

**Voting results of the  
Annual General Meeting of Shareholders of ProSiebenSat.1 Media AG  
on June 26, 2014, Munich**

Agenda Item	Presence	in % of the total nominal capital	Valid votes	Valid votes in % of the present capital	Valid votes in % of the nominal capital	Yes-votes	Yes-votes in % of the valid votes	No-votes	No-votes in % of the valid votes	Result
Agenda Item 2 Use of distributable net income	113,770,365	51.998	113,547,644	99.804	51.896	113,535,179	99.989	12,465	0.011	adopted
Agenda Item 3 Formal approval of acts of the Executive Board	113,770,365	51.998	113,537,042	99.795	51.892	113,191,099	99.695	345,943	0.305	adopted
Agenda Item 4 Formal approval of acts of the Supervisory Board	113,770,365	51.998	111,636,073	98.124	51.023	110,616,983	99.087	1,019,090	0.913	adopted
Agenda Item 5 Appointment of auditor	113,770,365	51.998	113,527,966	99.787	51.887	112,532,178	99.123	995,788	0.877	adopted
Agenda Item 6 Elections of Supervisory Board members										
a) Mr. Lawrence Aidem	113,770,365	51.998	113,528,062	99.787	51.887	113,322,333	99.819	205,729	0.181	adopted
b) Mrs. Antoinette (Annet) P. Aris	113,770,365	51.998	113,529,063	99.788	51.888	113,327,221	99.822	201,842	0.178	adopted
c) Dr. Werner Brandt	113,770,365	51.998	109,931,413	96.626	50.244	97,163,442	88.386	12,767,971	11.614	adopted
d) Mr. Adam Cahan	113,770,365	51.998	113,528,396	99.787	51.888	113,320,974	99.817	207,422	0.183	adopted
e) Mr. Stefan Dziarski	113,770,365	51.998	111,628,368	98.117	51.019	109,398,479	98.002	2,229,889	1.998	adopted
f) Mr. Philipp Freise	113,770,365	51.998	111,626,315	98.116	51.018	109,391,178	97.998	2,235,137	2.002	adopted
g) Dr. Marion Helmes	113,770,365	51.998	113,530,262	99.789	51.888	113,336,749	99.830	193,513	0.170	adopted
h) Mr. Erik Adrianus Hubertus Huggers	113,770,365	51.998	113,528,926	99.788	51.888	113,328,884	99.824	200,042	0.176	adopted
i) Prof. Dr. Harald Wiedmann	113,770,365	51.998	111,630,464	98.119	51.020	111,245,835	99.655	384,629	0.345	adopted
Agenda Item 7 Amendment of remuneration for Supervisory Board members	113,770,365	51.998	113,460,452	99.728	51.856	111,426,426	98.207	2,034,026	1.793	adopted
Agenda Item 8 Authorised Capital	No Resolution									

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Agenda Item 9.1 Authorisation to issue Convertible and/or Option Bonds	No Resolution									
Agenda Item 9.2 Contingent Capital	No Resolution									
Agenda Item 10 Amendment of Articles of Incorporation (Abrogation of Sec. 16b of the Articles of Incorporation)	113,770,365	51.998	113,535,310	99.793	51.891	113,516,770	99.984	18,540	0.016	adopted
Agenda Item 11.1 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Produktion GmbH	113,770,365	51.998	113,541,574	99.799	51.894	113,538,313	99.997	3,261	0.003	adopted
Agenda Item 11.2 Approval of amendment of domination and profit and loss transfer agreement with maxdome GmbH	113,770,365	51.998	113,541,033	99.798	51.893	113,536,286	99.996	4,747	0.004	adopted
Agenda Item 11.3 Approval of amendment of domination and profit and loss transfer agreement with Seven Scores Musikverlag GmbH	113,770,365	51.998	113,541,478	99.799	51.894	113,534,866	99.994	6,612	0.006	adopted
Agenda Item 11.4 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Adjacent Holding GmbH	113,770,365	51.998	113,541,101	99.799	51.893	113,537,626	99.997	3,475	0.003	adopted
Agenda Item 11.5 Approval of amendment of domination agreement with PSH Entertainment GmbH	113,770,365	51.998	113,540,678	99.798	51.893	113,536,347	99.996	4,331	0.004	adopted
Agenda Item 11.6 Approval of amendment of domination agreement with ProSiebenSat.1 Digital & Adjacent GmbH	113,770,365	51.998	113,540,750	99.798	51.893	113,536,926	99.997	3,824	0.003	adopted
Agenda Item 11.7 Approval of amendment of profit and loss transfer agreement with 9Live Fernsehen GmbH	113,770,365	51.998	113,538,284	99.796	51.892	113,533,082	99.995	5,202	0.005	adopted
Agenda Item 11.8 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Erste Verwaltungsgesellschaft mbH	113,770,365	51.998	113,540,030	99.798	51.893	113,536,566	99.997	3,464	0.003	adopted

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Agenda Item 11.9 Approval of amendment of domination and profit and loss transfer agreement with SevenOne Brands GmbH	113,770,365	51.998	113,538,265	99.796	51.892	113,532,734	99.995	5,531	0.005	adopted
Agenda Item 11.10 Approval of amendment of domination and profit and loss transfer agreement with P7S1 Erste SBS Holding GmbH	113,770,365	51.998	113,538,430	99.796	51.892	113,533,998	99.996	4,432	0.004	adopted
Agenda Item 11.11 Approval of amendment of domination and profit and loss transfer agreement with P7S1 Zweite SBS Holding GmbH	113,770,365	51.998	113,538,250	99.796	51.892	113,533,583	99.996	4,667	0.004	adopted
Agenda Item 11.12 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Applications GmbH	113,770,365	51.998	113,539,180	99.797	51.892	113,535,936	99.997	3,244	0.003	adopted
Agenda Item 11.13 Approval of amendment of domination and profit and loss transfer agreement with Red Arrow Entertainment Group GmbH	113,770,365	51.998	113,538,995	99.797	51.892	113,534,187	99.996	4,808	0.004	adopted
Agenda Item 11.14 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 TV Deutschland GmbH	113,770,365	51.998	113,541,683	99.799	51.894	113,537,751	99.997	3,932	0.003	adopted
Agenda Item 11.15 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Achte Verwaltungsgesellschaft mbH	113,770,365	51.998	113,538,882	99.797	51.892	113,535,438	99.997	3,444	0.003	adopted
Agenda Item 11.16 Approval of amendment of profit and loss transfer agreement with PSH Entertainment GmbH	113,770,365	51.998	113,538,428	99.796	51.892	113,533,814	99.996	4,614	0.004	adopted
Agenda Item 11.17 Approval of amendment of profit and loss transfer agreement with ProSiebenSat.1 Digital & Adjacent GmbH	113,770,365	51.998	113,539,514	99.797	51.893	113,535,569	99.997	3,945	0.003	adopted

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Agenda Item 11.18 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Vierzehnte Verwaltungsgesellschaft mbH	113,770,365	51.998	113,539,363	99.797	51.893	113,534,299	99.996	5,064	0.004	adopted
Agenda Item 11.19 Approval of amendment of domination and profit and loss transfer agreement with ProSiebenSat.1 Fünfzehnte Verwaltungsgesellschaft mbH	113,770,365	51.998	113,539,380	99.797	51.893	113,534,221	99.996	5,159	0.004	adopted
Agenda Item 11.20 Approval of amendment of domination and profit and loss transfer agreement with SevenVentures GmbH	113,770,365	51.998	113,537,418	99.795	51.892	113,533,537	99.997	3,881	0.003	adopted
Agenda Item 11.21 Approval of amendment of domination agreement with 9Live Fernsehen GmbH	113,770,365	51.998	113,537,453	99.795	51.892	113,531,365	99.995	6,088	0.005	adopted