



ProSiebenSat.1
Media SE

INVITATION

**TO THE ORDINARY GENERAL MEETING
OF PROSIEBENSAT.1 MEDIA SE
MAY 28, 2025**

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<https://www.prosiebensat1.com/en/annual-general-meeting>

ProSiebenSat.1 Media SE
Unterföhring

Medienallee 7, 85774 Unterföhring
registered with Local Court of Munich, HRB 219439

ISIN: DE000PSM7770

Identifier of the event: 3cdd4d8a2327ef11b53500505696f23c

Dear Shareholders,

We herewith invite you to the

ordinary general meeting

of ProSiebenSat.1 Media SE with its registered seat in Unterföhring, District of Munich,

which takes place on

Wednesday, May 28, 2025, at 10:00 a.m.,

without physical presence of shareholders or their representatives at the venue of the general meeting as

virtual general meeting.

For eligible shareholders and their representatives, the entire general meeting will be broadcasted live over the password-protected online service, accessible via link on the website of the Company at

<https://www.prosiebensat1.com/en/annual-general-meeting>

(Shareholders' Portal) by way of video and audio transmission.

Venue of the general meeting within the meaning of the German Stock Corporation Act (*Aktiengesetz*, "**AktG**") are the premises of the Seven.One Production GmbH, Medienallee 24, 85774 Unterföhring. Due to the holding of the general meeting as a virtual general meeting, shareholders and their representatives (with the exception of the proxy representatives appointed by the Company) have no right and opportunity to be present at the venue of the meeting.

Further provisions and explanations regarding the participation of shareholders in the virtual general meeting, the exercise of voting rights and further rights of the shareholders relating to the general meeting are imprinted further below following the agenda.

The provisions applicable to stock corporations with seat in Germany, in particular the German Commercial Code (*Handelsgesetzbuch*, "**HGB**") and the AktG, apply to the Company on the basis of the referring provisions of Art. 5, Art. 9 para. 1 lit. c) ii), Art. 53 and Art. 61 of Council Regulation (EC) No. 2157/2001 of October 8, 2001 on the Statute for a European company (SE) (SE Regulation), unless otherwise provided for in more specific provisions of the SE Regulation.

AGENDA

1. Presentation of the adopted financial statements of ProSiebenSat.1 Media SE and the approved consolidated financial statements, each as of December 31, 2024, the summarized management report of ProSiebenSat.1 Media SE and the group, including the explanatory report on the information pursuant to sections 289a, 315a HGB and the report of the Supervisory Board, each for the financial year 2024

The Supervisory Board has approved the financial statements and consolidated financial statements prepared by the Executive Board; thereby, the financial statements have been adopted. In this case, the law does not provide for the adoption of the financial statements and the approval of the consolidated financial statements, respectively, by the general meeting. Statutory law (section 176 para. 1 sentence 1 AktG) rather provides that the above-mentioned documents only have to be made available to the general meeting. Accordingly, no resolution of the general meeting is required with respect to agenda item 1.

2. Resolution on the use of balance sheet profits for the financial year 2024

The Executive Board and the Supervisory Board propose to resolve as follows:

- The balance sheet profits for the financial year 2024 in the amount of EUR 327,360,045.54 are to be used as follows:

Distribution of a dividend of EUR 0.05 per no-par value share entitled to dividend	EUR 11,344,204.25
Balance to be carried forward to the new accounting period	EUR 316,015,841.29
	EUR 327,360,045.54

- The entitlement to the dividend is due for payment on Tuesday, June 3, 2025.

* * *

The above proposal for the use of balance sheet profits takes into consideration that the Company holds in total 6,115,915 treasury shares at the time of the publication of the convocation of the general meeting in the Federal Gazette (*Bundesanzeiger*); pursuant to section 71b AktG, such treasury shares are not entitled to dividend distributions. Should the total number of shares entitled to dividends change until the date of the general meeting, the Boards will submit a correspondingly adjusted proposal for use of balance sheet profits with an unchanged amount of dividend per no-par value share entitled to dividends.

3. Formal approval of acts of the members of the Executive Board for the financial years 2022 and 2023

Under agenda item 3, the Company's general meeting dated June 30, 2023, had resolved to postpone the resolution on the formal approval of acts of the members of the Executive Board holding office during the financial year 2022 for their acts in the financial year 2022 to the ordinary general meeting of the Company in the financial year 2024. The Company's general meeting dated April 30, 2024 then resolved under agenda item 3 to approve the acts of the members of the Executive Board Hubertus Maria Habets and Wolfgang Link for the financial year 2022; the resolution on the approval of acts of the members of the Executive Board Rainer Beaujean, Ralf Peter Gierig and Christine Scheffler for the financial year 2022 was again postponed to the Company's ordinary general meeting in the financial year 2025.

Under agenda item 4, the Company's general meeting dated April 30, 2024 also resolved to postpone the resolution on the approval of acts of the members of the Executive Board Ralf Peter Gierig and Christine Scheffler for their acts in the financial year 2023 to the Company's ordinary general meeting in the financial year 2025.

The postponements each took place against the background of an independent investigation commissioned by the Company into regulatory issues at its portfolio companies Jochen Schweizer GmbH and mydays GmbH, the respective verification of the facts and the legal analysis and assessment of the facts, that had not yet been completed at the relevant date.

The independent investigation has since been completed. On the basis of the facts determined, the Executive Board and the Supervisory Board have come to the conclusion that the Company is entitled to claim damages and are currently in discussions with the relevant D&O insurers regarding the settlement of the damages incurred. Ms. Christine Scheffler's role in the aforementioned matter is still subject of further evaluations. Therefore, the resolution on the formal approval of the acts of Christine Scheffler with respect to the relevant periods shall be postponed again.

The Executive Board and the Supervisory Board therefore propose to resolve as follows:

- 3.1 The resolution on the formal approval of the acts of the Executive Board member holding office during the financial year 2022 Christine Scheffler for her activities as member of the Executive Board in the financial year 2022 shall be postponed to the annual shareholders' meeting of the Company in the financial year 2026.
- 3.2 The following members of the Executive Board holding office during the financial year 2022 shall not be granted formal approval for their acts in the financial year 2022:
 - 3.2.1 Rainer Beaujean (until October 3, 2022)
 - 3.2.2 Ralf Peter Gierig
- 3.3 The resolution on the formal approval of the acts of the Executive Board member holding office during the financial year 2023 Christine Scheffler for her activities as member of the Executive Board in the financial year 2023 shall be postponed to the annual shareholders' meeting of the Company in the financial year 2026.
- 3.4 The member of the Executive Board Ralf Peter Gierig holding office during the financial year 2023 (until April 27, 2023) shall not be granted formal approval for his acts in the financial year 2023.

The formal approval of acts, or its postponement, is to be voted on individually, *i.e.*, separately for each member of the Executive Board.

4. Formal approval of acts of the Executive Board for the financial year 2024

The Executive Board and the Supervisory Board propose to resolve as follows:

- 4.1 The resolution on the formal approval of the acts of the Executive Board member holding office during the financial year 2024 Christine Scheffler for her activities as member of the Executive Board in the financial year 2024 (until March 31, 2024) shall be postponed to the annual shareholders' meeting of the Company in the financial year 2026.
- 4.2 The following members of the Executive Board holding office during the financial year 2024 shall each be granted formal approval for their acts in the financial year 2024:
 - 4.2.1 Hubertus Maria Habets
 - 4.2.2 Martin Mildner
 - 4.2.3 Markus Breiteneker (since April 1, 2024)

The formal approval of acts, or its postponement, is to be voted on individually, *i.e.*, separately for each member of the Executive Board.

5. Formal approval of acts of the Supervisory Board for the financial year 2024

The Executive Board and the Supervisory Board propose that the following members of the Supervisory Board holding office during the financial year 2024 each be granted formal approval for their acts in the financial year 2024:

- 5.1 Dr. Andreas Wiele
- 5.2 Prof. Dr. Cai-Nicolas Ziegler
- 5.3 Leopoldo Attolico (since April 30, 2024)
- 5.4 Katharina Behrends
- 5.5 Klára Brachtlová
- 5.6 Dr. Katrin Burkhardt
- 5.7 Thomas Ingelfinger
- 5.8 Marjorie Kaplan (until April 30, 2024)
- 5.9 Ketan Mehta (until April 30, 2024)
- 5.10 Christoph Mainusch (since April 30, 2024)
- 5.11 Prof. Dr. Rolf Nonnenmacher (until April 30, 2024)
- 5.12 Simone Scettri (since April 30, 2024)

The formal approval of acts is to be voted on individually, *i.e.*, separately for each member of the Supervisory Board.

6. Appointment of the auditor for ProSiebenSat.1 Media SE and the group for the financial year 2025, the auditor for a review of the shortened financial statements and the interim management report for the group for the first half-year of the financial year 2025 as well as the auditor for a possible review or audit of additional financial reports/financial information during the financial year 2025 and in the financial year 2026 for the period until the next ordinary general meeting as well as appointment of the auditor for the sustainability report for the financial year 2025

Based on the respective recommendations of its Audit and Finance Committee, the Supervisory Board proposes to resolve as follows:

6.1 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, is appointed

- as auditor for the Company and the group for the financial year 2025, as auditor for the review of the shortened financial statements and the interim management report for the group for the first half-year of the financial year 2025 and as auditor for a possible review or audit of additional financial reports/financial information during the financial year 2025; and
- as auditor for a possible review or audit of financial reports/financial information during the financial year 2026 for the period until the next ordinary general meeting in 2026.

6.2 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, is also appointed as auditor of the sustainability report for ProSiebenSat.1 Media SE and the group for the financial year 2025.

The appointment of the auditor of the sustainability report is made as a precautionary measure in the event that that German legislator, as part of the implementation of Directive (EU) 2022/2464 of the European Parliament and of the Council of December 14, 2022, with regard to sustainability reporting by companies, should provide for the appointment of the auditor of the sustainability report by the general meeting.

The above items 6.1 and 6.2 shall each be voted on separately.

Pursuant to Art. 16 para. 2 subpara. 3 of the Regulation (EU) No. 537/2014 (EU Audit Regulation), the Audit and Finance Committee stated in its recommendation that such recommendation is free from influence by a third party and that no restriction regarding the choice of a certain auditor or a certain audit firm within the meaning of Art. 16 para. 6 of the EU Audit Regulation has been imposed upon it.

7. Resolution on the approval of the remuneration system for the members of the Executive Board

Pursuant to section 120a para. 1 AktG, the general meeting of listed companies resolves on the approval of the remuneration system for the members of the Executive Board presented by the Supervisory Board in accordance with section 87a AktG in the event of any significant change, but at least every four years.

Under agenda item 6, the Company's ordinary general meeting dated June 1, 2021, approved the remuneration system (Remuneration System 2021), as adopted by the Company's Supervisory Board on March 3, 2021, in accordance with section 120a para. 1 AktG.

In April 2025, taking into account the requirements of section 87a para. 1 AktG, the Supervisory Board adopted an amended remuneration system for the members of the Executive Board (Remuneration System 2025), which updates and amends the Remuneration System 2021 in certain respects.

Pursuant to section 124a sentence 1 no. 4 AktG, the Remuneration System 2025 for the members of the Executive Board is available on the Company's website at

<https://www.prosiebensat1.com/en/annual-general-meeting>

The Supervisory Board proposes that the Remuneration System 2025 for the members of the Executive Board be approved in accordance with section 120a para. 1 AktG.

8. Resolution on the confirmation of the remuneration for the members of the Supervisory Board

Pursuant to section 113 para. 3 sentences 1 and 2 AktG, the general meeting of listed companies resolves at least every four years on the remuneration of the members of the Supervisory Board. A resolution confirming the remuneration is also permissible.

The remuneration of the Supervisory Board is governed by section 14 of the Company's Articles of Association and was adopted by the general meeting in its current version on May 21, 2015.

The most recent confirmation (without changes) of the remuneration of the Supervisory Board members as set forth in section 14 of the Articles of Association was given by the general meeting dated June 1, 2021, under agenda item 7.

Section 14 of the Articles of Association of ProSiebenSat.1 Media SE regarding the remuneration of the Supervisory Board members reads as follows:

“Section 14 Remuneration

- (1) *The members of the Supervisory Board shall receive a fixed remuneration for each full fiscal year of Supervisory Board membership. This remuneration amounts to EUR 250,000.00 for the Chairman of the Supervisory Board, to EUR 150,000.00 for the Vice-Chairman and to EUR 100,000.00 for all other members of the Supervisory Board.*
- (2) *The chairman of a committee of the Supervisory Board shall receive an additional fixed annual remuneration in the amount of EUR 30,000.00 for each full fiscal year of service as chairman of a committee; for the chairman of the Audit and Finance Committee, the additional fixed remuneration amounts to EUR 50,000.00.*
- (3) *For the membership in a committee of the Supervisory Board, the members of the Supervisory Board further receive a fixed annual remuneration in the amount of EUR 7,500.00.*
- (4) *The remunerations pursuant to the foregoing paragraphs 1 to 3 is payable in four equal installments due and payable at the end of each quarter. Supervisory Board members who served on the Supervisory Board and/or a committee of the Supervisory Board or chaired a committee for only part of the fiscal year shall receive pro rata remuneration in accordance with the duration of their service. If a member of the Supervisory Board chairs several committees and/or serves as member in several committees, the remuneration pursuant to each of the foregoing paragraphs 2 and 3 is payable cumulatively.*
- (5) *In addition, members of the Supervisory Board shall receive an additional attendance fee of EUR 2,000.00 for each personal attendance in a meeting of the Supervisory Board. With regard to the Chairman of the Supervisory Board, the attendance fee amounts to EUR 3,000.00 for each personal attendance in a meeting of the Supervisory Board. The participation in a meeting held by telephone or by video conference and, respectively, the meeting participation by telephone or video conference is deemed to be a personal attendance in a meeting. For several meetings held on the same day, the attendance remuneration is only granted once. The additional attendance fee shall be due and payable at the end of each quarter in relation to the meetings held during this quarter.*
- (6) *Furthermore, members of the Supervisory Board shall be reimbursed for all outlays and for the sales tax payable on their outlays and remuneration.*
- (7) *The Company may take out financial loss liability insurance (D&O insurance) for members of the Supervisory Board, under fair and usual terms and conditions, to cover legal liability arising from their activities on the Supervisory Board.”*

In line with prevailing market practice at listed companies in Germany, the remuneration of the Supervisory Board members is structured as a pure fixed remuneration plus an attendance fee. There are no performance-related components. The Executive Board and the Supervisory Board believe that a purely fixed remuneration of the Supervisory Board members is best suited to strengthen the independence of the Supervisory Board and to reflect the advisory and monitoring functions of the Supervisory Board, which are to be fulfilled independently of the business success.

The amount and structure of the Supervisory Board remuneration ensure that the Company is in a position to attract qualified candidates for a membership in the Company's Supervisory Board; in this way, the Supervisory Board's remuneration makes a sustainable contribution to promoting the business strategy and the long-term development of the Company. In particular, the existing remuneration policy also accounts for recommendation G.17 and suggestion G.18 sentence 1 of the German Corporate Governance Code in its current version.

The system for the remuneration of the Supervisory Board members is approved by the general meeting at the proposal of the Executive Board and the Supervisory Board. The remuneration is regularly reviewed by the Executive Board and the Supervisory Board, but at least every four years, to determine whether the amount and structure are still in line with the market and appropriately reflect the Supervisory Board's responsibilities and the company's situation. In the opinion of the Executive Board and the Supervisory Board, the remuneration remains appropriate in its current structure and should therefore remain unchanged for the time being.

The remuneration and employment conditions of employees were and are irrelevant for the structure of the remuneration of the Supervisory Board. This is due to the fact that the remuneration of the Supervisory Board is granted for an activity that fundamentally differs from the activities of employees due to its advisory and supervisory function.

The statutory allocation of responsibilities counteracts any conflicts of interest that may arise when examining the remuneration system. This allocates the decision-making authority on the remuneration of the Supervisory Board to the general meeting. The Executive Board and the Supervisory Board submit a corresponding resolution proposal to the general meeting for this purpose. Thus, a system of mutual control is already anchored in the statutory provisions.

The Executive Board and the Supervisory Board propose that the remuneration of the Supervisory Board members set out in section 14 of the Company's Articles of Association, which is based on the remuneration system described above, be confirmed unchanged.

9. Resolution on the approval of the remuneration report

Pursuant to section 162 AktG, the Executive Board and the Supervisory Board shall prepare an annual report on the remuneration granted and owed to each individual current or former member of the Executive Board and the Supervisory Board in the past financial year (remuneration report) and submit this remuneration report to the general meeting for approval in accordance with section 120a para. 4 AktG.

The remuneration report prepared by the Executive Board and the Supervisory Board for the financial year 2024 was audited by the auditor in accordance with the requirements of section 162 para. 3 AktG. The auditor's report is attached to the remuneration report.

The remuneration report for the financial year 2024, prepared and audited in accordance with section 162 AktG, including the auditor's report, is available on the Company's website in accordance with section 124a sentence 1 no. 4 AktG at

<https://www.prosiebensat1.com/en/annual-general-meeting>

The Executive Board and the Supervisory Board propose that the remuneration report for the financial year 2024, prepared and audited in accordance with section 162 AktG, be approved.

10. Elections to the Supervisory Board

Pursuant to Art. 40 para. 2 and 3 of Regulation (EC) No. 2157/2001 (SE Regulation), section 17 para. 1 of the German SE Implementation Act (*SE-Ausführungsgesetz*, "**SEAG**"), section 21 of the German SE Employee Participation Act (*SE-Beteiligungsgesetz*) in conjunction with section 10 para. 1 of the Articles of Association of ProSiebenSat.1 Media SE and section 24 of the Agreement of February 27, 2015 with the Special Negotiating Body on the involvement of employees in ProSiebenSat.1 Media SE, the Supervisory Board of ProSiebenSat.1 Media SE consists of nine members, all of whom are Supervisory Board members representing the shareholders. All members of the Supervisory Board of ProSiebenSat.1 Media SE are elected by the general meeting. The general meeting is not bound by election proposals.

With the end of the present general meeting, which resolves on the formal approval of the acts of the members of the Supervisory Board for the financial year 2024 pursuant to agenda item 5, the current term of office of the Supervisory Board members Dr. Andreas Wiele, Dr. Katrin Burkhardt and Simone Scettri will expire. Therefore, elections for three seats on the Supervisory Board of ProSiebenSat.1 Media SE have to be held.

Dr. Burkhardt and Mr. Scettri will stand for re-election; Dr. Wiele has decided not to stand for re-election to the Supervisory Board.

The Supervisory Board proposes to resolve as follows:

The following persons are elected to the Supervisory Board:

10.1 Maria Kyriacou, independent advisor, residing in London/United Kingdom;

10.2 Dr. Katrin Burkhardt, independent business consultant, residing in Berlin; and

10.3 Simone Scettri, independent auditor, residing in Rome/Italy.

The election shall each take effect as from the end of the present general meeting and for the period until the end of the general meeting which resolves on the formal approval of acts of the respective Supervisory Board member for the second financial year after the beginning of the term of office, not including the financial year in which the term of office begins.

In any case, each election shall be for a maximum of six years.

It is planned to elect the Supervisory Board members by way of individual election.

Maria Kyriacou intends, in agreement with the Supervisory Board and subject to her election as member of the Supervisory Board by the shareholders' meeting, to stand for election as chairperson of the Company's Supervisory Board.

The above election proposals of the Supervisory Board take into account the objectives adopted by the Supervisory Board for its composition and aim to fulfill the skills profile adopted by the Supervisory Board for the full board.

In the opinion of the Supervisory Board, all persons proposed for election by the Supervisory Board are independent of the Company and its Executive Board within the meaning of recommendation C.7 of the German Corporate Governance Code in the version dated April 28, 2022.

The Supervisory Board has made sure that all persons proposed for election by the Supervisory Board can devote the expected amount of time required for the board activities.

The persons proposed for election by the Supervisory Board have each declared *vis-à-vis* the Company as part of a self-commitment to use 20% of their annually granted fixed remuneration to purchase shares in ProSiebenSat.1 Media SE every year, and, in each case, to hold such shares for the term of their membership in the Supervisory Board of ProSiebenSat.1 Media SE. Further information regarding the self-commitment of Supervisory Board members is included in the annual report of ProSiebenSat.1 Media SE for financial year 2024 (see page 66).

Information on personal and business relationships of the persons proposed for election by the Supervisory Board to the Company, to the corporate bodies of the Company and to a shareholder with a significant interest in the Company, which are relevant for the election decision in the opinion of the Supervisory Board:

- Dr. Katrin Burkhardt has been a member of the Company's Supervisory Board since June 30, 2023.
- Simone Scettri has been a member of the Company's Supervisory Board since April 30, 2024

Information on memberships of the persons proposed for election by the Supervisory Board on other statutory supervisory boards (listed below under (i)) and comparable domestic and foreign supervisory bodies of companies (listed below under (ii)):

- Maria Kyriacou
 - (i) none
 - (ii) Informa PLC, London/United Kingdom (listed) – non-executive member of the Board of Directors
- Dr. Katrin Burkhardt:
 - (i) Oddo BHF SE, Frankfurt/Main – Member of the Supervisory Board, Chairwomen of the Risk Committee, Member of the Audit Committee
 - (ii) none
- Simone Scettri:
 - none

CVs and overviews of the main activities of the persons proposed for election by the Supervisory Board in addition to their Supervisory Board mandate with the Company are available on the Company's website at <https://www.prosiebensat1.com/en/annual-general-meeting> as from the convocation of the general meeting.

An overview of the fulfillment of the objectives adopted by the Supervisory Board for its composition and of the Supervisory Board's skills profile of its members, including the persons proposed for election by the Supervisory Board, is available on the Company's website at <https://www.prosiebensat1.com/en/about-prosiebensat1/who-we-are/supervisory-board>.

11. Resolution on an amendment to the Articles of Association to further enable virtual general meetings

Pursuant to section 118a para. 1 sentence 1 AktG in conjunction with section 15a of the Articles of Association of the Company, the Executive Board is authorized to provide that general meetings of the Company held until and including June 30, 2025, may be held without the physical presence of the shareholders or their representatives at the venue of the general meeting (virtual general meeting).

This authorization is to be extended so that the Company can continue to hold purely virtual general meetings also after June 30, 2025. In the Executive Board's and the Supervisory Board's view, the virtual general meeting format has proven itself in practice and, in its statutory form, adequately safeguards the rights of shareholders. They have the right to speak, ask questions and propose motions in the virtual format same as in the physical general meeting. In addition, the company's personnel, resources and costs are significantly lower than those of a physical meeting. Therefore, the Executive Board and the Supervisory Board consider an extension of the existing authorization to be useful in order to be able to decide on the format of the general meeting appropriately and flexibly in the future as well. The maximum term of the authorization of five years permitted by statutory law is not to be exhausted; instead, the new authorization is to be limited again to a period of two years.

During the two-year term of the authorization, the Executive Board will decide for each general meeting whether it will be held as a physical meeting or as a virtual meeting. It will take into account the specific circumstances of each individual case and make its decision responsibly in the interest of the Company and its shareholders. In doing so, the protection of shareholder rights will be crucial. Further, the Executive Board will take particular account of the specific agenda of the respective general meeting, aspects of health protection, effort and costs, as well as sustainability considerations. Should the Executive Board decide in favor of a virtual general meeting, it will ensure that shareholder rights, in particular the right of shareholders to ask questions, can be exercised to at least to the same extent as at physical meetings. Further, the Executive Board will decide upon the holding of any virtual general meeting only with the approval of the Supervisory Board.

The Executive Board and the Supervisory Board therefore propose to resolve as follows:

Section 15a of the Articles of Association (Virtual Meeting of Shareholders) is to be amended as follows:

“The Executive Board is authorized to stipulate that General Meetings of Shareholders held until and including June 30, 2027, are held without the shareholders’ or their representatives’ physical presence at the venue of the meeting as a virtual meeting of shareholders (*virtuelle Hauptversammlung*) (section 118a para. 1 sentence 1 AktG) in accordance with the statutory provisions.”

12. Resolution pursuant to section 71 para. 1 No. 8 AktG on a new authorization regarding the acquisition and the use of treasury shares, also with an exclusion of preemptive rights

Most recently, the Company was authorized by resolution of the shareholders’ meeting on June 12, 2019 under agenda items 8 and 9 pursuant to section 71 para. 1 No. 8 AktG to acquire treasury shares and to acquire treasury shares by the use of derivatives, respectively.

These authorizations, which have not been made use of, have expired on June 11, 2024, and shall therefore be replaced by new authorizations.

The Executive Board and the Supervisory Board propose to resolve as follows:

- a. The Company is authorized, subject to the consent of the Supervisory Board, to acquire treasury shares on or before May 27, 2030, in the amount of up to 10% of the Company’s share capital at the time of the granting of the authorization or – if such amount is lower – at the time of the exercise of the authorization. The amount of treasury shares acquired on the basis of this authorization together with other treasury shares in possession of the Company or attributed to the Company pursuant to sections 71a et seq. AktG may not exceed at any time an amount of 10% of the respective share capital.
- b. The acquisition may – at the Company’s choice – take place (i) via the stock exchange, (ii) by means of a public tender offer directed to all holders of shares and/or (iii) by means of a public solicitation to submit sales offers. For this purpose, the following provisions apply:
 - i. In the case of an acquisition via the stock exchange, the purchase price per share paid by the Company (not including ancillary acquisition costs) shall not be more than 10% above or more than 10% below the trading price. The defining trading price for this purpose shall be the opening auction trading price of the shares of the Company on the XETRA system (or a comparable successor system) on the respective trading day or, if no opening auction is carried out, the first trading price of the Company’s shares paid on the respective trading day on the XETRA system (or a comparable successor system).
 - ii. If the shares are purchased via a public tender offer, the offered price per share (not including ancillary acquisition costs) shall not be more than 10% above and not more than 10% below the trading price. The defining trading price for this purpose shall be the arithmetic average of the closing prices (or – if no closing price on the respective day is determined – of the last trading price paid, respectively) of the Company’s shares in trading on the XETRA system (or a comparable successor system) on the last three days of trading on the Frankfurt Stock Exchange prior to the day of the publication of the tender offer. If the defining trading price undergoes substantial changes after the tender offer is published, the offer may be adjusted accordingly. In that case, the average trading price for the last three trading days prior to the public announcement of the adjustment shall be used as a basis. The tender offer may stipulate further conditions. The volume of a public tender offer may be limited. In case the public tender offer is oversubscribed (*überzeichnet*), the shareholders’ right to tender shares may be excluded insofar acceptance is made in proportion to the shares tendered; in addition, preferred acceptance of smaller lots of tendered shares of up to 100 shares per shareholder and – in order to avoid mathematical fractions of shares – rounding in accordance with accounting principles (*kaufmännische Grundsätze*) may be stipulated.
 - iii. If the shares are purchased by means of a public solicitation to submit sales offers, the offered price per share (not including ancillary acquisition costs) shall not be more than 10% above or more than 10% below the trading price. The defining trading price for this purpose shall be the arithmetic average of the closing prices (or – if no closing price on the respective day is determined – of the last trading price paid, respectively) of the Company’s shares in trading on the XETRA system (or a comparable successor system) on the last three days of trading on the Frankfurt Stock Exchange prior to the day of acceptance of the sales offer. The volume of shares that can be acquired by means of the public request to submit sales offers can be limited. In case the public request to submit sales offers is oversubscribed (*überzeichnet*), the shareholders’ rights to tender shares may be excluded insofar acceptance is made in proportion to the shares tendered for the respective fixed purchase price (or, a purchase price below that, respectively); in addition, preferred acceptance of smaller lots of tendered shares of up to 100 shares per shareholder and – in order to avoid mathematical fractions of shares – rounding in accordance with accounting principles (*kaufmännische Grundsätze*) may be stipulated.

- c. This authorization may be exercised for any legally permitted purpose, and in particular in pursuit of one or more of the purposes listed below. Purchase for purposes of trading in the Company's treasury shares is prohibited. If, subject to the consent of the Supervisory Board, treasury shares are to be used for one or more of the purposes listed under lit. d below, the shareholders' preemptive rights shall be excluded, unless the Executive Board and the Supervisory Board – when making the decision on the use for such a purpose – decide differently.
- d. Subject to the consent of the Supervisory Board, the Executive Board is authorized:
- i. To sell treasury shares for cash in a manner otherwise than via the stock exchange or by an offer directed to all shareholders, provided that the selling price per share is not materially below the market trading price of the Company's shares (section 71 para. 1 No. 8 in connection with section 186 para. 3 sentence 4 AktG). The proportional value of the share capital issued as shares and sold under this authorization shall all together neither at the date of this authorization nor at the date when this authorization is exercised exceed 10% of the respective share capital. Any other shares of the Company which – starting at the time when this authorization becomes effective – are issued or sold with exclusion of preemptive rights by applying section 186 para. 3 sentence 4 AktG directly or accordingly, shall also be taken into account when calculating such volume restriction in the amount of 10% of the share capital. Furthermore, shares of the Company are to be taken into account, that are or still can be issued for the purpose of servicing conversion or option rights or fulfilling conversion or option obligations attached to convertible or option bonds or convertible profit participation rights to the extent that the bonds or profit participation rights have been issued during the term of this authorization on the basis of a different authorization with exclusion of preemptive rights by applying section 186 para. 3 sentence 4 AktG accordingly;
 - ii. To sell (other than via the stock exchange or by way of an offer directed to all shareholders) or otherwise transfer treasury shares in return for considerations in kind, particularly for the acquisition of companies, parts of companies or equity interests in companies, or for corporate mergers, or the acquisition of other assets, including rights and receivables;
 - iii. To use treasury shares to fulfill option and/or conversion rights or obligations, respectively, attached to convertible and/or option bonds and/or convertible profit participation rights which are granted by the Company or by entities dependent from the Company or entities in which the Company holds a majority interest;
 - iv. To use treasury shares to the extent necessary in order to grant to holders or creditors of option and/or conversion rights attached to convertible and/or option bonds and/or convertible profit participation rights, which are granted by the Company or by entities dependent from the Company or entities in which the Company holds a majority interest, or, in case of an own conversion right of the Company, to holders or creditors, respectively, being obligated hereby, preemptive rights on shares to the extent such holders or creditors would be entitled to following the exercise of the conversion or option rights or following the fulfillment of the conversion or option obligations, respectively; and/or
 - v. To use treasury shares in the context of participation programs and/or in the context of share-based remuneration. The transfer of shares or a commitment or agreement to transfer shares may only be made to persons who participate in the participation program as member of the Company's Executive Board, as member of the management of an entity dependent from the Company or as an employee of the Company or of an entity dependent from the Company, or to whom the share-based remuneration is or was granted as member of the Company's Executive Board, as member of the management of an entity dependent from the Company or as an employee of the Company or of an entity dependent from the Company, or to third parties who transfer the economic property (*wirtschaftliches Eigentum*) and/or the economic benefits from the shares to such persons and/or who are (directly or indirectly) wholly owned by such persons. A transfer to the mentioned persons may, in particular, also be made at reduced prices, and/or without separate consideration. To the extent shares are to be granted to members of the Company's Executive Board under this authorization, the Company's Supervisory Board shall decide thereon in accordance with the allocation of responsibilities under stock corporation law.
- e. The Executive Board is authorized, subject to the consent of the Supervisory Board, to cancel treasury shares in whole or in part, with no further resolution of the shareholders' meeting being required. The cancellation is made either by the simplified method through a capital reduction, or by keeping the share capital unchanged, thereby increasing the notional portion of the share capital associated with the remaining shares pursuant to section 8 para. 3 AktG.
- f. This authorization may be exercised in full or in part, on one or more occasions, by the Company or by entities dependent from the Company or entities in which the Company holds a majority interest. The authorization may furthermore be exercised by third parties acting for the account of the Company, or for the account of the entities dependent from the Company or the entities in which the Company holds a majority interest.

- g. The above provisions regarding the use of treasury shares with an exclusion of preemptive rights as well as regarding the cancellation of treasury shares shall also apply for treasury shares purchased under former authorizations granted by the shareholders' meeting to acquire treasury shares pursuant to section 71 para. 1 No. 8 AktG.
- h. The authorizations contained in the resolutions of the shareholders' meeting of June 12, 2019 under agenda items 8 and 9 for the use of treasury shares, which were acquired on the basis thereof or on the basis of a previous authorization of the shareholders' meeting for the acquisition of treasury shares pursuant to section 71 para. 1 No. 8 AktG, shall remain unaffected.

13. Resolution on a new authorization of the use of derivatives in connection with the acquisition of treasury shares with exclusion of the shareholders' preemptive and tender rights, respectively

In addition to the new authorization to be resolved under agenda item 12 regarding the acquisition of treasury shares pursuant to section 71 para. 1 No. 8 AktG, the Company shall be authorized once again to acquire treasury shares also by using derivatives.

The Executive Board and the Supervisory Board propose to resolve as follows:

- a. In addition to the authorization to be resolved under agenda item 12 regarding the acquisition of treasury shares pursuant to section 71 para. 1 No. 8 AktG, the acquisition of treasury shares of the Company pursuant to agenda item 12 may also be completed, apart from the ways described therein, by using derivatives in accordance with the following more detailed provisions.
- b. For such purpose, the Company is authorized
 - to sell options whereby the Company takes on the obligation of buying shares of the Company upon the exercise of the option (**“put options”**);
 - to purchase options whereby the Company has the right to acquire shares of the Company upon the exercise of the option (**“call options”**);
 - to enter into forward purchase agreements (*Terminkaufverträge*) with respect to shares of the Company which have a period of more than two stock exchange trading days between the conclusion of the respective purchase agreement and the settlement with the acquired shares (**“forward purchases”**) as well as to acquire treasury shares also by using put options, call options, forward purchases (each a **“derivative”**) and/or a combination of these derivatives. The use of derivatives for the acquisition of treasury shares requires the consent of the Supervisory Board.
- c. All share acquisitions based on derivatives are limited to a maximum volume of 5% of the share capital of the Company at the time of the granting of the authorization or – if such amount is lower – at the time of the exercise of the authorization.
- d. The term of the respective derivatives may be 18 months at the longest. Furthermore, the term of the derivatives must be chosen in such a way, or it must be ensured other than by the term itself, that the acquisition of treasury shares by using derivatives will take place no later than by the end of May 27, 2030.
- e. The derivatives may only be concluded with financial institutions experienced in the implementation of complex transactions. It must be stipulated in the terms and conditions of the derivatives that the derivatives are served only by shares which were previously acquired on the stock exchange in compliance with the principle of equal treatment, whereby the purchase price per share paid for the acquisition on the stock exchange (not including ancillary acquisition costs) must be within the pricing corridor applicable to the acquisition of shares by the Company via the stock exchange pursuant to the authorization to be granted under agenda item 12.
- f. The purchase price to be paid by the Company per share upon exercise of the put or call option or forward purchase as agreed in the respective derivative (**“strike price”**) shall not be more than 10% above or 10% below the arithmetic average of the closing prices (or – if no closing price on the respective day is determined – of the last trading price paid, respectively) of the Company's shares in XETRA trading (or a comparable successor system) during the last three days of trading on the Frankfurt Stock Exchange prior to conclusion of the relevant derivative contract (in each case excluding ancillary acquisition costs).
- g. The acquisition price paid by the Company for call options or forward purchases (or, the option premium to be paid by the Company therefore, respectively) may further not be materially higher, and the selling price received by the Company for put options (or, the option premium received by the Company therefore, respectively) may not be materially lower than the theoretical market price of the respective derivatives calculated in accordance with generally accepted valuation methods; among other factors, the agreed strike price must be taken into account when determining the theoretical market price.
- h. In the event that treasury shares are acquired by using derivatives in accordance with the provisions set out above, the shareholders shall have no right to conclude such derivative contracts with the Company. Shareholders shall have a right to tender their shares only to the extent the Company is obligated *vis-à-vis* the respective shareholders to take delivery of such shares under the derivative contracts. Any further right to tender is hereby excluded.

- i. The authorization may be exercised in full or in part, on one or more occasions, by the Company or by an entity dependent upon the Company or in which the Company holds a majority interest; furthermore, the authorization may also be exercised by third parties acting for the account of the Company or for the account of the entities dependent from the Company or the entities in which the Company holds a majority interest.
- j. The provisions set out in agenda item 12 regarding the use of treasury shares acquired on the basis of the authorization therein shall apply mutatis mutandis to the use of treasury shares acquired by using derivatives.

14. Resolution on the creation of a new authorized capital with authorization for the exclusion of preemptive rights (Authorized Capital 2025) in connection with the cancellation of the existing authorization of the Executive Board to issue convertible bonds and/or option bonds and the associated contingent capital (Contingent Capital 2021) as well as a respective amendment of section 4 of the Articles of Incorporation (Amount and Subdivision of the Share Capital)

Currently, there is no authorization of the Executive Board in place to increase the registered share capital (authorized capital). Therefore, a new authorized capital in the amount of 20% of the currently registered share capital with authorization for a partial exclusion of preemptive rights (Authorized Capital 2025) shall be created.

The exclusion of preemptive rights under the proposed new Authorized Capital 2025 shall be limited to so-called fractional amounts, and, to a small extent, to issue shares as part of participation programs or share-based compensation.

In order to limit the total volume of the Company's authorizations to issue new shares to the afore-mentioned volume of the new authorized capital of 20% of the registered share capital, the existing authorization of the Executive Board to issue convertible and/or option bonds, which the Company has not made use of so far, and the related conditional capital (Conditional Capital 2021), shall be cancelled concurrently with the creation of the new authorized capital.

The Executive Board and the Supervisory Board propose to resolve as follows:

- a) A new authorized capital (Authorized Capital 2025) with authorization for the exclusion of preemptive rights shall be created. For this purpose, section 4 para. 4 of the Articles of Incorporation shall be restated as follows:

“(4) The Executive Board is authorized, subject to the consent of the Supervisory Board, to increase the Company's share capital on one or more occasions in the period from October 1, 2025 until May 27, 2030 (in each case, inclusive), by not more than in total EUR 46,600,000.00, in return for contributions in cash and/or in kind, by issuing new registered no-par value shares (Authorized Capital 2025). The Executive Board is authorized, subject to the consent of the Supervisory Board, to define the further content of the shareholder rights and the terms and conditions for the new stock issuance. Thereby, the profit participation rights of the new shares may be determined in deviation from section 60 para. 2 AktG; in particular, the new shares may carry profit participation rights from the beginning of the fiscal year preceding their issuance provided that the shareholders' meeting has not already resolved on the profit participation for such fiscal year when the new shares are issued.

As a rule, the shareholders shall be granted the statutory preemptive rights to the new shares. The preemptive rights can also be granted by way of indirect preemptive rights within the meaning of section 186 para. 5 sentence 1 AktG.

However, the Executive Board is authorized, subject to the consent of the Supervisory Board, to exclude completely or partially the shareholders' preemptive rights as follows:

- a. The Executive Board is authorized, subject to the consent of the Supervisory Board, to exclude the shareholders' preemptive rights regarding fractional amounts.
- b. The Executive Board is further authorized, subject to the consent of the Supervisory Board, to exclude the shareholders' preemptive rights for the purpose of issuing the new shares within the scope of a participation program and/or as share-based remuneration if for such purpose no other authorization to exclude the preemptive rights is used. The issue may only be made to persons who participate in the participation program as a member of the Executive Board of the Company, as a member of the management board of a company controlled by the Company or as an employee of the Company or a company controlled by the Company or to whom the share-based payment is or was granted as a member of the Executive Board of the Company, as a member of the management board of a company controlled by the Company or as an employee of the Company or a company controlled by the Company, or to third parties who grant to these persons the economic ownership of the shares and/or the economic fruits from the shares. The new shares may also be issued at reduced prices (including an issue at the lowest issue price within the meaning of section 9 para. 1 AktG) and/or against contribution of remuneration claims. The new shares may also be issued through a credit institution or a company operating in accordance with section 53 para. 1 sent. 1 or section 53b para. 1 sentence 1 or para. 7 of the

German Banking Act (*KWG*) which assumes these shares subject to an obligation to offer them to the persons mentioned above. In total, the shares that are issued when this authorization for the exclusion of preemptive rights is used, must not exceed 2% of the registered share capital, neither at the time this authorization becomes effective nor at the time it is used. To the extent it is intended to grant shares to members of the Company's Executive Board in the scope of this authorization, the Company's Supervisory Board will decide thereon in accordance with the allocation of responsibilities under German Stock Corporation law."

- c) The authorization of the Executive Board to issue convertible bonds and/or option bonds granted by resolution of the shareholders' meeting on June 1, 2021 under agenda item 9 ("**Authorization 2021**") shall, to the extent that it has not been exercised by that time, be cancelled with effect as of the registration of the restatement of section 4 para. 4 of the Articles of Incorporation with the Company's commercial register as foreseen under lit. a) above.
- d) Furthermore, the contingent capital created by resolution of the shareholders' meeting on June 1, 2021 under agenda item 9 (Contingent Capital 2021) shall be cancelled with effect from the date of cancellation of the Authorization 2021 to the extent that no use was made of the Authorization 2021 until its cancellation by granting conversion and/or option rights with the right to subscribe for shares in the Company to holders or creditors of bonds or establishing corresponding conversion rights of the Company. The Supervisory Board is authorized to amend section 4 para. 6 of the Articles of Incorporation to reflect the extent to which the Contingent Capital 2021 has been cancelled.

15. Resolution on the approval of the conclusion of a domination agreement between ProSiebenSat.1 Media SE and Joyn GmbH

ProSiebenSat.1 Media SE, as the controlling company (*herrschende Gesellschaft*), intends to enter into a domination agreement (*Beherrschungsvertrag*) with Joyn GmbH, with its registered office in Munich, as the controlled company (*abhängige Gesellschaft*), pursuant to section 291 para. 1 AktG (the "**Domination Agreement**").

ProSiebenSat.1 Media SE holds, indirectly through Seven.One Entertainment Group GmbH with registered office in Unterföhring, all shares in Joyn GmbH. ProSiebenSat.1 Media SE is the sole shareholder of Seven.One Entertainment Group GmbH which is, in turn, the sole shareholder of Joyn GmbH.

The Domination Agreement will be concluded subject to the approval of the shareholders' meeting of ProSiebenSat.1 Media SE and the shareholders' meeting of Joyn GmbH and will become effective upon its registration with the commercial register of Joyn GmbH.

A draft of the Domination Agreement dated April 9, 2025 has been drawn up (the "**Draft Domination Agreement dated April 9, 2025**") which will be available on the Company's website at <https://www.prosiebensat1.com/en/annual-general-meeting> as from the date of convening the present shareholders' meeting.

The Draft Domination Agreement dated April 9, 2025 between ProSiebenSat.1 Media SE (hereinafter also referred to as the "**Controlling Company**") and Joyn GmbH (hereinafter also referred to as the "**Controlled Company**") has the following material content:

§ 1

Management Authority and Instruction

1. *Irrespective of its legal independence, the Controlled Company is subject to the management authority of the Controlling Company.*
2. *Within the statutory limits, the Controlling Company is entitled, in exercise of its management authority for the business activities of the Controlled Company, to make decisions on business policies, issue general guidelines and issue instructions in individual cases.*
3. *The individual responsibility of the managing directors of the Controlled Company for compliance with the statutory provisions remains unaffected.*

§ 2

Loss Absorption

The provisions of section 302 of the German Stock Corporation Act (AktG), as amended from time to time, apply mutatis mutandis to the absorption of losses (Verlustübernahme).

§ 3

Effective Date and Term

1. *This agreement is concluded subject to the approval of the shareholders' meeting of the Controlling Company and the shareholders' meeting of the Controlled Company and becomes effective upon its registration with the commercial register (Handelsregister) of the Controlled Company.*
2. *The loss absorption obligation pursuant to § 2 of this agreement shall apply for the first time from the beginning of the financial year of the Controlled Company in which this agreement becomes effective pursuant to para. 1. Otherwise, the provisions of this agreement shall apply as from the effectiveness of this agreement pursuant to para. 1.*

3. *This agreement is concluded for an indefinite period. This agreement may be terminated by each party with a notice period of two (2) weeks to the end of a month.*
4. *The right to terminate this agreement for good cause (wichtiger Grund) without observing a notice period remains unaffected. Good cause is deemed to exist in particular in the event of the merger, spin-off or liquidation of the Controlled Company or the Controlling Company, as well as the transfer of the Controlled Company or of an interest of more than 50% of the capital or voting rights in the Controlled Company.*
5. *The notice of termination must be in writing.*

§ 4

Final Provisions

1. *This agreement contains all provisions agreed upon between the Controlling Company and the Controlled Company in relation to the domination and absorption of losses. There are no ancillary agreements and they shall not be valid.*
2. *Amendments and supplements to this agreement must be made in writing unless a stricter form is required by law.*
3. *References to statutory provisions are made to the respective statutory provisions in the respective applicable version.*
4. *If any provision of this agreement is or becomes invalid and/or unenforceable in whole or in part, the validity or enforceability of the other provisions under this agreement remains unaffected. Any invalid or unenforceable provision shall be replaced by a valid and enforceable provision that comes as close as possible to the economic content of the invalid or unenforceable provision. The same applies to any gaps in the agreement.*
5. *The costs of this agreement shall be borne by the Controlling Company.*

The Draft Domination Agreement dated April 9, 2025 is outlined and explained in more detail in a joint written report of the Executive Board of ProSiebenSat.1 Media SE and the management of Joyn GmbH, which will be available on the Company's website at <https://www.prosiebensat1.com/en/annual-general-meeting> as from the date of convening the present shareholders' meeting.

The Executive Board and the Supervisory Board propose to resolve as follows:

The conclusion of the Domination Agreement between ProSiebenSat.1 Media SE as controlling company and Joyn GmbH as controlled company in the form of the Draft Domination Agreement dated April 9, 2025 is approved.

TOTAL NUMBER OF SHARES AND VOTING RIGHTS

The Company's share capital at the time of the publication of convocation of the general meeting in the Federal Gazette (*Bundesanzeiger*) amounts to EUR 233,000,000.00 and is divided into 233,000,000 registered no-par value shares. The total number of voting rights in the Company equals the total number of shares and, therefore, amounts to 233,000,000 at the time of the publication of the convocation of the general meeting in the Federal Gazette (*Bundesanzeiger*).

At the time of the publication of the convocation of the general meeting in the Federal Gazette (*Bundesanzeiger*), the Company holds a total number of 6,115,915 treasury shares. Treasury shares do not convey rights in the general meeting.

VIRTUAL GENERAL MEETING; SHAREHOLDERS' PORTAL

Pursuant to section 118a para. 1 sentence 1 AktG in conjunction with section 15a of the Articles of Association of the Company, the Executive Board of the Company has decided to hold the present general meeting without the physical of shareholders or their representatives at the venue of the general meeting as a virtual general meeting. Therefore, shareholders and their representatives (with the exception of the proxy representatives appointed by the Company) have no right and opportunity to be present at the venue of the meeting.

It is intended that the members of the Executive Board and the Supervisory Board are physically present at the venue of the general meeting.

We ask the shareholders to pay particular attention to the following information regarding the meeting procedure and the exercise of the shareholders' rights.

For eligible shareholders and their representatives, the entire general meeting will be broadcasted live over the password-protected online service, accessible via link on the website of the Company at

<https://www.prosiebensat1.com/en/annual-general-meeting>

(hereinafter: "**Shareholders' Portal**") by way of video and audio transmission.

Eligible shareholders and their representatives may connect to the general meeting electronically via the Shareholders' Portal and follow the entire general meeting live in video and audio as well as exercise shareholders' rights in accordance with the following provisions. Via the Shareholders' Portal, eligible shareholders and their representatives may, among other things, and in accordance with the procedure set out for this purpose, exercise their voting rights, make use of their right to speak and to request information, declare objections for the record and submit statements prior to the meeting.

REQUIREMENTS FOR ATTENDING THE VIRTUAL GENERAL MEETING AND FOR EXERCISING THE VOTING RIGHT

Shareholders are entitled to attend the virtual general meeting and to exercise their voting rights if they are listed in the Company's share register and have registered in time prior to the general meeting.

The registration must be sent in German or English and must be received by the Company no later than Wednesday, May 21, 2025, 24:00 hrs (registration period), as follows:

- either transmitted electronically via the Shareholders' Portal at the following website:
<https://www.prosiebensat1.com/en/annual-general-meeting>
- or, in text form at the following address:
ProSiebenSat.1 Media SE
c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de
- or, when transmitted by intermediaries pursuant to section 67c AktG, electronically via the following SWIFT address:
SWIFT: CMDHDEMXXX;
Instructions pursuant to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required

The information required for registering via the Shareholders' Portal and its use will be sent without request to shareholders who are listed in the Company's share register no later than the beginning of the 21st day before the general meeting (Wednesday, May 7, 2025, 00:00 a.m.). Additionally, a registration form will be available on the Company's website mentioned above.

In case shareholders should not receive the required information for using the Shareholders' Portal without request – e.g., because they were not yet listed in the share register on the date determinative for the dispatch – these documents will be sent to respective shareholders upon request; a registration form will also be sent to the shareholders upon request. A respective request must be sent to the above-mentioned registration address.

If a bank or another intermediary or any other person or association of individuals which pursuant to section 135 para. 8 AktG is treated like an intermediary, is listed as shareholder in the share register with respect to shares that it does not own, the respective person or institution is only allowed to exercise the voting rights embodied in these shares on the basis of an authorization of the holder of the shares.

The registration to the general meeting does not involve any restriction on the disposal of shares. Therefore, also after registration, shareholders are free to dispose of their shares. In relation to the Company, however, rights and obligations arising from shares exist only for and against the person listed in the share register (Art. 5 SE Regulation in conjunction with section 67 para. 2 sentence 1 AktG). With respect to the participation right and to the exercise of voting rights, the shareholding which is registered in the share register on the day of the general meeting is determinative. Such shareholding will equal the shareholding at the end of the last day of the registration period (Wednesday, May 21, 2025, 24:00 hrs; so-called Technical Record Date), as in the time period between Thursday, May 22, 2025, 00:00 a.m. until and including Wednesday, May 28, 2025, no amendments to the share register will be made. Acquirers of shares who, with respect to the acquired shares, are not yet listed in the share register at the end of the registration period, therefore, cannot exercise participation and voting rights of those shares in their own right. In these cases, the participation and voting rights remain with the shareholder who is listed in the share register with respect to the respective shares until the share register is amended.

NOTE ON THE TAKEOVER OFFER OF MFE-MEDIAFOREUROPE N.V.

On March 26, 2025, MFE-MEDIAFOREUROPE N.V. announced a voluntary takeover offer for all shares in ProSiebenSat.1 Media SE in accordance with Section 10 of the German Securities Acquisition and Takeover Act (*WpÜG*) (the **"MFE Takeover Offer"**). As of the date of publication of the convocation of this shareholders' meeting in the Federal Gazette, the associated offer document has not yet been published.

If, in the event that the acceptance period for the MFE Takeover Offer begins before the end of the registration period for this shareholders' meeting, shareholders accept the MFE Takeover Offer for shares they hold before the end of the registration period for the shareholders' meeting by having the relevant shareholding rebooked by their custodian bank to a separate securities identification number provided for this purpose, participation in the shareholders' meeting and the exercise of voting and other shareholder rights for these shares is only possible if the participation requirements are also met separately for these shares and the shareholders in question are therefore, in due time before the end of the registration period, also entered in the Company's share register for such shares booked under a separate securities identification number.

If the relevant shareholding has already been duly registered for the shareholders' meeting prior to its rebooking into the separate securities identification number and, as the case may be, also shareholder rights have already been exercised (in particular by exercising voting rights by means of electronic absentee voting or by granting power of attorney and issuing instructions to the proxies appointed by the Company), then such previous registration and, as the case may be, such previous exercise of shareholder rights are taken into account by the Company with respect to the relevant shareholding also without another registration or another exercise being required, if such shareholding booked under the separate securities identification number is registered in the share register under the previous shareholder number in due time prior to the end of the registration period for the shareholders' meeting.

Shareholders who have already registered for the shareholders' meeting and who accept the MFE Takeover Offer for all or part of their shareholding before the end of the registration period for this shareholders' meeting and who wish to continue to participate in the shareholders' meeting with respect to the shareholding tendered into the MFE Takeover Offer and exercise shareholder rights arising therefrom should therefore expressly instruct their custodian banks to have the shareholding tendered into the MFE Takeover Offer re-registered in the share register under the previous shareholder number without delay (prior to the end of the registration period).

(ELECTRONICAL) ABSENTEE VOTING

Eligible shareholders or their representatives may exercise their voting rights via electronic communication by absentee voting.

The Company must receive such absentee votes (as well as any amendments or revocations thereof) via the Shareholders' Portal at <https://www.prosiebensat1.com/en/annual-general-meeting> no later than by the time announced for the respective vote during the virtual general meeting by the chairman of the meeting on Wednesday, May 28, 2025.

Please note that no other means of communication will be available for the absentee voting, in particular, no absentee voting by mail.

PROCEDURE FOR VOTING BY PROXY REPRESENTATIVES APPOINTED BY THE COMPANY

To exercise the voting rights in the course of the virtual general meeting, the Company furthermore offers its eligible shareholders and their representatives the possibility to authorize proxy representatives appointed by the Company and bound by instructions.

The proxy representatives appointed by the Company must be given binding instructions for exercising the voting rights on the proxy form; they are obliged to exercise the voting rights in accordance with the instructions given to them. The representation by proxy representatives appointed by the Company is limited to exercising the voting rights as instructed; the proxy representatives appointed by the Company will not accept instructions for exercising other shareholder rights, in particular, to submit motions or ask questions or declare an objection. Granting proxies and providing instructions to the proxy representatives appointed by the Company requires text form; furthermore, this is possible also electronically by using the Shareholders' Portal or when transmitted by intermediaries pursuant to section 67c AktG via the SWIFT address mentioned below.

The Company must receive such proxies and instructions to the proxy representatives appointed by the Company (as well as any amendments or revocations of such proxies and instructions) as follows:

- either, via the Shareholders' Portal at <https://www.prosiebensat1.com/en/annual-general-meeting> no later than by the time announced for the respective vote during the virtual general meeting by the chairman of the meeting on Wednesday, May 28, 2025,
- or, no later than Tuesday, May 27, 2025, 6:00 p.m. at the following address:

ProSiebenSat.1 Media SE

c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

- or, when transmitted by intermediaries pursuant to section 67c AktG, no later than Tuesday, May 27, 2025, 6:00 p.m., via the following SWIFT address:

SWIFT: CMDHDEMMXXX;
Instructions pursuant to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required

A form for granting proxy and issuing instructions to the proxy representatives appointed by the Company will be available on the Company's website at <https://www.prosiebensat1.com/en/annual-general-meeting>.

PROCEDURE FOR VOTING BY OTHER REPRESENTATIVES

Furthermore, eligible shareholders have the option to grant proxy to another representative, also a bank or another intermediary or a shareholders' association, to exercise their voting right.

However, due to the holding of the general meeting as virtual general meeting, a physical presence of such representatives is not possible; therefore, such representatives may only exercise the voting right in the general meeting if they use absentee voting or grant (sub)proxy to the proxy representatives appointed by the Company.

If neither a bank, nor another intermediary, nor a shareholders' association, nor any other person or association of individuals which is treated like an intermediary pursuant to section 135 para. 8 AktG, is authorized, the granting of authorization, its revocation and the proof of authorization *vis-à-vis* the Company, require text form; furthermore, a proxy can be granted or revoked also electronically by using our Shareholders' Portal.

When granting a proxy to a bank or another intermediary, a shareholders' association, a proxy advisor or any other person or association of individuals which, pursuant to section 135 para. 8 AktG, is treated like an intermediary, the specific provisions of section 135 AktG apply which, *i.a.*, require the authorization to be kept verifiable. Therefore, exceptions from the general text form requirement may apply. However, if applicable, the respective proxy recipients might determine their own requirements for the form; shareholders, therefore, are asked to coordinate the respective form and proxy proceeding with the respective proxy recipients.

If the shareholder grants a proxy to more than one person, the Company may reject one or more of them.

Proxy forms which can be used for granting a proxy will be available on the Company's website at <https://www.prosiebensat1.com/en/annual-general-meeting>.

A proxy which is granted by declaration *vis-à-vis* the Company can be granted and revoked until the end of the general meeting on Wednesday, May 28, 2025, electronically by using the Shareholders' Portal at <https://www.prosiebensat1.com/en/annual-general-meeting>. If the representative shall exercise the voting right of the shareholder, it is important to ensure that the proxy is granted, or the proof of shareholding is submitted, in due time within the aforementioned deadlines.

In deviation thereof, in the event of granting a proxy to a bank, another intermediary, a shareholders' association, a proxy advisor, or any other person or association of individuals which is treated like an intermediary pursuant to section 135 para. 8 AktG, by using the Shareholders' Portal, the same timing restrictions apply as for granting proxies and instructions to the proxy representatives appointed by the Company (see explanations above).

Further, granting and revoking the proxy by declaration *vis-à-vis* the Company as well as the transmission of the proof of a proxy which was granted by declaration *vis-à-vis* the proxy recipient, or its revocation, respectively, can also be made as follows:

- either no later than Tuesday, May 27, 2025, 6:00 p.m., via the following address, to which, in particular, also electronic transmission by e-mail is possible:

ProSiebenSat.1 Media SE

c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

- or, when transmitted by intermediaries pursuant to section 67c AktG, no later than Tuesday, May 27, 2025, 6:00 p.m., electronically via the following SWIFT address

SWIFT: CMDHDEMMXXX;
Instructions pursuant to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required

The date of receipt by the Company is decisive in each case.

SUPPLEMENTARY INFORMATION ON THE EXERCISE OF VOTING RIGHTS

If the Company receives different declarations on the exercise of voting rights for the same shareholding by different means of transmission, these declarations will be taken into account in the following order: (1) via the Shareholder's Portal, (2) pursuant to section 67c paras. 1 and 2 sentence 3 AktG, (3) by e-mail, (4) by letter.

If an individual vote is held under an agenda item without this having been notified in advance of the general meeting, an instruction previously issued to the proxy representatives appointed by the Company to exercise the voting right with respect to such agenda item as a whole, or an absentee vote cast with respect to such agenda item as a whole, shall, in each case, except to the extent amended or revoked, also be deemed to be a corresponding instruction or corresponding vote for each item of the respective individual vote.

Likewise, an instruction issued to the proxy to exercise the voting right on the resolution proposal of the on agenda item 2 of the general meeting (resolution on the use of balance sheet profits) or an absentee vote cast with respect to such resolution proposal shall, in each case, except to the extent amended or revoked, also apply to a resolution proposal of the Boards which is put to the vote in the general meeting in a correspondingly adjusted form as a result of a change in the number of shares entitled to dividends.

An instruction issued to the proxy to vote in favor of the Boards' proposal for a resolution on an agenda item or a corresponding sub-item, or an absentee vote cast in favor of the Boards' proposal for the respective resolution, is simultaneously deemed to be an instruction to vote against any counter-motion (including a counter-motion in the form of an election proposal deviating from the Boards' proposal) on the respective agenda item or sub-item in question, or as the exercise of the voting right against the counter-motion in question, provided that there are no instructions to the contrary regarding the counter-motion or no statement to the contrary regarding the exercise of the voting right with regard to the counter-motion.

FURTHER INFORMATION REGARDING THE VOTING

The scheduled voting on agenda items 2 through 6, 8 as well as 10 through 15 is of binding, the scheduled voting on agenda items 7 and 9 is of recommendatory nature within the meaning of Table 3 of the Annex to the Implementing Regulation (EU) 2018/1212. In each case, there is the option to vote yes (in favor) or no (against) or to abstain from voting (abstention).

SHAREHOLDERS' RIGHT TO AN ADDITION TO THE AGENDA PURSUANT TO SECTION 122 PARA. 2 AKTG IN CONJUNCTION WITH ART. 56 SENTENCE 2 AND 3 OF THE SE REGULATION AND SECTION 50 PARA. 2 SEAG

Shareholders whose aggregate shareholdings represent 5% of the share capital, or the proportionate amount of EUR 500,000.00 of the share capital (this corresponds to 500,000 no-par value shares), may request that items be added to the agenda and published. Each new item of the agenda must also include a reasoning or a resolution proposal. The request must be addressed in writing (section 126 of the German Civil Code (*Bürgerliches Gesetzbuch*)) to the Executive Board of ProSiebenSat.1 Media SE and must have been received by the Company no later than Sunday, April 27, 2025, 24:00 hrs. Please send such requests to the following address:

ProSiebenSat.1 Media SE

– Vorstand –
Medienallee 7
85774 Unterföhring
Germany

Additions to the agenda to be published will – if they have not already been published together with the convocation of the general meeting – be published without undue delay the same way as the convocation.

SHAREHOLDERS' COUNTER-MOTIONS AND ELECTION PROPOSALS PURSUANT TO SECTIONS 126 PARA. 1 AND PARA. 4, 127 AKTG

Every shareholder has the right to transmit counter-motions to the proposals of the Executive Board and/or the Supervisory Board on specific agenda items as well as proposals regarding an election of Supervisory Board members or auditors provided for in the agenda.

Counter-motions and election proposals may be transmitted to the Company prior to the general meeting to the following address:

ProSiebenSat.1 Media SE
– **Aktieninformation** –
Medienallee 7
85774 Unterföhring
Germany
E-mail: hauptversammlung@prosiebensat1.com

Counter-motions and election proposals received by the Company at the above-mentioned address by no later than Tuesday, May 13, 2025, 24:00 hrs, will be made available without undue delay, including the shareholder's name and the reasoning (if any) as well as potential statements of the Boards, on the following website:

<https://www.prosiebensat1.com/en/annual-general-meeting>

Counter-motions and election proposals addressed differently will not be made available. Furthermore, the Company may, under certain additional conditions further specified in sections 126 and 127 AktG, respectively, partially or completely refrain from making counter-motions or election proposals available, or may summarize counter-motions or election proposals and their reasoning, respectively.

Motions or election proposals by shareholders which are to be made accessible pursuant to section 126 or section 127 AktG are deemed to have been submitted at the time they are made accessible pursuant to section 126 para. 4 sentence 1 AktG. This applies *mutatis mutandis* to motions relating to agenda items which are subsequently added to the agenda by separate announcement on the basis of a supplementary motion by shareholders pursuant to section 122 para. 2 AktG. The voting right regarding such motions or election proposals may be exercised as soon as the conditions for the exercise of the voting right set out above are fulfilled. If the shareholder making the motion or submitting the election proposal is not duly authorized and registered for the general meeting, the motion does not need to be dealt with at the virtual general meeting.

Counter-motions and election proposals may also be submitted during the virtual general meeting as part of the speech by means of video communication (see the explanations below).

SHAREHOLDERS' RIGHT TO SUBMIT STATEMENTS PURSUANT TO SECTION 130A PARAS. 1 THROUGH 4 AKTG

Shareholders who have duly registered for the general meeting or their representatives have the right to submit statements on agenda items prior to the general meeting by means of electronic communication (section 130a paras. 1 to 4 AktG).

Statements can be submitted in text form or in video format using the Shareholder's Portal at

<https://www.prosiebensat1.com/en/annual-general-meeting>

no later than five days prior to the virtual general meeting, *i.e.*, no later than Thursday, May 22, 2025, 24:00 hrs.

A statement in text form may include a maximum of 20,000 characters (including spaces).

The duration of a statement in video format shall not exceed five minutes. Only statements in video format in which the shareholder or his/her representative appears in person to make the statement are permissible.

The Company will publish statements that meet the above requirements, are submitted in German or English language and are to be made accessible in accordance with the statutory provisions, along with the names of the shareholders or their representatives submitting them, in the Shareholders' Portal no later than four days prior to the virtual general meeting, *i.e.*, no later than Friday, May 23, 2025, 24:00 hrs. Any statements by the Boards will also be published in the Shareholders' Portal.

The opportunity to submit statements does not constitute an opportunity to pre-submission of questions pursuant to section 131 para. 1a AktG. Any motions, election proposals, questions and objections to resolutions of the general meeting included in the statements will not be considered at the virtual general meeting. These are to be submitted separately and exclusively by the means and in the form as described in this convocation.

RIGHT TO SPEAK PURSUANT TO SECTION 130A PARA. 5 AND PARA. 6 AKTG

Shareholders or their representatives who are electronically connected to the meeting have the right to speak at the meeting by way of video communication. Motions and election proposals pursuant to section 118a para. 1 sentence 2 no. 3 AktG as well as requests for information pursuant to section 131 para. 1 AktG may be part of the speech.

At the day of the general meeting, a virtual registration table will be operated, expectably from 09:30 a.m. on, via the Shareholders' Portal at <https://www.prosiebensat1.com/en/annual-general-meeting>, through which electronically connected shareholders or their representatives may register to speak. As regards the speech, a camera and a microphone, accessible via the browser, must be available on the end devices. The chairman of the meeting will explain the procedure for requesting and speaking at the virtual general meeting in more detail.

The chairman of the meeting is authorized, in accordance with the more detailed provisions of section 17 para. 3 of the Company's Articles of Association, to reasonably restrict the time allowed for shareholders' questions and statements.

Pursuant to section 130a para. 6 AktG, the Company reserves the right to examine the operability of the video communication between the shareholder or representative and the Company during the meeting and prior to the speech, and to reject the speech if the operability is not ensured.

RIGHT TO REQUEST INFORMATION PURSUANT TO SECTION 131 AKTG

Pursuant to section 131 para. 1 AktG, shareholders or their representatives may request information from the Executive Board during the general meeting about matters pertaining to the Company, to the extent that such information is necessary to permit proper evaluation of an agenda item. The obligation to provide information also relates to the Company's legal and business relations with its affiliates, the situation of the group and any companies included in the consolidated financial statements.

The Executive Board may refuse to provide information under certain conditions set out in section 131 para. 3 AktG.

The right to obtain information pursuant to section 131 AktG may be exercised in the virtual general meeting only by means of video communication via the Shareholders' Portal, provided that the chairman of the meeting determines such procedure in accordance with section 131 para. 1f AktG. It is intended that such a determination will be made by the chairman of the meeting during the virtual general meeting.

Questions cannot be submitted prior to the virtual general meeting.

OBJECTIONS TO RESOLUTIONS OF THE GENERAL MEETING PURSUANT TO SECTION 118A PARA. 1 SENTENCE 2 NO. 8 AKTG IN CONJUNCTION WITH SECTION 245 AKTG

Shareholders or their representatives who are electronically connected to the general meeting have the right to declare objections to resolutions of the general meeting by way of electronic communication (section 118a para. 1 sentence 2 no. 8 AktG in conjunction with section 245 AktG). The objection may be declared via the Shareholders' Portal at <https://www.prosiebensat1.com/en/annual-general-meeting> from the beginning until the end of the virtual general meeting. The notary public has authorized the Company to receive objections via the Shareholders' Portal and will receive the same via the Shareholders' Portal.

BROADCASTING OF THE GENERAL MEETING ON THE SHAREHOLDERS' PORTAL AND ON THE INTERNET

Shareholders have the opportunity to follow the entire general meeting via the Shareholders' Portal at

<https://www.prosiebensat1.com/en/annual-general-meeting>

by live audio and video transmission over the internet. This possibility is also available to shareholders who have not, or have not duly, registered for the general meeting. However, such shareholders may follow the general meeting as spectators only and may not join the meeting as electronically connected participants (and thus may not exercise any shareholder rights during the meeting).

The information required for the use of the Shareholders' Portal will be sent to those shareholders registered in the Company's share register at the relevant time without request. In the case of shareholders who have registered for the electronic delivery of the general meeting-related documents, the documents will be sent in the form of an electronic link. Representatives will receive their own access data to the Shareholders' Portal.

The broadcasting of the general meeting described above will not enable the shareholders to participate online in the general meeting within the meaning of section 118 para. 1 sentence 2 AktG in conjunction with section 16 para. 5 of the Company's Articles of Association, nor to exercise the voting right via electronic participation within the meaning of section 118a para. 1 sentence 2 no. 2 AktG.

Subject to a permission by the chairman of the meeting and technical availability, it is further intended to offer to the interested public the opportunity to follow the general meeting via audio and video transmission on the internet at

<https://www.prosiebensat1.com/en/annual-general-meeting>

until the general debate commences. Furthermore, it is intended to enable certain selected media representatives to follow the entire general meeting via audio and video transmission.

ADDITIONAL EXPLANATIONS AND INFORMATION ON THE COMPANY'S WEBSITE

Further explanations on the shareholders' rights pursuant to section 122 para. 2 AktG in conjunction with Art. 56 sentence 2 and 3 of the SE Regulation and section 50 para. 2 SEAG, section 126 para. 1 and 4, section 127, section 130a and section 131 AktG, the content of the convocation, as well as the further information and documents on this year's ordinary general meeting of the Company pursuant to section 124a AktG, will be made available on following website of the Company:

<https://www.prosiebensat1.com/en/annual-general-meeting>

These explanations, information and documents will also be accessible there during the virtual general meeting itself.

Additional information, documents and forms related to the general meeting are also provided on the aforementioned website.

TIME DETAILS

Unless expressly stated otherwise, all times stated in this invitation to the general meeting are times in Central European Summer Time (CEST). Coordinated Universal Time (UTC) corresponds to Central European Summer Time (CEST) minus two hours.

Unterföhring, April 2025

ProSiebenSat.1 Media SE
The Executive Board

INFORMATION FOR SHAREHOLDERS AND SHAREHOLDER REPRESENTATIVES REGARDING DATA PROTECTION IN CONNECTION WITH THE (VIRTUAL) GENERAL MEETING

ProSiebenSat.1 Media SE processes personal data on the basis of the applicable data protection rules to enable the shareholders the exercise of their rights in connection with the general meeting as well as to comply with other legal requirements it is subject to in connection with the general meeting. Controller within the meaning of Art. 4 no. 7 of the General Data Protection Regulation (“**GDPR**”) is

ProSiebenSat.1 Media SE

Medienallee 7
85774 Unterföhring
Germany
E-mail: aktie@prosiebensat1.com

You can reach the data protection officer of ProSiebenSat.1 Media SE as follows:

ProSiebenSat.1 Media SE

Group Data Protection Officer
Medienallee 7
85774 Unterföhring
Germany
E-mail: datenschutz@prosiebensat1.com

In particular, the following personal data of the shareholder is processed: First and last name, place of residence or seat, address, e-mail address, number of shares, class of shares, postal votes, instructions to proxy representatives, type of share ownership and the speech of the respective shareholder or their representative including questions and motions therein, pre-submitted statements and, furthermore, various technical data, which are automatically transmitted by the browser of the respective shareholder or their representative while using the Shareholders' Portal. With respect to shareholder representatives, first and last name and address will be processed. To the extent such personal data are not indicated by the shareholders, in particular, in connection with the registration to the general meeting, also the share register administrator (Computershare Deutschland GmbH & Co. KG) as well as the depository bank (generally transferred via Clearstream Banking AG) transfer their personal data to ProSiebenSat.1 Media SE.

The processing of personal data is necessary for compliance with the legal obligations of ProSiebenSat.1 Media SE in connection with the general meeting. The legal basis for the processing is Art. 6 para. 1 lit. (c) GDPR. In addition, data processing that is useful for the organization of the general meeting may be carried out on the basis of overriding legitimate interests (Art. 6 para. 1 lit. (f) GDPR).

The personal data will be stored as long as it is necessary to comply with the legal obligations of ProSiebenSat.1 Media SE or as long as ProSiebenSat.1 Media SE has a legitimate interest in the storage; afterwards, the personal data will be deleted. Data collected in connection with general meetings are stored, as a rule, for a period of up to three years, unless a longer processing of the data is required in the individual case for the purpose of processing applications, decisions or legal proceedings in connection with the general meeting or for any other reasons.

For the purpose of organizing and processing the general meeting, ProSiebenSat.1 Media SE engages external service providers with their seat in the EU. These service providers only receive such personal data from ProSiebenSat.1 Media SE which is required for the provision of the respective service and process such data only in accordance with the instructions by ProSiebenSat.1 Media SE.

Apart from that, personal data is made available to third parties, in particular, shareholders and shareholder representatives, in accordance with statutory provisions in connection with the general meeting, namely via the list of participants (section 129 AktG), in connection with the publication of shareholder requests to add items to the agenda (section 122 para. 2 AktG) as well as of counter-motions and election proposals by shareholders (sections 126, 127 AktG). The same applies to personal data in statements submitted prior to the virtual general meeting as well as the speeches made during the general meeting. The Company may disclose the name and, if applicable, the seat/place of residence of the shareholders or their representatives that submit statements or deliver speeches. The speeches will be made accessible by audio and video transmission to the shareholders and shareholder representatives during the general meeting; submitted statements will be made accessible to shareholders and shareholder representatives in the Shareholders' Portal subject to the relevant conditions.

In relation to the processing of personal data, shareholders and shareholder representatives may, subject to the respective legal prerequisites, demand from ProSiebenSat.1 Media SE access to the personal data pursuant to Art. 15 GDPR, rectification pursuant to Art. 16 GDPR, erasure pursuant to Art. 17 GDPR as well as restriction of processing pursuant to Art. 18 GDPR; additionally, subject to the respective legal prerequisites, there is a right to data portability pursuant to Art. 20 GDPR and a right to object to the processing of personal data pursuant to Art. 21 GDPR. Shareholders and shareholder representatives may exercise these rights free of charge *vis-à-vis* ProSiebenSat.1 Media SE via the e-mail address

datenschutz@prosiebensat1.com

or by using the following contact information:

ProSiebenSat.1 Media SE
Group Data Protection Officer
Medienallee 7
85774 Unterföhring
Germany

Additionally, shareholders and shareholder representatives have the right to lodge a complaint with a data protection supervisory authority pursuant to Art. 77 GDPR.

Further information regarding the data protection of shareholders is available on our website at <https://www.prosiebensat1.com/en/investor-relations/service-for-shareholders/data-protection>.

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Phone + 49 (0) 89 9507-10

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