



PRESS RELEASE

ORDINARY AND EXTRAORDINARY SHAREHOLDERS - FILING DOCUMENTATION -

Turin, 26 January 2016 - Further to the announcement made by the Company on 20 January 2016 and with reference to the notice of call of the Ordinary and Extraordinary Shareholders' Meeting convened for 8 March 2016, Seat PG announces that have been made available to the public through a filing at the Company's registered office in Turin, Corso Mortara 22, on the corporate website www.seat.it, and on the centralized storage mechanism called "Nis-Storage" – viewable at www.emarketstorage.com, managed by Bit Market Services S.p.A. authorized by CONSOB through resolution no. 19067 dated 19 November 2014 - along with the related proposed resolution and all other relevant document and/or information:

- i) Explanatory report relating to the first item on the agenda of the Ordinary Shareholders' Meeting, including its annex (appointment of one board member)
- ii) Explanatory Report on the second item on the agenda of the above-mentioned Ordinary Shareholders' Meeting (appointment of an alternate statutory auditor)
- iii) Explanatory report on the third item on the agenda of the Ordinary Shareholders' Meeting (approval of the stock option plan called "2014-2018 Stock Option Plan") enclosing The Information Document on the "Stock Option Plan 2014-2018" *drafted pursuant to article 84-bis of the so called Issuers' Regulation;*
- iv) *Merger Plan relating to the merger by incorporation of Italiaonline S.p.A. into Seat Pagine Gialle S.p.A. drawn up pursuant to and to the effects of articles 2501-ter and 2501-bis, paragraph 2, of the Italian Civil Code;*
- v) *Expert report prepared by PricewaterhouseCoopers S.p.A. pursuant to articles 2501-sexies and 2501 bis, paragraph 4, of the Italian Civil Code;*
- vi) *Financial statements of Italiaonline and Seat for the years 2012, 2013 and 2014;*
- vii) Explanatory report of the board of directors of Seat Pagine Gialle S.p.A. relating to *merger by incorporation of Italiaonline S.p.A. into Seat Pagine Gialle S.p.A.*, drawn pursuant to articles 2501-quinquies and 2501-bis, paragraph 3, of the Italian civil code and of article 70, paragraph 2, of the so called Issuers' Regulation;
- viii) Interim financial report of Seat and Italiaonline as at September 30, 2015;
- ix) Information document relating to the *merger by incorporation of Italiaonline S.p.A. into Seat Pagine Gialle S.p.A. as transaction with related parties* drawn up pursuant to article 5 of CONSOB Regulation No. 17221 of 12 March 2010, subsequently amended and its annexes;
- x) Explanatory report of the board of directors relating the delegation to increase the share capital pursuant to article 2443 of the Italian Civil Code with exclusion of the option rights pursuant to article 2441, paragraphs 5, 6 and 8, of the Italian civil code to be reserved for subscription to the beneficiaries of the "2014-2018 Stock Option Plan";

- xi) Explanatory report of the board of directors relating to the delegation to increase the share capital pursuant to article 2443 of the Italian Civil Code with exclusion of the option rights pursuant to article 2441, paragraph 4, of the Italian civil code.

* * *

Contacts

Investor Relation Seat Pagine Gialle

Leonardo Fava

investor.relations@seat.it

Tel. +39.011.435.2600

Affari societari Seat Pagine Gialle

ufficio.societario@seat.it

Media Relations Italiaonline/Seat Pagine Gialle

Image Building

Simona Raffaelli, Arturo Salerni

Tel. +39.02.89011300

Italiaonline@imagebuilding.it

This press release is a translation. The Italian version will prevail. This press release is a translation.