

**EXTRAORDINARY STOCKHOLDERS' MEETING OF
BENETTON GROUP S.p.A.
to deliberate on the proposal to pay a stock dividend**

Ponzano, Italy, March 14, 1997. The stockholders of Benetton Group S.p.A. have been called to an extraordinary meeting on April 29, 1997, to resolve upon a proposal to pay a stock dividend via the issue of one bonus share for every twenty-five shares held, with dividend rights from January 1, 1997, and on a proposal to issue bonds totalling no more than Lire 500 billion, to be placed in the domestic and international capital markets. The two proposals were approved at today's meeting of the Board of Directors.

UNITED COLORS
OF BENETTON.

This stock dividend, reflecting positive results achieved thus far and the healthy outlook for the future, will be more than covered out of available reserves. The allocation of these bonus shares will be additional to the payment of a fair cash dividend, to be proposed to stockholders by the Board when it meets to formally approve the financial statements for 1996.

The bond issue will reshape the profile of current borrowing, by diversifying sources of finance to include more frequent recourse to the capital markets.