



## CAIRO COMMUNICATION

### Press release

#### **Annual General Meeting approves financial statements as at 31 December 2012, the compensation policy and the proposal to purchase and sell treasury shares**

**Milan, 29 April 2013** - The Annual General Meeting, called today:

- approved the financial statements as at 31 December 2012 and the distribution of a dividend of Euro 0.27 per share, inclusive of tax, of which Euro 0.13 per share already distributed as an interim dividend, under the resolution adopted by the Board of Directors on 13 November 2012. The balance of the dividend, amounting to Euro 0.14 per share, will be made payable from 16 May 2013 (record date pursuant to art. 83-terdecies of Legislative Decree 58/1998: 15 May), prior to detachment of coupon n. 7 on 13 May 2013 and will be payable through the authorized intermediaries of the Monte Titoli S.p.A. central management system. For tax purposes, the balance of the dividend is considered to be entirely originated from the distribution of profit reserves;
- approved the compensation policy for financial year 2013, as illustrated in Part One of the Compensation Report, drawn up pursuant to art. 123-ter of Legislative Decree 58/1998 and art. 84 quater of the Issuers' Regulations, and approved by the Board of Directors on 19 March 2013;
- finally, prior to revoking similar decision of 26 April 2012, also approved the proposal to purchase and sell treasury shares pursuant to art. 2357 and following articles of the Civil Code, with the aim, on the one hand, of stabilizing the Company's share and sustaining liquidity also - if deemed necessary by the Board of Directors – through an independent intermediary under market practice n. 1, or, on the other, of establishing a “shares stock” as provided by market practice n. 2 under Consob Resolution 16839/2009 for the purposes indicated therein. The Board was authorized to purchase treasury shares up to the maximum number allowed by law, for a period of 18 months from the date of authorization, by use of available reserves, including the share premium reserve, as resulting from the last approved annual financial statements. In particular, the Board of Directors will be authorized to purchase treasury shares on one or more occasions, purchasing shares directly on the market, according to the procedures provided by art. 144 bis, paragraph 1, letter b, of the Issuers' Regulations, and through a specialized intermediary, in accordance with the provisions of the Stock Exchange Regulations and relevant Instructions and, in the event of operations carried out according to accepted market practices under Consob Resolution 16839/2009, in accordance with the provisions of such Resolution. Minimum and maximum purchase price per share are set at an amount equal to the average official purchase price of the share on Borsa Italiana S.p.A. in the 15 working days preceding the purchase, respectively reduced or increased by 20%, in any event within a maximum limit of Euro 6.5 per share. Should the buyback operations be carried out according to accepted market practices under Consob Resolution 16839/2009, the purchase of treasury shares is subject to further limits, including price limits.

The Board has also been authorized to sell treasury shares, within the foregoing 18-month period and according to the foregoing procedures, on one or more occasions, also before completion of the authorized purchase of treasury shares held, if any, setting the minimum sale price per share no lower than the minimum price calculated following the criteria adopted for their purchase. Should the treasury shares be sold according to accepted market practices under Consob Resolution 16839/2009, the sale of treasury shares is subject to further limits, including price limits, provided for therein.

Regarding the buyback plan approved by the General Meeting on 26 April 2012, from such date until 29 April 2013, a total of 79,453 treasury shares were purchased (equal to 0.101% of the share capital) and no treasury shares were sold. As at 29 April 2013, the Company held n. 450,779 treasury shares, equal to 0,575% of the share capital purchased at an average weighted price of approximately Euro 2.99 for a total of Euro 1.346.502.

*Cairo Communication Group is a leading Italian weekly magazine publishing and advertising sales Group, recognized as one of the first to have developed a multimedia sales approach, beginning with print media and expanding later into free, digital and pay TV and the Internet*

**For further information:**

Mario Cargnelutti, Investor Relations +39 02 74813240  
[m.cargnelutti@cairocommunication.it](mailto:m.cargnelutti@cairocommunication.it)

This press release is also available on the Company's website [www.cairocommunication.it](http://www.cairocommunication.it)  
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