

MOLESKINE®

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MOLESKINE: THE INITIAL PUBLIC OFFERING (IPO) PROSPECTUS FILED.

Initial Public Offering of n. 106,360,000 ordinary shares

Pre-money indicative market cap ranging from a minimum non binding for the definition of the Offer Price of Euro 400 million to a maximum, binding for the Public Offering of Euro 530 million, equivalent to a minimum which is not binding of Euro 2.00 per share and a maximum, binding for the Public Offering, of Euro 2.65 per share.

The Initial Public Offering and the Institutional Placement will begin Monday 18 March 2013 and will end Wednesday 27 March 2013.

Milan 15 March 2013 – Moleskine S.p.A. announces today to have filed at CONSOB (National Commission for Companies and the Stock Exchange) the Nota Informativa sugli Strumenti Finanziari (Informative Document on Financial Instruments) and the Nota di Sintesi (Synthetic Document), approved with communication dated 13 March 2013 protocol n. 13020384 for the Initial Public Offering of Moleskine S.p.A. shares.

The approval of the Consob follows the decision by which, on 11 March, the Italian Stock Exchange approved the listing on the MTA (Screen-based Stock Exchange) of the Moleskine S.p.A. shares.

The Global Offering includes 106,360,000 Shares, in part (maximum 12,000,000 Shares) deriving from Capital Increase, and in part (a maximum of 94,360,000 Shares) offered for sale by the Selling Shareholders, and consists of:

- a) a Public Offering of a minimum of 10,636,000 Shares, representing 10% of the Shares in the Initial Public Offering to the general public in Italy. Institutional Investors cannot accept the Public Offering, they can only participate in the Institutional Placement
- b) contextual Institutional Placement of up to 95,724,000 Shares, representing 90% of the Shares of the Initial Public Offering, reserved to Institutional Investors in Italy and abroad within the terms of Regulation S under the Securities Act, as amended, with the exception of Australia, Canada and Japan and any other country in which the offer of securities is not permitted without authorization by the competent authority, subject to any exemptions provided by applicable law

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The Public Offering includes:

- Offer to the public in Italy. A portion of the Shares actually allotted to the public not exceeding 30% will be allocated to fulfilling requests received by the public for amounts equal to the Increased Minimum Lot or multiples
- Offer reserved for Employees (the “Offer to Employees”) of up to 175,500 Shares

As part of the agreements to be entered into for the Initial Public Offering, the Selling Shareholders are expected to offer to the Coordinators of the Initial Public Offering the option to borrow an additional maximum 10,636,000 Shares, corresponding to a market share of about 10% of the number of Shares in the Global Offering for Sale and Subscription for the purpose of Over Allotment in the Institutional Placement. In case of Over Allotment, the Coordinators of the Initial Public Offering may exercise this option, in whole or in part, and offer the Shares borrowed to Institutional Investors.

The Selling Shareholders are also expected to offer the Coordinators of the Global Offering for Sale and Subscription, also in the name and on behalf of the members of the Syndicate for the Institutional Placement, an option to purchase, at the Offer Price, (the "Greenshoe Option") up to 10,636,000 Shares, corresponding to a market share of about 10% of the number of Shares in the Initial Public Offering, to be allocated among the recipients of the Institutional Placement, in the event of Over Allotment, in the manner indicated in the preceding paragraph. The above options may be exercised, wholly or in part, within 30 days after the date of commencement of trading of the Company's ordinary shares on the MTA.

The Public Offer will commence at 9:00 am on 18 March 2013 and will end at 4:30 pm on 27 March 2013 (the “Public Offer Period”).

The Institutional Placement will commence at 9:00 am on 18 March 2013 and will end at 4:30 pm on 27 March 2013 (the “Institutional Placement Period” and, together with the Public Offer Period, the “Offer Period”).

The Prospectus will be available before the beginning of the Public Offering at the company's headquarters in Milan, Viale Stelvio 66, by the Offer Distribution/Lead Manager and the Offer Distributors, as well as on the company's website (www.moleskine.com).

In the event of full subscription of the Capital Increase, as a result of the Capital Increase, the percentage of share capital represented by the shares in the Global Offering will be equal to 50.170%, excluding the Greenshoe option.

In the event of full subscription of the capital and in the event of full exercise of the Greenshoe Option, as a result of the capital increase, the percentage of share capital represented by Shares in the Global Offering and the Greenshoe Option will be equal to 55.187%.

Goldman Sachs International, Mediobanca – Banca di Credito Finanziario S.p.A. and UBS are the Joint Global Coordinators of the transaction; the Offer Distribution/Lead

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Manager and Sponsor is Mediobanca - Banca di Credito Finanziario, while Rothschild covers the role of financial advisor.

Moleskine is a brand that produces a range of design objects including notebooks, diaries, jotters, bags, writing instruments and reading objects.

In 2012, Moleskine recorded consolidated revenues of 78.1 million Euro (an increase of 16.2% over the previous year) and a consolidated net profit of 18.1 million Euro.

Geographically speaking, the consolidated revenues of Moleskine, which has a stable presence in over 90 countries, have also been confirmed as well balanced in the last year. The main market (53% of sales) Europe, the Middle East and Africa; both the Americas (36% of turnover) and Asia and Australia (11% of sales) showed a significant increase in sales compared to the previous year (+41% and +42% respectively).

Moleskine® was created as a brand in 1997, bringing back to life the legendary notebook used by artists and thinkers over the past two centuries: among them Vincent van Gogh, Pablo Picasso, Ernest Hemingway, and Bruce Chatwin. A trusted and handy travel companion, the nameless black notebook held invaluable sketches, notes, stories, and ideas that would one day become famous paintings or the pages of beloved books. Today, the name Moleskine encompasses a family of objects: notebooks, diaries, journals, bags, writing instruments and reading accessories, dedicated to our mobile identity. Indispensable companions to the creative professions and the imagination of our times: they are intimately tied to the digital world. Since 1 January 2007, Moleskine has also become the name of the company that owns the worldwide trademark rights for the brand. Moleskine srl develops, markets and sells a family of products – which target consumers of the creative class and others – that provide open platforms for creativity and communication, contributing to the expansion and dissemination of culture and knowledge and are closely connected to the digital world. The company grew out of the experience of Modo&Modo, a small Milanese publisher that in 1997 created the Moleskine® trademark, rediscovering and renewing an extraordinary tradition. In the fall of 2006, Modo&Modo was purchased by SGCapital Europe, now Syntegra Capital, with the objective of fully developing the potential of the Moleskine brand.

Moleskine srl is a creative company enjoying continuing growth. It now has about 130 employees and a vast network of partners and consultants. Its home office is in Milan, Italy. Its American affiliate is Moleskine America, Inc, with offices in New York, established in early 2008. Its Asian and Pacific affiliate is Moleskine Asia Ltd, with offices in Hong Kong, established in 2011. Syntegra Capital owns 67.7% of the shares; other investors include Index Ventures (15.2%), the founder Francesco Franceschi (10.6%) and the company's management (6.5%).

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