

Amsterdam, December 14, 2016

TMG receives an unsolicited non-binding, indicative proposal of Mediahuis and VP Exploitatie

In response to recent market rumours, Telegraaf Media Groep N.V. (**TMG**) confirms that it has received an unsolicited non-binding, conditional proposal from Mediahuis and VP Exploitatie for the acquisition of all issued and outstanding depository receipts of TMG at an indicative offer price of EUR 5.25 (cum dividend) in cash per depository receipt in TMG (**the Proposal**).

The Supervisory Board and Executive Board of TMG (**the Boards**) are carefully reviewing and considering the Proposal, together with their financial and legal advisors, in comparison to the stand alone strategy and any potential strategic alternatives. It will explicitly take into account the interests of all stakeholders of TMG, including the shareholders. In that context, Mediahuis and VP Exploitatie have been given access to certain information which will be relevant to the valuation of the company. The interaction has not yet reached the stage consultation has taken place on the proposal as a whole. As advisors to TMG are acting a.o.: ABN AMRO, Rabobank, Allen & Overy, Freshfields and Citigate First Financial.

In the meantime, the Boards will continue to focus on executing the standalone strategy of TMG in the interest of TMG, its businesses and all its stakeholders, including its shareholders.

Further announcements will be made if and when required.

This is a public announcement by Telegraaf Media Groep N.V. pursuant to section 17 paragraph 1 of the European Market Abuse Regulation (596/2014). This public announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in Telegraaf Media Groep N.V.

About Telegraaf Media Groep

Telegraaf Media Groep N.V. (TMG) is the largest Dutch media company in the Netherlands, with strong brands such as De Telegraaf, DFT, Telesport, Metro, Autovisie, Privé and VROUW; regional dailies such as Noordhollands Dagblad and de Gooi- en Eemlander; digital brands such as GeenStijl, Dumpert and Gaspedaal; Classic FM and – through a strategic collaboration with Talpa – national radio stations Sky Radio, Radio Veronica, Radio 538 and Radio 10. We also have dozens of other brands and titles that focus on providing local news, entertainment or e-commerce (e.g., GroupDeal). Through Keesing Media Group, we are market leader in Europe in the field of puzzle magazines and digital puzzles. It is TMG's mission to provide consumers with high-quality, personalised and relevant news, sport and entertainment 24 hours a day, 7 days a week, via any available form of distribution. For more information about TMG, go to www.tmg.nl.

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