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**VOLUNTARY PARTIAL PUBLIC TENDER OFFER PROMOTED BY CAIRO COMMUNICATION S.p.A. OVER TREASURY SHARES**

**PRESS RELEASE**

**pursuant to Article 36 of the Regulation adopted by CONSOB by way of Resolution no. 11971 of 14 May 1999 (the “Issuers’ Regulation”)**

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**APPROVAL OF THE OFFER DOCUMENT**

**Milan, 1 April 2025** – In relation to the offer document filed with CONSOB on 12 March 2025 (the “**Offer Document**”) concerning the voluntary partial public tender offer (the “**Offer**”), promoted by Cairo Communication S.p.A. (the “**Offeror**”) over treasury shares pursuant to Articles 102 *et seq.* of Legislative Decree 24 February 1998, no. 58, as subsequently amended and supplemented (the “**CFA**”) and Article 37 of the Issuers’ Regulations, the Offeror hereby announces that CONSOB, by resolution no. 23493 of 1 April 2025, approved the Offer Document, pursuant to Article 102, paragraph 4, of the CFA.

Acceptance period

The acceptance period to the Offer (the “**Acceptance Period**”), agreed with Borsa Italiana S.p.A. pursuant to Article 40, paragraph 2, of the Issuers’ Regulations, will commence at 8:30 (Italian time) on 7 April 2025 and will end at 17:30 (Italian time) on 7 May 2025 (extremes included), without prejudice to any extensions of the Acceptance Period. Therefore, 7 May 2025 (without prejudice to any extensions of the Acceptance Period) will be the last day to tender to the Offer.

Consideration

The Offeror will pay to each shareholder that has tendered to the Offer a consideration equal to Euro 2.900 (two/900) per each share tendered to the Offer (the “**Consideration**”), which will be paid to each shareholder that has tendered to the Offer on the fifth trading day following the date of closure of the Acceptance Period, that is 14 May 2025 (without prejudice to any extensions of the Acceptance Period pursuant to the applicable laws). Please note that the resolution of the shareholders’ meeting of the Offeror held on 25 March 2025 which approved the authorization to purchase treasury shares also through the Offer does not provide for the possibility to change the Consideration, and therefore it is not possible to revise it.

The Offer Document will be made available to the public for consultation at the registered office of the Offeror in Milan (MI), via Angelo Rizzoli, no. 8, as well as at the premises of EQUITA SIM S.p.A., as intermediary appointed to coordinate the collection of acceptances, at the premises of the appointed intermediaries and on the website of the Offeror at [www.cairocommunication.it](http://www.cairocommunication.it) in the section *Corporate Governance / Offerta pubblica di acquisto su azioni proprie*.

Pending the publication of the Offer Document, for anything not expressly indicated, please refer to the communication, pursuant to Article 102, paragraph 1, of the CFA and Article 37, paragraph 1, of the

Issuers' Regulations, announced on 20 February 2025 and published on the website of the Offeror at [www.cairocommunication.it](http://www.cairocommunication.it), which sets forth the legal requirements and the essential elements of the Offer.

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*This press release does not represent, nor does it intend to represent an offer, invitation, or solicitation to buy or otherwise acquire, subscribe, sell, or otherwise dispose of financial instruments, and no sale, issue, or transfer of financial instruments of Cairo Communication S.p.A. will be made in any country in breach of the regulations applicable therein. The Offer will be launched through the publication of the offer document. The offer document will contain the full description of the terms and conditions of the Offer, including the terms and conditions of acceptance.*

*The publication or dissemination of this press release in countries other than Italy may be subject to restrictions under the applicable law and, therefore, any person subject to the laws of any country other than Italy should independently obtain information about any restrictions under the applicable laws and regulations and ensure that they comply with them. Any failure to comply with such restrictions may constitute a violation of the applicable laws of the relevant country. To the fullest extent permitted by the applicable laws and regulations, the persons involved in the Offer shall be held harmless from any liability or detrimental consequence that may arise out of the breach of the above restrictions by such relevant persons. This press release has been prepared in accordance with the laws of Italy and the information contained herein may be different from that which would have been disclosed if the notice had been prepared in accordance with the laws of countries other than Italy.*

*No copy of this press release or of any other documents relating to the Offer shall be, nor may be, sent by post or otherwise forwarded or distributed in any or from any countries in which the provisions of local laws might give rise to civil, criminal or regulatory risks to the extent that information concerning the Offer is transmitted or made available to shareholders of Cairo Communication S.p.A. in such country or any other countries where such conducts would constitute a violation of the laws of such country and any person receiving such documents (including as custodian or trustee) is required not to distribute, forward or send them to, or from, any such country.*

*The Cairo Communication Group is one of the leading groups in the publishing and advertising sales segments, recognized as one of the first to have developed a multimedia sales approach. With the acquisition of the control of RCS MediaGroup, Cairo Communication establishes itself as a major multimedia publishing group, well-positioned to become one of the main players on the Italian market, with a strong international presence in Spain, by leveraging on the high quality and diversification of products in the dailies, web, television, magazines and sporting events segments.*

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This press release is also available on the Company's website [www.cairocommunication.it](http://www.cairocommunication.it)  
in the section COMUNICAZIONI E DOCUMENTI / COMUNICATI STAMPA