



## PRESS RELEASE

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### **MEDIASET GIVES NOTICE OF THE RESULTS OF THE EXERCISE OF THE WITHDRAWAL RIGHTS RIGHTS OFFER PURSUANT TO ARTICLE 2437-QUATER, PARA. 2, OF THE ITALIAN CIVIL CODE**

In relation to the cross-border merger by absorption of Mediaset S.p.A. (**Mediaset**) and Mediaset España Comunicación S.A. (**Mediaset España**) with and into Mediaset Investment N.V. (the **Merger**), a Dutch wholly-owned subsidiary of Mediaset which will, upon effectiveness of the Merger, be renamed MFE – MEDIAFOREUROPE N.V., it is hereby made known that the withdrawal right was validly exercised in relation to No. 492,691 Mediaset shares (the **Shares**), equal to approximately 0.0417% of outstanding shares, for an aggregate amount equal to Euro 1,364,754.07 at the withdrawal price of Euro 2.770 per share, established pursuant to Article 2437-ter, paragraph 3 of the Italian Civil Code (the **Withdrawal Price**).

In accordance with applicable Italian law, the Shares must be offered, on an option right basis and at the Withdrawal Price, to Mediaset shareholders who did not exercise their withdrawal right (the **Offer**). The period provided for the Offer will start running on 8 October 2019 and will expire on 6 November 2019, both inclusive.

Mediaset shareholders exercising their option right within the Offer will also be entitled to exercise their pre-emptive right in the purchase of the Shares which might remain unsold, provided that they so request simultaneously to the exercise of their option right. Should the number of Shares requested under the pre-emptive right be greater than the number of Shares remained unsold, an allotment will be made among all requesting shareholders *pro rata* to the option rights exercised.

Additional terms and conditions of the Offer will be set forth in a specific notice, which will be filed with the Companies' Register of Milan, published on a national newspaper and made available on the Mediaset corporate website ([www.mediaset.it](http://www.mediaset.it)) on 7 October 2019.

It is further made known that the period provided for Mediaset España shareholders to exercise their withdrawal rights, as provided for under Spanish applicable law, will expire on 10 October 2019.

For further details, please refer to the documentation drawn up in relation to the Merger, which has been made available on the corporate website of Mediaset ([www.mediaset.it](http://www.mediaset.it)).

Cologno Monzese, 4 October 2019



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#### **IMPORTANT INFORMATION FOR INVESTORS AND SHAREHOLDERS**

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This press release does not represent an offer to the public in Italy, pursuant to Article 1, letter (t) of Legislative Decree no. 58 of February 24, 1998, as amended and supplemented, nor in Spain, pursuant to article 35.1 of the restated text of the Securities Market Act approved by Royal Legislative Decree 4/2015, dated 23 October. The release, publication or distribution of this press release in certain jurisdictions may be restricted by law, and therefore persons in such jurisdictions into which this press release is released, published or distributed should inform themselves about and observe such restrictions.

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#### **US investors disclaimer**

The transaction is made for the securities of a foreign company. The transaction is subject to disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in the documents, if any, have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of United States companies.

It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws since the issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. You may not be able to sue a foreign company or its officers or directors in a foreign court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgment.

You should be aware that the issuer may purchase securities otherwise than in the transaction, such as in open market or privately negotiated purchases.