

Profile of the Supervisory Board of GrandVision NV

February 5, 2015

Introduction

The Supervisory Board of GrandVision has drawn up a profile defining its size and composition, taking into account the nature of GrandVision's business activities and the desired expertise and background of the Supervisory Directors.

GrandVision's Profile

The size and composition of the Supervisory Board must be in line with the nature of GrandVision's business activities and organizational structure. This profile meets this criterion.

GrandVision is a leading optical retailer operating multiple brands in a range of formats in many different countries. The company headquarters are located at Amsterdam Airport Schiphol in the Netherlands. As of November 2014, GrandVision and its associates are active in 43 countries throughout Europe, Latin America, the Middle East and Asia.

In addition to its branded stores, GrandVision operates master and individual franchises as well as joint ventures in several countries.

Qualifications of the Supervisory Board

The Supervisory Board must have the following qualifications:

- detailed knowledge of and experience in the retail business, preferably internationally and in the field of optics;
- experience in managing a company with international operations;
- experience of actively supervising the management of an internationally operating company;
- expertise in financial management, administration, accounting and reporting for an internationally operating company – at least one Supervisory Director must be a financial expert with relevant knowledge and experience of financial administration and accounting for listed companies or other large entities;
- understanding of corporate responsibility as well as social and employment matters;
- understanding of corporate governance matters of listed companies;
- understanding of disclosure, communication and marketing within a listed company;
- understanding of compliance issues related to the company's business activities.

Composition and Number of Members

- The Supervisory Board must be composed in such a way that the combined experience and expertise, the independence and the diversity of the Supervisory Directors meet the requirements stipulated in this profile and enable the Supervisory Board to carry out its responsibilities and duties in the best way possible.
- Each Supervisory Director must fit the Supervisory Board profile, and the Supervisory Board must have a balanced distribution of specific expertise relating to GrandVision's business activities.
- GrandVision's Supervisory Board currently consists of five Supervisory Directors who are appointed and may be reappointed for four-year terms. The Supervisory Board has drawn up a rotation schedule which is published on GrandVision's website.

Annual Review of the Supervisory Board Profile

This profile, as well as the composition and competence of the Supervisory Board, will be reviewed by the Supervisory Board periodically.

This profile was adopted by the GrandVision Supervisory Board on October 14, 2014. It will be published on GrandVision's website and may be amended or revoked by the GrandVision Supervisory Board at any time.