

## PRESS RELEASE

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### **MFE-MEDIAFOREUROPE N.V.: MEDIUM-LONG TERM INCENTIVE AND RETENTION PLAN – DEDICATED SHARE CAPITAL INCREASE FOR THE PLAN**

On the date hereof, the Board of Directors of MFE-MEDIAFOREUROPE N.V. (the "**Company**") has completed the assessment of the targets set forth in the regulations of the 2021-2023 medium-long term incentive plan (the "**Plan**") for the 2022 financial year.

The Board of Directors has therefore resolved to issue No. 1,130,939 MFE Class "A" ordinary shares, with a par value of €0.06 each (the "**New Shares**") pursuant to the authorisation granted to the Board of Directors by the Company's general meeting of shareholders held on 18 June 2025, which will be transferred to the beneficiaries of the Plan in accordance with the terms and conditions thereof (as a whole, the "**Capital Increase**").

The Company will arrange the transfer of the New Shares, in accordance with applicable regulations, to the securities deposit accounts of the beneficiaries of the Plan, who will be then able to dispose of such shares after fulfilling the relevant tax obligations. It should be noted that the Plan regulation provides that, in accordance with applicable tax regulations, any economic benefits associated with the allocation of financial instruments deriving from the vesting of rights granted under share incentive plans are subject to deferred taxation, which the beneficiaries of the Plan are required to pay directly at their own expense.

For the purposes of Article 1.5.(h) of Regulation (EU) No. 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus requirements (the "**Prospectus Regulation**"), a supplement to what has already been disclosed to the market about the Plan in the relevant information document published at the time of adoption (available on the Company's website at [www.mfemediaforeurope.com](http://www.mfemediaforeurope.com)) is attached to this press release.

In this regard, pursuant to Article 1.5.(h) of the Prospectus Regulation, it should be noted that the admission to trading of the New Shares on the same regulated markets on as the Company's shares are currently traded will not entail the obligation for the Company

to publish a prospectus in accordance with the Prospectus Regulation, "*provided that such securities are of the same class as the securities already admitted to trading on the same regulated market and that a document containing information on the number and nature of the securities, the reasons for and details of the offer or allocation is made available.*".

Similarly, it should be noted that the aforementioned Plan's information document, together with the information supplement attached to this press release, represents the set of documents indicated in Article 1.5.(h) of the Prospectus Regulation, thus making it unnecessary to prepare and publish a prospectus in relation to the Capital Increase and the related allocation of New Shares.

Finally, it should be noted that the above information relating to the Capital Increase represents only part of the supplementary information provided in the annex to this press release, and should therefore be read in conjunction with the latter supplementary information.

Amsterdam-Cologno Monzese (Milan, Italy), 24 September 2025

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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 Grupo Audiovisual 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) and on the Spanish Stock Exchanges (Ticker: MFEA).

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Attachment

**Supplement to the Plan's information document**

24 September 2025

## **1. Purpose of the Capital Increase**

The purpose of the Capital Increase is to implement the Plan, which in turn aims to remunerate and *retain* the group's senior executives, thereby contributing to the achievement of certain performance targets within predetermined vesting periods for the rights assigned under the Plan.

## **2. Terms and conditions of the Capital Increase**

### **2.1 Number of New Shares**

The number of New Shares to be issued in execution of the Capital Increase is 1,130,939. The New Shares will be assigned to the beneficiaries of the Plan without any consideration in accordance with the terms and conditions of the Plan itself.

### **2.2 Nominal value of the Capital Increase**

The nominal value of the Capital Increase is equal to EUR 67,856.34 and the latter will be carried out free of charge and with the allocation of New Shares to the beneficiaries of the Plan, thus excluding the option rights of the Company's shareholders, as decided by the Company's Board of Directors on 24 September 2025.

## **3. Admission to trading**

The Company will apply for the New Shares to be admitted to trading on the Italian regulated market Euronext Milan and on the Spanish regulated market. Trading will commence on 1 October 2025, and will be subject to the same rules as the Company's shares currently traded.