



PROMOTORA DE INFORMACIONES, S.A. ORDINARY SHAREHOLDERS MEETING (June 30, 2017)

REMOTE VOTING

Form for remote voting for Ordinary Meeting of PROMOTORA DE INFORMACIONES, S.A. to be held at 12:30 pm on June 29, 2017, at Teatro Real de Madrid, Plaza de Oriente s/n, Madrid 28013, on first call, and if the necessary quorum is not achieved, at the same place and at the same time on June 30, 2017, on second call. The General Meeting is expected to be held on second call, that is, on June 30, 2017, at the place and time indicated above.

Shareholders wishing to vote regarding the proposals on the Agenda:

If prior to the holding of the Meeting the shareholder wishes to vote remotely regarding the proposals of resolutions submitted by the Board of Directors regarding the items on the Agenda for this Meeting, it must check the corresponding box with an X, depending upon the sense of the vote or abstention.

Table with 10 columns: Item of the Agenda, 1°, 2°, 3°, 4.1, 4.2, 5°, 6°, 7°, 8°. Rows: In favor, Against, Abstention.

In the event that the shareholder does not complete any of the aforementioned boxes, it shall be understood that the vote is in favour of all the resolutions proposed by the Board of Directors.

Shareholders casting votes remotely will be considered to be in attendance for purposes of the quorum for the General Shareholders Meeting.

Shareholders may not vote remotely on proposals on items out of the agenda.

Form for shareholder information: Shareholder Mr./Ms., N.I.F./C.I.F., Depository Entity, Securities Account, Number of shares, Signature of shareholder voting remotely, In, on, 2017.

AGENDA

- 1°.- Review and, if applicable, approval of the annual accounts (balance sheet, profit and loss account, statement of recognized income and expense, statement of changes in equity, of cash flow statement and notes to the financial statements) and management reports for both the company and the consolidated group for the 2016 financial year, and the proposed distribution of profits.
2°.- Approval of the Board of Directors' management of the company in the 2016 financial year.
3°.- Adoption of the resolution for appointing the auditor of the company and its consolidated group for the 2017 financial year, pursuant to the provisions of Article 42 of the Commercial Code and Article 264 of the Capital Companies Act.
4°.- Ratification of the appointment of Directors.
4.1. Ratification of the appointment by cooptation of Director Mr. Dominique Marie Philippe D'Hinnin.
4.2. Ratification of the appointment by cooptation of Director Mr. Waleed Ahmad Ibrahim AlSa'di.
5°.- Amendment of article 25 (Audit Committee) of the Bylaws to adapt the composition of the Committee to the new wording of article 529 quaterdecies of the Capital Companies Act given by Law 22/2015 of 20 July on Audit of Accounts.
6°.- Non- binding voting on the Annual Report on Remuneration of the Directors.
7°.- Directors Remuneration Policy for the years 2017, 2018 and 2019.
8°.- Delegation of Powers



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## CONDITIONS FOR REMOTE VOTING

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### PROMOTORA DE INFORMACIONES, S.A. ORDINARY SHAREHOLDERS MEETING June 30, 2017

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#### SHAREHOLDERS WISHING TO VOTE REMOTELY

A shareholder may cast its vote remotely. To do so, it must complete the form related to remote voting provided by the Company for these purposes, and send the duly completed form to the Company. Shareholders casting votes remotely will be considered to be in attendance for purposes of the quorum for the General Meeting.

A vote so cast may be sent to the Company by way of:

- i) Remote electronic means of communication, through the Company's website ([www.prisa.com](http://www.prisa.com)). In this case it must include an electronic signature of the shareholder recognised, provided or issued by any of the following certification service providers: CERES (Fábrica Nacional de Moneda y Timbre - Real Casa de la Moneda); CAMERFIRMA; or ANCERT (Agencia Notarial de Certificación). The electronic National Identity Document (Documento Nacional de Identidad electrónico, or "DNle") issued by the National Police Directorate of the Spanish Ministry of the Interior may also be used.
- ii) Delivery or post by mail: addressed to Shareholder Relations Office of Promotora de Informaciones, SA, to the registered office of the Company (Gran Vía 32, 28013 Madrid) or to the address of the Office (Avda. de los Artesanos 6, Tres Cantos, 28760 Madrid). The form will include the information necessary to demonstrate status as a shareholder. The signature of the shareholder must be attested by a notary or acknowledged by a custodian participating in Iberclear. In the case of legal persons it must be accompanied by the corresponding documents sufficiently showing the capacity in which the signatory acts.

A vote cast remotely, in any of the ways contemplated in the preceding sections, must be in the possession of the Company at its headquarters, at least 24 hours in advance of the time contemplated for holding the General Meeting on first call, or such shorter term, if any, as may be determined by the Board of Directors. Otherwise, the vote will be deemed not to have been cast.

All of the foregoing in accordance with the provisions of the Bylaws and General Meeting Regulations of Promotora de Informaciones, S.A. Also, the rules included in the notice of call of the General Meeting and on the Company's website (<http://www.prisa.com>) must be followed.