Meeting through an approved intermediary, pursuant to the applicable legal and regulatory provisions. The communication must be delivered to the Company by the end of the third trading day (13 April 2015) prior to the date set for the Shareholders' Meeting. If the Company receives the communication after said deadline, shareholders shall still be entitled to participate in and vote at the Meeting as long as the communication is delivered before the start of the Meeting. Those who hold shares only after the record date have no right to participate in and vote at the Shareholders' Meeting.

Pursuant to article 135-novies of the TUF and article 12 of the Articles of Association, those entitled to participate in and vote at the Shareholders' Meeting may appoint proxies by means of a written proxy, also using the specific form available at the registered office of Geox S.p.A., Legal and Corporate Affairs Department, Via Feltrina Centro no. 16, 31044 Biadene di Montebelluna, Treviso, Italy, and on the Company's website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting". The form is also available from approved intermediaries. Shareholders may submit the proxy to the Company via registered mail to the Company's registered office, by fax to the number 0423 28 1677, or by email to the certified email address societario@pec.geox.com. Submitting the proxy prior to the Meeting does not exempt the proxy holder from the obligation of certifying the conformity of the notified copy to the original and the identity of the principal in order to be admitted to the Meeting.

Shareholders may appoint Computershare S.p.A., with registered office in Milan, Italy, via Lorenzo Mascheroni no. 19, 20145, designated by the Company for this purpose pursuant to art. 135-undecies, Italian Legislative Decree no. 58/1998, as proxy, giving voting instructions on all or part of the resolution proposals concerning the items on the agenda. To do so, they shall use the specific proxy form, prepared by the Designated Representative in agreement with the Company, available on the website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting". The proxy granted to the Designated Representative, with voting instructions, must be delivered in original copy to the registered office of Computershare S.p.A., via Lorenzo Mascheroni no. 19, 20145 Milan, Italy. Shareholders may send a conformed copy in advance by fax to the number 02.46776850, or as an attachment to an email sent to: ufficiomilano@pecserviziitoli.it. The proxy must be delivered by the end of the second trading day prior to the date set for the Shareholders' Meeting in single call (i.e. 14 April 2015). The proxy granted in this manner is valid only for the proposals for which the principal has provided voting instructions. The principal may revoke the proxy and the voting instructions before the above deadline.

GEOX S.p.A.

Via Feltrina Centro, 16 - 31044 Biadene di Montebelluna - Treviso - Italy
Tel. + 39 0423 2822 - Fax +39 0423 282125
VAT, Tax ID e Treviso Business Register no. IT03348440268
Share Capital € 25,920,733.10 fully paid-up

The proxy form as well as the relevant instructions for completing and returning it are available at the registered office of the Company and the website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting".

Submitting the proxy prior to the Meeting does not exempt the proxy holder from the obligation of certifying the conformity of the notified copy to the original and the identity of the principal in order to be admitted to the Meeting.

Art. 12 of the Articles of Association envisages that those with voting rights may exercise their vote electronically by certified email (PEC) in accordance with the laws, the relevant regulatory provisions and any provisions contained in the Shareholders' Meeting regulations. Pending the relevant amendments to the Shareholders' Meeting regulations required for the aforementioned provision to become effective, as envisaged by art. 12 of the Articles of Association, electronic voting is not allowed for the Shareholders' Meeting called with this notice.

Right to submit questions: pursuant to art. 127-ter of the TUF, those entitled to vote can submit questions on the agenda items, also prior to the Shareholders' Meeting, no later than 13 April 2015, via registered mail to the Legal and Corporate Affairs Department of Geox S.p.A., Via Feltrina Centro no. 16, 31044, Biadene di Montebelluna, Treviso, Italy, by fax to the number 0423 28 1677, or electronically by certified email to societario@pec.geox.com; for the purposes of exercising this right, the Company shall receive the relevant communication issued by the intermediaries the Shareholder holds his or her shares with. These questions will be answered at the latest during the Shareholders' Meeting, and the Company may provide a single response to questions with the same content.

Additions to the Agenda and resolution proposals on items already on the agenda: note that, pursuant to art. 10 of the Articles of Association and art. 126-bis of the TUF, Shareholders who, including jointly, represent at least one fortieth of the share capital, can ask in writing to add items to the agenda, indicating in the request the additional items they propose or presenting resolution proposals on items already on the agenda.

An original signed copy of the requests must be delivered or sent via registered mail to the Company's registered office, Legal and Corporate Affairs Department of Geox S.p.A., via Feltrina Centro no. 16, 31044 Biadene di Montebelluna; Treviso, Italy, within ten days of the publication of this notice (i.e. by 27 March 2015). A report on the proposed items to be discussed, stating the grounds of the resolution proposals on new items or the grounds for additional resolution proposals presented for items already on the agenda, must be submitted in the same manner. The requests must be accompanied by: (i) the personal details of the requesting shareholder (name and surname, place and date of birth, or in the case of an entity or company, name and registered office, and tax identification code); and (ii) the communication from the intermediary for exercising such right certifying that as at the date of the request the shares are registered in the name of the requesting shareholder.

Additions to the agenda or the presentation of additional resolution proposals on items already on the agenda shall be notified in the same manner as provided for the publication of this notice, at least fifteen days prior to the date set for the Shareholders' Meeting (i.e. by 1 April 2015). Additional resolution proposals on items already on the agenda will be available at the time the notice of their presentation is published, accompanied by the remarks, if any, of the Board of Directors.

Note also that Shareholders may not submit additions to the agenda for matters on which the Shareholders' Meeting deliberates pursuant to the law based on a proposal from the Board Members or a project or a report prepared by them, other than those indicated in art. 125-ter, paragraph 1, of the TUF.

Documentation: the Board of Directors' reports on the items on the agenda and the resolution proposals contained therein, as well as the documentation on the items on the agenda, required by the applicable regulations will be available to the public at the registered office of the Company, published on the website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting", and available at the authorised storage mechanism 1Info, which can be found at www.1info.it, within the terms established by law. The remaining documentation relevant to the Shareholders' Meeting will be published within the terms established by law. Shareholders are entitled to a copy of the lodged documentation.

It should be noted that, pursuant to art. 125-quater of the TUF, the following documents or information are available on the Company's website www.geox.biz: (i) documents which will be submitted to the Shareholders' Meeting; (ii) the forms Shareholders may use to vote by proxy and give the relevant instructions; and (iii) information on the Company's total share capital, specifying the number and the classes of shares it is divided into.

Request for information: for any further information regarding the Shareholders' Meeting, and in particular the procedures for exercising rights, please see the Company's website www.geox.biz, section Corporate Governance "Shareholders' Meetings", or write to the e-mail address societario@pec.geox.com.

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This notice of call will be published today on the Company's website www.geox.biz, in the section Corporate Governance "2015 Shareholders' Meeting", available at the authorised storage mechanism 1Info, which can be found at www.1info.it, and published today on the newspaper "Italia Oggi".

Shareholders are kindly invited to arrive at the meeting well before it is due to start, in order to facilitate registration procedures.

Biadene di Montebelluna (province of Treviso), 17 March 2015

On behalf of the Board of Directors

The Chairman

Mario Moretti Polegato

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