



## TO THE NATIONAL SECURITIES MARKET COMMISSION

In accordance with the provisions of Article 227 of Law 6/2023, of 17 March, on the Securities Market and Investment Services, and related provisions, MFE-MEDIAFOREUROPE N.V. hereby discloses the following

### OTHER RELEVANT INFORMATION

In relation to the segregation transaction by Mediaset España Comunicación, S.A. (“**Mediaset España**”) of all its assets and liabilities, including its shareholdings in other companies (except for part of its cash and all its shareholding in ProSiebenSat.1 Media SE and the financial transactions relating to such shareholding) in favour of its wholly-owned subsidiary Grupo Audiovisual Mediaset España Comunicación, S.A. (“**GA Mediaset**”) and the cross-border merger transaction by absorption of Mediaset España, as absorbed company, with and into MFE-MEDIAFOREUROPE N.V. (“**MFE**”), as absorbing company, that were approved by the Extraordinary General Shareholders’ Meetings of Mediaset España and, only in relation to the cross-border merger, of MFE held on 15 March 2023, the following information is communicated:

- (i) Mediaset España and GA Mediaset have completed the segregation transaction by executing the corresponding public deed, which has been registered today in the Commercial Registry of Madrid.
- (ii) It is the intention of Mediaset España and MFE to grant on Thursday 27 April 2023 the prior Spanish merger deed before a Spanish notary public in order to request the issuance by the Commercial Registry of Madrid (where Mediaset España is registered) of the prior certificate to the merger referred to in Article 64 of Law 3/2009, of 3 April, on structural modifications of companies.

The aforementioned prior certificate to the merger is expected to be issued by the Commercial Registry of Madrid on 28 April 2023, the date on which the Mediaset España shareholders who have exercised their withdrawal right in due time and form are also expected to receive the withdrawal price corresponding to their shares.

With the completion of the prior segregation transaction of Mediaset España in favour of GA Mediaset and the execution of the prior Spanish merger deed and the issuance of the corresponding prior certificate by the Commercial Registry of Madrid, all the conditions precedent and pre-merger formalities to which the cross-border merger was subject are expected to be fulfilled on 28 April 2023, in accordance with clause 20 of the common cross-border merger plan drafted and signed by the Boards of Directors of Mediaset España and MFE on 30 January 2023 and approved by the General Shareholders’ Meetings of both companies on 15 March 2023.

Accordingly, Mediaset España and MFE expect to execute the merger deed before a civil law notary officiating in the Netherlands on Tuesday 2 May 2023, so in accordance with the provisions of the applicable Dutch law (section 2:318 of the Dutch Civil Code) and as indicated in section 8.1 of the common cross-border merger plan, the cross-border merger is expected to become effective at 00:00 a.m. on Wednesday 3 May 2023.

Therefore, Tuesday 2 May 2023 is expected to be the last day of trading of the Mediaset España shares on the Spanish Stock Exchanges of Barcelona, Bilbao, Madrid and Valencia through the automated quotation system of the Spanish Stock Exchanges (*Sistema de Interconexión Bursátil Español* – SIBE). The new ordinary class A shares of MFE to be delivered to the Mediaset España shareholders in accordance with the exchange ratio of the



merger, are expected to start trading on Euronext Milan on the same day of the effectiveness of the cross-border merger (i.e., on Wednesday 3 May 2023).

In the event of a delay in this tentative calendar, MFE will inform the market by means of the publication of the corresponding other relevant information notice.

As indicated in the cross-border merger plan, MFE will apply for the admission to listing of all its ordinary class A shares on the Spanish Stock Exchanges for trading through the SIBE as soon as possible within a period of three months from the completion of the cross-border merger.

In this regard, MFE will continue to do its best efforts to obtain the admission to listing of all its ordinary class A shares on the Spanish Stock Exchanges as soon as possible after completing the merger, complying with all the requirements set under 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.



Milan, 25 April 2023

**MFE-MEDIAFOREUROPE N.V.**

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Mr. Marco Giordani  
Chief Financial Officer