



ORDINARY SHAREHOLDERS MEETING PROMOTORA DE INFORMACIONES, S.A.

**June 29, 2021
REMOTE VOTING**

Form for remote voting for Ordinary Shareholders Meeting of PROMOTORA DE INFORMACIONES, S.A. to be held exclusively via remote means, at 1:00 p.m. on June 29, 2021, on first call, and if the necessary quorum is not achieved, at the same time on June 30, 2021, on second call. **It is expected that the General Shareholders' Meeting will be held on first call, that is, on June 29, 2021.**

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	4.1	4.2	4.3	4.4	4.5	4.6	4.7	5.1	5.2	6.1	6.2	6.3	6.4
In favor																
Against																
Abstention																
Blank																

	7.1	7.2	7.3	7.4	8º	9º	10º
Item of the Agenda							
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. _____
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 its consolidated group for the 2020 financial year, and the proposed distribution of profits.
- 2º.- Approval of the consolidated non-financial information for the year 2020.
- 3º.- Approval of the Board of Directors' management of the company in the 2020 financial year.
- 4º.- Fixing the number of Directors. Appointment and re-election of directors:
 - 4.1. Fixing the number of Directors.
 - 4.2. Appointment of Ms. Carmen Fernández de Alarcón Roca as director, with the category of proprietary director.
 - 4.3. Re-election of Mr. Manuel Mirat Santiago as director, with the category of executive director.
 - 4.4. Appointment of Mr. Carlos Núñez Murias as director, with the category of executive director.
 - 4.5. Ratification of the appointment by co-option and re-election of Mr. Rosauro Varo Rodriguez as director, with the category of independent director.
 - 4.6. Ratification of the appointment by co-option and re-election of Mr. Javier Santiso Guimaras as director, with the category of independent director.
 - 4.7. Ratification of the appointment by co-option and re-election of Ms. María José Marín Rey-Stolle as director, with the category of independent director.
- 5º.- Remuneration of the Board of directors:
 - 5.1. Approval of the directors' remuneration policy for financial years 2021, 2022 and 2023.
 - 5.2. Non-binding voting on the Annual Report on Remuneration of the Directors.
- 6º.- Amendments to the Bylaws
 - 6.1. Amendments to articles 10 (Place of Meeting), 11 (Attendance and representation at the General Meeting) and 13 (Quorum) of the Bylaws, to allow for the General Shareholders' Meetings to be held exclusively through electronic means.
 - 6.2. Drafting improvements on article 14 (Adopting the General Meeting resolutions) of the Bylaws.
 - 6.3. Amendments to article 15 (Board of Directors and powers) of the Bylaws to include certain technical improvements.
 - 6.4. Amendments to article 18 (Director remuneration) of the Bylaws.
- 7º.- Amendments to the General Shareholders Meeting Regulations.
 - 7.1. Amendment to article 2 (The General Meeting's powers) of the General Shareholders Meeting Regulations, to adjust its content to the Law.
 - 7.2. Amendment to article 6 (Shareholders' right to information prior to the General Meeting) of the General Shareholders Meeting Regulations, to adjust its content to the Law.
 - 7.3. Amendment to article 8 (Representation) of the General Shareholders Meeting Regulations, to include certain technical improvements to adjust its content to the Law.
 - 7.4. Amendment to articles 5 (Publication of Call), 7 (Right of Attendance), 12 (Place of Meeting), 12 bis (Remote attendance by electronic means or online), 15 (Required presence of a notary public), 16 (Attendance list), 17 (Quorum), 18 (Conduct of the General Meeting), 19 (Request for information during the General Meeting), and 20 (Voting) of the General Shareholders Meeting Regulations, to allow for the General Shareholders' Meetings to be held exclusively through electronic means.
- 8º.- Delegation of authority to the Board of Directors, with express powers of substitution, to increase the share capital, on one or various occasions, with or without share premium, on the terms and conditions and within the time frame set out in article 297.1.b) of the Spanish Companies Law, with the power to exclude pre-emption rights up to a limit of 20% of the share capital in accordance with article 506 of the Spanish Companies Law. Revocation of the authorization granted at the General Shareholders Meeting of June 3, 2019 under item nine of the agenda with respect to the unused portion.
- 9º.- Delegation of Powers
- 10º.- Information to the General Shareholders' Meeting regarding the amendment of the Board of Directors Regulations.



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 "DNle") 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, S.A., 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 (www.prisa.com) must be followed.