



TO THE COMISIÓN NACIONAL DEL MERCADO DE VALORES

In accordance with the provisions of Article 227 of the *Ley del Mercado de Valores*, Atresmedia Corporación de Medios de Comunicación, S.A. (Atresmedia Corporación) hereby notifies the following

SIGNIFICANT EVENT

For the purposes provided under article 516 of the *Ley de Sociedades de Capital* the Company sends the full text of the Call for the Ordinary General Shareholders Meeting, which will be initially held, in first call, on 28th April 2021 and exclusively online. The Call for the Ordinary General Shareholders will be duly published in the newspaper "La Razón" and will also be posted in the Company's website www.atresmediacorporacion.com.

All the documents related to the General Shareholders Meeting will be available in the Company's website uninterruptedly until the Shareholders Meeting is hosted.

Madrid, 26th March 2021



**ATRESMEDIA CORPORACIÓN DE MEDIOS DE COMUNICACIÓN, S.A.
Ordinary General Meeting of Shareholders 2021**

The Board of Directors of Atresmedia Corporación de Medios de Comunicación, S.A. (Atresmedia Corporación or the Company) has agreed to call the Ordinary General Meeting of Shareholders of the Company, to be exclusively by telematics means (without the physical attendance of shareholders or their representatives) from the Registered Office, Avenida Isla Graciosa 13, San Sebastián de los Reyes, Madrid, on 28th April 2021, at 17:00 p.m., on first call, provided that on that date there will be a sufficient quorum and, hence, the second call would not be necessary, which in any case is established at the same place and time, for the next day, 29th April 2021, according to the following

AGENDA

1. Annual accounts, management reports, allocation of the profit obtained and corporate management in connection with year 2020:
 - 1.1. Scrutiny and approval of the annual accounts and management report of Atresmedia Corporación de Medios de Comunicación, S.A. for the year ended on 31st December 2020, both on an individual and on a consolidated basis.
 - 1.2. Approval of the Statement of non-financial information as of 31st December 2020, which forms part of the consolidated management report.
 - 1.3. Approval of the proposal concerning the appropriation of the profit obtained in 2020.
 - 1.4. Approval of the corporate management by the Board of Directors of the Company in 2020.
2. Re-election of KPMG Auditores, S.L. as external auditors of Atresmedia Corporación de Medios de Comunicación, S.A. and its consolidated group of companies for the 2021 financial year.
3. Appointment as independent directors of:
 - 3.1 Doña Rosa María Lleal Tost
 - 3.2 Doña Beatriz Roger Torres
4. Remuneration of directors and managers:
 - 4.1 Approval of the long-term variable remuneration plan with shares delivery for executive directors and managers of the Atresmedia Group.
 - 4.2 Director's Remuneration Policy for the years 2021-2023.
5. Delegation of powers to formulate, construe, remedy and enforce the resolutions adopted by the General Meeting, and to replace the powers granted to the Board of Directors by the Meeting.
6. Advisory vote on the Annual Report on the remuneration of the Company's directors for the 2020 financial year.

SHAREHOLDERS' RIGHTS AND OTHER INFORMATION

RIGHT TO INFORMATION

Until the fifth day preceding the date scheduled for the holding of the General Meeting, shareholders may request from the Directors the information or clarifications deemed necessary or submit in writing any questions deemed appropriate in connection with the issues included in the Agenda or any publicly



accessible information forwarded by the Company to the *Comisión Nacional del Mercado de Valores (CNMV)* since the last General Meeting that was held. Such enquiries must be made in writing and delivered at the Corporate Office, but they may also be forwarded to the company through any of the following channels:

1. By post, addressed to the Registered Office, Shareholder's Office.
2. Through the following e-mail address: oficinadelaccionista@atresmedia.com

Starting on the date of this notice of call, shareholders will be entitled to examine the following documents at the Corporate Office and to obtain them from the Company, immediately and free of charge:

- The proposals submitted by the Board of Directors to the General Meeting, regarding the items included in the Agenda.
- The Annual Accounts and management report of the Company and its consolidated group (including the Consolidated statement of non-financial information) for the year ended on 31st December 2020, together with the respective audit reports. The management report includes the 2020 annual corporate governance report within a separate section.
- The statement of non-financial information, which is part of the consolidated management report, together with the independent verification report.
- The Board of Directors' report on the appointment of two independent directors which includes the proposal of the Appointments and Remuneration Committee together with the assessment of their skills, experience and merits as well as their Curriculum Vitae.
- The report of the Board of Directors on the long-term variable remuneration plan with shares delivery to executive directors and managers of the Atresmedia Group.
- The report of the Board of Directors in relation to the Remuneration Policy of the Directors' for the term 2021-2023 which contains the report of the Appointments and Remuneration Committee on the proposal submitted for consideration by the General Shareholders' Meeting.
- The Annual Report on the remuneration paid to the directors of the Company in 2020.

SPECIAL INFORMATION CHANNELS AND ELECTRONIC FORUM FOR SHAREHOLDERS

The Company maintains the corporate website www.atresmediacorporacion.com, which may be used by shareholders to exercise their right to information.

All the existing documentation regarding the General Meeting will be available on a full and uninterrupted basis under the "2021 General Meeting" Section of the aforementioned website, so that it may be downloaded and printed, until the Meeting has been held.

In addition to the documents mentioned in the previous section, the following ones will be also available at the Corporate website:

- The notice of call.
- The total number of shares and voting rights at the date of the call.
- The Regulations governing the General Meeting of Shareholders.
- The rules applicable to attendance and all forms of delegation and voting mechanisms.
- The Attendance, Proxy and Voting Card.
- Access to "Online Attendance, Delegation and Voting System"
- Access to "Electronic Forum for Shareholders".



The Electronic Forum for Shareholders contains its own rules of operation. This Forum is accessible, subject to all the warranties required, both by individual shareholders and by those voluntary associations that might be eventually established, so that they can get in touch before the holding of the Meeting. Subject to the requisites, formalities and consequences foreseen in the legal regulations applicable to the Electronic Forum for Shareholders, Shareholders may post any proposals they intend to submit as an addendum to the Agenda included in the notice of call, as well as any requests for endorsement of such proposals, initiatives to reach the percentage required for the exercise of any minority rights foreseen by the legislation in force, and any other offers or requests for voluntary representation.

SUPPLEMENT TO THE NOTICE OF CALL AND SUBMISSION OF PROPOSALS

Shareholders who represent at least three percent (3%) of the share capital of the Company may request the publication of a supplement to this notice, including one or more additional points in the Agenda, provided that such new points are duly justified or, if appropriate, a grounded resolution proposal is attached.

This right should be exercised through an official notice, including all the necessary information, addressed to the secretary of the Board of Directors. Such notice must be received at the Registered Office of the Company, within five days from the publication of this Notice of Call. If appropriate, the supplement to the Notice of Call would be published at least fifteen days before the date scheduled for the holding of the Meeting.

Shareholders who represent the same percentage of the share capital (within the same term of five days stated in the previous paragraph, and provided that the relevant notice has been sent to the Registered Office of the Company) may also submit grounded resolution proposals on the issues already included or to be included in the Agenda of the General Meeting. In such a case, the Company will guarantee that such resolution proposals and the documentation attached, if any, are divulged under the same terms and conditions as the remaining proposals, according to the legal provisions established in that respect.

ONLINE HOLDING OF THE MEETING

In light of the current recommendations and legal restrictions on the holding of meetings, and in an effort to guarantee the safety of shareholders, to ensure equal treatment and prevent discriminatory situations, the Board of Directors has decided that the General Meeting of Shareholders will be held exclusively online, in accordance with the eight final provision of *Real Decreto Ley 5/2021*, 12th of March, since important limitations made by the public authorities in the context of meetings and the mobility of individuals and are still in force. To ensure the exercise of the rights of shareholders on the occasion of this General Meeting, Atresmedia Corporación will provide the telematic resources required for the remote exercise of such rights and to ensure a real time connection to the meeting ("online attendance") in accordance with the procedures described below.

ATTENDANCE RIGHT

Shareholders who hold at least 400 shares may attend the General Meeting, provided that such shares have been registered in their name in the relevant shareholders registry book, five days in advance to the date on which the General Meeting will be held, and their condition as shareholders is evidenced through the relevant Attendance, Proxy and Voting Card, issued by the Institution where their shares are deposited or, failing this, by the Company itself; a certificate issued by any of the entities belonging to the Sociedad de Gestión de los Sistemas de



Registro, Compensación y Liquidación de Valores (IBERCLEAR) or any other method admitted by the legislation in force may also be used.

The online attendance of the shareholder to the Meeting will represent an actual revocation of any prior vote or delegation.

GROUPING OF SHARES

Shareholders who own less than 400 shares may group with other shareholders in the same situation, until the necessary number of shares to attend the meeting has been reached. In such a case, the representation will be granted to one of them. The grouping of shares shall be specifically carried out for this General Meeting, and must be executed by any written means that allows providing the evidence of such grouping.

The shareholder who represents the grouped shareholders should contact the Shareholder's Office to obtain an Attendance, Proxy and Voting Card which includes all of them, after submitting all the relevant proxies duly signed.

RULES FOR ONLINE ATTENDANCE

- a) Prior registration:** any shareholder who wishes to attend the meeting online must go to the corporate website, between 22nd April at 00:00 a.m. and 27th April at 17:00 p.m. or 28th April, in case that the meeting is held in second call), by clicking on the "Attendance, Delegation and Voting" link, which can be found at the "2021 General Meeting" section, and following the registration instructions, identifying him/herself through an electronic National Identification Card or a recognised electronic certificate issued by the Spanish Public Certification Authority (CERES), dependent upon the Spanish National Mint and CAMERFIRMA.

Proxies granted in favour of any shareholder who attends the meeting online must have been given before the registration of such shareholder, following any of the procedures described in the notice of call.

If the proxy so appointed is not shareholder of the company, he/she must pre-register by mail sent to the shareholder's office, at the same e-mail address.

- b) Connection, attendance to the Meeting and voting:** previously registered shareholders must be connected to the Meeting between 16:00 p.m. and 16:45 p.m. of 28th April 2021 identifying him/herself through an electronic National Identification Card or a recognised electronic certificate issued by the Spanish Public Certification Authority (CERES), dependent upon the Spanish National Mint and CAMERFIRMA. If the meeting could not be held in first call, shareholders must be connected the following day, within the same time-slot, for the holding of the meeting in second call. No connection will be allowed after such time. Previously registered shareholders who do not subsequently get connected to the meeting shall not be counted as attendants. Once the connection has been established, shareholders may exercise their right to vote on the proposals for resolutions until each ballot has been completed.

- c) Presentations and requests of information:** upon their registration, from the time of the connection to the meeting and until 16:45 p.m. of the day of the meeting, shareholders may request the floor at the General Meeting, to ask any questions and submit proposals for resolutions. The Secretary will read out the presentations submitted by the shareholders during the period reserved to that effect. Presentations will only be noted in



the minutes of the meeting in case that it has been expressly requested. If, for whatever reasons, the right of information of the shareholder cannot be fulfilled at the meeting, the information requested shall be delivered in writing to the shareholder concerned, within a term of seven days after the meeting.

REPRESENTATION AND VOTING RIGHTS

Shareholders entitled to attend the General Meeting may be represented by another person, even if such person is not a shareholder. The representation can be granted through the delegation form included in the Attendance, Proxy and Voting Card or through any other way accepted by the legislation in force.

Shareholders who own less than 400 shares may delegate the representation of their shares and the exercise of their right to vote in one shareholder entitled to attend the Meeting, through any of the procedures mentioned in this notice of call.

The vote can be fractioned in order to allow those professional financial intermediaries who appear legitimated as shareholders, but act in the name of different clients, to cast their votes in accordance with the instructions of their principals, even though such instructions may be different. Furthermore, the financial intermediary may delegate the vote to a third party designated by the client, without restrictions as to the number of delegations conferred.

Intermediaries who are appointed as proxies must forward to Atresmedia Corporación, within the seven days preceding the date on which the Meeting is to be held, a list stating the identity of each client and the number of shares whose voting rights they will exercise on behalf of those clients, as well as the voting instructions received by the intermediary, if any.

If the shareholder does not determine in his delegation who should represent him, it will be the chairman of the General Meeting who assumes that representation.

For the purposes of Articles 523 and 526 of the *Ley de Sociedades de Capital*, the Company's Directors and the Secretary may be in a situation of a potential conflict of interest over points 1.4, 4.1, 4.2 and 6 on the Agenda and, as permitted by law, proposals relating to the removal of directors or the filing of any corporate liability action. In such cases, the proxy shall cast the vote in accordance with the instructions received from the shareholder and, in the absence thereof, it will be understood that the shareholder has explicitly instructed the representative to vote against all such proposals, including in cases of conflict of interest.

In the event that items not included in the Agenda of this call are submitted to a vote, the delegation shall extend to those proposals, unless the shareholder has indicated otherwise. In the absence of instructions, it will be understood that the shareholder has explicitly instructed the representative to vote against the new proposals, as well as in cases of conflict of interest.

RIGHT OF REPRESENTATION THROUGH REMOTE COMMUNICATION MEANS

Those shareholders who do not attend the meeting may delegate their representation through remote communication means, provided that they comply with (i) the procedural and identification guarantees listed below; (ii) the guarantees of satisfactory evidence of the condition of shareholder included in the section "Common rules related to the exercise or delegation of the voting right through remote communications means" of this notice of call; and (iii) any other requirements and formalities that might be required by the legislation in force.

The representation through remote communication means may be granted through:



1. Online Means

- a) **Procedure:** those shareholders who wish to grant their representation through online means shall do it through the website of the Company, clicking on the link "Online Attendance, Delegation and Voting System", of the section "2021 General Meeting".
- b) **Identification of shareholders:** the shareholder must evidence his/her identity through an electronic certificate validated by the Spanish Public Certification Authority (CERES), dependent upon the Spanish National Mint and, his/her electronic ID card CAMERFIRMA, in accordance with the provisions of the Common Rules of this Notice of Call.
- c) **Validity of the delegation:** the delegation so granted will be considered valid by the Company only in the case that it is received within the deadlines foreseen and the status of shareholder of the principal is duly evidenced.
- d) **Other forecasts:** electronic proxies must be accepted by the representative, if granted in favour of a person other than the Chairman of the Board of Directors or any other member in thereof. To that effect, it will be understood that the representative has accepted the delegation by signing the corresponding card and sending it to the Shareholder's Office by post addressed to the registered office, or by email to oficinadelaccionista@atresmedia.com along with a copy of his/her Identification Card or Passport.
- e) **Revocation of the Delegation:** the person who delegates the vote through online means will be entitled to revoke such delegation following the same procedure.
- f) **Additional information:** For further information about the operation of the remote representation means, please refer to the document entitled "Attendance, Proxy and Voting", which is available at the Corporate website of the Company, under the section "2021 General Meeting".

2. Postal correspondence

- a) **Procedure:** those shareholders who wish to grant their representation by post must complete the sections regarding delegation included in the Attendance, Proxy and Voting Card issued by the institution where their shares have been deposited or, in its absence, in any equivalent card which has been obtained through any of the means already indicated. Once duly signed the Card must be sent by post addressed to: (i) the Registered Office of the Company, in case that the delegation is granted in favour of the Chairman or any other Member of the Board of Directors, either directly or through the intermediary of the banking institution where the shares have been deposited or (ii) in other cases, to the address of the proxy appointed by the shareholder. In this latter case, the proxy must accept the delegation by signing the corresponding card and sending it to the Shareholder's Office by post addressed to the registered office, or by email to oficinadelaccionista@atresmedia.com along with a copy of his/her Identification Card or Passport.
- b) **Validity of the delegation through postal correspondence:** The delegation will be considered valid by the Company only in the case that it is received within the deadlines foreseen and the status of shareholder of the principal has been duly evidenced.



- c) Revocation of the Delegation:** the person who delegates his/her vote by post will be entitled to revoke such delegation through the same channel.

VOTING THROUGH REMOTE COMMUNICATION MEANS

Those shareholders who do not attend the Meeting may cast their vote through remote communication means, provided that they meet (i) the procedural and identification guarantees indicated in this section; (ii) the rules for the satisfactory evidence of the condition of shareholder required in the section "Common rules related to the exercise or delegation of the voting right through remote communication means" included in this notice of call; and (iii) any other requirements and formalities that might be legally required.

The vote through remote communication means may be cast through:

1. Online means

- a) Procedure:** those shareholders who wish to remotely cast their vote through online means shall do it through the website of the Company, following the link "Online Attendance, Proxy and Voting", included under the section "2021 General Meeting"
- b) Identification of shareholder:** the shareholder must evidence his/her identity through an electronic certificate validated by any domestic certification authority or his/her electronic ID card, in accordance with the provisions of the Common Rules of this Notice of call.
- c) Validity of the voting:** the vote so cast will only be considered valid by the Company only in the case that it is received within the deadlines foreseen and the status of shareholder of the voter has been duly evidenced.
- d) Additional information:** For further information about the operation of the remote voting means, please refer to the document entitled "Attendance, delegation and vote", which is available at the Corporate website of the Company, under the section "2021 General Meeting".

2. Postal Correspondence

- a) Procedure:** those shareholders who wish to cast their vote by post must complete and sign the Remote Voting Section of the 'Attendance, Proxy and Voting Card' issued by the institution where their shares have been deposited or, in the absence of such card, of any equivalent Card obtained through the procedures already explained. This Card, once it has been duly completed and signed, must be delivered at the corporate headquarters, either directly or through the intermediary of the banking institution where the shares have been deposited, or sent by post to the Shareholder's Office, at the registered office of the Company, within the deadlines established to that effect.
- b) Validity:** the vote so cast will be considered valid by the Company only in the case that it is received within the deadlines established and the status of the voter as shareholder has been duly evidenced.

COMMON RULES RELATED TO THE EXERCISE OF THE DELEGATION AND VOTING RIGHT BY REMOTE COMMUNICATIONS MEANS

1.- Deadline for receipt by the Company and proof of the shareholder status

The delegations granted and votes cast through remote communications means (either through online means or by post) must be: (i) granted or cast through the specific link created for the purposes of this General Meeting at the website of the



Company, or (ii) received at the official address of the Company, either directly or through the intermediary of the banking institution where the shares have been deposited. In both cases, the deadline for receipt will be at least 24 hours before the holding of the Meeting, i.e., before 17:00 p.m. of 27th April. The Company will verify whether the ownership and the number of shares indicated by those shareholders who have granted their representation or cast their votes are correct, on the basis of the data available at the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (IBERCLEAR) or the Record Book of Shareholders.

2.- Rules of precedence

The personal attendance to the Meeting of any shareholder who had previously delegated his/her representation or who had already voted through a remote system, notwithstanding the means used, will leave without effect such voting or proxy. In the case that a shareholder validly makes several delegations (either through electronic means or by post) the last action (delegation or voting), performed before the Meeting is held will take precedence. If the exact time when the shareholder did delegate or cast his/her vote cannot be accurately ascertained, the casting of the vote (irrespective of the means used to cast such vote) will prevail over the delegation. If the shareholder had cast several votes in a different sense, either through electronic means or by post, the last vote cast before the holding of the Meeting will prevail.

3.- Electronic signature

To ensure the authenticity and correct identification of the shareholder who exercises his/her representation and voting rights, the shareholder must have a valid electronic National Identification Card or a recognised electronic certificate issued by the Spanish Public Certification Authority (CERES), dependent upon the Spanish National Mint and CAMERFIRMA.

The remote voting and delegation through any other method considered appropriate by the Board of Directors to guarantee the identification of the shareholder and the authenticity of the exercise of his/her rights will also be allowed.

4.- Other provisions

- Both the casting and the delegation of votes through remote online means before the holding of the meeting will be void in case of disposal of the shares that grant such rights.
- Shareholders will be exclusively responsible for the custody of their electronic signature.
- Those shareholders who are companies or who are not residents of Spain should consult the Shareholder's Attention Office to consider the possibility of applying, on a case by case basis, the general procedures implemented for the attendance, casting of votes and delegation through remote communications means. Similarly, in the case that the shareholder is a company, such company must notify the Company, in a reliable manner, any change or revocation of the faculties of its representative, and the Company declines any responsibility until such notice has been forwarded.

5.- Suspension of electronic systems and interconnection malfunction

The Company reserves the right to modify, suspend, cancel or restrict the electronic proxy and voting mechanisms when technical or security reasons require or impose it so. If any of these events take place, an announcement will be made on the Company's website.



PROTECTION OF PERSONAL DATA

The personal data of shareholders and their representatives, as well as those data provided by Registered Users or generated as a result of the use of the Forum will be processed by the Company (which is the Data Controller) in connection with the management of shareholders relations and the holding, control of the participation and broadcasting of the General Meeting, the operation of the Online Forum and the compliance with the applicable regulations. The rights of access, rectification, erasure, objection, restriction of processing and data portability may be exercised through a notice sent by e-mail to the address privacidad@atresmedia.com or through a letter sent by post to the Data Protection Office (*Oficina de Protección de Datos*) of Atresmedia, located at Avda. Isla Graciosa 13, 28703 San Sebastián de los Reyes, Madrid. All this information may be consulted at the Privacy Policy page of the company, which is available at the following link of our corporate website: <https://www.atresmediacorporacion.com/accionistas-inversores/junta-general-accionistas/>.

OTHER INFORMATION OF A GENERAL NATURE

- Attendance Cards will be issued by those Institutions where the shares are deposited. Notwithstanding the foregoing, those shareholders who have not received them from such Institutions, or who wish to act jointly, may request the Attendance Cards to the Company, also through the e-mail address oficinadelaccionista@atresmedia.com or download them from the Corporate Website.
- No Meeting attendance premium will be paid, irrespective of whether the Meeting is attended personally or by proxy, and no gifts will be distributed.
- The General Meeting will be broadcast live on the Internet, through the corporate website.

San Sebastián de los Reyes, Madrid, this twenty-six day of March 2021. The Secretary of the Board of Directors.