



Ad hoc notification

In accordance with Section 17 MAR (1) MAR

GfK SE: Cash compensation for GfK shares as part of the squeeze-out of minority shareholders fixed at EUR 46.08 per share

Nuernberg, June 2, 2017 – Publication of an ad hoc announcement pursuant to Art. 17 MAR

Today Acceleratio Capital N.V. with registered office in Amsterdam, the Netherlands, confirmed its request first announced on March 22, 2017 and submitted to the management board of GfK SE on March 30, 2017 pursuant to Art. 9 (1) c) ii) of the SE Regulation in conjunction with § 327a (1) of the German Stock Corporation Act (AktG) and specified that the general meeting of GfK SE is to resolve on the transfer of the shares of the remaining shareholders (minority shareholders) of GfK SE to Acceleratio Capital N.V. as principal shareholder in exchange for an adequate cash compensation (squeeze-out).

Acceleratio Capital N.V. has fixed the cash compensation for the transfer of the shares of the minority shareholders of GfK SE to Acceleratio Capital N.V. at EUR 46.08 per no-par value bearer share of GfK SE. A valuation of the company performed by Ebner Stolz GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, appointed by the principal shareholder, based on the capitalized earnings value method (Ertragswertverfahren) has shown that the enterprise value of GfK SE is approx. EUR 1.4614 billion and EUR 40.03 per issued share. The volume-weighted average price in the three-month period prior to announcement of the squeeze-out on 22 March 2017 is EUR 46.08.

The required resolution is to be adopted at the annual general meeting of GfK SE scheduled to be held on 21 July 2017.

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