



CAIRO COMMUNICATION

THIS PRESS RELEASE MUST NOT BE DISCLOSED, PUBLISHED OR DISTRIBUTED IN ANY COUNTRY WHERE ITS DISCLOSURE, PUBLICATION OR DISTRIBUTION WOULD CONSTITUTE A VIOLATION OF APPLICABLE LAWS IN THAT JURISDICTION

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

PRESS RELEASE

Pursuant to Article 102, paragraph 3, of Legislative Decree 24 February 1998, no. 58 (“CFA”) and Article 37-*ter* of the Regulation adopted by CONSOB by way of Resolution no. 11971 of 14 May 1999 (the “Issuers’ Regulation”)

*** * ***

SUCCESSFUL FILING OF THE OFFER DOCUMENT WITH CONSOB

Milan, 12 March 2025 – Pursuant to Article 102, paragraph 3, of the CFA and Article 37-*ter* of the Issuers’ Regulations, Cairo Communication S.p.A. (the “**Company**” or the “**Offeror**”) announces that it has filed today with the *Commissione Nazionale per le Società e la Borsa* – CONSOB the offer document (the “**Offer Document**”), intended for publication, relating to the voluntary partial public tender offer promoted by the Offeror pursuant to Articles 102 *et seq.* of the CFA over a maximum of no. 24,194,987 treasury shares with no indication of par value, listed on Euronext Milan, Euronext STAR Milan segment, market organised and managed by Borsa Italiana S.p.A., equal to 18.0% of the share capital of the Company (the “**Offer**”).

As a reminder, for each share tendered to the Offer, the Company will pay a one-off consideration of Euro 2.900.

The Offer Document will be published upon completion of the investigation carried out by CONSOB pursuant to Article 102 paragraph 4 of the CFA.

Pending the publication of the Offer Document, please refer to the Offeror’s communication – prepared in accordance with Article 102, paragraph 1, of the CFA and Article 37 of the Issuers’ Regulations, by which the Company notified CONSOB and made known to the public, on 20 February 2025, its decision to promote the Offer – published on the Company’s website, at www.cairocommunication.it, “Corporate Governance” section, “Public Tender Offer on Treasury Shares” in which the legal requirements, terms, conditions and essential elements of the Offer are indicated.

*** * ***

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 player 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.

For further information: Mario Cargnelutti, Investor Relations, +39 02 74813240, m.cargnelutti@cairocommunication.it
This press release is also available on the Company's website www.cairocommunication.it
in the section *COMUNICAZIONI E DOCUMENTI/ COMUNICATI STAMPA*