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

SUSTAINABILITY COMMITTEE

**ANNUAL REPORT
2024**

Madrid, February 2025.

ANNUAL REPORT OF THE SUSTAINABILITY COMMITTEE
COMMITTEE

2024

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 ensures compliance with the sustainability policy ensures compliance with the sustainability policy and supervises the implementation of PRISA’s sustainability strategy, aligning all management of the Company 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 2024 fiscal year, detailing the Committee’s activities for that period.

Where applicable, the preparation of this report took into account the recommendations contained in the CNMV’s “Technical Guidelines 1/2019 on Appointments and Remuneration Committees. 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

During the 2024 financial year there have been no changes in the composition of the Committee.

The composition of the Commission as of December 31, 2024 and the date of issuance of this report is as follows:

Position	Director	Category		Date joining the Committee
Chairperson	Margarita Garijo-Bettencourt	External Director	Independent	27 June 2023
Member	Fernando Carrillo Flórez	External Director	Independent	27 June 2023
Member	Carmen Fernández de Alarcón Roca	External director	proprietary	28 February 2022
Member	Teresa Quirós	External Director	Independent	28 February 2022

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 non director secretary to the board of directors.

3. COMMITTEE MEETINGS IN 2024

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 eight committee meetings were held in 2024:

Meeting Date	No. of Committee Members	No. of Members in Attendance	Prisa Managers in Attendance	Outside Consultants in Attendance
30 January	4	4	YES	NO
20 February	4	4	YES	NO
11 March	4	4	YES	NO
29 April	4	4	YES	SI
23 May	4	4	YES	NO
30 July	4	4	YES	NO
29 October	4	4	YES	NO
18 December	4	4	YES	SI

(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

During the year several company directors attended committee meetings to inform committee members of matters related to their responsibilities. This was the case of the CFO and executive deputy chair of the Board of Directors, the Sustainability Director (who attended all of the meetings to inform the committee of the

Sustainability Department's initiatives and activities), and Santillana's Head of Human Resources.

Likewise in attendance at committee meetings were representatives from the external independent consultant firm Anthesis, the external verifier of sustainability information Grant Thornton, and AENOR.

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.

All committee meetings were attended by the Secretary to the Board of Directors and of the Committee Mr. Pablo Jiménez de Parga and/or the Deputy Secretary to the Board of Directors Ms. Mónica Varela.

4.- POLICIES, REGULATIONS AND FRAMEWORK FOR ACTION IN THE AREA OF SUSTAINABILITY

4.1. 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.

4.2- 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.

Throughout the year the Committee reviewed the level of achievement of the sustainability objectives envisioned for 2043 in the PDS, noting advancement in the PDS roadmap.

4.3. EU Corporate Sustainability Reporting Directive:

PRISA has voluntarily reported non-financial information to the market authorities since 2007 and has done so in accordance with obligatory requirements since 2019.

Commencing 1 January 2025, sustainability information from certain EU companies must be prepared in accordance with the provisions of the EU Corporate Sustainability Reporting Directive ("**CSRD**"), the EU's EFRAG ("**ESRS**") standards, and the respective national implementing regulations.

This marks a relevant change in the area of sustainability information, since for the first time in 2024 European issuers averaging over 500 employees during the year have applied common standards requiring much more detail with respect to the previous standards framework, and thus providing more-easily comparable information.

The CSRD seeks to equate sustainability and financial information and will require companies to report with greater transparency concerning quantitative and qualitative standards and indicators, including sustainability-related policies, results, risks and opportunities. Moreover, it requires reporting environmental, social and governance information at the territorial (country) level for companies headquartered in the EU, as is the case of PRISA.

The CSRD should have been transposed into Spanish law prior to 6 July 2024. The preliminary draft bill to transpose the CSRD was open for public comment in May 2023, and the legislative bill was subsequently published in the Official Journal of the Spanish Parliament in November 2024. However, at the date of the publication of this report, the CSRD has not yet been transposed into Spanish law.

Thus, the legal framework presently in force in Spain is Law 11/2018, On Non-Financial and Diversity Information ("**Law 11/2018**") on which PRISA based the preparation of its Statement of Non-financial Information ("**EINF**") in previous years.

This situation has generated uncertainty, especially with regard to the requirements applicable to reporting our sustainability information for 2024.

In that regard, while awaiting the transposition of the CSRD Directive into Spanish law and assuming that the law on corporate sustainability reporting would not be enacted before 31 December 2024 (which was indeed the case), in November 2024 the CNMV and the Institute for Accounting and Account Auditing ("**ICAC**") published a joint communique. Given this uncertainty, the CNMV and the ICAC recommended that, although the CSRD Directive would not be transposed into Spanish law before the end of the 2024 financial year, sustainability information for 2024 should be reported according to the CSRD and the European ESRS standards, without prejudice to taking into account certain provisions included in Law Ley 11/2018.

The Audit and Sustainability Committee deemed it advisable for the company to follow the CNMV and the ICAC's recommendations and, thus, to prepare a hybrid Sustainability Report for 2024 that complies with the requirements of the CSRD, the ESRS, and the provisions of Law 11/2018. This decision was likewise supported by the external verifier Grant Thornton.

5.- EXTERNAL ADVICE

During 2024, the Company and the Sustainability Committee received external advice on the following matters, after the Committee verified that there were no conflicts of interest:

On the one hand, the Anthesis consulting firm provided advice concerning the preparatory work done within the CSRD framework. The advice was fundamentally related to assisting in the preparation of the Double Materiality Assessment.

Moreover, the independent external consulting firm KPMG conducted a training session on the CSRD for the members of the Sustainability Committee and the Audit Committee.

On the other hand, AENOR gave a presentation to the Sustainability Committee on the ethical and responsible management of artificial intelligence.

6.- COMMITTEE ACTIVITIES DURING 2024

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 chairman has informed the Board of the matters addressed and the decisions taken during each of the committee's meetings held in 2024. This included, among others, the following activities:

i. CSRD Directive:

Throughout 2024, a recurring topic that the Sustainability Committee focused on was the status of the process to enact the law that will regulate the corporate reporting framework for environmental, social and governance matters, transposing the CSRD in Spain.

During the year the Sustainability Department and the Sustainability Committee have worked toward complying with the provisions of the CSRD. As indicated previously, mention should be made of the double materiality assessment (an analysis of the outward impact of the company –impact materiality— and of the inward impact that can effect the company economically –financial materiality) which is mandatory for CSRD compliance and is the basis for identifying sustainability information that the Company must report.

To conduct this assessment the Company followed the provisions of the CSRD, the European Sustainability Reporting Standards (ESRS) and several guides published by the European Financial Reporting Advisory Group (EFRAG).

The ultimate purpose of the double materiality assessment is to enable the Company to identify sustainability matters within the organization and to determine and manage impacts, risks and opportunities (IROs). As a result of this assessment, PRISA identified 22 IROs within 11 matters.

In addition, pursuant to EU Regulation 2020/852, companies must include in their sustainability reports information on activities that are taxonomy-eligible and taxonomy-aligned. This is a mechanism to standardize and foment transparency when reporting on environmentally-sustainable activities.

To determine these activities, external consultants from Anthesis advised the Group in the analysis of climate risks that included: i) identifying the most significant risks and opportunities that affect or could potentially affect Grupo PRISA with regard to adapting to climate change; ii) evaluating the risks identified, and iii) preparing an action plan with a view to mitigating climate change, adapting to its effects, and strengthening company resilience regarding any challenges that may arise.

ii. Statement of Non-financial Information (EINF) and Sustainability Report

- 2023 EINF: With the prior favourable report from the Audit, Risks and Compliance Committee, the Sustainability Committee reviewed the EINF for the 2023 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

During 2024 the chairpersons of this Committee and the CNRGC monitored the status of several aspects for improvement identified in the EINF verification report concerning human resources.

- 2024 Sustainability Report: the Sustainability Committee also worked on general aspects and on the calendar for preparing the 2024 Annual Sustainability Report, which should follow the provisions of Law 11/2018 (still in force) while using the CSRD framework and the European sustainability standards.

iii. Verifier for Sustainability Information:

In 2024 the company conducted a tender to select a verifier for sustainability information within the framework of the new CSRD regulation. After assessing the bids received from several auditors, at the proposal of the Audit and Sustainability Committee, the Board of Directors resolved to appoint Grant Thornton to verify sustainability information for 2024.

In December 2024 Grant Thornton reported to the Committee the verification work conducted thus far, explaining the standards and guidelines followed in the preparation of the 2024 Verification Report.

iv. 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.

- 2023 Annual variable compensation:

In 2024 the Committee assessed the degree of achievement of those objectives for awarding the variable compensation for 2023.

- 2024 Annual variable compensation:

The Committee proposed to the CNRGC the conditions for achieving variable compensation linked to sustainability objectives for 2024 for the principal Group executives.

The Committee assessed the degree of achievement of those objectives for awarding the variable compensation for 2024.

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. PRISA Group Sustainability Event

In June 2024 a "Regeneration Now" forum was held, led by PRISA and organized by EL PAÍS to debate possible positive-impact initiatives to promote sustainable and fair development, while addressing global challenges such as climate change, inequality and environmental degradation.

Under the catchline "Let's rethink the present and change the future," the forum was organized around three themes: economic regeneration, environmental regeneration, and social regeneration.

The Sustainability Committee worked on preparing this event during the first semester.

viii. Master Plan for Sustainability 2025-2028

As previously indicated, the Committee is supervising the progress of the work undertaken on a Master Plan for Sustainability for 2025-2028, which will align with the Group's Strategic Plan for that same period.

ix. Other projects

- La Dirección de Sostenibilidad junto con esta Comisión ha trabajado en la definición del "propósito" del Grupo PRISA: *"Impulsar el progreso de las personas y la sociedad poniendo a su servicio educación de calidad, información rigurosa y entretenimiento innovador."*
- The Group's different sustainability initiatives have been united under the PRISA's IMPACT umbrella. During 2024, the Chief Sustainability Officer informed the Committee of the activities and projects currently underway in the Company, which include the following:
 - Dashboard of ESG
 - Corporate volunteer projects.
 - Educational programs in ESG and leadership mentoring for employees and managers

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 the Company's participation in numerous ESG forums.

Likewise, various Group forums were certified as “sustainable events,” as well as PRISA’s Annual Shareholders Meeting held in June 2024.

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 2024 the Committee has approved its Work Plan for the year 2025.

7.- EVALUATION OF THE SUSTAINABILITY COMMITTEE

In 2024 and within the framework of the evaluation of the Board’s operations during 2023, the Committee analyzed the results of the evaluation of its composition and functions. The results were positive, as no significant deficiencies were detected in the Committee’s activities.

In 2025 and within the framework of the evaluation of the Board’s operations during 2024, the Committee made this same analysis with regard to the 2024 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 2024, the following stand out: periodic review of the achievement of the sustainability goals provided for in the Sustainability Plan; review of the 2023 statement of non-financial information (EINF); preparation of the 2024 Sustainability Report; review of compliance with the management team’s sustainability goals set for obtaining variable compensation; 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 2024 fiscal year.

This report was prepared by the Committee in February 2025 and has been submitted to the Board of Directors on April 10, 2025.