



MEDIAHUIS



tmg telegraaf media groep



VP Exploitatie

Van Puijnenbroek | The Netherlands | Since 1865

This is a joint press release by Mediahuis NV ('Mediahuis'), VP Exploitatie N.V. ('VP Exploitatie'), Gerald BidCo B.V. (the 'Offeror') and Telegraaf Media Groep N.V. ('TMG'), pursuant to the provisions of Article 17, Paragraph 4 of the Decree on Public Takeover Bids (Besluit Openbare Biedingen Wft) (the 'Decree') in connection with the public offer by Mediahuis and VP Exploitatie, through Gerald BidCo B.V., for all the issued and outstanding shares and depositary receipts in the capital of TMG. This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities. This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, Canada or in any other jurisdiction in which such release, publication or distribution would be unlawful. Capitalised terms not defined in this press release will have the meaning attributed to them in the offer memorandum published by the Offeror dated 19 April 2017.

Mediahuis announces results of Post Closing Acceptance Period of the Offer for TMG

Antwerpen, 3 July 2017 – Mediahuis NV ("Mediahuis") will (through Gerald BidCo B.V.) hold 64.66% of the issued and outstanding (depository receipts for) shares (the "Shares") in the capital of Telegraaf Media Groep N.V. ("TMG") after settlement of the Post Closing Acceptance Period.

Acceptance during Post Closing Acceptance Period

Following 17:40 hours CET on 2 July 2017, being the expiry date of the Post Closing Acceptance Period (*na-aanmeldingstermijn*) of the Offer, 1,518,869 Shares, representing approximately 3.28% of the Shares, and an aggregate value of approximately EUR 9,113,214 (at an Offer Price of EUR 6.00 per Share (cum dividend)), were tendered in the Post Closing Acceptance Period. The Shares tendered in the Post Closing Acceptance Period, together with 28,449,963 Shares already held by Mediahuis (through Gerald BidCo B.V.), represent approximately 64.66% of the Shares.

Settlement

Settlement of the Shares tendered in the Post Closing Acceptance Period will take place on and payment of the Offer Price per validly tendered Share will be made on 5 July 2017.

Announcements

Any further announcement in relation to the Offer will be issued by press release. Any joint press release issued by Mediahuis, VP Exploitatie, the Offeror and TMG will be made available on the websites of Mediahuis (www.mediahuis.be), VP Exploitatie (www.vpexploitatie.eu) and TMG (www.tmg.nl). Subject to any applicable requirements under the applicable rules and without limiting the manner in which Mediahuis, VP Exploitatie or the Offeror may choose to make any public announcement, Mediahuis, VP Exploitatie and the Offeror will have no obligation to communicate any public announcement other than as described above.

Offer Memorandum, Position Statement and further information

The Offeror has made the Offer on the terms and subject to the conditions and restrictions contained in the Offer Memorandum. In addition, on 19 April 2017 TMG has made available the Position Statement, containing the information required by article 18, paragraph 2 and Annex G of the Decree in connection with the Offer.

The information in this announcement is not complete and additional information is contained in the Offer Memorandum and the Position Statement.



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About Mediahuis

Mediahuis is one of the leading media groups in Belgium and The Netherlands. The company is publisher of strong news brands, such as De Standaard, Het Nieuwsblad/De Gentenaar, Gazet van Antwerpen, Het Belang van Limburg, NRC Handelsblad, NRC.Next, De Telegraaf, the titles of Holland Media Combinatie and De Limburger. Mediahuis, in its current composition, sells around 900.000 newspapers and reaches more than 2 million digital news consumers, with her various news websites, on daily basis. Mediahuis exploits important classifieds-platforms such as Hebbes, Jobat, Zimmo, Vroom and Limburgvac and the entrepreneurs platforms Made in and WijLimburg. On the audio visual market the group is active with the regional TV channels ATV, TVL, TV Oost and ROB TV and the radio channel Nostalgie. The newspaper printer Printing Partners and the free newspaper companies Rondom and 1Lokaal are owned by Mediahuis. Next to these the company participates in De Vijver Media (TV channels Vier, Vijf and Zes and the productionhouse Woestijnvis) and Mass Transit Media (Metro). Mediahuis has an unconditional belief in independent journalism and strong and relevant media that contribute positively to people and society. From that vision, the company invests permanently in strong news brands, on paper and digital.

About VP Exploitatie

VP Exploitatie is an independent Dutch investment- and management company owned by the family Van Puijbroek. The company invests in securities, participations, real estate and other assets. The strategy of VP Exploitatie is focused on investments in Dutch and Belgium companies. VP Exploitatie has as a relevant shareholder, a focus on long-term value creation. VP Exploitatie limits oneself in its investment policy not solely to enterprises in specific sectors.

About TMG

TMG is one of the largest media companies 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 – national radio stations Sky Radio, Radio Veronica, Radio 538 and Radio 10. TMG also has dozens of other brands and titles that focus on providing local news, entertainment or e-commerce (e.g., GroupDeal). Through Keesing Media Group, TMG is 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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This announcement contains inside information within the meaning of article 7(1) of the Regulation 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) and is being made on the basis of Article 17 of the Market Abuse Regulation.