

2021-2023 Medium-Long Term Incentive Plan—Assessment on the Achievement of the Performance Targets and Granting of the Awarded Shares to the Plan's Beneficiaries

MFE-MEDIAFOREUROPE N.V. (“**MFE**” or the “**Company**”) announces that, on today's date, the Company's Board of Directors has completed the assessment of the achievement of the performance targets relating to the 3-year vesting period ending on 31 August 2026 of the MFE's 2021-2023 medium-long term incentive plan (the “**Plan**”), whose outcome has been positive for all the eligible Plan's beneficiaries (collectively, the “**Beneficiaries**”).

As a result, under the Plan's terms and conditions, the Beneficiaries are now entitled to be granted a certain number of MFE's ordinary “A”-class and “B”-class shares (respectively and collectively, the “**A Shares**” and the “**B Shares**”) free of charge, based on the number of rights respectively attributed to them under the Plan.

MFE's board of directors has thus resolved to grant to the Beneficiaries:

- (a) No. 1,236,555 newly-issued A Shares (collectively, the “**Awarded A Shares**”) through a dedicated share issue; and
- (b) No. 844,992 already issued B Shares (collectively, the “**Awarded B Shares**” and, together with the Awarded A Shares, the “**Awarded Shares**”) through transfer of Company's treasury shares,

in both cases under the terms and conditions of the authorisations previously granted by MFE's shareholders' meetings to the Company's board of directors.

Considering the above, MFE's board of directors has further resolved to issue the Awarded A Shares, with effective date 1 October 2026 and a per-share par value equal to EUR 0.06 and granting to their holders the same rights granted by the outstanding and already issued A Shares.

The Awarded Shares will be transferred to the Beneficiaries under the Plan's terms and conditions, which provide for, *inter alia*, a lock-up clause for a 24-month period over 20% of the Awarded Shares.

MFE will manage the transfer of the Awarded Shares, in accordance with applicable laws and regulations, to the security deposit accounts opened by the Beneficiaries, who will be then able to dispose of such Awarded Shares after fulfilling the relevant tax obligations. On this point, the Plan's regulations provide 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 the Plan are subject to deferred taxation, which is at the Beneficiaries' expense.

In relation to EU Regulation No. 2017/1129 (the “**Prospectus Regulation**”), the

Awarded A Shares will be admitted to trading on Euronext Milan and BME Exchange (*Bolsas y Mercados Españoles*) according to the exemption regimes from the requirement to publish a prospectus under Articles 1.4.(i) and 1.5.(h) of the Prospectus Regulation, as:

- (i) the Awarded A Shares will be only offered to MFE's existing or former directors or employees;
- (ii) the Awarded A Shares are securities of the same class as those already admitted to trading; and
- (iii) this press release contains all the information required by said Articles of the Prospectus Regulation.

The Awarded Shares will be transferred to the Beneficiaries on 1 October 2026.

MFE will announce the change in its legal share capital as a result of the issue of the Awarded A Shares according to applicable laws and regulations.

Amsterdam (the Netherlands) - Cologno Monzese (Italy), 23 September 2026

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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 is registered for tax purposes in Italy. It controls **MEDIASET S.P.A.** and **GRUPO AUDIOVISUAL MEDIASET ESPAÑA COMUNICACIÓN S.A.U.** (both registered for tax purposes in their respective countries) and is the main shareholder of the German broadcaster **PROSIEBENSAT.1 MEDIA S.E.**

MFE-MEDIAFOREUROPE is listed on the Milan Stock Exchange (ticker: **MFEA**, **MFEB**) and on the Spanish Stock Exchanges (ticker: **MFEA**)
