

PROMOTORA DE INFORMACIONES, S.A.

EXTRAORDINARY GENERAL SHAREHOLDERS MEETING

DECEMBER 5, 2008

AGENDA

1.- Appointment and ratification of Directors

- 1.1.** Ratification of the appointment by cooptation and election of Director Mr Alfonso López Casas.
- 1.2.** Any additional proposals that the Board may make to appoint or to ratify the appointment of directors, as well as amending the number of directors, when warranted.

2.- Delegation of powers to the Board of Directors to increase share capital one or several times, with or without issue premiums, with powers to exclude preemptive rights if deemed warranted, in the terms and conditions and within the time limits set forth in Article 153.1 b) of the Corporations Law.

Revocation of any unexercised powers granted in that regard as resolution six at the General Shareholders' Meeting on March 17, 2005.

3.- Delegation of powers to the Board of Directors to issue fixed-income securities, either regular, convertible into newly-issued shares and/or exchangeable for outstanding stock in Prisa or other companies, warrants (options to subscribe new shares or to acquire outstanding stock in Prisa or other companies), promissory notes and preference shares. With respect to convertible and/or exchangeable securities or warrants, this includes the power to establish the criteria for determining the bases and types of conversion, exchange or exercise. Delegation of powers to the Board of Directors to increase capital as required in order to cover conversion of the bonds or exercise of the warrants, as well as the power to exclude the preferential subscription rights of shareholders and holders of convertible bonds or warrants with respect to newly-issued shares.

Revocation of any unexercised powers to issue convertible and/or exchangeable bonds granted at the Annual Shareholders' Meeting held on March 17, 2005 as item no. 7 on the agenda.

4.- Merger of SOGECABLE, S.A. Unipersonal into PROMOTORA DE INFORMACIONES, S.A.

4.1. Approval of the merger proposal.

4.2. Approval of the merger balance sheet.

- 4.3.** Approval of the merger of SOGECABLE, S.A. Unipersonal (merged company) into PROMOTORA DE INFORMACIONES, S.A. (surviving company) in accordance with the Merger Proposal.
- 4.4.** Amendment of article 2 (Object) of the company bylaws.
- 4.5.** Amendment of article 6 (Share Capital) of the company bylaws.
- 4.6.** Delegation of powers to implement the merger.
- 5.-** Amendment of the resolution adopted under item five on the agenda of the Annual Shareholders Meeting of March 13, 2008 concerning the compensation package involving the grant of stock options to executive directors and managers of the company.
- 6.-** Grant of authorization to the Board of Directors to interpret, amend, complement, execute and implement the resolutions passed at the Shareholders' Meeting, as well as to substitute the powers granted thereat, and authorization to have those resolutions recorded in a notarial instrument.