



Established 1834  
**The Gleaner**  
Company Limited



**COMMUNICATIONS GROUP**  
Reaching you in every way!

# PROPOSED SCHEME OF ARRANGEMENT FOR AMALGAMATION - ANTICIPATED SYNERGIES AND TRANSACTION COSTS (UPDATE)



The following is further information to help shareholders assess the financial benefits of the proposed amalgamation, especially in terms of the anticipated synergies\* of which the companies have spoken.

Management has presented their respective boards with plans to capture expected pre-tax synergies in the range of J\$275 - J\$450 Million within the first two to three years of transaction completion:

1. Cost synergies, at conservative levels, could be in the order of J\$200 to 300 million per year.
2. Additional revenue synergies from joint initiatives could yield in the order of J\$75M to \$150M
3. Management's aim would be to recover the one-off cost of unlocking identified synergies, through annual savings generated therefrom.
4. Capital avoidance through eliminating duplication of spend is expected to drive further value.
5. Transaction and advisory costs are estimated: J\$100-150 million. This includes advisor costs (for legal, valuation, Fairness opinions, other advisory), stamp duty, etc.

Both boards are of the view that RJR and Gleaner shareholders will ultimately be better off when the anticipated synergies are realized from integration.

## BACKGROUND

On August 5, 2015, the boards of Radio Jamaica Limited (RJR) and The Gleaner Company Limited (Gleaner) announced the signing of an agreement which, if approved, would see the combination of their respective media businesses.

Radio Jamaica Limited and The Gleaner Company Limited may post additional information on their respective websites ([www.rjrgroup.com](http://www.rjrgroup.com) and [www.jamaica-gleaner.com](http://www.jamaica-gleaner.com)) and on the Jamaica Stock Exchange website ([www.jamstockex.com](http://www.jamstockex.com)) and so you should monitor those sites for further information or updates.

December 15, 2015

\* Shareholders are reminded that the anticipated synergies are forward-looking statements and there are risks (both known and unknown), assumptions and other important factors that could cause the actual performance of the proposed merged entity to be materially different from the anticipated performance, and no representation, assurance or guarantee can be given that the events involving any forward-looking statements or expectations will actually occur.