



Press release

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## **Long-term Incentive Plan: new CEO of Northern Europe, Middle and Far East F&B division added**

Milan, 16 February 2012 – Meeting today, the board of directors of Autogrill S.p.A. (Milan: AGL IM) voted to add Walter Seib, the new CEO of the Northern Europe, Middle and Far East F&B division, to the 2010 Stock Option Plan for Group executives with strategic responsibilities.

Further, the board of directors decided to implement the 2012-2014 WAVE of the new Autogrill long-term incentive plan (new L-LTIP Autogrill) approved by the shareholders' meeting on 21 April 2011, by assigning a maximum of 1,930,000 rights to receive Autogrill S.p.A. ordinary shares free of charge (so-called Units) to the Company's CEO, executives in key management positions and other managers within Autogrill Group.

The terms and conditions of the new L-LTIP Autogrill, as well as the characteristics of the Units allocated, are described in the information document drafted in accordance with article 84-bis, clause 1, Consob Regulation 11971/1999 and Schedule 7, Annex 3A to said Regulation (table 1, section 1, attached hereto), and in the regulation posted on [www.autogrill.com](http://www.autogrill.com).

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**REMUNERATION PLAN BASED ON FINANCIAL INSTRUMENTS**

*2010 Stock Option Plan*

*Table n. 1, Scheme 7, Annex 3A, Regulation n. 11971/1999*

*[Date: 16/02/2012]*

Name or category	Post	FORM 2						
		Options ( <i>grant options</i> )						
		<b>Section 2</b>						
		Newly allocated options on the basis of the decision of the BoD to implement the shareholders' resolution						
		Date of shareholders' resolution	Description of instrument	Number of financial instruments underlying the options allocated for each subject or category	Date of allocation by competent body/BoD.	Exercise price	Market price of the underlying financial instruments at the date of allocation (!)	Option maturity
Walter Seib	CEO F&B North Europe, Middle & Far East	20 April 2010	Free options conferring the right to subscribe, ie. to purchase 1 Autogrill share each	120,000	16 February 2012	8.19€	7.98€	30 April 2015

<sup>1</sup> The price indicated is the market price of Autogrill's ordinary shares as of 16 February 2012.

## REMUNERATION PLAN BASED ON FINANCIAL INSTRUMENTS

### *New Autogrill Leadership Team Long Term Incentive Program - Wave 2 (“New L-LTIP Autogrill”)*

*Table n. 1, Scheme 7, Annex 3A, Regulation n. 11971/1999*

*[Date: 16/02/2012]*

Name or category	Post	<b>FORM 1</b>						
		Financial instruments other than options						
		<b>Section 2</b> Newly allocated financial instruments on the basis of the decision of the BoD to implement the shareholders’ resolution.						
		Date of shareholders’ resolution	Description of instrument <sup>(1)</sup>	Number of financial instruments allocated by BoD. for each subject or category <sup>(2)</sup>	Date of allocation by competent body/BoD.	Possible purchase price of instruments	Market price as of date of allocation <sup>(3)</sup>	Term of restriction on selling instruments
Gianmario Tondato Da Ruos	Group Chief Executive Officer	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	225,000	16 February 2012	N/A	7.98€	30 June 2018

<sup>1</sup> Under Autogrill’s *New Leadership Long Term Incentive Program* (“New L-LTIP”), each Unit actually vested and allocated gives to the participants the right to receive one Autogrill ordinary share, free of charge, under the terms and conditions described in the Information Document and relative regulation published by the Company on 11 March 2011 and available in the Governance / Shareholders’ Meeting section of the website ([www.autogrill.com](http://www.autogrill.com)).

<sup>2</sup> Maximum number of Units allocated by cluster of participants. The number of Units that will actually be allocated, and thus the corresponding number of Autogrill S.p.A ordinary shares that he/she will be entitled to receive free of charge, will depend on the participant’s remuneration, the extent to which performance objectives are attained and the share price at the date of allocation of the shares, as described in the Information Document and relative regulation

<sup>3</sup> The price indicated is the market price of Autogrill’s ordinary shares as of 16 February 2012.

Thomas S. Fricke	HMSHost Chief Executive Officer	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018
José Maria Palencia	Travel Retail & Duty Free Chief Executive Officer	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018
Walter Seib	CEO F&B North Europe, Middle & Far East	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018
Alberto De Vecchi	Group Chief Financial Officer	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018
Silvano Delnegro	Group Strategic Planning & Control Director	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018
Aldo Papa	Group Chief Engineering & Procurement Officer	21 April 2011	Free rights (not transferable <i>inter vivos</i> ) to receive Autogrill shares (“Units”) free of charge	110,000	16 February 2012	N/A	7.98€	30 June 2018

