

**Report of Organizational Actions
 Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Promotora de Informaciones, S.A.		2 Issuer's employer identification number (EIN)	
3 Name of contact for additional information Javier Lázaro	4 Telephone No. of contact +34 (91) 330 10 00	5 Email address of contact javier.lazaro@prisa.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact Avenida de los Artesanos, 6		7 City, town, or post office, state, and Zip code of contact 28760, Tres Cantos, Madrid, Spain	
8 Date of action July 17, 2014	9 Classification and description Stock Dividend		
10 CUSIP number 74343G 303	11 Serial number(s) N/A	12 Ticker symbol PRIS.B	13 Account number(s) N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **Promotora de Informaciones, S.A., a Spanish company ("Prisa"), distributed Class A ordinary shares ("Class A Shares") as a dividend to holders of its Class B convertible non-voting shares ("Class B Shares") on July 17, 2014. At the time of the stock dividend, the Class A Shares and Class B Shares were quoted on the Stock Exchanges of Madrid, Barcelona, Bilbao and Valencia. The Class A Shares were listed on the New York Stock Exchange in the form of American Depositary Shares, each representing four (4) Class A Shares ("Class A ADSs"), and the Class B Shares were listed on the New York Stock Exchange in the form of American Depositary Shares, each representing four (4) Class B Shares ("Class B ADSs"). Citibank NA serves as depository for the Class A ADSs and Class B ADSs. Class B ADSs Holders received their distribution in the form of Class A ADSs.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **For the reasons stated below in the response to Question 17, the distribution of the Class A Shares as a dividend (the "Class A Dividend Shares") was not a taxable transaction. Accordingly, holders of the Class B shares will be required to take their existing tax basis in their Class B Shares and allocate that basis between the Class B Shares and the Class A Dividend Shares based on the relative fair market value of those shares on the date of the stock distribution. Holders of the Class B ADSs will be required to take their existing tax basis in their Class B ADSs and allocate that basis between the Class B ADSs and the Class A ADSs received as a dividend (the "Class A Dividend ADSs") based on the relative fair market value of those shares on the date of the stock distribution.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **The fair market values were determined based on the closing price of the Class B ADSs and Class A ADSs on the date of the stock distribution. On the date of the stock dividend, Class B ADSs had a fair market value ("FMV") of \$2.28 per share and Class A Dividend ADSs received per share had a FMV of \$1.66. Thus, the basis of each Class B ADSs following the distribution will be determined under the following formula: Basis per Class B ADS x (FMV of Class B ADS)/(FMV of Class B ADS+FMV of Class A Dividend ADS). The remaining Class B ADS tax basis will be allocated to the Class A Dividend ADSs. A similar formula will be applied to the Class A Dividend ADSs received with respect to the Class B ADSs.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ The stock dividend is not taxable pursuant to Section 305(a) of the Internal Revenue Code. None of the exceptions to the tax free treatment under section 305(b) apply.

18 Can any resulting loss be recognized? ▶ There is no resulting loss.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The adjustment is made in 2014.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ 

Date ▶ 08/21/2014

Print your name ▶ Javier Lazaro

Title ▶ Chief Financial Officer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	