

THIS NOTICE IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, IN OR INTO THE UNITED STATES (INCLUDING ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES AND THE DISTRICT OF COLUMBIA), AUSTRALIA, CANADA OR JAPAN, OR ANY OTHER COUNTRY OR JURISDICTION IN WHICH THE OFFER TO WHICH THIS NOTICE IS REFERRED WOULD BE UNLAWFUL

Madrid, 22 January 2021

TO THE SPANISH SECURITIES MARKET COMMISSION

In compliance with the reporting requirements set forth in article 17 of Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (the "**Market Abuse Regulation**") and article 226 of the Restated Text of the Securities Market Law approved by Legislative Royal Decree 4/2015, of 23 October (*Real Decreto Legislativo 4/2015, de 23 de octubre, por el que se aprueba el texto refundido de la Ley del Mercado de Valores*), HSBC Continental Europe hereby communicates the following

INSIDE INFORMATION COMMUNICATION

Further to the inside information communication published on 21 January 2021 (register number 682) regarding the sale of a block of a minimum of 35 million existing ordinary shares of Promotora de Informaciones, S.A. (the "**Shares**" and the "**Company**", respectively), HSBC Continental Europe (the "**Bookrunner**") hereby announces that following the bookbuild offering directed exclusively to qualified investors (the "**Placement**") conducted by the Bookrunner on behalf of HSBC Bank plc, the final terms of the Placement have been determined.

The number of Shares placed in the Placement amounts to 55,890,336, representing approximately 7.89% of the Company's share capital. The Placement has amounted to a total of approximately €52.0 million, with the selling price being €0.93 per Share.

Further to the completion of the Placement, HSBC Bank plc does not hold any shares of the Company.

Settlement of the transaction is expected to take place on 26 January 2021.

Mr Jean-Baptiste Bureau
Director, ECM, HSBC Continental Europe

IMPORTANT NOTICE

This press release contains inside information within the meaning given in the Market Abuse Regulation.

This announcement and the information contained herein are for information purposes only and do not constitute, or form part of any offer or an invitation to acquire, dispose of or sell securities in any jurisdiction and, in particular, in the United States, Canada, Australia or Japan, or in any other jurisdiction in which such an offer or invitation is unlawful or requires preparation of any prospectus or other offer documentation or would be unlawful prior to registration, exemption from registration or qualification under the securities laws of any such jurisdiction. Any failure to comply with these restrictions may constitute a violation of the securities laws of such jurisdictions.

This press release is subject to changes and it is not for distribution, directly or indirectly, in or into the United States, Canada, Australia, Japan or in any other country or jurisdiction where the disclosure of this information may be restricted by law. This press release is not an offer to sell securities or the solicitation of any offer to buy securities in the United States, Canada, Australia, Japan or in any other country or jurisdiction, nor shall there be any offer of securities in any jurisdiction in which such offer or sale would be unlawful. This press release does not constitute a request of funds, securities or any other sort of compensation, and no compensation will be accepted as a response to this press release.

Any securities referred to herein have not been and will not be registered under the Securities Act or under the applicable securities laws of any state or other jurisdiction of the United States. Accordingly, the securities may not be offered or sold in the United States absent registration under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") or pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There will be no public offering of securities in the United States or in any other country or jurisdiction. No prospectus or offering document has been or will be prepared in connection with the matters contained in this press release. Any investment decision in connection with the Shares must be made on the basis of publicly available information. Such information has not been independently verified. Neither the content of the Company's website nor any website accessible by hyperlinks on the Company group's website is incorporated in, or forms part of, this announcement.

The distribution of this announcement and the offering or sale of the Shares in certain jurisdictions may be restricted by law. No action has been taken by the Seller, the Bookrunner, or any of their respective affiliates that would, or which is intended to, permit a public offer of the Shares in any jurisdiction or the possession or distribution of this announcement or any other offering or publicity material relating to the Shares in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the Bookrunner to inform themselves about and to observe any such restrictions.

This press release and the offering when made are only addressed to, and directed at, persons in member states of the European Economic Area (the "**EEA**") who are "qualified investors" within the meaning of the Regulation (EU) 2017/1129 (the "**Prospectus Regulation**").

This press release and the offering when made are only addressed to, and directed at, persons in the United Kingdom who are "qualified investors" within the meaning of the Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal)

Act 2018 and who are: (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"); or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order; or (iii) are other persons to whom it may otherwise lawfully be communicated (all such persons referred to in (i), (ii) and (iii) together being "**Relevant Persons**"). This press release must not be acted or relied on, in the United Kingdom, by persons who are not Relevant Persons. Any investment activity to which this press release relates in the United Kingdom is available only to, and may be engaged in only with, Relevant Persons.

The Shares are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of article 4(1) of Directive 2014/65/EU ("**MIFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of article 4(1) of MIFID II.

The Bookrunner is only acting for the Seller in connection with the Placement, and no one else, and will not be responsible to anyone other than to the Seller for providing the protections offered to clients of the Bookrunner, nor will the Bookrunner nor any of its respective affiliates be responsible for providing advice in relation to the Placement or the contents of this announcement. The Bookrunner and its affiliates may participate in the Share sale on a proprietary basis.

No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by the Bookrunner or by any of its respective affiliates or agents as to or in relation to, the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

The price of the Shares and the income from them may go down as well as up and investors may not get back the full amount invested on disposal of the Shares. Past performance is no guide to future performance and persons who require advice should consult an independent financial adviser.

This announcement includes statements that are, or may be deemed to be, forward-looking statements. These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "intends", "expects", "will", or "may", or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. Any forward-looking statements are subject to risks relating to future events and assumptions relating to the company's business, in particular from changes in political conditions, economic conditions, evolving business strategy, or the retail industry. No assurances can be given that the forward-looking statements in this announcement will be realised. As a result, no undue reliance should be placed on these forward-looking statements as a prediction of actual results or otherwise.