



PRESS RELEASE

MFE-MEDIAFOREUROPE N.V. LAUNCHES THE SHARE BUYBACK PROGRAMME

MFE-MEDIAFOREUROPE N.V. (“**MFE**” or the “**Company**”) announces, pursuant to article 2 of the Commission Delegated Regulation (EU) no. 1052/2016 of 8 March 2016 (the “**Delegated Regulation**”), that on the date hereof - July 20 2022 - the MFE’s Board of Directors has resolved upon the launch of a share buyback programme under article 5 of Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 (respectively, the “**Programme**” and the “**MAR**”), on the basis of, and in accordance with, the authorization granted to the MFE’s Board of Directors by the Company’s General Shareholders’ Meeting held on 29 June 2022 (the “**Authorization**”) (1).

The main features of the Programme are the follows:

- (i) object: MFE will purchase under the Programme, in one or more transactions, up to maximum no. 135,375,330 MFE ordinary shares, i.e., a combination of MFE ordinary A shares (ISIN code NL0015000MZ1, with a unitary nominal value of EUR 0.06 and conferring 1 vote each - the “**MFE A Shares**”) and/or MFE ordinary B shares (ISIN code NL0015000N09, with a unitary nominal value of EUR 0.60 and conferring 10 votes each - the “**MFE B Shares**” and, together with the MFE A Shares, collectively, the “**MFE Shares**”). It remains understood that the treasury shares already in the portfolio of the Company are not to be computed in the maximum no. 135,375,330 MFE Shares of the Programme;
- (ii) duration: the Programme will start on Monday 25 July 2022 and will end no later than 30 November 2022;
- (iii) maximum value allocated to the Programme: Euro 70 million;
- (iv) implementation: the Programme will be coordinated by a primary standing authorized intermediary, which will purchase MFE Shares, independently from the Company, on the regulated market Euronext Milan, organized and managed by Borsa Italiana S.p.A., at the most appropriate time, price and volumes (in any case, within the limits set out by the Authorization, the MAR, the Delegated Regulation and all others applicable laws and regulations). In particular, as set forth in the Delegated Regulation, (i) the MFE Shares will not be purchased at a price higher

(1) The Company’s General Shareholders’ Meeting held on 29 June 2022 authorized the MFE’s Board of Directors - for a period of 18 months from the date of the General Shareholders’ Meeting (i.e., until 29 December 2023 - to acquire, in one or more transactions, a maximum number of MFE A Shares and/or MFE B Shares representing up to 20% of the Company’s issued share capital at the time of the relevant transactions. The buyback can take place, by or on behalf of the Company, on the stock exchange, through a public tender offer, offer for exchange or through any such other means, as determined by the MFE’s Board of Directors, for a minimum price, excluding expenses, of the nominal value of the MFE Shares concerned and a maximum price of an amount equal to 10% above the opening price on the day of acquisition of the relevant MFE Shares.



than the higher of the price of the last independent trade of MFE A Shares or MFE B Shares (as the case may be) and the highest current independent bid on the market on the trading venue where the purchase of MFE A Shares or MFE B Shares (as the case may be) is carried out; and (ii) the purchase of MFE Shares, on any trading day, shall not be carried out for a volume exceeding 25% of the average daily volume of the MFE A Shares and MFE B Shares (as the case may be) on the trading venue on which the purchase is carried out. In addition, based on the Authorization and the implementing resolution of MFE's Board of Directors, when executing transactions under the Programme (after the first transaction under the Programme) the consideration for the MFE shares repurchased in any such transaction will not exceed the lesser of (a) the upper price limit set by the Authorization and (b) 110% of the volume-weighted average repurchase price per Share A or MFE Share B (as the case may be) under the Program on the previous trading day;

- (v) scope: the Programme is aimed at reducing the share capital.

The Program may be suspended, discontinued or modified at any time, for any reason and without prior notice, in accordance with the applicable laws and regulations.

On the date hereof, MFE directly holds no. 38,627,313 MFE B Shares, representing 2.896% of the MFE's nominal outstanding share capital. No entity controlled by MFE holds any MFE Shares.

The Company will disclose to the market, in accordance with applicable laws and regulations, (i) the details of the transactions carried out under the Programme; and (ii) any subsequent changes to the Programme (if any).

Amsterdam – Cologno Monzese, 20 July 2022

Department of Communications and Media Relations

Tel. +39 022514.9301

e-mail: press@mfemediaforeurope.eu

<http://www.mfemediaforeurope.com>

Investor Relations Department

Tel. +39 022514.8200

e-mail: investor.relations@mfemediaforeurope.eu

<http://www.mfemediaforeurope.com>

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)
