

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



Pursuant to Regulation (EU) 596/2014 on market abuse and article 227 of the consolidated text of the Securities Market Act, Promotora de Informaciones, S.A. (**“Prisa”** or the **“Company”**) announces the following information:

The Extraordinary Shareholders Meeting of Promotora de Informaciones, SA, held today, has approved all the decisions attached, submitted to the Shareholders Meeting by the Board of Directors.

Madrid, January 29, 2020

Xavier Pujol Tobeña  
General Secretary and Secretary to the Board of Directors

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**PROMOTORA DE INFORMACIONES, S.A.**

**EXTRAORDINARY SHAREHOLDERS MEETING**

**JANUARY 29, 2020**

**RESOLUTIONS**

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**ONE**

**Ratification of the appointment by cooptation and re-election of Ms María Teresa Ballester Fornés as a director, with the category of independent.**

On proposal of the Nominations, Compensation and Corporate Governance Commission, the Board of Directors proposes ratification of the appointment by co-option of Ms María Teresa Ballester Fornés made by the Board of Directors held on 30 July 2019, to fill a vacancy on the Board after the resignation of Mr. Francisco Gil and, on proposal of that commission, to re-elect and appoint Ms María Teresa Ballester Fornés as director of the Company with the category of independent, for the purposes of article 529 duodecies of the Capital Companies Act.

It is resolved to ratify the appointment by co-option of Ms María Teresa Ballester Fornés made by the Board of Directors held on 30 July 2019, and it is resolved to re-elect and appoint her as a director of the Company, with the category of independent, for the legal and bylaws term of four years, effective from the date of adoption of this resolution.

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## **TWO**

### **Approval of the disposal of Vertix SGPS, S.A., for the purposes of section 160.f) of the Spanish Companies Act.**

On September 20, 2019, Promotora de Informaciones, S.A. (as Seller) and Cofina-SGPS, S.A. (as Purchaser) entered into a share purchase agreement for 100% of the share into which Vertix, SGPS, S.A.'s share capital is divided (the "Share Purchase Agreement"), which entails the indirect transfer of 94.69% of the share capital of Grupo Média Capital, SGPS, S.A., a company listed on the Euronext market of Lisbon-Sociedade Gestora de Mercados Regulamentados, S.A. Said Share Purchase Agreement, which was modified in some aspects in order to give greater certainty of execution to the Transaction through an Addendum subscribed on December 23, 2019, is subject to the fulfilment of certain conditions precedent, among which is the approval thereof by the General Shareholders' Meeting of Promotora de Informaciones, S.A.

The main terms and conditions of the transaction have been detailed in the report issued by the Board of Directors, which has been made available to the shareholders as from the date of publication of the call notice for the General Shareholders' Meeting.

To the effects of art. 160.f) of the Capital Companies Act, as well as to comply with the mentioned condition precedent and make the share purchase agreement effective once the fulfilment of other conditions precedent are verified, the disposal by Promotora de Informaciones, S.A. of 100% of the share capital of Vertix, SGPS, S.A. to Cofina -SGPS, S.A. is hereby approved, delegating to the Board of Directors, with express substitution authority to any of the Board Members deemed appropriate or to the Secretary of the Board of Directors, all those authorities required or expedient for the execution of the transaction.

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### **THREE**

#### **Delegation of Powers.**

Without prejudice to powers granted in other resolutions, it is hereby resolved to grant to the Board of Directors the broadest powers required by law to define, implement and interpret the preceding resolutions including, if necessary, powers to interpret, remedy and complete the resolutions. Likewise it is resolved to grant to the Chairman of the Board of Directors, the Chief Executive Officer, and the Secretary, joint and several powers for any of them to appear before a Notary Public to formalize and to reflect in a notarial document the resolutions adopted at the present Shareholders' Meeting, rectifying, if warranted, any material errors not requiring new resolutions that might preclude their being recorded in notarial instruments, and to issue the notarial or private documents necessary to record the adopted resolutions on the Companies Register, with powers to remedy or rectify them in view of the Registrar's written or oral comments and, in summary, to take any measures required to ensure that these resolutions are fully effective.