



## PRESS RELEASE

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### **MFE-MEDIAFOREUROPE N.V.**

#### **THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING HAS APPROVED:**

- **THE PROPOSAL TO CANCEL ALL THE TREASURY “MFE SHARES A” HELD BY MFE-MEDIAFOREUROPE N.V.;**
- AND**
- **THE PROPOSAL TO ENTER INTO A CROSS-BORDER MERGER BY ABSORPTION OF MEDIASET ESPAÑA COMUNICACIÓN, S.A. (AS ABSORBED COMPANY) WITH AND INTO MFE-MEDIAFOREUROPE N.V. (AS ABSORBING COMPANY)**

The Extraordinary General Shareholders' Meeting of MFE-MEDIAFOREUROPE N.V. (“**MFE**”), which took place today under the Chairmanship of Mr. Fedele Confalonieri, has resolved to approve:

- the proposal to cancel all the 88,707,693 ordinary shares “A” in the capital of MFE (the “**MFE Shares A**”) held by MFE (representing 0.66% of MFE’s aggregate nominal outstanding share capital and 5.81% of all the MFE Shares A issued at the date hereof) and to reduce the issued share capital accordingly. The activities and procedures for the cancellation of the 88,707,693 treasury MFE Shares A (and the concurrent capital decrease) under applicable Dutch laws will be carried out simultaneously with the Merger (as defined below) and are envisaged to be completed prior to the date on which the Merger will be effective;

and

- the proposal to enter into a cross-border merger by absorption of Mediaset España Comunicación, S.A. (“**MES**”) (as absorbed company) with and into MFE (as absorbing company)(the “**Merger**”) pursuant to the terms and conditions of the common cross-border merger plan prepared and signed on 30 January 2023 by the members of the Boards of Directors of both companies involved in the Merger (the “**Common Cross-Border Merger Plan**”) and, therefore, to authorize the Board of Directors of MFE – in accordance with terms, and upon the satisfaction (or the waiver) of the conditions precedent, described under the Common Cross-Border Merger Plan - to execute, or cause the execution of, the relevant Merger deed, including the amendment to the MFE articles of association.

The summary report of the votes and the minutes of the Extraordinary General Shareholders' Meeting of MFE will be made available within the terms provided by the applicable laws and regulations.



For sake of completeness, we hereby inform that, on the date hereof, the Extraordinary General Shareholders' Meeting of MES took place today under the Chairmanship of Mr. Borja Prado Eulate and has resolved to approve, *inter alia*:

- the segregation (*segregación*) of MES in favour of its wholly-owned subsidiary Grupo Audiovisual Mediaset España Comunicación, S.A.U., in accordance with the terms of the segregation plan dated 30 January 2023; and
- the Merger, in accordance with the terms of the Common Cross-Border Merger Plan.

For more information about the Extraordinary General Shareholders' Meeting of MES, please refer to MES's corporate web site ([www.mediaset.es](http://www.mediaset.es)), section "AGM".

Amsterdam – Cologno Monzese, 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 S.p.A. 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).