



## **TO THE COMISIÓN NACIONAL DEL MERCADO DE VALORES**

In accordance with the provisions contained in the Securities Market Law (Ley del Mercado de Valores) Atresmedia Corporación de Medios de Comunicación, S.A. hereby notifies the following

### **SIGNIFICANT EVENT**

The Company sends the proposals of the resolutions to be submitted by the Board of Directors to the Ordinary Shareholders' General Meeting, called today, which will be initially held on 19<sup>th</sup> April 2017, at the Company registered office.

Madrid, 17<sup>th</sup> March 2017



**ATRESMEDIA CORPORACIÓN DE MEDIOS DE COMUNICACIÓN, S.A.  
Resolution Proposals and Information submitted by the Board of Directors  
to the 2017 Ordinary General Meeting of Shareholders**

**Proposals related to item 1 of the agenda**

**Annual accounts, management reports, allocation of the profit obtained and corporate management in connection with year 2016.**

**1.1. Scrutiny and approval of the annual accounts and management report of Atresmedia Corporación de Medios de Comunicación, S.A., both on an individual and on a consolidated basis, for the year ended on 31<sup>st</sup> December 2016.**

Approval, in accordance with the provisions included in the legal documentation, of the annual accounts and management report of Atresmedia Corporación de Medios de Comunicación, S.A. as well as the consolidated annual accounts and management report for year 2016, as they have been formulated by the Board of Directors.

**1.2. Distribution of the profit for year 2016.**

Approval of the proposed distribution of the profit obtained in year 2016, considering that the net result for the year, after the provision for corporate income tax for the year, represents a profit of euro 124,489 thousands, to be distributed in the manner and for the amount described hereinafter:

Dividend

- A maximum amount of euro 105,920 thousands will be allocated to the payment of dividends, of which an amount of euro 49,487 thousands, corresponding to the interim dividend paid on 15 December 2016, has already been distributed, following a resolution of the Board of Directors.
- The remaining euro 56,433 thousands will be distributed among the shareholders, in the form of a supplementary dividend of euro 0.25 per share (once the economic rights enjoyed by the treasury shares have been attributed) to be paid on 21 June 2017, corresponding to all the shares representing the capital stock of the company, with the exception of treasury shares.
- When this supplementary dividend is added to the aforementioned interim dividend (for an amount of euro 0.22 per share) the total sum distributed by the Company as dividend for the 2016 fiscal year amounts to euro 0.47 per share and to a maximum sum of euro 105,920 thousands.

Voluntary reserves

The remaining sum, which amounts at least to euro 18,569 thousands, will be allocated to voluntary reserves.

**1.3. Approval of the management of the Company by the Board of Directors in 2016.**

Approval of the management of the Company by the Board of Directors in 2016.

**Proposal related to item 2 of the agenda****Approval of an extraordinary dividend to be charged against unrestricted reserves**

Approval of an extraordinary dividend to be charged against unrestricted reserves, for a maximum amount of euro 101.580 thousands, equivalent to euro 0.45 per share, to be paid on 21 December 2017 and corresponding to all the shares of the capital stock, with the exception of treasury shares.

**Proposal related to item 3 of the agenda****Approval of the policy implemented for the remuneration of the Directors of Atresmedia Corporación**

Approval of the Policy to be followed for the remuneration of the Directors of the Company in years 2018, 2019 and 2020.

**Proposal related to item 4 of the agenda****Delegation of powers to formulate, construe, make good, and enforce the resolutions adopted by the General Meeting, and to replace the powers granted to the Board of Directors by the Meeting.**

To authorise the Board of Directors of the Company, to the broadest extent required by law, and with express joint and several powers of delegation to the Chairman of the Board of Directors, the Chief executive Officer, the Secretary and the Deputy Secretary of the Board of Directors, so that any of them may indistinctly carry out any actions deemed necessary or convenient in connection with the execution, construction, amendment and full implementation of the resolutions adopted by this General Meeting.

**Proposal related to item 5 of the agenda****Putting to the vote, on an advisory basis, of the annual report on the remunerations received by the Directors in 2016**

The annual report on the remunerations received by the Directors of Atresmedia Corporación de Medios de Comunicación, S.A. in 2016 shall be put to the vote, on an advisory basis.

**Item 6 of the agenda****Report of the Board of Directors concerning the amendment of its Regulations**

Since this item has been included merely for information purposes, no resolution proposal has been included in connection therewith. The Board of Directors has approved the relevant report, in accordance with the provisions established in article 518 of the Corporations Act, which regulates the information that must be submitted before the holding of the General Meeting of Shareholders. This report, which was made available to the Shareholders simultaneously with the Notice of Summons of the general Meeting, contains the Board's explanation of the reasons that led to such amendment, which is only aimed at adapting Article 34 of the Regulations of the Board of Directors in line with Recommendation No. 25 of the Code of Good Governance for Listed Companies, through the inclusion of a limitation regarding the maximum number of Boards of Directors of which a Director of the Company may be a member.