



ORDINARY SHAREHOLDERS MEETING PROMOTORA DE INFORMACIONES, S.A.

29 June 2020

REMOTE VOTING

Form for remote voting for Ordinary Shareholders Meeting of PROMOTORA DE INFORMACIONES, S.A. to be held at 1:00 pm on June 29, 2020, at the headquarters of *Diario El País*, calle de Miguel Yuste, 40, Madrid 28037, on first call, and if the necessary quorum is not achieved, at the same place and at the same time on June 30, 2020, on second call. **It is expected that the General Shareholders' Meeting will be held on first call, that is, on June 29, 2020, 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.

Item of the Agenda	1º	2º	3º	4º	5.1	5.2	5.3	5.4	6º	7º	8.1	8.2
In favor												
Against												
Abstention												
Blank												

Item of the Agenda	9.1	9.2	9.3	9.4	9.5	9.6	9.7	9.8	10
In favor									
Against									
Abstention									
Blank									

In the event that, in relation to any of the items of the agenda, the shareholder does not complete any of the aforementioned boxes, it shall be understood that the vote is in favour of 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.

Shareholder Mr./Ms. _____ N.I.F./C.I.F: _____ Depository Entity: Code _____ Name _____ Securities Account (Branch + DC+ account number) _____ Number of shares _____ Signature of shareholder voting remotely <i>(signature authenticated by a notary or acknowledged by a custodian participating in Iberclear)</i> In _____, on _____

AGENDA

1º.- 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 2019 financial year, and the proposed distribution of profits.

2º.- Approval of the consolidated non-financial information for the year 2019.

3º.- Approval of the Board of Directors' management of the company in the 2019 financial year.

4º.- Adoption of the resolution for appointing the auditor of the company and its consolidated group for 2020, 2021 and 2022 financial years, pursuant to the provisions of Article 42 of the Commercial Code and Article 264 of the Capital Companies Act.

5º.- Reserves and share capital reductions aimed at reducing losses and adapting Company's equity structure.

5.1. Offset of losses against share premium in an amount of EUR 254,179,772.95, voluntary reserves in an amount of EUR 197,721,332.18 and legal reserve in an amount of EUR 18,070,356.32. Delegation of powers.

5.2. Share capital reduction by an amount of EUR 320,761,713.56 to offset losses, by decreasing the par value of shares by EUR 0.452637587, to EUR 0.487362413 per share, based on Company's balance sheet as at 31 December 2019. Amendment of article 5 of the Articles of Association. Delegation of powers.

5.3. Reduction of the share capital by an amount of EUR 7,086,501.93 to increase the legal reserve account, by decreasing the par value of the shares by EUR 0.01, to EUR 0.477362413 per share, based on Company's balance sheet as at 31 December 2019. Amendment of article 5 of the Articles of Association. Delegation of powers.

5.4. Reduction of the share capital by an amount of EUR 267,417,946.63, through the reduction of the par value of the Company's shares by EUR 0.377362413, to EUR 0.10 per share, to set up a reserve which will only be available under the same requirements as those for the share capital reduction, based on the Company's balance sheet as at 31 December 2019. Amendment of article 5 of the Articles of Association. Delegation of powers.

6º.- Non-binding voting on the Annual Report on Remuneration of the Directors.

7º.- Amendment to article 17 (Term of Office) of the Bylaws.

8º.- Amendment to the General Shareholders Meeting Regulations.

8.1. Addition of a new article 12 bis (Remote attendance by electronic means or online) to the General Shareholders Meeting Regulations.

8.2. Improvements to the wording of articles 8 (Representation), 9 (Public proxy solicitation) and 20 (Voting) of the General Shareholders Meeting Regulations.

9º.- Fixing the number of Directors. Re-election of directors.

9.1. Fixing the number of Directors.

9.2. Re-election of Mr Javier Monzón de Cáceres as a director, with the category of independent director.

9.3. Re-election of Mr Javier de Jaime Guijarro as a director, with the category of independent director.

9.4. Re-election of Ms Sonia Dulá as a director, with the category of independent director.

9.5. Re-election of Mr Joseph Oughourlian as a director, with the category of proprietary director.

9.6. Re-election of Amber Capital UK LLP as a director, with the category of proprietary director, represented by Mr. Fernando Martinez Albacete.

9.7. Re-election of Mr Manuel Polanco Moreno as a director, with the category of proprietary director.

9.8. Re-election of Mr Khalid Thani Abdullah Al Thani as a director, with the category of proprietary director.

10º.- Delegation of Powers.



ORDINARY SHAREHOLDERS MEETING PROMOTORA DE INFORMACIONES, S.A.

CONDITIONS FOR REMOTE VOTING

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). In this case it must include an electronic signature of the shareholder recognised, provided by CERES (Fábrica Nacional de Moneda y Timbre - Real Casa de la Moneda). The electronic National Identity Document (Documento Nacional de Identidad electrónico, or "DNIe") issued by the General 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 (calle de Miguel Yuste, 40, Madrid 28037). The form will include the information necessary to demonstrate status as a shareholder. 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.

IMPORTANT NOTICE CONCERNING THE COVID-19 HEALTH CRISIS: As a consequence of the COVID-19 health crisis, the Company recommends shareholders to periodically review the information available.