

**REMOTE REPRESENTATION**

Remote representation form for the Ordinary Shareholders Meeting of Promotora de Informaciones, SA, to be held at first call, on 23th June, 2011, at 12.30 am, in Madrid, auditorium 400 of the Nouvel building of the Museo Reina Sofia, access by Ronda de Atocha, no number, Madrid 28012, and at the second call, on 24th June, 2011, in the same place and time. Is expected the holding of the General Meeting on second call.

**Shareholders who wish to delegate**

The shareholder grants the proxy for the Shareholders Meeting to:  
(Check only one of the following boxes and designate the shareholder representative).

- 1. The President of the Board of Directors, in his capacity as shareholder.
- 2. The Shareholder Mr./Mrs \_\_\_\_\_, with NIF/CIF: \_\_\_\_\_.

If the representative in accordance with the foregoing has a conflict of interest when voting on any of the proposals, on or off the agenda, he may designate another director or a third party who does not have a conflict of interests to exercise his proxy, unless the shareholder granting proxy has prohibited such substitution or has designated an alternate proxy in the event of a conflict of interests to replace the initial proxy holder, by marking the following box:

- Substitution under the preceding paragraph is prohibited and the following person is appointed as alternative or supplementary representative in the case of conflict of interest of the representative appointed in the first place:

Shareholder Mr/Mrs \_\_\_\_\_, N.I.F./C.I.F.: \_\_\_\_\_.

**Voting Instructions to the proposals of the Board of Directors**

Tick the appropriate box. If no instructions are given, it is understood that the delegation covers all the items on the agenda of the Shareholders Meeting and that is in favor of all proposals made by the Board of Directors)

Item of the Agenda	1º	2º	3º	4.1	4.2	5.1	5.2	5.3	6º
In favor									
Against									
Abstention									
Blank									

**Proposals on items not included on the agenda of the call**

Unless otherwise indicated by marking NO in the following box (in this case means that the shareholder instructs the representative to refrain), the delegation also extends to the proposals on items not included on the Agenda. In this case, the representative will vote the proposals in the manner he deems most favorable to the principal's interests.

- NO

Shareholder Mr/ Mrs _____	N.I.F./C.I.F.: _____
Number of Shares _____	
Signature _____	
In _____, _____ 2011	

**Agenda**

- 1º.- Review and, if warranted, approval of the Annual Accounts (Balance sheet, income statement, statement of recognized income and expense, statement of changes in equity, statement of cash flows and Notes to the Financial Statements) and Management Reports for both the Company and the Consolidated Group for the 2010 financial year, and a proposal regarding the distribution of profits.
- 2º.- Approval of the Board of Directors' management of the company during the 2010 financial year.
- 3º.- To adopt the resolutions warranted with regard to the auditors of the Company and its consolidated group for the 2011 financial year, pursuant to the provisions of Article 42 of the Commercial Code and Article 264 of the Corporate Enterprises Act.
- 4º.- Determination of the number of Directors. Cease and appointment of Directors and/or, where applicable, ratification of the appointment of Directors nominated by cooptation after the conclusion of the last Annual General Meeting.
  - 4.1. Determination of the number of Directors
  - 4.2. Cease and appointment of Directors and/or, where applicable, ratification of the appointment of Directors nominated by cooptation after the conclusion of the last Annual General Meeting.
- 5º.- Amendment of the Bylaws in order to break down the current Corporate Governance, Nomination and Remuneration Committee into two separate committees, one on Corporate Governance and the other on Nominations and Remunerations and defining the responsibilities of the Committees. To this end:
  - 5.1. Amendment of article 21 ter to provide for the Corporate Governance Committee.
  - 5.2. Inclusion of a new Article 21 quáter to provide for the Appointments and Remuneration Committee.
  - 5.3. Amendment of article 29 bis to adapt it to the above modifications.
- 6.- Delegation of Powers.

## REMOTE REPRESENTATION CONDITIONS

---

### ORDINARY SHAREHOLDERS MEETING PROMOTORA DE INFORMACIONES, S.A. June 24, 2011

---

#### SHAREHOLDERS WHO WISH TO DELEGATE THEIR VOTE

Shareholders may give their proxy to another person to attend the Shareholders Meeting. Grant of proxy shall be indicated on the attendance card or in a letter. Grant of proxy shall be valid for a specific meeting. This requisite shall not apply when the proxy holds a notarized power of attorney to manage all of the shareholder's assets located in Spain. Proxy granted to persons ineligible to exercise this right pursuant to the Law shall be invalid and have no effect.

The proxy form shall contain or have annexed thereto the agenda for the meeting, as well as the request for voting instructions and an indication as to how the proxy shall vote, in the event that precise instructions are not provided.

If proxy does not include instructions as to how to vote or there are doubts as to the scope of the proxy granted, it will be understood that the proxy's powers (i) extend to all items on the agenda of the General meeting, (ii) the vote is intended to be favourable with respect to all proposals set forth by the Board of Directors and (iii) this shall likewise extend to any off-agenda items that may arise, with respect to which the proxy shall vote in the manner deemed most favourable to the interests of the shareholder he represents.

The proxy can be delivered to the Company by:

- i) Electronic means of distance communication. In this case the document should incorporate an advanced electronic signature of the shareholder, issued by any of the following certification service providers: CERES (Fábrica Nacional de Moneda y Timbre-Real Casa de la Moneda), or ANCERT CAMERFIRMA (Notarial Certification Agency.) Also it can be used the Electronic National Identity Document (DNle) issued by the National Police, attached to the Spanish Interior Ministry.
- ii) Delivery by mail (addressed to Shareholder Relations Office of Promotora de Informaciones, SA, Gran Vía 32, 28013 Madrid). The form shall be signed by the shareholder.

Proxy granted by electronic means of distance communication must be received at the Company's registered offices, duly completed, at least 24 hours prior to initial time that the meeting is to be held; otherwise, proxy shall be deemed as not having been cast. The Board of Directors may set an earlier deadline.

The proxy granted by a shareholder to another shareholder must be accepted by the latter expressly by its signature in the relevant document, or may be personally accepted that representation in the Organizing Services of the Board, or giving evidence of a holding of a notarized power of attorney to manage all of the shareholder's assets located in Spain .

All said above in accordance with the provisions of the Bylaws and the Regulation of the Shareholders Meeting of Promotora de Informaciones, SA. Likewise it is necessary to meet the rules contained in the notice convening the Shareholders Meeting and in the Company's website (<http://www.prisa.com>).

Proxy may always be revoked, and will be considered to have been so if a shareholder who has granted proxy attends a meeting in person.