

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to what action you should take, you are recommended to seek your own financial advice from your stockbroker or other independent adviser authorised under the Financial Services and Markets Act 2000.

If you have recently sold or transferred all of your shares in Jimmy Choo PLC, please forward this document, together with the accompanying documents, as soon as possible either to the purchaser or transferee or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

JIMMY CHOO PLC

(THE "COMPANY")

(REGISTERED IN ENGLAND AND WALES WITH NO. 09198021)

NOTICE OF ANNUAL GENERAL MEETING

Notice of the Annual General Meeting of the Company to be held electronically on Wednesday 15 June 2016 at 1.00pm is set out on pages 3 to 5 of this document and the recommendation of the Directors is set out on page 1.

A Form of Proxy for use at the Annual General Meeting is enclosed. However, a proxy may also be appointed by CREST members, by using the CREST electronic proxy appointment service. To be valid, any instrument appointing a proxy must be received by Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA as soon as possible but in any event so as to arrive no later than 1.00pm on Monday 13 June 2016.

CONTENTS

01	CHAIRMAN'S LETTER
03	NOTICE OF ANNUAL GENERAL MEETING
04	NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING
06	EXPLANATION OF RESOLUTIONS
08	INFORMATION ON THE 2016 ANNUAL GENERAL MEETING
09	ONLINE USER GUIDE TO THE 2016 ANNUAL GENERAL MEETING

CHAIRMAN'S LETTER

DIRECTORS

Peter Harf, Non-Executive Chairman
Pierre Denis, Chief Executive Officer
Jonathan Sinclair, Chief Financial Officer and
Executive Vice President (Business Operations)
Gianluca Brozzetti, Independent Non-Executive Director
Fabio Fusco, Non-Executive Director
Olivier Goudet, Non-Executive Director
Anna-Lena Kamenetzky, Non-Executive Director
Elisabeth Murdoch, Independent Non-Executive Director
Meribeth Parker, Independent Non-Executive Director
David Poulter, Senior Independent Non-Executive Director
Robert Singer, Independent Non-Executive Director

REGISTERED OFFICE

10 Howick Place
London SW1P 1GW
Registered Number: 09198021

10 May 2016

Dear Shareholder,

ANNUAL GENERAL MEETING

On behalf of the Directors of Jimmy Choo PLC (together the "Directors"), it gives me great pleasure to invite you to attend the second Annual General Meeting ("AGM") of Jimmy Choo PLC, which will be held electronically on Wednesday 15 June 2016 at 1.00pm. The formal Notice of AGM and the resolutions to be proposed at the AGM are set out on pages 3 to 5 of this document.

This year our AGM will be conducted electronically in order to improve accessibility to the AGM process and to make it inclusive for all of our shareholders. Therefore, it is important that you carefully read the guidance notes and follow the step by step instructions on page 8 in relation to attending the AGM electronically. The business of the meeting will be conducted on a poll using a specially devised mobile and web based application (the "AGM App") accessible from electronic devices, including mobiles, tablets and personal computers ("PC"). Further details of the electronic AGM arrangements follow on page 8 of this document.

The Directors believe that the resolutions set out in the Notice of AGM are in the best interests of the Company and its shareholders as a whole and unanimously recommend that shareholders vote in favour of the resolutions to be proposed at the AGM. The Directors who own ordinary shares in the Company intend to vote in favour of the resolutions to be proposed at the AGM.

If I am appointed as proxy I will vote in accordance with any instructions given to me. If I am given discretion as to how to vote, I will vote in favour of each of the resolutions to be proposed at the AGM.

Under the Financial Conduct Authority's ("FCA") Listing Rules, a company which has a "controlling shareholder" (being "any person who exercises or controls, on their own or together with any person with whom they are acting in concert, 30% or more of the votes able to be cast on all or substantially all matters at general meetings of the company") must, for the purposes of the election or re-election of an independent director, pass both an ordinary resolution of all shareholders and a separate ordinary resolution of all shareholders other than the controlling shareholder (the "independent shareholders").

As at 28 April 2016, JAB Luxury GmbH ("JAB") held 67.68% of the Company's issued share capital and JAB is therefore considered to be a controlling shareholder of the Company. As such, once the

Company's shareholders have voted on each resolution for the election of an independent non-executive Director (Resolutions 9 to 13), the independent shareholders' vote will be obtained by excluding from the result of the vote on each such resolution the votes of the controlling shareholder.

If the ordinary resolution to approve the election or re-election of an existing independent Director is passed, but separate approval by the independent shareholders is not given, the Listing Rules permit an existing independent Director to remain in office pending a further ordinary resolution of all the shareholders to approve the election or re-election of that Director. Such a resolution may only be voted on within the period of between 90 days and 120 days following the date of the original vote. The Company will, on announcing the results of the AGM, announce, in respect of Resolutions 9 to 13, the result of both the vote of all the Company's shareholders and the vote of the independent shareholders. If separate independent shareholder approval is not given for any relevant resolution, the Company intends that the relevant Director's appointment will continue for 120 days from the date of the original vote, unless a further ordinary resolution for re-election is passed. If a further resolution to approve the re-election of the relevant Director is defeated, his or her appointment will cease on that resolution being defeated.

The following is a brief summary of the items of business:

- Resolution 1 relates to the receiving of the Annual Report and Financial Statements for the financial year ended 31 December 2015.
- Resolution 2 relates to Directors' remuneration. Resolution 2 is to approve the Directors' Remuneration Report (other than the part containing the Directors' remuneration policy, which was approved at last year's AGM), which is set out in the Annual Report and Financial Statements for the financial year ended 31 December 2015.
- Resolutions 3 to 13 relate to the election or re-election of the Directors in accordance with Provision B.7.1 of the UK Corporate Governance Code. Biographies for the Directors can be found on pages 50 to 51 of the Annual Report and Financial Statements for the financial year ended 31 December 2015 and include a description of the perspectives and experience each Director brings.
- Resolutions 14 and 15 relate to the re-appointment of auditors and the authorisation of the Audit Committee to set their fees.
- Resolution 16 seeks shareholder approval in order to authorise the Directors, for the purposes of section 551 of the Companies Act 2006, to allot shares or grant rights to subscribe for or convert any security into shares up to an aggregate nominal amount of

CHAIRMAN'S LETTER

CONTINUED

£259,825,059. This represents the aggregate of two thirds of the nominal value of the ordinary shares in issue as at 28 April 2016, being the last practicable date before publication of this Notice.

- Resolution 17 relates to political donations. While it is not the Company's policy to make political donations, it is possible that certain routine activities undertaken by the Company and its subsidiaries might unintentionally fall within the wide definition of matters constituting political donations and expenditure in the Act. Any expenditure regulated under the Companies Act 2006 must first be approved by shareholders and disclosed in the next year's annual report. This resolution, if passed, will authorise the Directors until the AGM in 2017 to make donations and incur expenditure which might otherwise be caught by the terms of the Companies Act 2006, up to an aggregate amount of £50,000 for the Company and for subsidiary companies.
- Resolution 18 seeks shareholder approval in order to authorise the Directors, for the purposes of section 570 of the Companies Act 2006, to allot shares or grant rights to subscribe for or convert any security into shares up to an aggregate nominal amount of £38,973,758 as if section 561(1) of the Companies Act 2006 did not apply. This represents 10% of the nominal value of the ordinary shares in issue as at 28 April 2016, being the last practicable date before publication of this Notice, and is in accordance with the latest guidance issued by the Pre-emption Group in March 2015.
- Resolution 19 seeks shareholder authority for the purposes of the Companies (Shareholders' Rights) Regulations 2009 to call general meetings (other than an annual general meeting) on 14 clear days' notice, provided that facilities are available to shareholders to vote by electronic means for meetings called on such notice. The Company will not use such authority as a matter of routine, and only in circumstances where the flexibility is merited by the business of the meeting or where it would be to the advantage of the members as a whole and moreover where the proposals are not of a complexity that might require more time for consideration by members.

If you are not able to attend the AGM, you can cast your votes by proxy by completing the enclosed Form of Proxy and returning it to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, United Kingdom. Full details of how to vote using the Form of Proxy can be found on page 4. Completion and return of the Form of Proxy will not prevent shareholders from electronically attending and voting at the meeting should they subsequently decide to do so.

CREST members may use the CREST electronic proxy appointment service to submit their proxy appointment in respect of the AGM as detailed in the Notes to the Notice of AGM on page 4.

Please note that all proxy forms and appointments must be received by 1.00pm on Monday 13 June 2016.

The results of voting on the resolutions will be posted on the Company's website immediately after the AGM.

Yours sincerely,

PETER HARF
CHAIRMAN

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (the “**Meeting**”) of Jimmy Choo PLC (the “**Company**”) will be held electronically on 15 June 2016 at 1.00pm to consider and if thought appropriate pass the following resolutions of which Resolutions 1 to 17 will be proposed as ordinary resolutions and Resolutions 18 and 19 will be proposed as special resolutions.

RESOLUTIONS

ORDINARY BUSINESS

REPORT AND FINANCIAL STATEMENTS

1. To receive the financial statements of the Company and the reports of the Directors and the Auditors for the financial year ending 31 December 2015.

DIRECTORS’ REMUNERATION REPORT

2. To approve the Directors’ Remuneration Report (excluding the Remuneration Policy) for the year ending 31 December 2015, set out on pages 63 to 77 of the Company’s Annual Report and Financial Statements.

DIRECTORS

NON-INDEPENDENT DIRECTORS

3. To re-elect Mr Pierre Denis as a Director.
4. To re-elect Mr Jonathan Sinclair as a Director.
5. To re-elect Mr Peter Harf as a Director.
6. To re-elect Mr Fabio Fusco as a Director.
7. To re-elect Mr Olivier Goudet as a Director.
8. To elect Ms Anna-Lena Kamenetzky as a Director.

INDEPENDENT NON-EXECUTIVE DIRECTORS

9. To re-elect Mr Gianluca Brozzetti as a Director.
10. To elect Ms Elisabeth Murdoch as a Director.
11. To elect Ms Meribeth Parker as a Director.
12. To re-elect Mr David Poulter as a Director.
13. To re-elect Mr Robert Singer as a Director.

AUDITORS

14. To appoint KPMG LLP as auditor of the Company to hold office until the conclusion of the next general meeting of the Company at which accounts are laid before the Company.
15. That the Audit Committee of the Company be authorised to agree the remuneration of the auditor.

SPECIAL BUSINESS

DIRECTORS’ AUTHORITY TO ALLOT SHARES (ORDINARY RESOLUTION)

16. That, in substitution for all previous like authorities which are hereby revoked, the Directors be and are hereby generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the “**Act**”) to exercise all the powers of the Company:
 - (A) to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £129,912,529 (being equivalent to one-third of the nominal value of the issued share capital of the Company); and
 - (B) in connection with a rights issue, to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company, up to an aggregate nominal amount of £259,825,059 (being equivalent to a further one-third of the nominal value of the issued share capital of the Company), such authorities to expire on the date of the next annual general meeting of the Company or on 30 June 2017, whichever is the earlier, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or to convert securities into shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

POLITICAL DONATIONS/EXPENDITURE (ORDINARY RESOLUTION)

17. That, in accordance with sections 366 and 367 of the Act, the Company and any company which is, or becomes, a subsidiary of the Company during the period to which this resolution relates, be and is hereby authorised to make political donations and incur political expenditure, as defined in sections 364 and 365 of the Act, not exceeding £50,000 in total during the period beginning with the date of the passing of this resolution and ending at the conclusion of the Company’s next following annual general meeting.

DISAPPLICATION OF PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)

18. That subject to the passing of Resolution 16 above, the Directors of the Company be and are hereby empowered pursuant to Section 570 of the Act to allot equity securities (within the meaning of Section 560 of the Act) wholly for cash pursuant to the authority conferred by Resolution 16 or where the allotment constitutes an allotment of equity securities by virtue of Section 560(3) of the Act as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:
 - (A) the allotment of equity securities in connection with an offer of such securities by way of rights issue, open offer or other pro rata offering open for acceptance for a period fixed by the Directors in favour of ordinary shareholders (other than the Company) on the register on a record date fixed by the Directors where the equity securities respectively attributable to the interests of all ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them;
 - (B) other persons so entitled by virtue of the rights attaching to any other equity securities held by them, but subject in both cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, treasury shares, record dates or any legal, regulatory or practical problems arising in any overseas territory, by virtue of the requirements of any applicable regulatory body or any stock exchange or any other matter; and
 - (C) (other than pursuant to sub-paragraph (A) above) the allotment of equity securities having, in the case of relevant shares an aggregate nominal value (or, in the case of other equity securities, giving the right to subscribe for or convert into relevant shares having an aggregate nominal value) of £38,973,758. This power shall expire on the earlier of the conclusion of the next annual general meeting of the Company after the passing of this resolution and 30 June 2017 save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

NOTICE FOR GENERAL MEETINGS (SPECIAL RESOLUTION)

19. That a general meeting other than an annual general meeting may be called on not less than 14 clear days’ notice.

By order of the Board

HANNAH MERRITT
COMPANY SECRETARY

10 Howick Place, London SW1P 1GW
Registered Number: 09198021
10 May 2016

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

ENTITLEMENT TO ATTEND AND VOTE

1. Only those shareholders registered in the Company's register of members at 6.00pm on 13 June 2016 or, if this meeting is adjourned, at 6.00pm on the day two days prior to the adjourned meeting, shall be entitled to attend and vote at the meeting. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

ENTRY TO THE AGM, CONDUCT OF PROCEEDINGS

2. To facilitate entry to the electronic meeting, shareholders are requested to use their unique username and password shown on his/her attendance card to log in to the AGM App on their electronic device (whether by smart phone, tablet or PC). For further information please refer to the section Entry to the Meeting on page 8 of the notice. Persons who are not shareholders of the Company (or their appointed proxy) will not be able to attend the AGM unless prior arrangements have been made with the Company.

WEBSITE GIVING INFORMATION REGARDING THE MEETING

3. Information regarding the meeting, including the information required by section 311A of the Companies Act 2006, can be found at jimmychoopl.com.

APPOINTMENT OF PROXIES PROXIES

4. A MEMBER IS ENTITLED TO APPOINT ANOTHER PERSON AS THEIR PROXY TO EXERCISE ALL OR ANY OF THEIR RIGHTS TO ATTEND AND TO SPEAK AND VOTE ON THEIR BEHALF AT THE ANNUAL GENERAL MEETING. A PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY. A SHAREHOLDER MAY APPOINT MORE THAN ONE PROXY IN RELATION TO THE ANNUAL GENERAL MEETING PROVIDED THAT EACH PROXY IS APPOINTED TO EXERCISE THE RIGHTS ATTACHED TO A DIFFERENT SHARE OR SHARES HELD BY THAT SHAREHOLDER. Please contact Equiniti on 0371 384 2030 or +44 121 415 7047 if you are calling from outside the UK for your proxies' unique username and password. Lines are open 8.30am to 5.30pm Monday to Friday (excluding bank holidays).
5. A Form of Proxy is enclosed with this Notice. The appointment of a proxy will not prevent a member from subsequently attending and voting at the meeting. In the case of joint holders, any one holder may vote. If more than one holder is present at the meeting, only the vote of the senior will be accepted, seniority being determined in the order in which the names appear on the register. A space has been included in the Form of Proxy to allow members to specify the number of shares in respect of which that proxy is appointed. Shareholders who return the Form of Proxy duly executed but leave this space blank will be deemed to have appointed the proxy in respect of all of their shares. Shareholders who wish to appoint more than one proxy in respect of their shareholding should contact the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, United Kingdom on 0371 384 2030 or +44 121 415 7047 if you are calling from outside the UK. Lines are open 8.30am to 5.30pm, Monday to Friday (excluding bank holidays).

For additional Forms of Proxy you may photocopy the Form of Proxy provided with this document indicating on each copy the name of the proxy you wish to appoint and the number of ordinary shares in the Company in respect of which the proxy is appointed. All Forms of Proxy should be returned together in the same envelope.

6. To appoint a proxy: either (a) the Form of Proxy, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must be deposited with the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, United Kingdom; or (b) the proxy appointment must be lodged using the CREST Proxy Voting Service in accordance with note 7 below so as to be received no later than 48 hours before the time of the holding of the AGM or any adjournment thereof; or (c) electronically via www.sharevote.co.uk (see note 8 for further details).

Please note that all proxy forms and appointments must be received by 1.00pm (UK time) on Monday 13 June 2016.

APPOINTMENT OF PROXIES THROUGH CREST

7. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available via www.euroclear.com). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment made using the CREST service to be valid, the appropriate CREST message (a **CREST Proxy Instruction**) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ("EUI") specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by Equiniti (ID RA19) no later than 1.00pm on Monday 13 June, or, in the event of an adjournment of the meeting, 48 hours before the adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular message. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member, or has appointed a voting service provider(s), to procure that his/her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

ELECTRONIC APPOINTMENT OF PROXIES

8. You can appoint a proxy online to vote on your behalf at www.sharevote.co.uk. You will need your Voting ID, Task ID and Shareholder Reference Number, which are shown on your Proxy Form. A proxy appointment made electronically will not be valid if sent to any address other than those provided or if received after 1.00pm (UK time) on Monday 13 June 2016.

CORPORATE REPRESENTATIVES

9. A CORPORATION WHICH IS A SHAREHOLDER CAN APPOINT ONE OR MORE CORPORATE REPRESENTATIVES WHO MAY EXERCISE, ON ITS BEHALF, ALL ITS POWERS AS A MEMBER PROVIDED THAT NO MORE THAN ONE CORPORATE REPRESENTATIVE EXERCISES POWERS OVER THE SAME SHARE. Please contact Equiniti on 0371 384 2030 or +44 121 415 7047 if you are calling from outside the UK for your unique username and password. Lines are open 8.30am to 5.30pm Monday to Friday (excluding bank holidays).

ISSUED SHARES AND TOTAL VOTING RIGHTS

10. As at 28 April 2016 (being the latest practicable date prior to the publication of this Notice), the Company's issued share capital comprised 389,737,588 ordinary shares of £1.00 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 28 April 2016 is 389,737,588.

As at 28 April 2016, there have been no further changes in the major shareholdings notified to the Company since 21 March 2016 (being the date on which the Directors' report for the year ended 31 December 2015 was approved). Similarly, there have been no further changes in the interests of Directors in the Company's issued share capital since 21 March 2016.

AUTOMATIC POLL VOTING

11. Each of the resolutions to be put to the meeting will be voted on by poll via the AGM App. A poll reflects the number of voting rights exercisable by each member and so the Board considers it a more democratic method of voting. It is also in line with recommendations made by the Shareholder Voting Working Group and Paul Myners in 2004. The results of the poll will be published on the Company's website and notified to the UK Listing Authority once the votes have been counted and verified.

PUBLICATION OF AUDIT CONCERNS

12. Under section 527 of the Companies Act 2006 members meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (a) the audit of the Company's accounts (including the auditors' report and the conduct of the audit) that are to be laid before the Annual General Meeting; or (b) any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Companies Act 2006. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the Annual General Meeting includes any statement that the Company has been required under section 527 of the Companies Act 2006 to publish on a website.

QUESTIONS AT THE MEETING

13. Any member or duly appointed proxy attending the meeting has the right to ask questions. The Company must answer any question you ask relating to the business being dealt with at the meeting unless:
- (A) answering the question would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
 - (B) the answer has already been given on a website in the form of an answer to a question; or
 - (C) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.

NOMINATED PERSONS

14. If you are a person who has been nominated under section 146 of the Companies Act 2006 to enjoy information rights (**Nominated Person**):

You may have a right under an agreement between you and the shareholder of the Company who has nominated you to have information rights (**Relevant Shareholder**) to be appointed or to have someone else appointed as a proxy for the meeting.

If you either do not have such a right or if you have such a right but do not wish to exercise it, you may have a right under an agreement between you and the Relevant Shareholder to give instructions to the Relevant Shareholder as to the exercise of voting rights.

Your main point of contact in terms of your investment in the Company remains the Relevant Shareholder (or, perhaps, your custodian or broker) and you should continue to contact them (and not the Company) regarding any changes or queries relating to your personal details and your interest in the Company (including any administrative matters). The only exception to this is where the Company expressly requests a response from you.

DOCUMENTS ON DISPLAY

15. Copies of the service contracts of the executive directors, the non-executive directors' contracts for services and the articles of association of the Company are available for inspection at the Company's registered office during normal business hours and at jimmychoopl.com from at least 15 minutes prior to the meeting and until the end of the meeting.

COMMUNICATION

16. Except as provided above, shareholders who have general queries about the meeting (or the meeting format) should call our shareholder helpline on 0371 384 2030 or +44 121 415 7047 if you are calling from outside the UK. Lines are open 8.30am to 5.30pm Monday to Friday (excluding bank holidays).

You may not use any electronic address provided either:

- in this notice of annual general meeting; or
- in any related documents (including the chairman's letter and proxy form),

to communicate with the Company for any purposes other than those expressly stated.

EXPLANATION OF RESOLUTIONS

An explanation of each of the resolutions is set out below.

REPORTS AND FINANCIAL STATEMENTS (RESOLUTION 1)

The first item of business is the receipt by shareholders of the audited financial statements for the financial year ended 31 December 2015 together with the Directors' Report and the Auditors' Report (the "Annual Report").

DIRECTORS' REMUNERATION (RESOLUTION 2)

Resolution 2 is an annual advisory vote to approve the Directors' Remuneration Report (excluding the Directors' Remuneration Policy) which is set out on pages 63 to 77 of the Annual Report and Financial Statements for the financial year ending 31 December 2015. This section of the Directors' Remuneration Report sets out details on remuneration paid to the Directors in 2015 and on how the Remuneration Policy will be implemented in 2016.

RE-APPOINTMENT OF DIRECTORS (RESOLUTIONS 3 TO 13)

Provision B.7.1 of the UK Corporate Governance Code requires that directors of FTSE 250 companies should be subject to annual election by shareholders and that all other directors should be subject to election by shareholders at the first annual general meeting after their appointment and to re-election annually thereafter. All Directors currently in office will therefore seek election or re-election at the AGM. Separate resolutions are proposed for each of these elections. The Board is relatively new and so at this stage has not undertaken a formal performance evaluation. Notwithstanding this, the Board's view is that each of the Directors is fully competent to carry out their responsibilities as a member of the Board of Directors and that each such Director's performance continues to be effective. Biographical details of the Directors are provided on pages 50 to 51 of the Annual Report and Financial Statements. Details of how the Board has determined the independent non-executive Directors to be effective and independent are set out on page 55 of the Annual Report and Financial Statements.

Under the FCA's Listing Rules, a company which has a "**controlling shareholder**" (being "*any person who exercises or controls, on their own or together with any person with whom they are acting in concert, 30% or more of the votes able to be cast on all or substantially all matters at general meetings of the company*") must, for the purposes of the election or re-election of an independent Director, pass both an ordinary resolution of all shareholders and a separate ordinary resolution of all shareholders other than the controlling shareholder (the "independent shareholders").

As at 28 April 2016, JAB Luxury GmbH ("JAB") held 67.64% of the Company's issued share capital and JAB are therefore considered to be a controlling shareholder of the Company. As such, once the Company's shareholders have voted on each resolution for the election of an independent non-executive Director (Resolutions 9 to 13), the independent shareholders' vote will be obtained by excluding from the result of the vote on each such resolution the votes of the controlling shareholder.

If the ordinary resolution to approve the election or re-election of an existing independent Director is passed, but separate approval by the independent shareholders is not given, the Listing Rules permit an existing independent Director to remain in office pending a further ordinary resolution of all the shareholders to approve the election or re-election of that Director. Such a resolution may only be voted on within the period of between 90 days and 120 days following the date of the original vote. The Company will, on announcing the result of the AGM, announce, in respect of resolutions 9 to 13 the result of both the vote of all the Company's shareholders and the vote of the

independent shareholders. If separate independent shareholder approval is not given for any relevant resolution, the Company intends that the relevant Director's appointment will continue for 120 days from the date of the original vote, unless a further ordinary resolution for re-election is passed. If a further resolution to approve the re-election of the relevant Director is defeated, his or her appointment will cease on that resolution being defeated.

RE-APPOINTMENT OF THE AUDITORS (RESOLUTION 14)

The Company is required, at each general meeting at which financial statements are presented, to appoint an auditor to hold office until the conclusion of the next such meeting and KPMG LLP has advised its willingness to stand for re-appointment. The Board, on the recommendation of the Audit Committee, recommends the re-appointment of KPMG LLP as auditors to hold office until the conclusion of the next annual general meeting of the Company (the "Auditors").

REMUNERATION OF THE AUDITORS (RESOLUTION 15)

This resolution seeks shareholder consent for the Audit Committee of the Company to set the remuneration of the Auditors.

DIRECTORS' AUTHORITY TO ALLOT SHARES (RESOLUTION 16)

Under the Companies Act 2006, the directors of a company may only allot new shares (or grant rights over shares) if authorised to do so by the shareholders in a general meeting. The authority which is sought in respect of this is dealt with in Resolution 16. The authority will allow the Directors to allot new shares and to grant rights to subscribe for or convert any security into shares up to a nominal value of £129,912,529, which is equivalent to one third of the total issued ordinary share capital of the Company, exclusive of treasury shares, as at 28 April 2016, being the last practicable date before publication of this Notice. The Company does not currently hold any of its ordinary shares in treasury.

Part B of this resolution will give the Directors additional authority to allot relevant securities in connection with a rights issue up to a further one-third of the issued share capital of the Company, being an aggregate nominal amount of £259,825,059.

In total, the resolution will allow the Directors to allot a maximum aggregate of two-thirds of the issued share capital of the Company and is considered routine by the Association of British Insurers.

The Directors have no present intention to allot shares or grant rights to subscribe for or convert any security into shares pursuant to this authority. However, the Directors consider it desirable to have the flexibility to respond to market developments and to enable allotments to take place in appropriate circumstances. The authority will be exercised only if the Directors believe that to do so would be likely to promote the success of the Company for the benefit of its shareholders as a whole.

If this resolution is passed the authority will expire on the conclusion of the next annual general meeting or on 30 June 2017, whichever is the earlier.

POLITICAL DONATIONS (RESOLUTION 17)

While it is not the Company's policy to make political donations, it is possible that certain routine activities undertaken by the Company and its subsidiaries might unintentionally fall within the wide definition of matters constituting political donations and expenditure in the Act. Any expenditure regulated under the Act must first be approved by shareholders and disclosed in the next year's annual report. This resolution, if passed, will authorise the Directors until the AGM in 2017 to make donations and incur expenditure which might

otherwise be caught by the terms of the Act, up to an aggregate amount of £50,000 for the Company and for subsidiary companies.

Resolution 17 will be proposed as an ordinary resolution.

DISAPPLICATION OF PRE-EMPTION RIGHTS (RESOLUTION 18)

If the Directors wish to allot new shares and other equity securities, or sell treasury shares, for cash (other than in connection with an employee share scheme) company law requires that these shares are offered first to shareholders in proportion to their existing holdings.

There may be circumstances, however, when it is in the interests of the Company to be able to allot new equity securities for cash other than on a pre-emptive basis. The Board considers the authority in Resolution 18 to be appropriate in order to allow the Company flexibility to finance business opportunities or to conduct a pre-emptive offer or rights issue without the need to comply with the strict requirements of the statutory pre-emption provisions.

The purpose of Resolution 18 is to authorise the Directors to allot new shares pursuant to the authority given therein, or sell treasury shares, for cash (a) in connection with a pre-emptive offer or rights issue or (b) otherwise up to a nominal value of £38,973,758, equivalent to 10% of the total issued ordinary share capital of the Company as at 28 April 2016, in each case without the shares first being offered to existing shareholders in proportion to their existing holdings.

Such authority, if given, will expire at the conclusion of the next annual general meeting or on 30 June 2017, whichever is the earlier. Following the implementation of The Companies (Acquisition of Own Shares) (Treasury Shares) Regulations 2003, this extends to any subsequent sale of equity securities which have been held in treasury.

The Board intends to adhere to the provisions in the Pre-emption Group's Statement of Principles, as updated in March 2016, and not to allot shares for cash on a non-pre-emptive basis pursuant to the authority in Resolution 18:

- (i) in excess of an amount equal to 5% of the total issued ordinary share capital of the Company excluding treasury shares; or
- (ii) in excess of an amount equal to 7.5% of the total issued ordinary share capital of the Company excluding treasury shares within a rolling three-year period, without prior consultation with the Company's shareholders,

in each case other than in connection with an acquisition or specified capital investment which is announced contemporaneously with the allotment or which has taken place in the preceding six-month period and is disclosed in the announcement of the allotment.

Resolution 18 will be proposed as a special resolution.

NOTICE OF GENERAL MEETINGS (RESOLUTION 19)

The Shareholders' Rights Regulations require that the notice period for general meetings of the Company should be 21 days unless certain requirements are satisfied. The Company is currently able to call general meetings (other than an annual general meeting) on 14 clear days' notice and would like to preserve this ability. In order to be able to do so, shareholders must have approved the calling of meetings on 14 clear days' notice. This resolution seeks to renew the approval given at the Company's last annual general meeting and this approval will be effective until the Company's next annual general meeting, when it is intended that a similar resolution will be

proposed. In the event that a general meeting is called on less than 21 days' notice, then the Company intends to meet the requirements for electronic voting under section 8 of the Shareholders' Rights Regulations in order to be able to call a general meeting on 14 clear days' notice. CREST voting will be permitted to fulfil these requirements.

The Company will not use the authority to call a general meeting on 14 clear days' notice as a matter of routine, and only in circumstances where the flexibility is merited by the business of the meeting or where it would be to the advantage of the members as a whole and moreover where the proposals are not of a complexity that might require more time for consideration by members.

Resolution 19 will be proposed as a special resolution.

INFORMATION ON THE 2016 ANNUAL GENERAL MEETING

JIMMY CHOO PLC – ANNUAL GENERAL MEETING

Wednesday 15 June 2016 at 1.00pm.

ENTRY TO THE MEETING

In order to participate at the AGM, you will need to download the AGM App onto your smartphone device. This is available in native app format (Android and iOS only) and can be downloaded from the Google Play Store™ Market or the Apple® App Store by searching by app name “Lumi AGM”. **It is highly recommended that you download the AGM App in advance of the meeting day.**

Alternatively, Lumi AGM is available as a mobile web client, compatible with the latest browser versions of Chrome, Firefox, Internet Explorer 10 and 11 (IE v9 and lower are not supported), Edge and Safari and can be accessed using any web browser, on a PC or smartphone device. If you would prefer to vote using this method, please go to <https://web.lumiagm.com>. In order to listen and to speak at the AGM, you must dial in (see **Accessing the telephone call** below).

FOR NATIVE APP USERS:

Once you have downloaded the AGM App, you will be asked to enter a Meeting ID which is **119-969-553**. You will then be prompted to enter your **unique username** and **password**. Your username and password can be found on your attendance card. Access to the meeting via the AGM App will be available from 9.00am on Tuesday 14 June, although the functionality will not be enabled until the meeting commences. The telephone lines will be activated 15 minutes prior to the meeting start time. During the meeting, you must ensure you are connected to the internet **at all times** in order to vote when the Chairman commences polling on the resolutions being put to the meeting. Therefore, it is your responsibility to ensure connectivity for the duration of the meeting.

FOR WEB BROWSER USERS:

From your web browser, please go to <https://web.lumiagm.com> and enter the **Meeting ID** which is **119-969-553**. You will then be prompted to enter your unique username and password. Your username and password can be found on your attendance card. Access to the meeting via the AGM App will be available from 9.00am on Tuesday 14 June, although the functionality will not be enabled until the meeting commences. The telephone lines will be activated 15 minutes prior to the meeting start time. During the meeting, you must ensure you are connected to the internet **at all times** in order to vote when the Chairman commences polling on the resolutions being put to the meeting. Therefore, it is your responsibility to ensure connectivity for the duration of the meeting.

ALL USERS

ACCESSING THE TELEPHONE CALL

To be able to speak at the AGM, you must dial into the AGM using the numbers provided on this page under Access Telephone Numbers. To dial-in, you will require a conference ID (“**Conference ID**”). The Conference ID will only be accessible once you have logged into the AGM App and will be available at least 30 minutes prior to the start of the meeting. Local phone calls will not be charged.

VOTING

After each resolution has been proposed and opened, voting options will appear on the screen. Press the option corresponding with the way in which you wish to vote.

Once you have selected your choice, you will see a message on your screen confirming that your vote has been received. If you think that you have selected the wrong choice or if you wish to change your mind, simply press the correct choice until the poll is closed on that resolution.

If you wish to cancel your “live” vote, please press Cancel.

PRESENTATION

A link to a presentation will be present on the AGM App home screen. The presentation will open in a separate web browser for viewing; it is important you return to the AGM App for voting.

QUESTIONS AT THE MEETING

If you wish to ask a question please ensure you have logged into the AGM App, retrieve the Conference ID and then dial the appropriate telephone number detailed on this page under Access Telephone Numbers. You will be connected to an Operator who will provide you with further instructions.

PROCESS

The process of asking questions, voting and accessing the AGM presentation will be further explained by the Chairman and the Operator during the meeting.

DULY APPOINTED PROXIES AND CORPORATE REPRESENTATIVES

Please contact Equiniti on 0371 384 2030 or +44 121 415 7047 if you are calling from outside the UK for your unique username and password. Lines are open 8.30am to 5.30pm Monday to Friday (excluding bank holidays).

Shareholders should note that electronic entry to the Annual General Meeting will open at 12.45pm on Wednesday 15 June 2016.

JIMMY CHOO PLC
WWW.JIMMYCHOOPLC.COM

ACCESS TELEPHONE NUMBERS

DIAL IN DETAILS

Participant access – Log in to the AGM App 15 minutes prior to the start time using your unique username and password to retrieve the Conference ID

Shareholder participants, Local – United Kingdom:
0044(0)20 3427 1903

Shareholder participants, Local – United States of America:
001 646 254 3361

Shareholder participants – Rest of World:
0044(0)20 3427 1903

ONLINE USER GUIDE (BROWSER) TO THE 2016 ANNUAL GENERAL MEETING



Go to <https://web.lumiagm.com> and you will be prompted to enter the Meeting ID



If a Shareholder attempts to log in to the app before the Meeting is live*, a popup dialogue box will appear

*After Tuesday 14th June 09:00



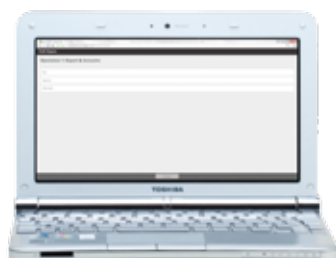
After entering the Meeting ID, you will be prompted to enter your unique username and password



When successfully authenticated, a Shareholder will be taken to the Home Screen



Details on how to view the slides/presentation, along with the telephone conference code will also be displayed on the Home Screen



When the Chairman declares the poll open, the resolution and voting choices will appear on your device. Press the option corresponding with the way in which you wish to vote

Once you have selected your choice, a confirmation message will appear on the device screen

To change your mind, simply press the correct choice
To cancel your vote, press Cancel

When the Chairman closes the poll, your received vote will temporarily appear on the screen before returning to the Home Screen

ONLINE USER GUIDE (MOBILE) TO THE 2016 ANNUAL GENERAL MEETING CONTINUED



Open the Lumi AGM app and you will be prompted to enter the Meeting ID



If a Shareholder attempts to log into the app before the Meeting is live*, a popup dialogue box will appear

*Tues 14th June 09:00



After entering the Meeting ID, you will be prompted to enter your unique username and password



When successfully authenticated, a Shareholder will be taken to the Home Screen



Details on how to view the slides/presentation, along with the telephone conference code will also be displayed on the Home Screen



When the Chairman declares the poll open, the resolution and voting choices will appear on your device. Press the option corresponding with the way in which you wish to vote



Once you have selected your choice, a confirmation message will appear on the device screen

To change your mind, simply press the correct choice
To cancel your vote, press Cancel



When the Chairman closes the poll, your received vote will temporarily appear on the screen before returning to the Home Screen