



## Press Release

### RCS MediaGroup – Shareholders' Meeting

#### Mario Notari appointed Board Member

#### The proposal to grant the Board of Directors powers for a capital injection for a maximum of EUR 200 million approved by a large majority

*Milan, 16 December 2015* – The Shareholders' Meeting of RCS MediaGroup chaired by Maurizio Costa met today in Ordinary and Extraordinary sessions and passed the following resolutions.

##### **In ordinary session:**

- Appointment of Mario Notari, proposed by the Board of Directors' meeting of 11 December 2015, as Board Member. Prof. Notari has declared that there are no causes for his ineligibility and incompatibility and that he possesses the requisites required by law and the articles of association for taking the office and possesses the independence requirements pursuant to the relevant provisions of the Consolidated Law on Finance (TUF) and the Borsa Italiana Code of Conduct. A summary of his curriculum vitae is available on the Company's website [www.rcsmediagroup.it](http://www.rcsmediagroup.it) (Corporate Governance/Board and Committees Section). As of the date of his nomination, Mario Notari did not possess any RCS MediaGroup S.p.A. shares;
- Favourable vote in terms of supplementing the insurance coverage for civil liability towards third parties, including the contracting Company, for non-fraudulent conduct of the members of company boards, the General Manager and executives of the RCS Group.

##### **In Extraordinary session:**

- The proposal to grant the Board of Directors powers for a rights issue, as per article 2443 of the Civil Code was approved by a large majority. It is for a maximum of EUR 200,000,000.00 to be performed by 30 June 2017, including separately, by issuing common shares as a rights issue, to entitled parties, subject to revocation of the previous powers conferred on 30 May 2013.

At the end of the meeting the Chief Executive Officer Laura Cioli expressed her satisfaction: “**Today's resolution and the shareholders' support ensure RCS maximum autonomy in its future strategic decisions** and allow us to continue the programme we have chosen, including the presentation of the new Business Plan and identification of the best organisation for the Company's capital and financial structure”



Chairman Maurizio Costa concluded: “The favourable results of this vote represent an excellent sign for the Company confirming that the constructive bond witnessed in these months within the Board is reflected in a clear **participation of the RCS MediaGroup shareholders in the path the Board has undertaken to relaunch the Group.**”

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For additional information:

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