

**CONVENIENCE TRANSLATION. FOR READING PURPOSES ONLY!**



**Annual General Meeting of ProSiebenSat.1 Media SE  
on June 30, 2016**

**Total number of shares and voting rights at the time of the publication of convocation of the shareholders' meeting pursuant to section 124a sentence 1 No. 4 of the German Stock Corporation Act**

The Company's share capital at the time of the publication of convocation of the shareholders' meeting in the Federal Gazette (*Bundesanzeiger*) amounts to EUR 218,797,200.00 and is divided into 218,797,200 registered no-par value shares. The total number of voting rights in the Company equals the total number of shares and, therefore, amounts to 218,797,200 at the time of the publication of convocation of the shareholders' meeting in the Federal Gazette (*Bundesanzeiger*).

At the time of the publication of convocation of this year's shareholders' meeting in the Federal Gazette (*Bundesanzeiger*), the Company holds a total number of 4,278,650 own treasury shares. Treasury shares do not convey rights in the shareholders' meeting.