



*English translation for information purposes only.  
In case of discrepancies between the Spanish original and  
the English translation, the Spanish version shall prevail*

## **GENERAL SHAREHOLDERS MEETING**

### **RIGHTS OF ATTENDANCE, PROXY, DISTANCE VOTING AND INFORMATION.**

#### **1. RIGHT OF ATTENDANCE**

The General Shareholders' Meeting may be attended (either physically or telematically) by all shareholders, no matter the number of shares they hold, whose ownership has been entered in the corresponding book-entry register five calendar days in advance to the date on which the Meeting is held, in accordance with the provisions of article 11 of the Company's Bylaws, article 7 of the General Shareholders' Meeting Regulations and article 179 of the Capital Companies Act.

##### **i) In-person Attendance at the Shareholders Meeting**

At the entrance to the place where the shareholders meeting will be held and in order to verify the identity of shareholders or their validly-appointed proxies, commencing an hour prior to the time the meeting is scheduled to be held, shareholders and proxies who wish to attend the meeting in person should present attendance cards issued by one of the depositary members of the management company of the Securities Registration, Clearing and Settlement System (Iberclear) to the company's security personnel, together with their National Identity Card, passport or other official document for identification purposes.

Likewise, if the shareholder is a legal entity, the natural person who represents it must prove the sufficiency of his/her representative powers.

##### **ii) Remote Attendance at the Shareholders Meeting**

Pursuant to the provisions of article 11 of the Bylaws and article 12 bis of the Shareholders Meeting Regulation, shareholders and their proxies may likewise attend this ordinary shareholders meeting remotely, in the following terms:

##### ***a) Identification and prior registration of shareholders or their proxies, if any.***

Shareholders or shareholder proxies who wish to attend the shareholders meeting remotely may register to do so, in advance, **from the date of the publication of the General Shareholders Meeting notice, but no later than 12:00 pm on June 27, 2022**, using the computer program provided for that purpose on the corporate webpage ([www.prisa.com](http://www.prisa.com)), confirming their identity through one of the following: (a) electronic National Identity Card (DNIE); (b) recognized or advanced electronic signature issued by the Spanish Public Certification Authority (CERES) of the Fábrica Nacional de Moneda y Timbre; (c) other means of identification authorized by the Board of Directors that guarantee that the shareholder will be duly identified. Shareholders should likewise fill out the form provided for that purpose, including information necessary to verify their shareholder status. Prior registration of attendees outside of the term shown above will not be allowed.

So that proxies may attend the shareholders meeting remotely, in addition to the foregoing, they must demonstrate to the Company that a shareholder has granted them proxy by any of the means referred to in the section “Right of Representation” below.

The Company reserves the right to require shareholders or their proxies to provide any additional means of identification deemed necessary to confirm their shareholder status and to confirm their authenticity. The Company may also provide additional means of identification that guarantee that shareholders and proxies are duly identified.

***b) Connection and attendance.***

Shareholders, or proxies, who have previously registered to attend the shareholders meeting remotely as indicated in section a) above, should register and connect to the remote attendance platform **on the day the meeting is to be held** (expected to be held on June 28, 2022) **between 9:00 a.m. and 11:45 p.m.**, identifying themselves through any of the means listed in section a) above, and following the instructions provided. Only those attendees who have connected remotely within the timeframe shown above will be allowed to intervene and/or vote at the shareholders meeting.

***c) Participation.***

Pursuant to the provisions of the Capital Companies Act, those attending remotely who at the shareholders meeting intend to intervene or present legally-permitted proposed resolutions or requests for information concerning matters set forth in item iii) of the section on “Information Right” below, should send them to the Company in writing via the remote attendance platform **between 9:00 a.m. and 12:00 p.m. on the day the shareholders meeting is held** (expected to be held on June 28, 2022).

If the shareholder or his proxy wants the minutes of the meeting to literally reflect his intervention, he should state that expressly in the text of that intervention.

Requests for information or clarifications from shareholders or their proxies attending the meeting remotely will be answered either verbally during the meeting or in writing within seven days after the meeting is held, pursuant to the provisions in that regard in the Capital Companies Act.

***d) Voting.***

Shareholders or their proxies who attend the meeting remotely may cast their votes on the proposed resolutions contained on the agenda via the remote attendance platform, **from the moment the shareholder or proxy connects until the Chairman or Secretary of the meeting announces that the period for voting on the proposed resolutions on the agenda has concluded.**

Concerning the proposed resolutions dealing with matters that, by virtue of law, are not included on the agenda, remote attendees may cast their votes via the remote attendance platform from the moment that the Chairman or Secretary of the meeting read the proposals to be voted and the remote attendance platform is opened, until the moment in which they declare that the term for voting on the proposed resolutions is closed

***e) Other Matters.***

With all due guarantees, the Company may adapt these means, to enable shareholders who are non-Spanish residents, qualified investors, and similar persons to attend the shareholders meeting remotely.

Shareholders (or their proxies) bear the exclusive responsibility for procuring the necessary means of identification required to access and use the remote attendance facility.

For all legal effects, remote attendance on the part of a shareholder shall be deemed equivalent to attending the shareholders meeting in person.

The Company reserves the right to take pertinent measures concerning the mechanisms for remote shareholder meeting attendance when technical or security reasons prevail or so require. The Company shall not be liable for any detriment to shareholders or proxies arising from breakdowns, overloads, drop outs, lost connectivity or any other similar event beyond the Company's control that may occasionally prevent remote shareholder meeting attendance or occasionally render the web page unavailable, without prejudice to adopting the measures that each situation may require, such as possibly temporarily suspending or extending the ordinary shareholders meeting if necessary to ensure shareholders' and proxies' full exercise of their rights.

**iii) Priority Rules and other questions.**

The in-person or remote attendance at the meeting of any shareholder who previously granted proxy or voted remotely prior to the meeting, regardless of the method employed, shall render that prior grant of proxy or voting null and void.

Likewise, in-person attendance shall render remote attendance void.

In the case of jointly-held securities, the first owner to register shall be deemed the attendee and, thus, any subsequent registration shall be denied to the remaining co-owners. In that regard, and pursuant to article 126 of the Capital Companies Act, the co-owner who is first to register (in person or remotely) shall be deemed to be the person designated by the remaining co-owners to exercise their shareholder rights.

In the case of legal entities, the entity in question should notify the Company of any change or revocation of the powers granted to their representatives and, thus, the Company declines any responsibility until it receives that notification.

**2. RIGHT OF REPRESENTATION**

Any shareholder may grant a proxy to another person, even if not a shareholder, to attend the General Shareholders' Meeting, by satisfying the requirements and formalities set forth in the Company's Bylaws, the General Shareholders' Meeting Regulations and by law.

A proxy may be evidenced in any of the following documents, in all cases with a handwritten signature: (i) the attendance card issued by the custodians participating in Iberclear, (ii) a letter, or (iii) the standard form made available by the Company for these purposes to the shareholders. In the case of legal persons, the proxy must be accompanied by the corresponding document sufficiently showing the representative capacity in which the signatory acts.

The proxy must contain or attach the Agenda.

When the representative is the spouse, ascendant or descendent of the represented shareholder, or when the representative has a general power of attorney granted in a public document with authority to manage all property the represented shareholder has in the country, it will not be necessary for the proxy to be granted specifically for a given Meeting, or for the proxy to be evidenced by a handwritten signature on one of the documents above mentioned. However, the proxy must accompany the attendance card, issued in favor of the shareholder represented, by any of the entities participating in Iberclear.

A proxy granted to one who by law cannot act as such will not be valid or effective.

If a proxy is granted in favor of the Board of Directors, or if the proxy does not state the name of the person to which the proxy is granted, it will be understood to have been granted to the Chairman of the Board of Directors or, if applicable, to the person chairing the General Shareholders' Meeting, as set forth in article 12.2 of the Company's Bylaws.

Unless otherwise stated by the represented shareholder in the document granting the representation, the delegation of power also includes the proposals regarding the items not envisaged in the agenda.

If, in accordance with that stated above, the delegation of power includes the proposals regarding the items not envisaged in the agenda, the precise instructions from the represented shareholder shall be understood as the proxy voting in the sense that he/she deems to be most appropriate to the interest of the shareholder, unless other express instructions are stated by the represented shareholder in the document granting the representation.

If proxy is exercised by the directors of the Company, in the event of a public request for representation and if the grantor has not expressly indicated voting instructions, it shall be understood that (i) the proxy refers to all the points on the Agenda of the General Shareholders' Meeting, (ii) the vote is in favor of all the proposed resolutions made by the Boards of Directors, and (iii) the proxy comprises any other items that may arise in the course of the General Shareholders' Meeting not included in its Agenda, being understood that the proxy holder shall vote in the sense it deems to be most appropriate to the interests of the shareholder.

For purposes of articles 523 and 526 of the Capital Companies Act, it is noted that: (i) director Mr Francisco Cuadrado Pérez has conflict of interest regarding item 5.1 of the Agenda, (ii) director Ms Teresa Quirós Álvarez has conflict of interest regarding item 5.2 of the Agenda, (iii) director Mr Carlos Nuñez Murias has conflict of interest regarding item 6.1 of the Agenda, (iv) director Mr Francisco Cuadrado Pérez has conflict of interest regarding item 6.2 of the Agenda, and (v) all the directors of the Company have conflicts of interest regarding points 6.3 and 6.4 of the Agenda.

The directors may also have a conflict of interest regarding the proposed resolutions, if any, which may be proposed regarding matters not included in the Agenda (when relating to the removal of a director or to the request of liability).

The possibility of delegating the vote to the Chairman of the Board is recalled.

Proxies are always revocable, and proxies granted by shareholders who vote remotely prior to the shareholders meeting or who attend the meeting in person or remotely will be deemed revoked.

The document evidencing the proxy may be handed at the entrance of the place where the shareholders meeting will be held to members of the company's security personnel, on the day the meeting is to be held and before it commences, as indicated in item i) of the section in this notice titled "Right of Attendance."

Shareholders may also grant proxy remotely by complying with the requisites and formalities set forth in articles 8 ff. of the Shareholders Meeting Regulation and the Law, using either of the following procedures:

- a) The document granting proxy may be sent via mail to the company to the attention of the Shareholders Relations Office at our registered offices (Gran ía 32, 28013 Madrid) or to the Office's address (calle de Miguel Yuste, 40, Madrid 28037). A proxy may be evidenced in any of the following documents, in all cases with a handwritten signature: (i) the attendance card issued by the custodians participating in Iberclear, (ii) a letter, or (iii) the standard form made available by the Company for these purposes to the shareholders, as indicated in the section "Information Right" of the present call. In the case of legal entities, the form must be accompanied by the relevant document evidencing the authority of the signatory.
- b) Proxy also may be granted by remote electronic communication through the Company's website ([www.prisa.com](http://www.prisa.com)) from the date of publication of the announcement of the call, by filling out the standard electronic form available for these purposes on the Company's website. Such electronic document must include an electronic signature provided by the Spanish Public Certification Authority (CERES), of the Fábrica Nacional de Moneda y Timbre. Likewise, the electronic National Identity Card (Documento Nacional de Identidad electrónico, or "DNIe") may be used.

A proxy granted by remote electronic means of communication 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 Shareholders' Meeting on first call. Otherwise, the proxy will be deemed not granted. After the indicated period, only proxies granted in writing that are handed to the company's security personnel in the place and on the day of the General Meeting and before it commences, will be valid.

### **3. REMOTE VOTING PRIOR TO THE SHAREHOLDERS MEETING**

A shareholder may cast its vote remotely, prior to the shareholders meeting, by complying with the requirements and formalities set forth in articles 10 and following of the General Shareholders' Meeting Regulations and by law, using either of these procedures:

- a) Delivery or post by mail: addressed to Shareholder Relations Office of PRISA, 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), attaching the attendance card issued by one of the depositary entities of the management company of the Securities Registration, Clearing and Settlement System (Iberclear), verifying their status as shareholder, together with a copy of their National Identity Card, passport or other official document for identification purposes. The shareholder's signature must be notarized, be recognized by an Iberclear depositary entity, or verified by other means that the Board of Directors deems sufficient. In the case of legal entities, the form must be accompanied by the relevant document evidencing the authority of the signatory.

- b) The vote also may be cast by remote electronic means of communication, through the Company's website ([www.prisa.com](http://www.prisa.com)) from the date of publication of the announcement of the call, and filling out the standard electronic form made available for these purposes at the Company's website. The electronic document sent by the shareholder must include an electronic signature provided by the Spanish Public Certification Authority (CERES), of the Fábrica Nacional de Moneda y Timbre. Likewise, the electronic National Identity Card (Documento Nacional de Identidad electrónico, or "DNIe") may be used.

A remote vote, whether sent by post or by remote electronic means of communication, prior to the shareholders meeting, 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 Shareholders' Meeting on first call. Otherwise, the vote will be deemed not to have been casted.

#### **4. INFORMATION RIGHT**

##### **i) Documents available to shareholders:**

From publication of the call of the General Meeting and in compliance with applicable regulations, the shareholders are entitled to consult and obtain the documents referred to in the announcement of the call, at the registered office of the Company (Gran Vía 32, Madrid 28013) or at the address of the Shareholders' Relations Office (calle de Miguel Yuste, 40, Madrid 28037), consult them on the Company's website ([www.prisa.com](http://www.prisa.com)) and request such documents to be delivered or sent to them without charge (through the Shareholders' Relation Office, from 8:00 a.m. to 16:30 p.m., on business days, telephone numbers 91-330.11.68 and 91-330.10.22, e-mail address [ia@prisa.com](mailto:ia@prisa.com)).

##### **ii) Right to information prior to the General Shareholders' Meeting:**

In accordance with the provisions of articles 197 and 520 of the Capital Companies Act and article 6 of the Company's General Shareholders' Meeting Regulations, until the fifth calendar day prior to the date contemplated for holding the Meeting on first call, the shareholders, in writing, may request information or clarifications from the directors regarding the matters on the Agenda or pose questions in writing regarding the information made available to the public that would have been provided by the Company to the National Securities Market Commission since the date on which the latest General Shareholders' Meeting was held (29 June 2021) and regarding the audit report.

The information requested in conformity with the terms of the previous paragraph shall be provided to the requesting party by the Board of Directors or, by means of delegation from the same, by any of its members empowered to such effect, by its Secretary or by any employee or expert in the subject matter. The information shall be submitted in writing, within the period that runs to the day of the holding of the General Meeting, through the Shareholders' Relation Office.

Nevertheless, it shall be possible to refuse to provide the information requested in the cases covered by Law and by article 19.3 of the Regulations of the Shareholders Meeting.

Valid requests of information, clarifications or queries made in writing by shareholders and the relevant answers provided in writing by the directors will be included on the website of the Company.

To request information, shareholders may use the standard form made available to the shareholders by the Company for these purposes, and forward it to the Company by:

- a) 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). In this case the form must be signed with signature of the shareholder, who must prove their identity by using a photocopy of their National Identity Card or Passport and, in the case of legal persons, must attach a document that sufficiently substantiates the representation thereof.
- b) Electronic means of distance communication through the corporate website ([www.prisa.com](http://www.prisa.com)). In this case the document should incorporate an advanced electronic signature of the shareholder, issued by CERES (Fábrica Nacional de Moneda y Timbre-Real Casa de la Moneda). Also it can be used the Electronic National Identity Document (DNIe) issued by the National Police, attached to the Spanish Interior Ministry.

In both cases, the requesting party shall accredit his status as shareholder or provide the sufficient data (number of shares, recipient entity, etc.), so that these can be verified by the Company.

**iii) Right to information in the course of the General Shareholders' Meeting:**

Likewise, in the course of the General Shareholders' Meeting, shareholders may request from the administrators such information and clarifications they may deem appropriate regarding the matters on the Agenda, as well as on the information made available to the public that would have been provided by the Company to the National Securities Market Commission since the date on which the latest General Shareholders' Meeting was held (29 June 2021) and regarding the audit report.

For more information on the exercise of the right to information during this General Meeting in cases of telematic attendance, see point ii) c) of the previous section on "Right to attend the General Meeting".