



PRESS RELEASE

MFE-MEDIAFOREUROPE N.V.: MEDIUM/LONG-TERM LOYALTY AND INCENTIVE PLAN - CAPITAL INCREASE

The board of directors of MFE-MEDIAFOREUROPE N.V., (the “**Company**”) with a resolution adopted today, completed the assessment of the conditions set forth in the regulation of the 2021-2023 Medium/Long-Term Incentive and Loyalty Plan (the “**Plan**”) for the year 2021.

The board of directors of the Company, in execution of the authorisation granted by the ordinary general shareholders' meeting of 19 June 2024, also resolved to issue 452.650 new MFE Class A ordinary shares, with a nominal value of EUR 0.06 each (the “**Shares**”), which will be allotted to the beneficiaries of the Plan, based on the regulation of the latter (the “**Capital Increase**”).

The Company will consequently instruct the custodian bank to transfer the relevant number of shares, in line with the applicable law, to the share deposit account of the individual beneficiaries, who will have access to the same, provided all necessary tax charges have been paid. It should be underlined that the regulation governing the Plan foresees that, in line with current tax rules, any potential economic benefit associated with the allocation of ordinary shares deriving from the vesting of rights attributed by the Plan, shall be subject to deferred taxation for which the beneficiaries are directly responsible. Likewise, and for the purposes of article 1.5 h) of the 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 (the “**Prospectus Regulation**”), we provide you with the supplement to the information document (*documento informativo*) on the Plan (available on the Company’s website (www.mfemediaforeurope.com)), which is attached as an annex.

In this respect, pursuant to article 1.5 h) of the Prospectus Regulation, the admission to trading of the Shares issued within the context of the Capital Increase shall not entail the obligation to publish a prospectus established in the Prospectus Regulation, “*provided that the new shares are of the same class as those already admitted to trading on the same regulated market and that a document is made available containing information on the number and nature of the shares and the reasons for and details of the offer or allotment*”.

Likewise, it is stated that the aforementioned information document (*documento informativo*), together with its referred supplement, constitutes the document referred to in article 1.5 h) of the Prospectus Regulation, and renders the preparation and publication of a prospectus (*folleto informativo*) with respect to the Capital Increase unnecessary.

Please be advised that the summary included above is part of the supplement to the above referred information document, and should therefore be read in conjunction with such supplement.

Amsterdam – Cologno Monzese, 4 October 2024

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

MFE-MEDIAFOREEUROPE 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-MEDIAFOREEUROPE is listed on the Milan Stock Exchange (Ticker: MFEA, MFEB) and on the Spanish Stock Exchanges (Ticker: MFEA).



Annex

Supplement to the information document of the Medium/Long-Term Incentive and Loyalty Plan for the years 2021, 2022 and 2023

4 October 2024

1. Purpose of the Capital Increase

The purpose of the Capital Increase is to implement the Plan aimed at rewarding and retaining key executives and management personnel as a consequence of the achievement of certain performance indicators over the predetermined vesting period.

2. Terms of the Capital Increase

2.1 Number of New Shares to Be Issued

The number of Class A shares to be issued by means of the Capital Increase is 452.650 (the “**Shares**”). The Shares will be allocated to the beneficiaries of the Plan (the “**Beneficiaries**”) free of charge according to the conditions set forth in the Plan.

2.2 Nominal Amount of the Capital Increase

The nominal amount of the Capital Increase is EUR 27,159.00. This increase will be carried out for free, for which pre-emption rights have been excluded, resolved upon by the board of directors of the Company on 4 October 2024.

3. Admission to Trading

The Company will apply for the admission of the new Class A shares to trading on the Italian Stock Exchange and the Spanish Stock Exchanges. The Shares will be listed since 8 October 2024 and will be subject to the same regulations as the currently traded shares.