



Comunicato Stampa
Closing Fila

Closing Fila – RCS MediaGroup: Fila Holding cede tutte le partecipazioni operative a Sport Brands International. Si conclude il processo di riposizionamento del Gruppo nell’editoria.

RCS MediaGroup comunica che la propria controllata Fila Holding (91,1% RCS MediaGroup), in esecuzione dell'accordo del 7 marzo scorso, ha ceduto a Sport Brands International LLC (controllata dal fondo privato di investimenti americano Cerberus) le proprie partecipazioni operative Fila Nederland BV, Fila Sport S.p.A., Ciesse Piumini Srl e Fila USA Inc.. Il prezzo della vendita è di 351 milioni di dollari/USA, al lordo dell’indebitamento finanziario al 31 dicembre scorso di 295 milioni di euro. L’operazione genererà effetti economici positivi per il Gruppo.

Con la cessione delle attività Fila, RCS MediaGroup esce anche dal settore dell’abbigliamento sportivo, portando a compimento il processo di dismissione delle attività del settore moda avviato nello scorso esercizio. In portafoglio rimane infatti la sola proprietà di Joseph Abboud, dinamico marchio statunitense con andamento positivo sul mercato.

RCS MediaGroup procederà all’offerta di acquisto di 8.6 milioni di azioni/ADS (American Depositary Shares) di Fila Holding ancora sul mercato al prezzo di 1,12 dollari/USA per ogni azione/ADS. L’offerta di acquisto ha lo scopo di ritirare il titolo Fila dal New York Stock Exchange.

Milano, 10 giugno 2003

RCS MediaGroup
Direzione Comunicazione



Press Release
The Closing of Fila

The Closing of Fila – RCS MediaGroup: Fila Holding transfers to Sport Brands International all its operating interests. The re-positioning process of the Group in the publishing sector here comes to an end.

RCS MediaGroup announces that, as contemplated in the agreement reached on March 7th 2003, its controlled company Fila Holding (in which RCS MediaGroup has a 91.1% interest) has transferred to Sport Brands International LLC (an affiliate of the American private investment fund Cerberus) its own operating interests in Fila Nederland BV, Fila Sport S.p.A., Ciesse Piumini Srl and Fila USA Inc.. The price agreed on for the sale amounts to USD 351 million, including the assumption of the net financial indebtedness as of December 31st, 2002 that amounted to € 295 million. The operation shall generate positive economic results for the Group.

With the transfer of all the operating assets of Fila, RCS MediaGroup exit also from the sportswear sector, thus concluding the transfer process, started last year, of all its activities in the fashion and clothing sector. As a matter of fact, the portfolio now includes only the property of Joseph Abboud, a dynamic US brand that is showing a very positive result on the market.

RCS MediaGroup will proceed with the purchase offer for the 8.6 million shares/ADS (American Depositary Shares) of Fila Holding that are still on the market for a purchase price equal to USD 1.12 for each share/ADS. The purchase offer will be conducted with the aim to take Fila private.

Milan, June 10th 2003

RCS MediaGroup
Communication Department

THIS PRESS RELEASE IS FOR INFORMATIONAL PURPOSES ONLY AND IS NOT AN OFFER TO BUY, OR THE SOLICITATION OF AN OFFER TO SELL, ANY FILA ORDINARY SHARES OR AMERICAN DEPOSITARY SHARES. UPON COMMENCEMENT OF THE OFFER TO PURCHASE FILA ORDINARY SHARES AND AMERICAN DEPOSITARY SHARES IN THE U.S., HDP WILL FILE WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION AN AMENDMENT TO ITS SCHEDULE TO AND RELATED EXHIBITS, INCLUDING AN OFFER TO PURCHASE, A LETTER OF TRANSMITTAL AND OTHER DOCUMENTS RELATED TO THE OFFER. ALL OF THE TERMS OF THE OFFER WILL BE CONTAINED IN THE OFFER TO PURCHASE, THE LETTER OF TRANSMITTAL AND THE RELATED ANCILLARY OFFER DOCUMENTS FILED UNDER COVER OF AN AMENDMENT TO HDP'S SCHEDULE TO. FOLLOWING THE LAUNCH OF THE OFFER, THESE DOCUMENTS WILL BE SENT TO HOLDERS OF FILA ORDINARY SHARES AND AMERICAN DEPOSITARY SHARES IN THE U.S. FREE OF CHARGE. UPON RECEIPT, YOU WILL NEED TO READ THOSE MATERIALS CAREFULLY BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION, INCLUDING THE VARIOUS TERMS AND CONDITIONS OF THE OFFER. COPIES OF AMENDMENTS TO HDP'S SCHEDULE TO, THE RELATED EXHIBITS AND OTHER DOCUMENTS FILED BY HDP AND FILA WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION MAY BE OBTAINED FREE OF CHARGE THROUGH THE U.S. SECURITIES AND EXCHANGE COMMISSION'S WEB SITE AT WWW.SEC.GOV.

Comunicato stampa FILA

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Biella, Italia, 10 Giugno 2003 - Fila Holding S.p.A. (NYSE:FLH) comunica che, essendo state soddisfatte le condizioni previste dal precedente accordo firmato il 7 marzo 2003, in data odierna è stata data l'esecuzione alla vendita delle attività operative di Fila Holding S.p.A. attraverso la cessione delle quote di controllo delle società Fila Nederland BV, Fila Sport S.p.A., Ciesse Piumini SRL e Fila USA Inc. a Sport Brands International LLC, una controllata del fondo privato di investimenti americano Cerberus. Le società cedute costituiscono le attuali attività operative di Fila.

Il prezzo di cessione è di US\$ 351 milioni, al lordo dell'indebitamento finanziario consolidato al 31 dicembre 2002, e Sport Brands International si assume tutti i debiti finanziari contratti da Fila a partire dal 1 gennaio 2003.

A vendita conclusa, le attività di Fila Holding ammontano a US\$ 30-35 milioni rappresentati sostanzialmente da cassa.

La Società conferma, inoltre, l'intenzione di reinvestire la liquidità resa disponibile dall'operazione in nuove attività nel settore della comunicazione.



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FILA Press Release

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June 10, 2003 (Biella, Italy) -- Fila Holding S.p.A. (NYSE:FLH) announced today that, having satisfied all the conditions provided for in the agreement signed on March 7, 2003, it has concluded the sale of 100% of its direct subsidiaries, Fila Nederland BV, Fila Sport S.p.A., Ciesse Piumini SRL and Fila USA Inc., to Sport Brands International LLC, an affiliate of Cerberus, a U.S.-based private investment fund manager. These subsidiaries constitute all of Fila's operating businesses.

In addition to paying a cash purchase price of U.S.\$ 351 million at closing, which includes all consolidated financial debt of the Fila group as of December 31, 2002, Sport Brands International assumed all financial debt incurred by the Fila group since January 1, 2003.

After the sale, the assets of Fila Holding consist entirely of \$ 30-35 million in cash.

The Company announced that it plans to reinvest the net proceeds of the sale in new activities in the media and publishing sector.

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The statements contained in this press release that are not historical facts are "forward-looking statements" (as defined by the U.S. Private Securities Reform Act of 1995). Although Fila believes any such statements are based on reasonable assumptions, there is no assurance that actual outcome will not be materially different. Any such statements are made in reliance on the "safe harbor" protections provided under the U.S. Private Securities Reform Act of 1995. Additional information about issues that could lead to material changes in outcome is contained in Fila's recent filings with the U.S. Securities and Exchange Commission. Fila undertakes no obligation to update forward-looking statements.



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