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**PROMOTORA DE INFORMACIONES, S.A.
(PRISA)**

SUSTAINABILITY COMMITTEE

**ANNUAL REPORT
2023**

Madrid, February 2024.

ANNUAL REPORT OF THE SUSTAINABILITY COMMITTEE
COMMITTEE

2023

1. INTRODUCTION

The Sustainability Committee (“**Sustainability Committee**” or “**Committee**”) of PROMOTORA DE INFORMACIONES, S.A. (“**PRISA**” or the “**Company**”) is governed by PRISA’s Board of Directors Regulation (“**Board Regulation**”).

The Committee is the Board entity that supervises the implementation of PRISA’s sustainability strategy, aligning all management and organization with the United Nations Objectives of Sustainable Development (“**ODS**”). To carry out its functions, the Committee relies on the Group’s Sustainability Department.

Pursuant to the provisions of article 29 of the Board Regulation, the Sustainability Committee hereby issues this report on the work that it has carried out during the 2023 fiscal year, detailing the Committee’s activities for that period.

Pursuant to the provisions of Recommendation 6 of the Code of Good Governance for Listed Companies, this report will be made available to the Company’s shareholders online on PRISA’s corporate webpage when the Notice of Annual Shareholders Meeting is published.

2. COMPOSITION

In June 2023, the following changes have taken place in the composition of the Committee:

- i. After the resignation of Ms. María Teresa Ballester as director and Chairman and member of the Sustainability Committee, Ms. Margarita Garijo-Bettencourt joined the Committee and also served as chairman of the Committee.
- ii. The director Mr. Fernando Carrillo joined this Committee as a member.
- iii. Amber Capital UK, LLP ceased to be a director of the Company and member of the Committee. The director Ms. Beatriz de Clermont-Tonnerre also ceased to be part of the Committee.
- iv. The size of the Committee was reduced from 5 to 4 members.

Thus, the composition of the Committee as of December 31, 2023, and as of the date of this report is as follows:

Position	Director	Category
Chairperson	Margarita Garijo-Bettencourt	External Independent Director
Member	Fernando Carrillo Flórez	External Independent Director
Member	Carmen Fernández de Alarcón Roca	External proprietary director
Member	Teresa Quirós	External Independent Director

The Committee's composition complies with the requirements of the Company's Board of Directors Regulation, which states that the Committee shall consist of a minimum of three and a maximum of five non-executive directors, the majority of whom must be independent directors and with an independent director in the role of chairperson.

Members of the Committee were appointed taking into consideration that their knowledge, aptitudes and experience are adequate for the duties they have to perform. The profiles of committee members are available on the company's corporate webpage using the following link:

<https://www.prisa.com/es/info/consejo-de-administracion-y-comisiones-del-consejo>.

The committee's composition is diverse in terms of geographical origin, age, international and sectoral professional experience, personal skills and abilities. Likewise, 3 women and 1 man are part of the Committee.

It should also be noted that the Chairman of the Audit, Risk and Compliance Committee (Ms. Teresa Quirós) and the Chairman of the Appointments, Remuneration and Corporate Governance Committee ("CNRGC") (Mr. Fernando Carrillo) are part of this Committee), which helps the coordination and fluid dialogue of the Sustainability Committee with said Committees.

The committee secretary Mr Pablo Jiménez de Parga is the secretary to the board of directors.

3. COMMITTEE MEETINGS IN 2023 AND EXTERNAL ADVICE

3.1. Committee Meetings:

The Board of Directors Regulation provides that the Committee shall meet on a regular basis according to its needs and, at least, four times per year. In any case, the Committee shall meet whenever the Board of Directors of the Company or any Committee requests a report of the approval of proposals within its authority, provided that, in the judgement of the Committee Chairman, this is advisable for its proper performance of its duties.

The following seven committee meetings were held in 2023:

Meeting Date	No. of Committee Members	No. of Members in Attendance	Prisa Managers in Attendance	Outside Consultants in Attendance
31 January	5	5	YES	NO
28 February	5	4	YES	NO
28 March	5	4	YES	NO
25 April	5	5	YES	NO
25 July	4	4	YES	NO
31 October	4	4	YES	NO
20 December	4	4	YES	NO

(1) In addition to attendance in person, this includes attendance by electronic means that allow the directors to participate directly in meetings. In that regard, proxies are not counted as attendance.

The Committee maintained a constant working relationship with the Chairman of the Board, with the Chairmen of the Audit Committee and the CNRGC, with the CFO and with the Chief Sustainability Officer (who attended all committee meetings in order to report on the initiatives and activities of the Sustainability Department). Other managers who have attended some of the Committee meetings are the CRO, the Head of Internal Audit, the Heads of HR and the Chief Marketing Officer.

The attendees participated in meetings at the invitation of the committee chair, participating only in those matters on the agenda in which they were asked to intervene. The moments in which the invitees joined and subsequently left the meetings were duly recorded in the minutes, and they were not in attendance during any of the committee's deliberations or voting.

3.2. External advice:

The Committee received advice from Anthesis Lavola for the preparation of a "Diagnostic of PRISA's Current Environmental Status" with a view to implementing an Environmental Management Plan for the Group, as well as assessing the carbon footprint for 2022 and defining Grupo PRISA's Net Zero Roadmap.

4.- SUSTAINABILITY POLICY

PRISA's Sustainability Policy (approved by the Board of Directors on 18 December 2018 and last amended in February 2022) is applicable to all of Grupo PRISA's companies, activities, and personnel worldwide. The Policy provides a benchmark for guaranteeing responsible relationships with principal Grupo PRISA stakeholders.

5.- STRATEGIC PLAN AND SUSTAINABILITY DIRECTOR PLAN

PRISA has placed sustainability as one of the pillars for growth within its 2022-2025 Strategic Plan ("**Strategic Plan**"). Likewise, the Sustainability Director Plan for 2022-2025 ("**PDS**") provides a roadmap for the Company regarding ESG matters, and aims to incorporate ESG criteria in company management, to link Grupo PRISA's social, environmental, and corporate governance commitments with the objectives of the Strategic Plan with a view to adding value and opportunities for growth. PRISA intends to continue to advance in this matter and aspires to integrate ESG criteria in its entire management during 2022-2025.

Throughout the year the Committee reviewed the level of achievement of the sustainability objectives envisioned for 2023 in the PDS, noting advancement in the PDS roadmap.

6.- COMMITTEE ACTIVITIES DURING 2023

The Sustainability Committee has the functions provided for in article 29 of the Board of Directors Regulation.

To exercise certain powers, the Sustainability Committee has acted in coordination with the CNRGC and the Audit, Risk and Compliance Committee.

The committee chairperson (Mrs Ballester and Mrs Garijo-Bettencourt) has informed the Board of the matters addressed and the decisions taken during each of the committee's meetings held in 2023, which focused on defining and decidedly promoting Grupo PRISA's sustainability strategy. This included, among others, the following activities:

i. Statement of Non-financial Information (EINF)

- 2022 financial year: With the prior approval of the Audit, Risks and Compliance Committee, the Sustainability Committee reviewed the EINF for the 2022 fiscal year, which is a part of the management report accompanying the annual accounts.

As in the previous years, the EINF was verified by an independent third party, SGS. The verification report was issued without reservations.

- 2023 financial year: the Committee likewise worked on general aspects and on the calendar for actions to be taken to prepare the EINF for 2023.

ii. Sustainability Report

The Committee worked on the 2022 Sustainability Report, which was approved by the Board of Directors in April 2023 at this Committee's proposal.

The report is considered a fundamental communications document intended for the Company's various stakeholders, and is aligned with the EINF.

iii. Variable compensation for executive directors and senior management: sustainability objectives

Variable compensation for the Group's principal executives is linked to the achievement of certain sustainability objectives, which are aligned with the Group's sustainability strategy and provide incentives for implementing that strategy.

- 2022 Annual variable compensation:

In 2023 the Committee assessed the degree of achievement of those objectives for awarding the variable compensation for 2022.

- 2023 Annual variable compensation:

The Committee proposed to the CNRGC the conditions for achieving variable compensation linked to sustainability objectives for 2023 for the principal Group executives.

The Committee assessed the degree of achievement of those objectives for awarding the variable compensation for 2023.

iv. ESG Risks Map

In 2023 the Committee reviewed and approved the Group's ESG Risks Map, taking into account the Group's Risks Management and Control Policy, the materiality analysis conducted, and the PDS.

v. Environmental Management Project

During the year an Environmental Management Project was implemented as a response to the PDS, about which the Committee has been duly informed.

vi. Ratings, indices and forums in ESG matters

The Committee has monitored PRISA's presence in ratings and forums in ESG matters. There has been an improvement in our rating and position, as well as advances in the consolidation of the Group's ESG reputation.

vii. Guidelines for Inclusive Advertising Campaigns

Prisa Media's Marketing Director informed the Committee of the publication of the Guidelines for Inclusive Advertising Campaigns for the Group, which sets forth the standards for achieving diversity, equity and inclusion (DEI) in our advertising campaigns.

viii. Other projects

The Group's different sustainability initiatives have been united under the PRISA's IMPACT umbrella. During 2023, the Chief Sustainability Officer informed the Committee of the activities and projects currently underway in the organization, which include the following:

- Dashboard of ESG content, which maps out the ESG content and audiences generated in the Group's digital media.
- Corporate volunteer project.
- Educational programs in ESG and leadership mentoring.

Moreover, the Committee was able to verify the internal and external communications strategy of the various projects, the Group's presence in leading institutions (Pacto Mundial, SERES, Forética...), and how the Company has participated in numerous ESG forums, promoting the creation of other international ones, such as the International Sustainability and Environmental Innovation Summit in Colombia and the Women of the Americas Forum for Rights and Welfare in Mexico. The forum Tendencies, Ecosystem Now and the Annual Shareholders Meeting held in June 2023 were likewise certified as "sustainable events."

ix. Regulatory Context

Throughout the year, the Committee was kept informed concerning the regulatory "tsunami" affecting sustainability matters at both the national and European levels.

x. Annual Work Plan.

As a good governance practice and as provided for in article 29.5 of the Board of Directors Regulation, in December 2023 the Committee has approved its Work Plan for the year 2024.

xi. Performance evaluation of the Chief Sustainability Officer

In 2023 the Committee conducted a performance evaluation of the Chief Sustainability Officer during 2022, likewise proposing objectives for their variable annual compensation for 2023.

7.- EVALUATION OF THE SUSTAINABILITY COMMITTEE

In 2023 and within the framework of the evaluation of the Board's operations during 2022, the Committee analyzed the results of the evaluation of its composition and functions.

In 2024 and within the framework of the evaluation of the Board's operations during 2023, the Committee made this same analysis with regard to the 2023 fiscal year.

8.- CONCLUSIONS

- i. The Committee's composition is diverse in the broadest sense, and its members have a reasonable level of knowledge and experience required to address the matters with which they have been entrusted.
- ii. The Committee held meetings more frequently than required in the Board of Directors Regulation, and always when warranted to address the matters brought before it.
- iii. The members of the Committee have fulfilled their duties with responsibility, independence, freedom of opinion and dedication. During its meetings, the Committee promoted constructive dialogue among its members, freedom of expression, and critical thought, which contributed to enriching their analyses and the results of their work.
- iv. Prior to all meetings, committee members were provided with all of the necessary information concerning the items on the agenda, to enable them to deliberate and to take informed decisions. Likewise, and when required, the Committee received advice from outside experts.
- v. Pursuant to the provisions of the Board of Directors Regulation, the Committee addressed and acted upon matters falling within its powers, observing that the Company's procedures are in line with its commitment to achieving sustainable growth. Among the most relevant activities carried out by the Committee during the year 2023, the following stand out: periodic review of the achievement of the sustainability goals provided for in the Sustainability Plan; review of the statement of non-financial information (EINF) and preparation of the 2022 Sustainability Report; review of compliance with the management team's sustainability goals set for obtaining variable compensation; updating the non-financial risk map; initiating the Environmental Management Project within the organization; monitoring the presence of the Company in ESG ratings and forums; and monitoring many other internal sustainability projects.
- vi. The objective of this Sustainability Committee report is to inform shareholders and other interested parties about the Committee's work and activities conducted during the 2023 fiscal year.

This report was prepared by the Committee in February 2024 and has been submitted to the Board of Directors on May 23, 2024.