

ProSiebenSat.1 wins General Atlantic as partner for its Commerce unit NuCom Group

Global growth investor General Atlantic to acquire 25.1% of the shares in NuCom Group

The transaction is based on an enterprise value of EUR 1.8 billion

The partnership should accelerate the profitable growth of the Commerce business and drive further expansion

First joint transactions: NuCom Group acquires outstanding minority interests in Verivox, Parship Elite Group, and SilverTours GmbH (billiger-mietwagen.de)

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ProSiebenSat.1 Group, one of the largest independent media companies in Europe, is entering a long-term partnership with General Atlantic, a leading global growth equity firm, to help drive the strategic development of its Commerce business. ProSiebenSat.1 Group formed NuCom Group on January 1, 2018, which will unite ten strategic investments from its Commerce business – including Verivox, Parship Elite Group and Jochen Schweizer mydays Group. General Atlantic's investment will give it a 25.1 percent stake in NuCom Group, based on an enterprise value of EUR 1.8 billion.

NuCom Group will benefit from the broad TV reach of ProSiebenSat.1 Group and from mutual synergies – for instance, in the field of data and technology. With General Atlantic as a partner, ProSiebenSat.1 will develop NuCom Group into a leading European omnichannel platform for consumer services and lifestyle brands. The Executive Board of NuCom Group consists of Claas van Delden, Dr. Florian Tapeiner and Dr. Dirk Schmelzer.

This new partnership underlines the growth objectives pursued by ProSiebenSat.1 for the Commerce segment. Drawing on 37 years of experience investing in global growth companies, General Atlantic has deep expertise in the Internet & Technology sector. The two companies have already cooperated on the joint acquisition of KäuferPortal in 2016 and are now further expanding this collaboration.

Thomas Ebeling, CEO of ProSiebenSat.1 Media SE, says: “With General Atlantic, we have found the perfect partner for our commerce business and kicked off the expansion of our portfolio and the further acceleration of growth in this area. As I come to the end of my time at ProSiebenSat.1, this transaction is an important milestone for me.”

Conrad Albert, Deputy Chairman of the Executive Board of ProSiebenSat.1 Media SE and Group General Counsel: “Within six years we developed a unique portfolio of market leading companies. In 2017, the Commerce business delivered another year of growth, contributing to more than 30 percent in revenue growth. The new partnership with General Atlantic is an important anchor point for the success of our three-pillar strategy.”

Dr. Jan Kemper, CFO of ProSiebenSat.1 Media SE and Member of the Executive Board for Commerce: “With General Atlantic, we have found an ideal partner for NuCom Group. Together, we will drive the profitable growth of NuCom Group even further and develop the company into a leading Commerce provider in Europe. I look forward to accompanying NuCom Group on this journey.”

Jörn Nikolay, Managing Director and Head of General Atlantic Germany: “The impressive revenue and earnings development of NuCom Group over the past years speak to the quality of the business model. ProSiebenSat.1 has done successful pioneer work here and has built a portfolio with strong growth potential. We will bring our long-time, global expertise in the strategic development of growth companies into this partnership

and will contribute to the profitable growth of NuCom Group.”

First joint transactions

In a first joint transaction, NuCom Group is acquiring the shares held by Oakley Capital and other shareholders in Verivox and Parship Elite Group, whereby the share ownership increases to almost 100 percent and around 94 percent, respectively. In addition, NuCom Group is also acquiring the outstanding minority interests in SilverTours GmbH (billiger-mietwagen) and will own 100 percent of the company once the transaction is complete. With these acquisitions, ProSiebenSat.1 and General Atlantic demonstrate the strategic orientation for NuCom Group: ownership and control of the Commerce businesses will be streamlined and consolidated. The goal of NuCom is also to utilize the strength of ProSiebenSat.1 Group through the combination of reach, own data, collaborations, and various distribution channels even more for building brands.

The transaction with General Atlantic is subject to approval by the responsible antitrust authorities. JP Morgan acted as the financial advisor to ProSiebenSat.1. Goldman Sachs acted as the financial advisor to General Atlantic.

About NuCom Group

In NuCom Group, ProSiebenSat.1 is uniting the Commerce business of the Group. The investment portfolio of NuCom Group consists of companies that are leading in their segments. These include Amorelie, billiger-mietwagen.de, Flaconi, Jochen Schweizer mydays Holding, KäuferPortal, moebel.de, Parship Elite Group, Stylight, Verivox and Windstar Medical. NuCom Group generated more than 650 million Euro revenues in 2017. Through the combination of the organic growth of the investments and other strategic acquisitions, NuCom Group is planning to become a leading European omnichannel platform for consumer services & lifestyle brands.

<https://nucom.group/>

About ProSiebenSat.1

ProSiebenSat.1 Group is one of the most successful independent media companies in Europe with a strong presence in the TV and digital markets. Free TV financed by advertising is the core business of the Group. The station family comprising SAT.1, ProSieben, kabel eins, sixx, SAT.1 Gold, ProSieben MAXX, and kabel eins Doku is the Number 1 in the German audience and TV advertising markets. The Group has tapped into an additional attractive business area through the distribution of its television channels in HD quality. At the same time, the Group successfully networks the wide reach of its TV business with a strong digital unit. Already today, ProSiebenSat.1 is Germany's leading video marketer on the Internet and with maxdome or Studio71 one of the most successful providers of digital entertainment. ProSiebenSat.1 has also built up a successful e-commerce business of digital platforms in recent years, which is now one of the Group's most important growth drivers. This broadcasting, digital entertainment and commerce portfolio is supplemented by Red Arrow, an international production and distribution network. The headquarters of ProSiebenSat.1 are in Unterföhring near Munich. The entity was founded in October 2000 and today employs a workforce of around 6,000 people. The ProSiebenSat.1 share has been listed in the leading DAX index since March 2016.

www.prosiebensat1.com

About General Atlantic

General Atlantic is a leading global growth equity firm providing capital and strategic support for growth companies. Established in 1980, General Atlantic combines a collaborative global approach, sector specific expertise, a long-term investment horizon and a deep understanding of growth drivers to partner with great entrepreneurs and management teams to build exceptional businesses worldwide. General Atlantic has more than 110 investment professionals based in New York, Amsterdam, Beijing, Greenwich, Hong Kong, London, Mexico City, Mumbai, Munich, Palo Alto, São Paulo, Shanghai, and Singapore.

www.generalatlantic.com

Forward Looking Statements

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