

**CHANGE TO THE SHARE CAPITAL OF F.I.L.A.- FABBRICA ITALIANA LAPIS ED AFFINI S.P.A.
AS PER ART. 85-BIS OF THE ISSUERS' REGULATION**

Milan, January 5, 2016 – In accordance with Article 85-*bis* of the enacting Regulation of Legislative Decree No. 58/1998, adopted with Consob Motion No. 11971 of May 14, 1999 and subsequent amendments (“**IR**”) and Article 2.6.2, paragraph 1, letter a) of the Regulation of the Markets organised and managed by Borsa Italia S.p.A., F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. (“**F.I.L.A.**”) announces the new composition of the share capital (fully subscribed and paid-in) following the exercise of 8,153,609 “F.I.L.A. S.p.A. Market Warrants” between December 1, 2015 and January 4, 2016 (the “*Deadline*” as communicated by the Issuer on December 1, 2015 in the “*Acceleration Communication*”) and therefore the subscription of 2.201.454 ordinary shares.

As established by paragraph 5.1 of the “F.I.L.A. S.p.A. Market Warrants” Regulation, the remaining 22,685 unexercised “F.I.L.A. S.p.A. Market Warrants” are cancelled and entirely invalid.

Table 1

	<i>Current share capital</i>			<i>Previous share capital</i>		
	Euro	Number of shares	Nominal value	Euro	Number of shares	Nominal value
Total of which:	37,170,830.00		--	37,170,830.00		--
Ordinary shares (full rights; coupon number in progress: 3)	31,251,136.55	34,665,788	--	30,917,248.47	32,464,334	--
Class B – special multi-vote shares (full rights; coupon number in progress: 1)	5,919,693.45	6.566.508	--	6,253,581.53	6,566,508	--

In accordance with Article 85-*bis*, paragraph 4-*bis* of the IR, 6,566,508 Class B shares (special multi-vote shares) confer in total 19,699,524 votes (Class B shares enjoy three votes each in accordance with Article 127-*sexies* of Legislative Decree No. 58/1998).

Table 2

<i>No. "F.I.L.A. S.p.A. Market Warrants" exercised</i>	<i>No. residual "F.I.L.A. S.p.A. Market Warrants" in circulation</i>
8,153,609	--

We also report that the By-laws (version filed on January [5], 2016 at the Milan Companies Registration Office) have been made available to the public on the Company website (www.fila.it - Governance section) and on the authorised storage mechanism NIS-STORAGE (www.emarketstorage.com).

The terms of any communications as per Article 120 of the CFA will be effective from January 5, 2016.

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F.I.L.A. (Fabbrica Italiana Lapis ed Affini) has achieved outstanding success in Italy through its colouring, drawing, modelling, writing and painting tools and is now seen as the pinnacle for creative solutions across many countries thanks to brands such as GIOTTO, Tratto, DAS, Didò, Pongo and LYRA. Founded in Florence in 1920, F.I.L.A. is a highly consolidated, dynamic and innovative industrial enterprise and continues to grow market share. Managed since 1956 by the Candela family, FILA has achieved global reach and is listed on the STAR segment of the Milan Stock Exchange.

Under the stewardship of Massimo Candela, majority shareholder and CEO of F.I.L.A., the company has featured strong growth over the last twenty years, with revenues of over Euro 230 million in 2014 while undertaking a series of strategic acquisitions: the Italian Adica Pongo in 1994, the US Dixon Ticonderoga in 2005, the German LYRA in 2008, the Mexican Lapiceria Mexicana in 2010 and the Brazilian Licyn in 2012. In addition to these acquisitions, in 2011 a stake was acquired in the Indian Writefine Products Private Limited. In October 2015, a further stake of 32.5% was acquired, bringing F.I.L.A.'s holding in the company to 51%.

In 2014, F.I.L.A. and Maimeri - a highly-renowned Italian enterprise involved in the production and sale of colours, paints and fine art products and accessories - set up Industria Maimeri. The joint venture was a major step in the Group's expansion on the fine arts market.

F.I.L.A. operates through 11 production facilities and 19 subsidiaries across the globe and employs approx. 5,000.

For further information

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