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## **Mediagrif Announces \$30 million Private Placement of Common Shares**

**Longueuil, Canada** – November 22, 2012: Mediagrif Interactive Technologies Inc. (“Mediagrif”) (TSX: MDF), a world-leading provider of e-commerce solutions, announced today that it has entered into a bought deal agreement with National Bank Financial Inc. and a syndicate of underwriters (collectively the “Underwriters”) to issue, by way of a private placement, 1.7 million common shares (the “Shares”) of Mediagrif from treasury at a price of \$17.50 per Share for gross proceeds of approximately \$30 million (the “Offering”).

The Underwriters will be granted an option, exercisable not later than 48 hours prior to the closing of the Offering, to sell additional Shares for aggregate proceeds of up to an additional \$5 million.

The Offering is expected to close on or about December 6, 2012 and is subject to certain closing conditions, including the receipt of all necessary regulatory approvals, including approval of the Toronto Stock Exchange.

Mediagrif intends to use the net proceeds from the Offering to reduce its indebtedness and for general corporate purposes.

The Offering will be sold on a private placement basis pursuant to “accredited investor” exemptions under National Instrument 45-106 and certain other available and agreed upon exemptions.

This press release is not an offer to sell or the solicitation of an offer to buy securities in the United States. The Shares being offered have not been and will not be registered under the *United States Securities Act of 1933* and, accordingly, will not be offered, sold or delivered, directly or indirectly, within the United States, absent an exemption from registration.

### **About Mediagrif Interactive Technologies Inc.**

[Mediagrif Interactive Technologies Inc.](#) (TSX: MDF) delivers innovative e-commerce solutions to businesses since 1996. Its web platforms enable clients to find, purchase and sell products, exchange information, gain access to business opportunities and manage supply chain

collaboration with greater speed and efficiency. The Company provides e-commerce solutions in the fields of electronic components, computer equipment and telecommunications, medical equipment, automotive aftermarket, wine & spirits, diamonds and jewelry, classified ads, supply chain collaboration and government opportunities. Mediagrif has its headquarters in Longueuil and has offices in North America and Asia. For more information, please visit us at [www.mediagrif.com](http://www.mediagrif.com) or call 1 877 677-9088.

### **Forward-Looking Statements**

This press release contains certain forward-looking statements with respect to the Company. These forward-looking statements, by their nature, necessarily involve risks and uncertainties that could cause actual results to differ materially from those contemplated by these forward-looking statements. We consider the assumptions on which these forward-looking statements are based to be reasonable, but caution the reader that these assumptions regarding future events, many of which are beyond our control, may ultimately prove to be incorrect since they are subject to risks and uncertainties that affect us. We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable securities legislation. Unless otherwise indicated, all amounts are in Canadian dollars.

### **For further information:**

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