



PRESS RELEASE

PUBLICATION OF THE EXEMPTION DOCUMENT IN RELATION TO THE CROSS-BORDER MERGER BY ABSORPTION OF MEDIASET ESPAÑA COMUNICACIÓN, S.A. INTO MFE-MEDIAFOREUROPE N.V.

In relation to the cross-border merger by absorption of Mediaset España Comunicación, S.A. (“**MES**”), as absorbed company, with and into MFE-MEDIAFOREUROPE N.V. (“**MFE**”), as absorbing company, announced by MFE on 30 January 2023 (the “**Merger**”) and particularly, in relation to the new MFE Shares A to be issued by MFE as part of the Merger and that will be allotted to MES shareholders upon the effectiveness of the Merger, MFE hereby informs that, as it has opted to apply the exemptions for the mergers set out in Article 1, Sections 4.g) and 5.f), of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the “**Prospectus Regulation**”), MFE has prepared and published an exemption document (the “**Exemption Document**”), which is not a prospectus for the purposes of the Prospectus Regulation and which is available on MFE’s corporate website (https://www.mfemediaforeurope.com/binary/documentRepository/90/14.02.2023%20-%20Exemption%20document%20Merger_2006.pdf) in English and in Spanish language.

The Exemption Document:

- (i) has been prepared by MFE in accordance with the requirements of Annex I of the Commission Delegated Regulation (EU) 2021/528 of 16 December 2020 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council as regards the minimum information content of the document to be published for a prospectus exemption in connection with a takeover by means of an exchange offer, a merger or a division; and
- (ii) has not been reviewed nor approved by any authority and, specifically, has not been approved nor registered by the Netherlands Authority for the Financial Markets (*Autoriteit Financiële Markten – AFM*), the Italian authority (*Commissione Nazionale per le Società e la Borsa – CONSOB*) nor by the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores – CNMV*).

Furthermore, MFE informs that MES, on 13th February 2023, has called the extraordinary shareholders meeting of MES to resolve upon the Merger has been called for 15 March 2023.

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***MFE-MEDIAFOREUROPE** is an international holding company that brings together Europe's leading commercial broadcasters.*

***MFE-MEDIAFOREUROPE** is based in Amsterdam, in the Netherlands, and fiscal resident in Italy. It controls Mediaset SpA and Mediaset España Comunicación (both fiscal resident in their respective countries) and is the main shareholder of the German broadcaster ProSiebenSat1.*

***MFE-MEDIAFOREUROPE** is listed on the Milan Stock Exchange (Ticker: MFEA, MFEB)*
