

**ProSiebenSat.1 Media SE**



**WKN:** 777117    **ISIN:** DE000PSM7770    **Land:** Deutschland

**Nachricht vom 06.04.2016 | 18:00**

**ProSiebenSat.1 Media SE: Release according to Article 26, Section 1 of the WpHG [the German Securities Trading Act] with the objective of Europe-wide distribution**

DGAP Voting Rights Announcement: ProSiebenSat.1 Media SE

2016-04-06 / 18:00

Dissemination of a Voting Rights Announcement transmitted by DGAP - a service of EQS Group AG. The issuer is solely responsible for the content of this announcement.

**Notification of Major Holdings**

**1. Details of issuer**

|   |
|---|
| ProSiebenSat.1 Media SE<br>Medienallee 7<br>85774 Unterföhring<br>Germany |
|---|

**2. Reason for notification**

|                                     |   |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Acquisition/disposal of shares with voting rights |
| <input type="checkbox"/>            | Acquisition/disposal of instruments               |
| <input type="checkbox"/>            | Change of breakdown of voting rights              |
| <input checked="" type="checkbox"/> | Other reason:<br>Voluntary Group Disclosure       |

**3. Details of person subject to the notification obligation**

|                 |  |
|-----------------|--|
| Name:           | City and country of registered office:           |
| BlackRock, Inc. | Wilmington, DE<br>United States of America (USA) |

**4. Names of shareholder(s)**

holding directly 3% or more voting rights, if different from 3.

**5. Date on which threshold was crossed or reached**

31 March 2016

**6. Total positions**

|                       | % of voting rights attached to shares<br>(total of 7.a.) | % of voting rights through instruments<br>(total of 7.b.1 + 7.b.2) | total of both in %<br>(7.a. + 7.b.) | total number of voting rights of issuer |
|-----------------------|--|--|-------------------------------------|---|
| Resulting situation   | 6.75 %   | 0.94 %   | 7.69 %                              | 218797200                               |
| Previous notification | 6.62 %   | 0.93 %   | 7.56 %                              | /                                       |

**7. Notified details of the resulting situation**

**a. Voting rights attached to shares (Sec.s 21, 22 WpHG)**

| ISIN         | absolute                 |                            | in %                     |                            |
|--------------|--------------------------|----------------------------|--------------------------|----------------------------|
|              | direct<br>(Sec. 21 WpHG) | indirect<br>(Sec. 22 WpHG) | direct<br>(Sec. 21 WpHG) | indirect<br>(Sec. 22 WpHG) |
| DE000PSM7770 | 0                        | 14773516                   | 0.00 %                   | 6.75 %                     |
| <b>Total</b> | 14773516                 |                            | 6.75 %                   |                            |

**b.1. Instruments according to Sec. 25 para. 1 No. 1 WpHG**

| Type of instrument | Expiration or maturity date | Exercise or conversion period | Voting rights absolute | Voting rights in % |
|--------------------|-----------------------------|-------------------------------|------------------------|--------------------|
| Lent Securities    | N/A                         | N/A                           | 730504                 | 0.33 %             |
| <b>Total</b>       |                             |                               | 730504                 | 0.33 %             |

**b.2. Instruments according to Sec. 25 para. 1 No. 2 WpHG**

| Type of instrument      | Expiration or maturity date | Exercise or conversion period | Cash or physical settlement | Voting rights absolute | Voting rights in % |
|-------------------------|-----------------------------|-------------------------------|-----------------------------|------------------------|--------------------|
| Contract for Difference | N/A                         | N/A                           | Cash                        | 1289754                | 0.59 %             |
| Total Return Swap       | 22.06.2016                  | N/A                           | Cash                        | 27000                  | 0.01 %             |
| <b>Total</b>            |                             |                               |                             | 1316754                | 0.60 %             |

**8. Information in relation to the person subject to the notification obligation**

|  |
|--|
| Person subject to the notification obligation is not controlled and does itself not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer (1.). |
| <input checked="" type="checkbox"/> Full chain of controlled undertakings starting with the ultimate controlling natural person or legal entity:   |

| Name | % of voting rights (if at least held 3% or more) | % of voting rights through instruments (if at least held 5% or more) | Total of both (if at least held 5% or more) |
|------|--|--|---|
|      |  |  |   |

|   |   |   |   |
|---|---|---|---|
| BlackRock, Inc.   | % | % | % |
| Trident Merger, LLC   | % | % | % |
| BlackRock Investment Management, LLC                        | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |
| BlackRock Financial Management, Inc.                        | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |
| BlackRock Financial Management, Inc.                        | % | % | % |
| BlackRock Holdco 4, LLC                                     | % | % | % |
| BlackRock Holdco 6, LLC                                     | % | % | % |
| BlackRock Delaware Holdings Inc.                            | % | % | % |
| BlackRock Institutional Trust Company, National Association | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |
| BlackRock Financial Management, Inc.                        | % | % | % |
| BlackRock Holdco 4, LLC                                     | % | % | % |
| BlackRock Holdco 6, LLC                                     | % | % | % |
| BlackRock Delaware Holdings Inc.                            | % | % | % |
| BlackRock Fund Advisors                                     | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |
| BlackRock Financial Management, Inc.                        | % | % | % |
| BlackRock Capital Holdings, Inc.                            | % | % | % |
| BlackRock Advisors, LLC                                     | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |
| BlackRock Financial Management, Inc.                        | % | % | % |
| BlackRock International Holdings, Inc.                      | % | % | % |
| BR Jersey International Holdings L.P.                       | % | % | % |
| BlackRock (Singapore) Holdco Pte. Ltd.                      | % | % | % |
| BlackRock (Singapore) Limited                               | % | % | % |
|   |   |   |   |
| BlackRock, Inc.   | % | % | % |
| BlackRock Holdco 2, Inc.                                    | % | % | % |

|   |   |   |   |
|---|---|---|---|
| BlackRock Financial Management, Inc.                | % | % | % |
| BlackRock International Holdings, Inc.              | % | % | % |
| BR Jersey International Holdings L.P.               | % | % | % |
| BlackRock (Singapore) Holdco Pte. Ltd.              | % | % | % |
| BlackRock Asia-Pac Holdco, LLC                      | % | % | % |
| BlackRock HK Holdco Limited                         | % | % | % |
| BlackRock Asset Management North Asia Limited       | % | % | % |
|   |   |   |   |
| BlackRock, Inc.                                     | % | % | % |
| BlackRock Holdco 2, Inc.                            | % | % | % |
| BlackRock Financial Management, Inc.                | % | % | % |
| BlackRock International Holdings, Inc.              | % | % | % |
| BR Jersey International Holdings L.P.               | % | % | % |
| BlackRock (Singapore) Holdco Pte. Ltd.              | % | % | % |
| BlackRock Asia-Pac Holdco, LLC                      | % | % | % |
| BlackRock HK Holdco Limited                         | % | % | % |
| BlackRock Cayco Limited                             | % | % | % |
| BlackRock Trident Holding Company Limited           | % | % | % |
| BlackRock Japan Holdings GK                         | % | % | % |
| BlackRock Japan Co., Ltd.                           | % | % | % |
|   |   |   |   |
| BlackRock, Inc.                                     | % | % | % |
| BlackRock Holdco 2, Inc.                            | % | % | % |
| BlackRock Financial Management, Inc.                | % | % | % |
| BlackRock International Holdings, Inc.              | % | % | % |
| BR Jersey International Holdings L.P.               | % | % | % |
| BlackRock Australia Holdco Pty. Ltd.                | % | % | % |
| BlackRock Investment Management (Australia) Limited | % | % | % |
|   |   |   |   |
| BlackRock, Inc.                                     | % | % | % |
| BlackRock Holdco 2, Inc.                            | % | % | % |
| BlackRock Financial Management, Inc.                | % | % | % |
| BlackRock International Holdings, Inc.              | % | % | % |
| BR Jersey International Holdings L.P.               | % | % | % |
| BlackRock Holdco 3, LLC                             | % | % | % |
| BlackRock Canada Holdings LP                        | % | % | % |
| BlackRock Canada Holdings ULC                       | % | % | % |
| BlackRock Asset Management Canada Limited           | % | % | % |
|   |   |   |   |
| BlackRock, Inc.                                     | % | % | % |

|  |   |   |   |
|--|---|---|---|
| BlackRock Holdco 2, Inc.                                 | ⊗ | ⊗ | ⊗ |
| BlackRock Financial Management, Inc.                     | ⊗ | ⊗ | ⊗ |
| BlackRock International Holdings, Inc.                   | ⊗ | ⊗ | ⊗ |
| BR Jersey International Holdings L.P.                    | ⊗ | ⊗ | ⊗ |
| BlackRock Group Limited                                  | ⊗ | ⊗ | ⊗ |
| BlackRock Advisors (UK) Limited                          | ⊗ | ⊗ | ⊗ |
|  |   |   |   |
| BlackRock, Inc.  | ⊗ | ⊗ | ⊗ |
| BlackRock Holdco 2, Inc.                                 | ⊗ | ⊗ | ⊗ |
| BlackRock Financial Management, Inc.                     | ⊗ | ⊗ | ⊗ |
| BlackRock International Holdings, Inc.                   | ⊗ | ⊗ | ⊗ |
| BR Jersey International Holdings L.P.                    | ⊗ | ⊗ | ⊗ |
| BlackRock Group Limited                                  | ⊗ | ⊗ | ⊗ |
| BlackRock Luxembourg Holdco S.à r.l.                     | ⊗ | ⊗ | ⊗ |
| BLACKROCK (Luxembourg) S.A.                              | ⊗ | ⊗ | ⊗ |
|  |   |   |   |
| BlackRock, Inc.  | ⊗ | ⊗ | ⊗ |
| BlackRock Holdco 2, Inc.                                 | ⊗ | ⊗ | ⊗ |
| BlackRock Financial Management, Inc.                     | ⊗ | ⊗ | ⊗ |
| BlackRock International Holdings, Inc.                   | ⊗ | ⊗ | ⊗ |
| BR Jersey International Holdings L.P.                    | ⊗ | ⊗ | ⊗ |
| BlackRock Group Limited                                  | ⊗ | ⊗ | ⊗ |
| BlackRock Luxembourg Holdco S.à r.l.                     | ⊗ | ⊗ | ⊗ |
| BlackRock Investment Management Ireland Holdings Limited | ⊗ | ⊗ | ⊗ |
| BlackRock Asset Management Ireland Limited               | ⊗ | ⊗ | ⊗ |
|  |   |   |   |
| BlackRock, Inc.  | ⊗ | ⊗ | ⊗ |
| BlackRock Holdco 2, Inc.                                 | ⊗ | ⊗ | ⊗ |
| BlackRock Financial Management, Inc.                     | ⊗ | ⊗ | ⊗ |
| BlackRock International Holdings, Inc.                   | ⊗ | ⊗ | ⊗ |
| BR Jersey International Holdings L.P.                    | ⊗ | ⊗ | ⊗ |
| BlackRock Group Limited                                  | ⊗ | ⊗ | ⊗ |
| BlackRock International Limited                          | ⊗ | ⊗ | ⊗ |
|  |   |   |   |
| BlackRock, Inc.  | ⊗ | ⊗ | ⊗ |
| BlackRock Holdco 2, Inc.                                 | ⊗ | ⊗ | ⊗ |
| BlackRock Financial Management, Inc.                     | ⊗ | ⊗ | ⊗ |
| BlackRock International Holdings, Inc.                   | ⊗ | ⊗ | ⊗ |
| BR Jersey International Holdings L.P.                    | ⊗ | ⊗ | ⊗ |
| BlackRock Group Limited                                  | ⊗ | ⊗ | ⊗ |

|  |   |   |   |
|--|---|---|---|
| BlackRock International Limited  | % | % | % |
| BlackRock Life Limited   | % | % | % |
|  |   |   |   |
| BlackRock, Inc.  | % | % | % |
| BlackRock Holdco 2, Inc.   | % | % | % |
| BlackRock Financial Management, Inc.   | % | % | % |
| BlackRock International Holdings, Inc.                                       | % | % | % |
| BR Jersey International Holdings L.P.  | % | % | % |
| BlackRock Group Limited  | % | % | % |
| BlackRock (Netherlands) B.V.   | % | % | % |
|  |   |   |   |
| BlackRock, Inc.  | % | % | % |
| BlackRock Holdco 2, Inc.   | % | % | % |
| BlackRock Financial Management, Inc.   | % | % | % |
| BlackRock International Holdings, Inc.                                       | % | % | % |
| BR Jersey International Holdings L.P.  | % | % | % |
| BlackRock Group Limited  | % | % | % |
| BlackRock Investment Management (UK) Limited                                 | % | % | % |
|  |   |   |   |
| BlackRock, Inc.  | % | % | % |
| BlackRock Holdco 2, Inc.   | % | % | % |
| BlackRock Financial Management, Inc.   | % | % | % |
| BlackRock International Holdings, Inc.                                       | % | % | % |
| BR Jersey International Holdings L.P.  | % | % | % |
| BlackRock Group Limited  | % | % | % |
| BlackRock Investment Management (UK) Limited                                 | % | % | % |
| BlackRock Asset Management Deutschland AG                                    | % | % | % |
|  |   |   |   |
| BlackRock, Inc.  | % | % | % |
| BlackRock Holdco 2, Inc.   | % | % | % |
| BlackRock Financial Management, Inc.   | % | % | % |
| BlackRock International Holdings, Inc.                                       | % | % | % |
| BR Jersey International Holdings L.P.  | % | % | % |
| BlackRock Group Limited  | % | % | % |
| BlackRock Investment Management (UK) Limited                                 | % | % | % |
| BlackRock Asset Management Deutschland AG                                    | % | % | % |
| iShares (DE) I Investmentaktiengesellschaft mit<br>Teilgesellschaftsvermögen | % | % | % |
|  |   |   |   |
| BlackRock, Inc.  | % | % | % |
| BlackRock Holdco 2, Inc.   | % | % | % |

|  |   |   |   |
|--|---|---|---|
| BlackRock Financial Management, Inc.         | % | % | % |
| BlackRock International Holdings, Inc.       | % | % | % |
| BR Jersey International Holdings L.P.        | % | % | % |
| BlackRock Group Limited                      | % | % | % |
| BlackRock Investment Management (UK) Limited | % | % | % |
| BlackRock Fund Managers Limited              | % | % | % |

**9. In case of proxy voting according to Sec. 22 para. 3 WpHG**

|   |                          |
|---|--------------------------|
| Date of general meeting:                |                          |
| Holding position after general meeting: | % (equals voting rights) |

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 Medienallee 7  
 85774 Unterföhring  
 Germany  
 Internet: [www.prosiebensat1.com](http://www.prosiebensat1.com)  
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