

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2013</div> <div style="text-align: center; font-weight: bold;">This Form is Open to Public Inspection</div>
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information	
1a Name of plan LUXOTTICA GROUP PENSION PLAN	1b Three-digit plan number (PN) ▶	002
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) LUXOTTICA U.S. HOLDINGS CORP. ATTN SCOTT HAKES 12 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050-4686	1c Effective date of plan 11/11/1952	2b Employer Identification Number (EIN) 11-3491054
	2c Sponsor's telephone number 516-484-3800	2d Business code (see instructions) 446130

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2014	SCOTT HAKES
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2014	VITO GIANNOLA
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address LUXOTTICA GROUP ERISA PLANS COMPLIANCE & INVESTMENT COMMITTEE 12 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050		3b Administrator's EIN 36-4300417 3c Administrator's telephone number 516-484-3800
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 42405
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants		6a 16857
b Retired or separated participants receiving benefits		6b 3358
c Other retired or separated participants entitled to future benefits		6c 13748
d Subtotal. Add lines 6a , 6b , and 6c		6d 33963
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e 991
f Total. Add lines 6d and 6e		6f 34954
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 1716
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1C 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>LUXOTTICA GROUP PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>LUXOTTICA U.S. HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>11-3491054</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2013</u>	
2 Assets:	
a Market value	2a <u>588404125</u>
b Actuarial value	2b <u>577935763</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>4333</u> <u>73484262</u>
b For terminated vested participants.....	3b <u>20451</u> <u>223595035</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>15124430</u>
(2) Vested benefits	3c(2) <u>229407247</u>
(3) Total active.....	3c(3) <u>17997</u> <u>244531677</u>
d Total.....	3d <u>42781</u> <u>541610974</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 <u>6.38 %</u>
6 Target normal cost.....	6 <u>27107646</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>09/30/2014</u>
Signature of actuary		Date
<u>LORI A. DEVORE</u>		<u>14-05257</u>
Type or print name of actuary		Most recent enrollment number
<u>AONCONSULTING, INC.</u>		<u>614-436-8100</u>
Firm name		Telephone number (including area code)
<u>445 HUTCHINSON AVE., SUITE 900</u> <u>COLUMBUS, OH 43235-8619</u>		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	20387780
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	20387780
10 Interest on line 9 using prior year's actual return of <u>14.04</u> %	0	2862444
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		45010145
b Interest on (a) using prior year's effective interest rate of <u>7.09</u> % except as otherwise provided (see instructions)		3191219
c Total available at beginning of current plan year to add to prefunding balance		48201364
d Portion of (c) to be added to prefunding balance		48201364
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	71451588

Part III Funding Percentages		
14 Funding target attainment percentage	14	93.51 %
15 Adjusted funding target attainment percentage	15	106.70 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	105.11 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2013	9750000		09/15/2014	17059611	
07/12/2013	9750000				
10/15/2013	9750000				
01/15/2014	9750000				
04/15/2014	13360702				
07/15/2014	13360702				
			Totals ►	18(b)	82781015 18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	77297553
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☐ Yes ☒ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.94%	2nd segment: 6.15%	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	27107646	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	0	0	
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	27107646	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	27107646	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	77297553	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	50189907	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A Name of plan LUXOTTICA GROUP PENSION PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 LUXOTTICA U.S. HOLDINGS CORP.	D Employer Identification Number (EIN) 11-3491054

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

AON CONSULTING, INC.

44 HUTCHINSON AVE, SUITE 900
COLUMBUS, OH 43235-8619

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 15 70	ACTUARY	872221	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

INSTITUTIONAL CAPITAL, LLC

225 WEST WACKER DRIVE
SUITE 2400
CHICAGO, IL 60606

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MGR	446043	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

INTECH INVESTMENT MANAGEMENT LLC

525 OKEECHOBEE BOULEVARD
SUITE 180
WEST PALM BEACH, FL 33401

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MGR	392455	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PNC BANK

25-1211909

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18 19 21	TRUSTEE	249975	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

HEWITT ENNISKNUPP

100 HALF DAY ROAD
LINCOLNSHIRE, IL 60069

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVEST ADVISOR	116278	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PLANTE & MORAN, PLLC

38-1357951

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	AUDITOR	17850	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST CORPORATION

36-2723087

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MGR	43511	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

KEATING MUETHING & KLEKAMP PPL

31-0570030

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	LEGAL	78012	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

BLACKROCK

94-3112180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MGR	127145	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>LUXOTTICA GROUP PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>LUXOTTICA U.S. HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>11-3491054</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: NORTHERN TRUST RUSSELL 1000 INDEX

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC

c EIN-PN <u>36-2723087-000</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>181986748</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ACWI EX-US SUPERFUND

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST COMPANY

c EIN-PN <u>94-3112180-000</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>100612023</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>LUXOTTICA GROUP PENSION PLAN</u>	B Three-digit plan number (PN) ▶	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LUXOTTICA U.S. HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>11-3491054</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	21955726	53531015
	(2) Participant contributions	1b(2)		
	(3) Other	1b(3)	613602	437025
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	8287505	4839154
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)	140031805	88788704
	(5) Partnership/joint venture interests	1c(5)	170240	80785
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)	173506451	282596170
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	244435566	284256478
	(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	589000895	714529331

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	572368	622009
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	572368	622009

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	588428527	713907322
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	82781015	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		82781015
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	8354	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8354
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	2868024	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	7012836	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		9880860
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	199215912	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	179292113	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		19923799
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	68110504	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		68110504

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		256153
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		2590976
c Other income.....	2c		1523498
d Total income. Add all income amounts in column (b) and enter total.....	2d		185075159

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	55074095	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		55074095
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	4522269	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other.....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		4522269
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		59596364

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		125478795
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PLANTE & MORAN, PLLC

(2) EIN: 38-1357951

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>LUXOTTICA GROUP PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LUXOTTICA U.S. HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>11-3491054</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>25-1211909</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3 <u>8739</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....	6a		
b Enter the amount contributed by the employer to the plan for this plan year.....	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?.....	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☒ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 67.0% Investment-Grade Debt: 33.0% High-Yield Debt: 0% Real Estate: 0% Other: 0%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☒ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Financial Statements and Report of Independent
Certified Public Accountants

Luxottica Group Pension Plan

December 31, 2013 and 2012

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Independent Auditor's Report

Luxottica Group ERISA Plans
Compliance and Investment Committee:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Luxottica Group Pension Plan (the "Plan"), which comprise the statements of net assets available for plan benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for plan benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by PNC Bank, N.A. (the "Trustee"), except for comparing the information with the information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2013 and 2012 that the information provided to the plan administrator is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2013 and reportable transactions for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Luxottica Group ERISA Plans
Compliance and Investment Committee:

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plante & Moran, PLLC

October 1, 2014
Cincinnati, Ohio

LUXOTTICA GROUP PENSION PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

December 31, 2013 and 2012

ASSETS	2013	2012
Investments, at fair value:		
Common stock	\$ 88,788,704	\$ 140,031,805
Collective trust	282,596,170	173,506,451
Registered investment companies	284,256,478	244,435,566
Partnerships	80,785	170,240
Money market funds	4,839,154	8,287,505
	<u>660,561,291</u>	<u>566,431,567</u>
Total investments		
Receivables:		
Accrued investment income	437,025	613,602
Employer contribution receivable	53,531,015	21,955,726
	<u>53,968,040</u>	<u>22,569,328</u>
Total receivables		
	<u>714,529,331</u>	<u>589,000,895</u>
Total assets		
 LIABILITIES		
Accrued administrative expenses and other liabilities	<u>622,009</u>	<u>572,368</u>
Net assets available for plan benefits	<u><u>\$ 713,907,322</u></u>	<u><u>\$ 588,428,527</u></u>

The accompanying notes are an
integral part of these statements.

LUXOTTICA GROUP PENSION PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

Years ended December 31, 2013 and 2012

	2013	2012
Employer contributions	\$ <u>82,781,015</u>	\$ <u>48,822,904</u>
Investment income:		
Interest and dividend income	9,889,214	15,604,968
Net appreciation in fair value of investments (Note E)	<u>92,404,930</u>	<u>51,340,448</u>
Net investment income	<u>102,294,144</u>	<u>66,945,416</u>
Benefits paid directly to participants	(55,074,095)	(19,540,474)
Administrative expenses	<u>(4,522,269)</u>	<u>(3,413,122)</u>
Net increase in net assets	125,478,795	92,814,724
Net assets available for plan benefits:		
Beginning of year	<u>588,428,527</u>	<u>495,613,803</u>
End of year	<u>\$ 713,907,322</u>	<u>\$ 588,428,527</u>

The accompanying notes are an
integral part of these statements.

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS

December 31, 2013 and 2012

NOTE A - PLAN DESCRIPTION

The following description of the Luxottica Group Pension Plan (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan Document for more complete information.

1. General

The Plan is a noncontributory defined benefit retirement income plan which provides for pension benefits to all non-union employees of the Luxottica U.S. Holdings Corp. and associates in Puerto Rico (the “Company”). The Luxottica Group ERISA Plans Compliance and Investment Committee (the “Plan Administrator”) controls and manages the operation and administration of the Plan. PNC Bank, N.A. (the “Trustee”) serves as the Trustee of the Plan, and together with several investment managers, manages the Plan’s investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended. In 2013, the Plan Administrator amended the Plan to disallow new entrants to the Plan effective December 31, 2013. All new associates and rehires whose first day of employment with the Company is on or after January 1st, 2014 will not be eligible to participate in the Plan.

2. Pension Benefits

Participants with three years of vesting service, as defined by the Plan, are entitled to pension benefits upon retirement. Employees are credited with one year of vesting service for each calendar year they complete at least 1,000 hours of service. Pension benefits are provided to participants based upon years of vesting service and compensation. Retirement benefits are paid to pensioners or beneficiaries in various forms, including single life annuities, joint and survivor annuities and a lump-sum payment option.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

1. Basis of Accounting

The accompanying financial statements have been prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

2. Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the amounts reported of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits, and the changes therein, at the date of the financial statements. Actual results could differ from those estimates.

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE B - SUMMARY OF ACCOUNTING POLICIES (continued)

3. Risks and Uncertainties

The Plan utilizes various investment securities including common stocks, collective trusts, registered investment companies, and partnerships. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

4. Investment Valuation and Income Recognition

Investments are reported at fair value which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note F for a discussion of fair value measurements. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation/(depreciation) in fair value of investments includes the Plan's gains and losses on investments bought and sold as well as held during the year.

5. Expenses

Administrative expenses are paid by the Plan or the Company, as provided in the Plan Document. The Plan Sponsor provides accounting and other administrative services to the Plan at no charge.

6. Payment of Benefits

Benefit payments to participants are recorded upon distribution.

7. Subsequent Events

The Plan Administrator has evaluated subsequent events through October 1, 2014, the date the financial statements were available to be issued. The Plan Administrator is not aware of any subsequent events that would require recognition or disclosure in the Plan financial statements.

NOTE C - FUNDING POLICY

Contributions to provide benefits under the Plan are made solely by the Company. The Company's funding policy is to make cash contributions to the Plan in accordance with amounts determined by the Plan's independent actuary. The Company met the minimum funding requirements of ERISA for the years ended December 31, 2013 and 2012. The latest actuarial valuation was prepared as of January 1, 2014 using the projected unit credit cost actuarial method.

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE D - ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments and lump-sum distributions that are attributable, under the Plan's provisions, to service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired participants currently receiving benefits, (2) terminated vested participants, and (3) vested active participants, and in all cases, payment of the above listed benefits to beneficiaries of employees who have died. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present values of accumulated plan benefits as of January 1 are as follows:

	2014	2013
Vested benefits:		
Retired participants including beneficiaries currently receiving payments	\$65,868,097	\$67,075,457
Other participants	<u>405,644,017</u>	<u>392,326,209</u>
Total vested benefits	471,512,114	459,401,666
Nonvested benefits	<u>13,787,528</u>	<u>13,899,356</u>
Total actuarial present value of accumulated plan benefits	<u>\$485,299,642</u>	<u>\$473,301,022</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the years beginning January 1 are as follows:

	2014	2013
Actuarial present value of accumulated plan benefits at beginning of year	\$473,301,022	\$439,917,306
Increase (decrease) due to:		
Benefits accumulated – net	33,409,007	20,437,453
Benefits paid	(55,074,095)	(19,540,474)
Interest due to the decrease in the discount period	33,469,635	32,274,277
Changes in actuarial assumptions	<u>194,073</u>	<u>212,460</u>
Actuarial present value of accumulated plan benefits at end of year	<u>\$485,299,642</u>	<u>\$473,301,022</u>

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE D - ACCUMULATED PLAN BENEFITS (continued)

The significant actuarial assumptions used in the January 1, 2014 and 2013 valuations were:

- Actuarial cost method: Standard unit credit
- Mortality: IRS 2014 RP-2000 Annuitant/Non-Annuitant Mortality table (2014) and IRS 2013 RP-2000 Annuitant/Non-Annuitant table (2013)
- Weighted average retirement age: 62
- Investment return: 7.50%
- Interest crediting rate: 4.01%
- Retirement: Various retirement ages are assumed ranging between 55 and 73

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

NOTE E - INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2013 and 2012, and for the years then ended, included in the Plan's financial statements and supplemental schedules that was prepared by or derived from information prepared by the Trustee, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the Trustee that such information is complete and accurate.

	2013	2012
Investments – at fair value		
Common stock	\$88,788,704	\$140,031,805
Collective trust	282,596,170	173,506,451
Registered investment companies	284,256,478	244,435,566
Partnerships	80,785	170,240
Money market funds	<u>4,839,154</u>	<u>8,287,505</u>
Total investments	<u>\$660,561,291</u>	<u>\$566,431,567</u>
Receivable – accrued investment income	<u>\$ 437,025</u>	<u>\$ 613,602</u>

For the years ended December 31, the Plan's interest and dividend income consisted of the following:

	2013	2012
Interest and dividend income:		
Common stock	\$2,868,024	\$3,002,790
Registered investment companies	7,012,836	12,578,473
Collective Trust	-	4,336
Money market accounts	<u>8,354</u>	<u>19,369</u>
Total interest and dividend income	<u>\$9,889,214</u>	<u>\$15,604,968</u>

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE E - INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED) (continued)

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) during 2013 and 2012 appreciated in value by \$92,404,930 and \$51,340,448, respectively, as follows:

	2013	2012
Net appreciation (depreciation) in fair value of		
Investments:		
Collective trust	\$44,566,954	\$23,509,147
Common stock	37,324,201	16,026,187
Partnerships	(77,552)	222,753
Registered investment companies	<u>10,591,327</u>	<u>11,582,361</u>
	<u>\$ 92,404,930</u>	<u>\$ 51,340,448</u>

Significant investments of the Plan as of December 31, 2013 and 2012 are as follows:

	2013	2012
PIMCO FDS Total Return BD Fund INSTL Class	\$217,891,600	\$187,526,566
NT Collective Russell 1000 Index Fund- Non Lending	\$181,986,558	\$84,735,925
iShares TR Russell 2000 Index FDETF	\$66,364,878	\$56,909,000
BlackRock ACWI EX US Superfund A	\$100,609,612	\$88,770,526

All information included in the supplemental schedules and Note F has been certified by the Trustee and has not been audited.

The Plan's independent auditor did not perform auditing procedures with respect to the information in this footnote, except for comparing such information to the related information included in the financial statements and supplemental schedules.

NOTE F - FAIR VALUE MEASUREMENTS

The authoritative guidance establishes a framework for measuring fair value that provides a hierarchy that prioritizes into three levels the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under U.S. GAAP guidance are described below:

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE F - FAIR VALUE MEASUREMENTS (continued)

Level 1	Inputs to the valuation methodology are unadjusted quoted prices in active markets for identical assets and liabilities that the Plan has the ability to access at the measurement date.
Level 2	<p>Inputs to the valuation methodology include</p> <ul style="list-style-type: none">• Quoted prices for similar assets or liabilities in active markets;• Quoted prices for identical or similar assets or liabilities in inactive markets;• Inputs other than quoted prices that are observable for the asset or liability;• Inputs that are derived principally from or corroborated by observable market data by correlation or other means. <p>If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.</p>
Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for the Plan's assets measured at fair value.

Collective trust: Valued at the closing net asset value ("NAV") of the units held by the Plan at year end based on information reported by the Trustee.

Common stock: Valued at the closing price reported on the active market on which the individual securities are traded.

Registered investment companies: Valued at the closing price reported on the active market on which the individual funds are traded.

Partnerships: Valued at the Plan's share of the total partnerships' capital as of the most recent audited financial statements at the Plan's year end.

Money market accounts: Valued at a NAV of \$1 per share, as reported by the Trustee.

LUXOTTICA GROUP PENSION PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE F - FAIR VALUE MEASUREMENTS (continued)

The preceding methods described may produce a fair value that may not be indicative of net realizable value reflective of future fair values. Furthermore, although the Plan Administrator believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table summarizes the Plan's investments by level within the fair value hierarchy as of December 31, 2013 and December 31, 2012.

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
December 31, 2013				
Common Stock:				
U.S. large cap value	\$88,788,704	\$ -	\$ -	\$88,788,704
Investment Funds:				
International collective trust	-	100,609,612	-	100,609,612
U.S. large cap index	-	181,986,558	-	181,986,558
Money market funds	-	4,839,154	-	4,839,154
Registered investment companies				
U.S. small cap mutual fund	66,364,878	-	-	66,364,878
Fixed income mutual fund	217,891,600	-	-	217,891,600
Limited partnerships	-	-	80,785	80,785
Total Investments	<u>\$373,045,182</u>	<u>\$287,435,324</u>	<u>\$80,785</u>	<u>\$660,561,291</u>
December 31, 2012				
Common Stock:				
U.S. large cap growth	\$67,646,973	\$ -	\$ -	\$67,646,973
U.S. large cap value	72,384,832	-	-	72,384,832
Investment Funds:				
International collective trust	-	88,770,526	-	88,770,526
U.S. large cap index	-	84,735,925	-	84,735,925
Money market funds	-	8,287,505	-	8,287,505
Registered investment companies				
U.S. small cap mutual fund	56,909,000	-	-	56,909,000
Fixed income mutual fund	187,526,566	-	-	187,526,566
Limited partnerships	-	-	170,240	170,240
Total Investments	<u>\$384,467,371</u>	<u>\$181,793,956</u>	<u>\$170,240</u>	<u>\$566,431,567</u>

LUXOTTICA GROUP PENSION PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE F - FAIR VALUE MEASUREMENTS (continued)

The Plan also holds other assets and liabilities not measured at fair value using one of the above methods on a recurring basis, including contributions receivable, accrued investment income and accrued administrative expenses and other liabilities. The fair value of these assets and liabilities approximates the carrying amounts in the accompanying financial statements due to either the short maturity of the investments or the use of interest rates that approximate market rates for instruments of similar maturity.

Investments valued at NAV as of December 31, 2013 and December 31, 2012 consisted of the BlackRock ACWI EX US Superfund and NT Collective Russell 1000 Index Fund, collective trust funds (collectively "CTF"), and Blackrock Liquidity Funds and Merrill Lynch Institutional Money Market, Money Market Funds (collectively "MMF"). The CTF seek long-term growth of capital by investing in a wide variety of equity securities issued throughout the world. The MMF Strategy is to maintain a stable \$1 unit price, but it cannot guarantee that it will be able to do so. The yield of the MMF will fluctuate. The MMF invests in high-quality, short-term money market securities to obtain as high a level of current income as is consistent with the preservation of capital and liquidity.

The NAV of the MMF is determined using the market value or fair value if market data is unavailable, of the underlying securities. The funds allow for daily liquidity with 3-5 days' notice required for redemption.

The NAV of the CTF is determined using the market value or fair value if market data is unavailable, of the underlying securities. A full redemption of the BlackRock ACWI EX US Superfund requires three days' notice, and under terms of the contract, the trustee has the right to suspend redemptions in certain situations in order to ensure that securities liquidations will be carried out in an orderly manner. No restrictions exist with respect to any redemption of the NT Collective Russell 1000 Index Fund. There were no unfunded commitments of the CTF as of December 31, 2013 and 2012.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no significant transfers between levels of the fair value hierarchy during 2013 and 2012.

The following table reconciles the beginning and ending fair value of the Plan's Level 3 investment for the years ended December 31, 2013 and December 31, 2012.

	Partnership	
	2013	2012
Balance, beginning of year	\$170,240	\$112,596
Unrealized gains/(losses)	(59,427)	72,990
Purchases, sales, issuances, and settlements, net		
Purchases	--	--
Settlements	<u>(30,028)</u>	<u>(15,346)</u>
Balance, end of year	<u>\$80,785</u>	<u>\$170,240</u>

LUXOTTICA GROUP PENSION PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

December 31, 2013 and 2012

NOTE G - EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Fees paid by the Plan for investment management services were included as a reduction of the return earned on each fund. The Company also pays for various administrative fees on behalf of the Plan. Certain plan assets are in investment funds managed by Blackrock, Inc. which is an affiliate of PNC Bank, N.A. PNC Bank, N.A. performs record-keeping services for the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

NOTE H - FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated January 30, 2012, that the Plan and related trust were designed in accordance with the applicable regulations of the Internal Revenue Code ("IRC"). The Plan Administrator believes that the Plan is currently designed and is being operated in compliance with the applicable requirements of the IRC and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax position and does not believe the trust has any uncertain tax positions that require disclosure or adjustment to the financial statements. The Plan Administrator believes the Plan is no longer subject to tax examinations for years prior to 2010.

NOTE I - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan, in certain circumstances, to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event that the Plan is terminated, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations there under and the Plan Document.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation ("PBGC") if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty while other benefits may not be provided for at all.

SUPPLEMENTAL SCHEDULES

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
	<u>Common stock</u>	<u>Shares</u>		
	ACE LIMITED	24,350 \$	1,663,859 \$	2,520,955
	ALLERGAN INC	9,100	887,410	1,010,828
	BANK OF AMERICA CORP	165,750	2,334,203	2,580,727
	BAXTER INTERNATIONAL INC	36,700	2,169,839	2,552,485
	BCE INC	39,200	1,197,572	1,696,968
	BOEING CO	14,600	1,615,551	1,992,754
	CAMERON INTL CORP	17,800	1,054,179	1,059,634
	CAPITAL ONE FINANCIAL CORP	36,400	1,693,672	2,788,604
	CISCO SYSTEMS INC	83,350	1,438,274	1,869,540
	CITIGROUP INC	51,200	1,649,592	2,668,032
	COCA COLA CO	40,800	1,522,729	1,685,448
	COVIDIEN PLC	23,050	913,793	1,569,705
	CVS CAREMARK CORPORATION	27,150	1,491,726	1,943,125
	DOLLAR GENERAL CORP	29,600	1,464,065	1,785,472
	ENCANA CORP	55,050	1,145,125	993,652
	EXELON CORPORATION	60,750	2,118,907	1,663,943
	EXXON MOBIL CORP	44,250	3,696,090	4,478,100
	FORD MOTOR COMPANY	151,900	2,063,820	2,343,817
	GENERAL ELECTRIC CO	159,500	3,073,289	4,470,785
	HALLIBURTON CO	44,750	1,682,025	2,271,063
	HONEYWELL INTL INC	25,300	1,090,219	2,311,661
	JOHNSON & JOHNSON	17,050	1,176,596	1,561,610
	JOHNSON CONTROLS INC	46,200	1,246,166	2,370,060
	JPMORGAN CHASE & CO	39,150	1,620,354	2,289,492
	MARATHON OIL CORP	60,400	1,920,512	2,132,120
	MCDONALD'S CORP	14,000	1,313,755	1,358,420
	MCKESSON CORPORATION	4,300	380,822	694,020
	MONSANTO CO	20,550	1,517,716	2,395,103
	MOSAIC CO/THE	19,050	1,105,757	900,494
	NETAPP INC	26,800	1,109,069	1,102,552
	NOVARTIS AG SPONSORED ADR	16,650	954,259	1,338,327
	ORACLE CORP	60,900	2,144,201	2,330,034
	OWENS ILL INC NEW	18,836	464,228	673,952
	PFIZER INC	125,500	2,249,231	3,844,065
	PNC FINANCIAL SERVICES GROUP INC	32,950	2,251,143	2,556,261
	SOUTHWESTERN ENERGY CO	35,500	1,237,208	1,396,215
	SYMANTEC CORP	52,500	1,182,575	1,237,950
	TEXAS INSTRUMENTS INC	59,700	1,680,159	2,621,427
	TIME WARNER INC	39,100	1,328,557	2,726,052
	UNITEDHEALTH GROUP INC	32,100	1,697,724	2,417,130
	VIACOM INC CLASS B WI	31,300	1,249,813	2,733,742
	VODAFONE GROUP PLC	98,000	2,570,463	3,852,380
			<u>66,366,247</u>	<u>88,788,704</u>
	<u>Registered investment companies</u>			
	iSHARES TR RUSSELL 2000 INDEX FDET	575,285	35,554,531	66,364,878
	PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS	20,382,750	218,717,512	217,891,600
			<u>254,272,043</u>	<u>284,256,478</u>
	<u>Money market funds</u>			
	BLACKROCK LIQUIDITY FUNDS	3,863,876	3,863,876	3,863,876
	MERRILL LYNCH INSTITUTIONAL MONEY MARKET	975,278	975,278	975,278
			<u>4,839,154</u>	<u>4,839,154</u>

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
	<u>Collective trust</u>	<u>Shares</u>		
	BLACKROCK ACWI EX US SUPERFUND A	4,274,498	\$ 77,575,706	\$ 100,609,612
	NT COLLECTIVE RUSSELL 1000 INDEX FUND- NON LENDING	9,521,611	<u>137,480,302</u>	<u>181,986,558</u>
			<u>215,056,008</u>	<u>282,596,170</u>
	<u>Partnership</u>			
	CHL MEDICAL PARTNERS LP 1 UNIT = 1%	0.423	162,994	11,886
	CHL MEDICAL PARTNERS II LP 1 UNIT = 1%	0.147	<u>191,842</u>	<u>68,899</u>
			<u>354,836</u>	<u>80,785</u>
			<u>\$ 540,888,288</u>	<u>\$ 660,561,291</u>

Note - The information in this schedule was certified by the trustee of the Plan as complete and accurate.

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4j - SCHEDULE OF REPORTABLE TRANSACTIONS

For the year ended December 31, 2013

(a) Identity of Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Selling Price	(e) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
<u>Series of Transactions with Same Security Exceeding 5% of Value</u>						
Blackrock	Liquidity Funds					
	Purchases - 62	\$ 93,139,004	\$ -	\$ 93,139,004	\$ 93,139,004	\$ -
	Sales - 12	-	92,259,970	92,259,970	92,259,970	-
Merrill Lynch	Institutional Money Market					
	Purchases - 95	170,763,101	-	170,763,101	170,763,101	-
	Sales - 64	-	175,090,487	175,090,487	175,090,487	-
Northern Trust	Collective Russell 1000 Index Fund					
	Purchases - 1	66,522,765	-	66,522,765	66,522,765	-
	Sales - 0	-	-	-	-	-
PIMCO	Total Return Bond Fund					
	Purchases - 17	40,223,255	-	40,223,255	40,223,255	-
	Sales - 0	-	-	-	-	-
<u>Single Transactions Exceeding 5% of Value</u>						
Merrill Lynch	Institutional Money Market	85,734,294	-	85,734,294	85,734,294	-
	Institutional Money Market	-	85,500,000	85,500,000	85,500,000	-
	Institutional Money Market	85,300,012	-	85,300,012	85,300,012	-
Blackrock	Institutional Money Market	-	85,721,147	85,721,147	85,721,147	-
	Collective Russell 1000 Index Fund	66,522,765	-	66,522,765	66,522,765	-

Note - The unaudited information in this schedule was certified by the Trustee of the Plan as complete and accurate.

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

► **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2013**This Form is Open to Public
Inspection**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

► **Round off amounts to nearest dollar.**► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan Luxottica Group Pension Plan		B Three-digit plan number (PN) ► 002
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Luxottica U.S. Holdings Corp.		D Employer Identification Number (EIN) 11-3491054
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information

1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2013</u>			
2 Assets:			
a Market value		2a	588,404,125
b Actuarial value		2b	577,935,763
3 Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment		3a	4,333
b For terminated vested participants		3b	20,451
c For active participants:			
(1) Non-vested benefits		3c(1)	15,124,430
(2) Vested benefits		3c(2)	229,407,247
(3) Total active		3c(3)	17,997
d Total		3d	42,781
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		4b	
5 Effective interest rate		5	6.38 %
6 Target normal cost		6	27,107,646

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

**SIGN
HERE**

Lori DeVore LAD

Signature of actuary

09/30/2014

Date

Lori A. DeVore

Type or print name of actuary

14-05257

Most recent enrollment number

Aon Consulting, Inc.

Firm name

(614) 436-8100

Telephone number (including area code)

445 Hutchinson Ave., Suite 900

Columbus

OH 43235-8619

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	20,387,780
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	20,387,780
10 Interest on line 9 using prior year's actual return of <u>14.04</u> %		2,862,444
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		45,010,145
b Interest on (a) using prior year's effective interest rate of <u>7.09</u> % except as otherwise provided (see instructions)		3,191,219
c Total available at beginning of current plan year to add to prefunding balance		48,201,364
d Portion of (c) to be added to prefunding balance		48,201,364
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	71,451,588

Part III Funding Percentages

14 Funding target attainment percentage	14	93.51 %
15 Adjusted funding target attainment percentage	15	106.70 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	105.11 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2013	9,750,000		09/15/2014	17,059,611	
07/12/2013	9,750,000				
10/15/2013	9,750,000				
01/15/2014	9,750,000				
04/15/2014	13,360,702				
07/15/2014	13,360,702				
Totals ▶			18(b)	82,781,015	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	77,297,553

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.94 %	2nd segment: 6.15 %	3rd segment: 6.76 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	27,107,646
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance Installment	
a Net shortfall amortization installment.....		0	0
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..		34	27,107,646
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	27,107,646	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	77,297,553	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	50,189,907
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2013

Date	Amount	Days to Discount to 1/1/2013 at 6.38%	Interest Adjusted Contribution
April 12, 2013	\$ 9,750,000	101	\$ 9,584,559
July 12, 2013	9,750,000	192	9,437,903
October 15, 2013	9,750,000	287	9,287,195
January 15, 2014	9,750,000	379	9,143,540
April 15, 2014	13,360,702	469	12,340,025
July 15, 2014	13,360,702	560	12,151,207
September 15, 2014	17,059,611	622	15,353,124
Total Contribution	\$ 82,781,015		\$ 77,297,553

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55	5.00%	1.0000	2.75
56	5.00%	0.9500	2.66
57	5.00%	0.9025	2.57
58	5.00%	0.8574	2.49
59	5.00%	0.8145	2.40
60	5.00%	0.7738	2.32
61	5.00%	0.7351	2.24
62	15.00%	0.6983	6.49
63	15.00%	0.5936	5.61
64	15.00%	0.5045	4.84
65	15.00%	0.4289	4.18
66	20.00%	0.3645	4.81
67	20.00%	0.2916	3.91
68	20.00%	0.2333	3.17
69	20.00%	0.1866	2.58
70	25.00%	0.1493	2.61
71	25.00%	0.1120	1.99
72	25.00%	0.0840	1.51
73	100.00%	0.0630	4.60
Weighted Average			63.73

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2012), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21
1st Segment Rate	4.94%
2nd Segment Rate	6.15%
3rd Segment Rate	6.76%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2012), without regard to the MAP-21 interest rate corridor
1st Segment Rate	1.75%
2nd Segment Rate	4.62%
3rd Segment Rate	5.72%
Salary Increases	See Table 1
Cash Balance Interest Crediting Rate	4.01%
Retirement Age	
Active Participants	See Table 2
Terminated Vested Participants	65
Mortality Rates	
Healthy	2013 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Disabled	Revenue Ruling 96-7 mortality table for disability after December 31, 1994
Withdrawal Rates	See Table 3
Disability Rates	None
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year
Surviving Spouse Benefit	For Luxottica employees, 100% of employees are assumed to be married. For Cole employees 85% of males and 50% of females are assumed to be married. Males are assumed to be three years older than their spouses.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Valuation Compensation	2012 Pensionable earnings rolled forward one year with the salary increase assumption.
Future Service	Employees are assumed to work the same number of hours as worked in the preceding plan year for all future years.
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$205,000 and the IRC section 401(a)(17) compensation limit of \$255,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Form of Payment	100% of cash balance participants are assumed to elect lump sum equivalent of their cash balance upon retirement. For participants not eligible for lump sum payments upon retirement, 100% are assumed to elect the single life annuity.
Expected Return on Assets	8.00%, limited to 6.57%
2011 Plan Year	7.50%
2012 Plan Year	
Trust Expenses Included in Target Normal Cost	For funding purposes beginning in 2009, the plan expenses anticipated to be paid from the trust are reflected in the Target Normal Cost.
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2013

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Table 1

Salary Scale

Age	Rate	Age	Rate
15	5.00%	45	3.00%
16	5.00%	46	3.00%
17	5.00%	47	3.00%
18	5.00%	48	3.00%
19	5.00%	49	3.00%
20	5.00%	50	3.00%
21	5.00%	51	3.00%
22	5.00%	52	3.00%
23	5.00%	53	3.00%
24	5.00%	54	3.00%
25	5.00%	55	2.00%
26	5.00%	56	2.00%
27	5.00%	57	2.00%
28	5.00%	58	2.00%
29	5.00%	59	2.00%
30	5.00%	60	2.00%
31	5.00%	61	2.00%
32	5.00%	62	2.00%
33	5.00%	63	2.00%
34	5.00%	64	2.00%
35	3.00%	65	2.00%
36	3.00%	66	2.00%
37	3.00%	67	2.00%
38	3.00%	68	2.00%
39	3.00%	69	2.00%
40	3.00%	70	2.00%
41	3.00%	71	2.00%
42	3.00%	72	2.00%
43	3.00%	73	2.00%
44	3.00%	74	2.00%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Table 2

Retirement Rates

Age	Rate
55	5.00%
56	5.00%
57	5.00%
58	5.00%
59	5.00%
60	5.00%
61	5.00%
62	15.00%
63	15.00%
64	15.00%
65	15.00%
66	20.00%
67	20.00%
68	20.00%
69	20.00%
70	25.00%
71	25.00%
72	25.00%
73+	100.00%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Table 3—Page 1 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-3	4	5+
18	40.000%	30.000%	20.000%	22.734%
19	40.000%	30.000%	20.000%	22.734%
20	40.000%	30.000%	20.000%	22.734%
21	40.000%	30.000%	20.000%	21.926%
22	40.000%	30.000%	20.000%	21.157%
23	40.000%	30.000%	20.000%	20.416%
24	40.000%	30.000%	20.000%	19.694%
25	40.000%	30.000%	20.000%	19.000%
26	40.000%	30.000%	20.000%	18.335%
27	40.000%	30.000%	20.000%	17.689%
28	40.000%	30.000%	20.000%	17.043%
29	40.000%	30.000%	20.000%	16.388%
30	30.000%	25.000%	15.000%	15.789%
31	30.000%	25.000%	15.000%	15.504%
32	30.000%	25.000%	15.000%	14.782%
33	30.000%	25.000%	15.000%	14.260%
34	30.000%	25.000%	15.000%	13.756%
35	25.000%	20.000%	15.000%	13.272%
36	25.000%	20.000%	15.000%	12.806%
37	25.000%	20.000%	15.000%	12.360%
38	25.000%	20.000%	15.000%	11.923%
39	25.000%	20.000%	15.000%	11.505%
40	25.000%	20.000%	15.000%	11.096%
41	25.000%	20.000%	15.000%	10.707%
42	25.000%	20.000%	15.000%	10.327%
43	25.000%	20.000%	15.000%	9.966%
44	25.000%	20.000%	15.000%	9.614%
45	25.000%	20.000%	15.000%	9.272%
46	25.000%	20.000%	15.000%	8.949%
47	25.000%	20.000%	15.000%	8.636%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Table 3—Page 2 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-3	4	5+
48	25.000%	20.000%	15.000%	8.332%
49	25.000%	20.000%	15.000%	8.037%
50	25.000%	20.000%	15.000%	7.752%
51	25.000%	20.000%	15.000%	7.486%
52	25.000%	20.000%	15.000%	7.220%
53	25.000%	20.000%	15.000%	6.964%
54	25.000%	20.000%	15.000%	6.717%
55	20.000%	15.000%	10.000%	6.479%
56	20.000%	15.000%	10.000%	6.251%
57	20.000%	15.000%	10.000%	6.023%
58	20.000%	15.000%	10.000%	5.814%
59	20.000%	15.000%	10.000%	5.605%
60	20.000%	15.000%	10.000%	5.406%
61	20.000%	15.000%	10.000%	5.216%
62	20.000%	15.000%	10.000%	5.035%
63	20.000%	15.000%	10.000%	0.000%
64	20.000%	15.000%	10.000%	0.000%
65	20.000%	15.000%	10.000%	0.000%
66+	0.000%	0.000%	0.000%	0.000%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

The following summary describes principal plan provisions assumed in calculating the cost of your pension plan.

General Information

- (1) Original Effective Date: November 11, 1952
- (2) Effective Date of Last Amendment: January 1, 2012
- (3) Plan Year: January 1 to December 31
- (4) Employer Fiscal Year: January 1 to December 31
- (5) Employer ID Number: 11-3491054
- (6) Plan Administrator's ID Number: 36-4300417
- (7) Plan Number: 002
- (8) Plan Administrator: Luxottica Group ERISA Plans Compliance & Investment Committee

Eligibility

All employees of the Employer are eligible to participate in the Plan on the first day of the month following completion of one year of service, but after attainment of age 21. As of January 1, 1998, employees of Avant-Garde Optics, Inc. were eligible to participate in the Plan. As of June 25, 1999, employees of Ray-Ban Sun Optics, Inc. and REVCO, Inc., divisions of Bausch & Lomb, were eligible to participate in the Plan. As of January 1, 2002, employees of SunGlass Hut, Inc. were eligible to participate in the Plan. As of January 1, 2007, employees of Cole National Group, Inc. were eligible to participate in the Plan. Employees of Cole National Group, Inc. must have met the age condition and had worked 1,000 or more hours in 2006 in order to enter on January 1, 2007.

Service

Service shall equal total years of service with the Employer. A year of service is credited for each year in which an employee works 1,000 hours. A break in service occurs at the start of any plan year in which the employee works 500 hours or less for the Employer in such year. Service will not be interrupted by:

- (1) A leave of absence granted by the Employer,
- (2) A period of service in the Armed Forces of the United States under which employment rights are granted,
- (3) A period of disability during which the participant is being paid directly or indirectly by the Employer,
- (4) Transfer of employment from one participating Employer to another.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

An employee will be given credit for his pre-break service if either of the following occurs:

- (1) The employee had a vested interest in his Accrued Benefit at the time of his break in service, or
- (2) The employee's period of absence was less than his pre-break service or five years, whichever is greater.

Creditable service means the total number of plan years during which an employee worked at least 1,000 hours of service.

Normal Retirement Date

Normal Retirement Date is the first day of the month coincident with or next following attainment of age 65 and the fifth anniversary of participation in the Plan. Effective January 1, 2008, the fifth anniversary of participation is replaced with the third anniversary.

Normal Retirement Benefit

The benefit to be paid in a lump sum amount, which is equal to the value of the employee's cash balance. The cash balance account increases with the interest adjustment and contributions.

The interest adjustment equals the greater of 1) one percent over the twelve-month average of the 90-day U.S. Treasury Bill established on the first business day of each month from the previous calendar year or 2) 4.01% per annum, and is applied at the end of each calendar-year quarter to the retirement account balance.

For employees hired before January 1, 2006, the contribution is equal to a percentage of compensation based on the participant's years of vesting service as of the last day of the latest Plan Year, as shown in the table below.

Vesting Service	Percent of Pay
Less than 5	5.50%
5 but less than 15	7.25%
15 or more	10.00%

For employees hired (or rehired) after January 1, 2006 or employed by Cole National Group, Inc., the contribution is equal to a percentage of compensation based on the participant's years of vesting service as of the last day of the latest Plan Year, as shown in the table below.

Vesting Service	Percent of Pay
Less than 5	4.00%
5 but less than 10	5.00%
10 but less than 15	6.00%
15 but less than 20	8.00%
20 or more	10.00%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

For Cole National Group, Inc. employees, only vesting service earned after January 1, 2006 is considered for purposes of determining the Percent of Pay credit.

However, the distributable lump sum amount cannot be less than the present value of the participant's 1994 accrued benefit.

Delayed Retirement

A participant may continue in the employment of the Employer after his Normal Retirement Date. In such event he will receive at actual retirement or death the cash balance as of the Delayed Retirement date based on interest and contributions at that date.

Compensation

Compensation equals total cash remuneration (excluding any deferred compensation) plus differentials and commissions. Effective April 1, 2012, compensation attributable to exercised stock options will not be included as pensionable compensation.

Accrued Benefit

The Accrued Benefit at any time prior to a participant's Normal Retirement Date is an amount equal to the vested portion of his cash balance account.

Early Retirement Benefits

Upon the completion of 10 years of service and the attainment of age 55, a participant may elect to retire. He may receive a monthly benefit for life equal the actuarial equivalent of his cash balance account as of his Early Retirement Date.

Death Benefit

In the event of a vested participant's death, the benefit payable to the spouse or domestic partner, if living, will be a monthly benefit payable for the life of the surviving spouse or domestic partner, actuarially equivalent to the participant's cash balance as of his date of death, or the spouse or domestic partner may receive a one-time payment equal to the participant's cash balance account. If no surviving spouse or domestic partner exists, a single lump sum payment equal to the participant's cash balance account will be payable to the participant's estate.

Severance Benefits

Upon the termination of employment after 3 or more years of service, a participant shall be vested in his Accrued Benefit which will be payable at Normal Retirement Date. The percentage vested shall be:

Years of Vesting Service	Vested Percentage
Less than 3 years	0%
3 or more	100%

In the event that the participant had met the Service requirement for early retirement at the date of termination, he may elect to receive his vested interest at age 55. Employees who do not work on or after January 1, 2008 are subject to a 5 year vesting schedule.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Optional Methods of Settlement

All Optional Methods of Settlement are actuarially equivalent to the normal form of annuity. If a married participant does not elect the normal form of annuity or does not elect one of the Optional Methods of Settlement described below, then the participant's retirement benefit shall automatically be paid under option [1] below. The options are:

- (1) A benefit to be paid during the participant's lifetime with one-half the reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (2) A benefit to be paid during the participant's lifetime with three-quarters the reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (3) A reduced benefit to be paid during the participant's lifetime with the same reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (4) A reduced benefit to be paid for 120 months certain and thereafter for life.
- (5) A lump sum settlement if retirement eligible. If not eligible for retirement, lump sums are only payable if less than \$3,500.

Lump sums are based on the applicable mortality table and interest rates for the November preceding the Valuation Date. All other Optional Forms of Settlement are actuarially equivalent to the normal form of payment based on the 1971 Group Annuity Mortality Tables blended for 85% males and 15% females and the PBGC lump sum rate published on January 1 of the plan year containing the distribution.

Amendment or Termination of Plan

The Employer reserves the right to amend or terminate the Plan at any time. Generally, the Pension Benefit Guaranty Corporation reserves the right to terminate the Plan if the Employer fails to meet the minimum funding standards, or is unable to pay benefits when due.

If the Plan is terminated, the plan assets will be distributed among the plan participants based upon a priority allocation procedure and the Employer shall be liable for any unfunded vested benefits to the extent required by law.

The above description is a summary only; for additional details, reference should be made to the formal plan document.

Plan Changes Since the Prior Year

The funding, financial accounting, and plan reporting valuations do not reflect any plan changes.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2013

Number of Participants, Average Compensation and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	340	1,795	83							
	\$13,430	\$20,067	\$30,524							
	\$2	\$885	\$3,911							
25-29	181	2,157	794	33						
	\$17,827	\$28,700	\$34,205	\$44,190						
	\$17	\$1,775	\$8,262	\$21,496						
30-34	80	1,291	947	387	33					
	\$22,773	\$36,497	\$40,401	\$45,653	\$57,142					
	\$19	\$2,668	\$12,143	\$29,032	\$46,265					
35-39	46	735	683	397	197	13				
	\$23,750	\$40,426	\$47,120	\$47,358	\$55,323					
	\$28	\$3,043	\$15,109	\$36,096	\$56,657					
40-44	37	654	667	291	253	100	10			
	\$24,988	\$49,637	\$50,993	\$50,553	\$58,748	\$59,416				
	\$67	\$3,763	\$16,337	\$42,869	\$64,565	\$93,115				
45-49	26	526	674	205	170	110	89	1		
	\$34,604	\$50,820	\$52,963	\$56,269	\$69,828	\$63,462	\$72,097			
	\$0	\$3,755	\$16,305	\$45,153	\$77,790	\$102,994	\$121,577			
50-54	30	438	609	179	161	115	98	5	2	
	\$29,110	\$44,212	\$49,660	\$51,314	\$65,175	\$69,523	\$81,556			
	\$9	\$3,461	\$14,723	\$42,454	\$77,761	\$117,311	\$153,971			
55-59	10	300	507	161	140	64	62	2	2	
		\$39,410	\$45,784	\$50,472	\$53,523	\$75,883	\$63,980			
		\$3,056	\$13,788	\$40,986	\$65,012	\$133,188	\$137,425			
60-64	9	143	313	111	72	42	29	1	1	
		\$32,379	\$44,417	\$41,800	\$54,887	\$48,381	\$59,979			
		\$2,774	\$13,480	\$35,219	\$66,316	\$86,838	\$131,748			
65-69	2	55	130	43	31	12	6	1	2	
		\$36,668	\$37,388	\$35,267	\$36,727					
		\$3,875	\$12,452	\$34,455	\$57,665					
70+	1	24	48	16	9	4	2			
		\$11,814	\$25,390							
		\$2,792	\$9,059							

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
	<u>Common stock</u>	<u>Shares</u>		
	ACE LIMITED	24,350 \$	1,663,859 \$	2,520,955
	ALLERGAN INC	9,100	887,410	1,010,828
	BANK OF AMERICA CORP	165,750	2,334,203	2,580,727
	BAXTER INTERNATIONAL INC	36,700	2,169,839	2,552,485
	BCE INC	39,200	1,197,572	1,696,968
	BOEING CO	14,600	1,615,551	1,992,754
	CAMERON INTL CORP	17,800	1,054,179	1,059,634
	CAPITAL ONE FINANCIAL CORP	36,400	1,693,672	2,788,604
	CISCO SYSTEMS INC	83,350	1,438,274	1,869,540
	CITIGROUP INC	51,200	1,649,592	2,668,032
	COCA COLA CO	40,800	1,522,729	1,685,448
	COVIDIEN PLC	23,050	913,793	1,569,705
	CVS CAREMARK CORPORATION	27,150	1,491,726	1,943,125
	DOLLAR GENERAL CORP	29,600	1,464,065	1,785,472
	ENCANA CORP	55,050	1,145,125	993,652
	EXELON CORPORATION	60,750	2,118,907	1,663,943
	EXXON MOBIL CORP	44,250	3,696,090	4,478,100
	FORD MOTOR COMPANY	151,900	2,063,820	2,343,817
	GENERAL ELECTRIC CO	159,500	3,073,289	4,470,785
	HALLIBURTON CO	44,750	1,682,025	2,271,063
	HONEYWELL INTL INC	25,300	1,090,219	2,311,661
	JOHNSON & JOHNSON	17,050	1,176,596	1,561,610
	JOHNSON CONTROLS INC	46,200	1,246,166	2,370,060
	JPMORGAN CHASE & CO	39,150	1,620,354	2,289,492
	MARATHON OIL CORP	60,400	1,920,512	2,132,120
	MCDONALD'S CORP	14,000	1,313,755	1,358,420
	MCKESSON CORPORATION	4,300	380,822	694,020
	MONSANTO CO	20,550	1,517,716	2,395,103
	MOSAIC CO/THE	19,050	1,105,757	900,494
	NETAPP INC	26,800	1,109,069	1,102,552
	NOVARTIS AG SPONSORED ADR	16,650	954,259	1,338,327
	ORACLE CORP	60,900	2,144,201	2,330,034
	OWENS ILL INC NEW	18,836	464,228	673,952
	PFIZER INC	125,500	2,249,231	3,844,065
	PNC FINANCIAL SERVICES GROUP INC	32,950	2,251,143	2,556,261
	SOUTHWESTERN ENERGY CO	35,500	1,237,208	1,396,215
	SYMANTEC CORP	52,500	1,182,575	1,237,950
	TEXAS INSTRUMENTS INC	59,700	1,680,159	2,621,427
	TIME WARNER INC	39,100	1,328,557	2,726,052
	UNITEDHEALTH GROUP INC	32,100	1,697,724	2,417,130
	VIACOM INC CLASS B WI	31,300	1,249,813	2,733,742
	VODAFONE GROUP PLC	98,000	2,570,463	3,852,380
			<u>66,366,247</u>	<u>88,788,704</u>
	<u>Registered investment companies</u>			
	iSHARES TR RUSSELL 2000 INDEX FDET	575,285	35,554,531	66,364,878
	PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS	20,382,750	218,717,512	217,891,600
			<u>254,272,043</u>	<u>284,256,478</u>
	<u>Money market funds</u>			
	BLACKROCK LIQUIDITY FUNDS	3,863,876	3,863,876	3,863,876
	MERRILL LYNCH INSTITUTIONAL MONEY MARKET	975,278	975,278	975,278
			<u>4,839,154</u>	<u>4,839,154</u>

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
	<u>Collective trust</u>	<u>Shares</u>		
	BLACKROCK ACWI EX US SUPERFUND A	4,274,498	\$ 77,575,706	\$ 100,609,612
	NT COLLECTIVE RUSSELL 1000 INDEX FUND- NON LENDING	9,521,611	<u>137,480,302</u>	<u>181,986,558</u>
			<u>215,056,008</u>	<u>282,596,170</u>
	<u>Partnership</u>			
	CHL MEDICAL PARTNERS LP 1 UNIT = 1%	0.423	162,994	11,886
	CHL MEDICAL PARTNERS II LP 1 UNIT = 1%	0.147	<u>191,842</u>	<u>68,899</u>
			<u>354,836</u>	<u>80,785</u>
			<u>\$ 540,888,288</u>	<u>\$ 660,561,291</u>

Note - The information in this schedule was certified by the trustee of the Plan as complete and accurate.

LUXOTTICA GROUP PENSION PLAN
Form 5500 E.I.N. 11-3491054 Plan No. 002

Schedule H, Line 4j - SCHEDULE OF REPORTABLE TRANSACTIONS

For the year ended December 31, 2013

(a) Identity of Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Selling Price	(e) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
<u>Series of Transactions with Same Security Exceeding 5% of Value</u>						
Blackrock	Liquidity Funds					
	Purchases - 62	\$ 93,139,004	\$ -	\$ 93,139,004	\$ 93,139,004	\$ -
	Sales - 12	-	92,259,970	92,259,970	92,259,970	-
Merrill Lynch	Institutional Money Market					
	Purchases - 95	170,763,101	-	170,763,101	170,763,101	-
	Sales - 64	-	175,090,487	175,090,487	175,090,487	-
Northern Trust	Collective Russell 1000 Index Fund					
	Purchases - 1	66,522,765	-	66,522,765	66,522,765	-
	Sales - 0	-	-	-	-	-
PIMCO	Total Return Bond Fund					
	Purchases - 17	40,223,255	-	40,223,255	40,223,255	-
	Sales - 0	-	-	-	-	-
<u>Single Transactions Exceeding 5% of Value</u>						
Merrill Lynch	Institutional Money Market	85,734,294	-	85,734,294	85,734,294	-
	Institutional Money Market	-	85,500,000	85,500,000	85,500,000	-
	Institutional Money Market	85,300,012	-	85,300,012	85,300,012	-
Blackrock	Institutional Money Market	-	85,721,147	85,721,147	85,721,147	-
	Collective Russell 1000 Index Fund	66,522,765	-	66,522,765	66,522,765	-

Note - The unaudited information in this schedule was certified by the Trustee of the Plan as complete and accurate.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2013

Number of Participants, Average Compensation and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	340	1,795	83							
	\$13,430	\$20,067	\$30,524							
	\$2	\$885	\$3,911							
25-29	181	2,157	794	33						
	\$17,827	\$28,700	\$34,205	\$44,190						
	\$17	\$1,775	\$8,262	\$21,496						
30-34	80	1,291	947	387	33					
	\$22,773	\$36,497	\$40,401	\$45,653	\$57,142					
	\$19	\$2,668	\$12,143	\$29,032	\$46,265					
35-39	46	735	683	397	197	13				
	\$23,750	\$40,426	\$47,120	\$47,358	\$55,323					
	\$28	\$3,043	\$15,109	\$36,096	\$56,657					
40-44	37	654	667	291	253	100	10			
	\$24,988	\$49,637	\$50,993	\$50,553	\$58,748	\$59,416				
	\$67	\$3,763	\$16,337	\$42,869	\$64,565	\$93,115				
45-49	26	526	674	205	170	110	89	1		
	\$34,604	\$50,820	\$52,963	\$56,269	\$69,828	\$63,462	\$72,097			
	\$0	\$3,755	\$16,305	\$45,153	\$77,790	\$102,994	\$121,577			
50-54	30	438	609	179	161	115	98	5	2	
	\$29,110	\$44,212	\$49,660	\$51,314	\$65,175	\$69,523	\$81,556			
	\$9	\$3,461	\$14,723	\$42,454	\$77,761	\$117,311	\$153,971			
55-59	10	300	507	161	140	64	62	2	2	
		\$39,410	\$45,784	\$50,472	\$53,523	\$75,883	\$63,980			
		\$3,056	\$13,788	\$40,986	\$65,012	\$133,188	\$137,425			
60-64	9	143	313	111	72	42	29	1	1	
		\$32,379	\$44,417	\$41,800	\$54,887	\$48,381	\$59,979			
		\$2,774	\$13,480	\$35,219	\$66,316	\$86,838	\$131,748			
65-69	2	55	130	43	31	12	6	1	2	
		\$36,668	\$37,388	\$35,267	\$36,727					
		\$3,875	\$12,452	\$34,455	\$57,665					
70+	1	24	48	16	9	4	2			
		\$11,814	\$25,390							
		\$2,792	\$9,059							

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Schedule SB, Part V—Summary of Plan Provisions

The following summary describes principal plan provisions assumed in calculating the cost of your pension plan.

General Information

- (1) Original Effective Date: November 11, 1952
- (2) Effective Date of Last Amendment: January 1, 2012
- (3) Plan Year: January 1 to December 31
- (4) Employer Fiscal Year: January 1 to December 31
- (5) Employer ID Number: 11-3491054
- (6) Plan Administrator's ID Number: 36-4300417
- (7) Plan Number: 002
- (8) Plan Administrator: Luxottica Group ERISA Plans Compliance & Investment Committee

Eligibility

All employees of the Employer are eligible to participate in the Plan on the first day of the month following completion of one year of service, but after attainment of age 21. As of January 1, 1998, employees of Avant-Garde Optics, Inc. were eligible to participate in the Plan. As of June 25, 1999, employees of Ray-Ban Sun Optics, Inc. and REVCO, Inc., divisions of Bausch & Lomb, were eligible to participate in the Plan. As of January 1, 2002, employees of SunGlass Hut, Inc. were eligible to participate in the Plan. As of January 1, 2007, employees of Cole National Group, Inc. were eligible to participate in the Plan. Employees of Cole National Group, Inc. must have met the age condition and had worked 1,000 or more hours in 2006 in order to enter on January 1, 2007.

Service

Service shall equal total years of service with the Employer. A year of service is credited for each year in which an employee works 1,000 hours. A break in service occurs at the start of any plan year in which the employee works 500 hours or less for the Employer in such year. Service will not be interrupted by:

- (1) A leave of absence granted by the Employer,
- (2) A period of service in the Armed Forces of the United States under which employment rights are granted,
- (3) A period of disability during which the participant is being paid directly or indirectly by the Employer,
- (4) Transfer of employment from one participating Employer to another.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

An employee will be given credit for his pre-break service if either of the following occurs:

- (1) The employee had a vested interest in his Accrued Benefit at the time of his break in service, or
- (2) The employee's period of absence was less than his pre-break service or five years, whichever is greater.

Creditable service means the total number of plan years during which an employee worked at least 1,000 hours of service.

Normal Retirement Date

Normal Retirement Date is the first day of the month coincident with or next following attainment of age 65 and the fifth anniversary of participation in the Plan. Effective January 1, 2008, the fifth anniversary of participation is replaced with the third anniversary.

Normal Retirement Benefit

The benefit to be paid in a lump sum amount, which is equal to the value of the employee's cash balance. The cash balance account increases with the interest adjustment and contributions.

The interest adjustment equals the greater of 1) one percent over the twelve-month average of the 90-day U.S. Treasury Bill established on the first business day of each month from the previous calendar year or 2) 4.01% per annum, and is applied at the end of each calendar-year quarter to the retirement account balance.

For employees hired before January 1, 2006, the contribution is equal to a percentage of compensation based on the participant's years of vesting service as of the last day of the latest Plan Year, as shown in the table below.

Vesting Service	Percent of Pay
Less than 5	5.50%
5 but less than 15	7.25%
15 or more	10.00%

For employees hired (or rehired) after January 1, 2006 or employed by Cole National Group, Inc., the contribution is equal to a percentage of compensation based on the participant's years of vesting service as of the last day of the latest Plan Year, as shown in the table below.

Vesting Service	Percent of Pay
Less than 5	4.00%
5 but less than 10	5.00%
10 but less than 15	6.00%
15 but less than 20	8.00%
20 or more	10.00%

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

For Cole National Group, Inc. employees, only vesting service earned after January 1, 2006 is considered for purposes of determining the Percent of Pay credit.

However, the distributable lump sum amount cannot be less than the present value of the participant's 1994 accrued benefit.

Delayed Retirement

A participant may continue in the employment of the Employer after his Normal Retirement Date. In such event he will receive at actual retirement or death the cash balance as of the Delayed Retirement date based on interest and contributions at that date.

Compensation

Compensation equals total cash remuneration (excluding any deferred compensation) plus differentials and commissions. Effective April 1, 2012, compensation attributable to exercised stock options will not be included as pensionable compensation.

Accrued Benefit

The Accrued Benefit at any time prior to a participant's Normal Retirement Date is an amount equal to the vested portion of his cash balance account.

Early Retirement Benefits

Upon the completion of 10 years of service and the attainment of age 55, a participant may elect to retire. He may receive a monthly benefit for life equal the actuarial equivalent of his cash balance account as of his Early Retirement Date.

Death Benefit

In the event of a vested participant's death, the benefit payable to the spouse or domestic partner, if living, will be a monthly benefit payable for the life of the surviving spouse or domestic partner, actuarially equivalent to the participant's cash balance as of his date of death, or the spouse or domestic partner may receive a one-time payment equal to the participant's cash balance account. If no surviving spouse or domestic partner exists, a single lump sum payment equal to the participant's cash balance account will be payable to the participant's estate.

Severance Benefits

Upon the termination of employment after 3 or more years of service, a participant shall be vested in his Accrued Benefit which will be payable at Normal Retirement Date. The percentage vested shall be:

Years of Vesting Service	Vested Percentage
Less than 3 years	0%
3 or more	100%

In the event that the participant had met the Service requirement for early retirement at the date of termination, he may elect to receive his vested interest at age 55. Employees who do not work on or after January 1, 2008 are subject to a 5 year vesting schedule.

Schedule SB Attachment (Form 5500)—2013 Plan Year
Luxottica Group Pension Plan
EIN: 11-3491054 PN: 002

Optional Methods of Settlement

All Optional Methods of Settlement are actuarially equivalent to the normal form of annuity. If a married participant does not elect the normal form of annuity or does not elect one of the Optional Methods of Settlement described below, then the participant's retirement benefit shall automatically be paid under option [1] below. The options are:

- (1) A benefit to be paid during the participant's lifetime with one-half the reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (2) A benefit to be paid during the participant's lifetime with three-quarters the reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (3) A reduced benefit to be paid during the participant's lifetime with the same reduced benefit to be continued to his spouse or domestic partner for her lifetime after his death.
- (4) A reduced benefit to be paid for 120 months certain and thereafter for life.
- (5) A lump sum settlement if retirement eligible. If not eligible for retirement, lump sums are only payable if less than \$3,500.

Lump sums are based on the applicable mortality table and interest rates for the November preceding the Valuation Date. All other Optional Forms of Settlement are actuarially equivalent to the normal form of payment based on the 1971 Group Annuity Mortality Tables blended for 85% males and 15% females and the PBGC lump sum rate published on January 1 of the plan year containing the distribution.

Amendment or Termination of Plan

The Employer reserves the right to amend or terminate the Plan at any time. Generally, the Pension Benefit Guaranty Corporation reserves the right to terminate the Plan if the Employer fails to meet the minimum funding standards, or is unable to pay benefits when due.

If the Plan is terminated, the plan assets will be distributed among the plan participants based upon a priority allocation procedure and the Employer shall be liable for any unfunded vested benefits to the extent required by law.

The above description is a summary only; for additional details, reference should be made to the formal plan document.

Plan Changes Since the Prior Year

The funding, financial accounting, and plan reporting valuations do not reflect any plan changes.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

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Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2012), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21
1st Segment Rate	4.94%
2nd Segment Rate	6.15%
3rd Segment Rate	6.76%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2012), without regard to the MAP-21 interest rate corridor
1st Segment Rate	1.75%
2nd Segment Rate	4.62%
3rd Segment Rate	5.72%
Salary Increases	See Table 1
Cash Balance Interest Crediting Rate	4.01%
Retirement Age	
Active Participants	See Table 2
Terminated Vested Participants	65
Mortality Rates	
Healthy	2013 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Disabled	Revenue Ruling 96-7 mortality table for disability after December 31, 1994
Withdrawal Rates	See Table 3
Disability Rates	None
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year
Surviving Spouse Benefit	For Luxottica employees, 100% of employees are assumed to be married. For Cole employees 85% of males and 50% of females are assumed to be married. Males are assumed to be three years older than their spouses.

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Valuation Compensation	2012 Pensionable earnings rolled forward one year with the salary increase assumption.
Future Service	Employees are assumed to work the same number of hours as worked in the preceding plan year for all future years.
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$205,000 and the IRC section 401(a)(17) compensation limit of \$255,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Form of Payment	100% of cash balance participants are assumed to elect lump sum equivalent of their cash balance upon retirement. For participants not eligible for lump sum payments upon retirement, 100% are assumed to elect the single life annuity.
Expected Return on Assets	8.00%, limited to 6.57%
2011 Plan Year	7.50%
2012 Plan Year	
Trust Expenses Included in Target Normal Cost	For funding purposes beginning in 2009, the plan expenses anticipated to be paid from the trust are reflected in the Target Normal Cost.
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2013

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Table 1
Salary Scale

Age	Rate	Age	Rate
15	5.00%	45	3.00%
16	5.00%	46	3.00%
17	5.00%	47	3.00%
18	5.00%	48	3.00%
19	5.00%	49	3.00%
20	5.00%	50	3.00%
21	5.00%	51	3.00%
22	5.00%	52	3.00%
23	5.00%	53	3.00%
24	5.00%	54	3.00%
25	5.00%	55	2.00%
26	5.00%	56	2.00%
27	5.00%	57	2.00%
28	5.00%	58	2.00%
29	5.00%	59	2.00%
30	5.00%	60	2.00%
31	5.00%	61	2.00%
32	5.00%	62	2.00%
33	5.00%	63	2.00%
34	5.00%	64	2.00%
35	3.00%	65	2.00%
36	3.00%	66	2.00%
37	3.00%	67	2.00%
38	3.00%	68	2.00%
39	3.00%	69	2.00%
40	3.00%	70	2.00%
41	3.00%	71	2.00%
42	3.00%	72	2.00%
43	3.00%	73	2.00%
44	3.00%	74	2.00%

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Table 2

Retirement Rates

Age	Rate
55	5.00%
56	5.00%
57	5.00%
58	5.00%
59	5.00%
60	5.00%
61	5.00%
62	15.00%
63	15.00%
64	15.00%
65	15.00%
66	20.00%
67	20.00%
68	20.00%
69	20.00%
70	25.00%
71	25.00%
72	25.00%
73+	100.00%

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Withdrawal Rates

Age	Years of Service			
	0-1	2-3	4	5+
18	40.000%	30.000%	20.000%	22.734%
19	40.000%	30.000%	20.000%	22.734%
20	40.000%	30.000%	20.000%	22.734%
21	40.000%	30.000%	20.000%	21.926%
22	40.000%	30.000%	20.000%	21.157%
23	40.000%	30.000%	20.000%	20.416%
24	40.000%	30.000%	20.000%	19.694%
25	40.000%	30.000%	20.000%	19.000%
26	40.000%	30.000%	20.000%	18.335%
27	40.000%	30.000%	20.000%	17.689%
28	40.000%	30.000%	20.000%	17.043%
29	40.000%	30.000%	20.000%	16.388%
30	30.000%	25.000%	15.000%	15.789%
31	30.000%	25.000%	15.000%	15.504%
32	30.000%	25.000%	15.000%	14.782%
33	30.000%	25.000%	15.000%	14.260%
34	30.000%	25.000%	15.000%	13.756%
35	25.000%	20.000%	15.000%	13.272%
36	25.000%	20.000%	15.000%	12.806%
37	25.000%	20.000%	15.000%	12.360%
38	25.000%	20.000%	15.000%	11.923%
39	25.000%	20.000%	15.000%	11.505%
40	25.000%	20.000%	15.000%	11.096%
41	25.000%	20.000%	15.000%	10.707%
42	25.000%	20.000%	15.000%	10.327%
43	25.000%	20.000%	15.000%	9.966%
44	25.000%	20.000%	15.000%	9.614%
45	25.000%	20.000%	15.000%	9.272%
46	25.000%	20.000%	15.000%	8.949%
47	25.000%	20.000%	15.000%	8.636%

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Withdrawal Rates

Age	Years of Service			
	0-1	2-3	4	5+
48	25.000%	20.000%	15.000%	8.332%
49	25.000%	20.000%	15.000%	8.037%
50	25.000%	20.000%	15.000%	7.752%
51	25.000%	20.000%	15.000%	7.486%
52	25.000%	20.000%	15.000%	7.220%
53	25.000%	20.000%	15.000%	6.964%
54	25.000%	20.000%	15.000%	6.717%
55	20.000%	15.000%	10.000%	6.479%
56	20.000%	15.000%	10.000%	6.251%
57	20.000%	15.000%	10.000%	6.023%
58	20.000%	15.000%	10.000%	5.814%
59	20.000%	15.000%	10.000%	5.605%
60	20.000%	15.000%	10.000%	5.406%
61	20.000%	15.000%	10.000%	5.216%
62	20.000%	15.000%	10.000%	5.035%
63	20.000%	15.000%	10.000%	0.000%
64	20.000%	15.000%	10.000%	0.000%
65	20.000%	15.000%	10.000%	0.000%
66+	0.000%	0.000%	0.000%	0.000%

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Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2013

Date	Amount	Days to Discount to 1/1/2013 at 6.38%	Interest Adjusted Contribution
April 12, 2013	\$ 9,750,000	101	\$ 9,584,559
July 12, 2013	9,750,000	192	9,437,903
October 15, 2013	9,750,000	287	9,287,195
January 15, 2014	9,750,000	379	9,143,540
April 15, 2014	13,360,702	469	12,340,025
July 15, 2014	13,360,702	560	12,151,207
September 15, 2014	<u>17,059,611</u>	622	<u>15,353,124</u>
Total Contribution	\$ 82,781,015		\$ 77,297,553

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Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55	5.00%	1.0000	2.75
56	5.00%	0.9500	2.66
57	5.00%	0.9025	2.57
58	5.00%	0.8574	2.49
59	5.00%	0.8145	2.40
60	5.00%	0.7738	2.32
61	5.00%	0.7351	2.24
62	15.00%	0.6983	6.49
63	15.00%	0.5936	5.61
64	15.00%	0.5045	4.84
65	15.00%	0.4289	4.18
66	20.00%	0.3645	4.81
67	20.00%	0.2916	3.91
68	20.00%	0.2333	3.17
69	20.00%	0.1866	2.58
70	25.00%	0.1493	2.61
71	25.00%	0.1120	1.99
72	25.00%	0.0840	1.51
73	100.00%	0.0630	4.60
Weighted Average			63.73