

**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

RELEVANT INFORMATION

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 29th April 2020, at the Company registered office. 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 2020



ATRESMEDIA CORPORACIÓN DE MEDIOS DE COMUNICACIÓN, S.A.
Ordinary General Meeting of Shareholders 2020

The Board of Directors of Atresmedia Corporación de Medios de Comunicación, S.A. (Atresmedia Corporación or the Company), in the meeting held on 18th March 2020, has agreed to convene the Ordinary General Meeting of Shareholders of the Company, to be held in first call on **29th April 2020** at **17:00 p.m.**, at the Registered Office of the Company, Avenida Isla Graciosa No. 13, San Sebastián de los Reyes, Madrid, and in second call, on 30th April 2020, in the same place and time, to discuss the matters included in the following

AGENDA

1. Annual accounts, management reports, allocation of the profit obtained and corporate management in connection with year 2019:
 - 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 2019, both on an individual and on a consolidated basis.
 - 1.2. Approval of the Statement of non-financial information as at 31st December 2019, which forms part of the consolidated annual report.
 - 1.3. Approval of the proposal concerning the appropriation of the profit obtained in 2019.
 - 1.4. Approval of the corporate management of the Company in 2019.
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 2020 financial year.
3. Re-election of Mónica Ribé Salat as independent director.
4. Authorisation to buy back treasury shares, either directly or through Group Companies.
5. Delegation of powers in favour of the Board of Directors, so that this latter may issue, on behalf of the Company and in one or more issues, debentures, bonds and other fixed-income securities or other similar debt instruments, either non-convertible or exchangeable for outstanding shares or other pre-existing securities of other companies, as well as promissory notes and preferred shares, with express permission to delegate said authority and for a maximum term of five (5) years. Delegation of powers.
6. Delegation of powers in favour of the Board of Directors, so that this latter may issue, on behalf of the Company and in one or more issues, and for a maximum term of five (5) years, debentures and/or bonds convertible into new shares of the Company and/or exchangeable for Company shares, as well as warrants on new shares or on outstanding shares of the Company, with express authorisation, in case of an issue of convertible debentures and/or bonds or warrants on new shares, to exclude the preferential subscription right of shareholders and to increase the capital stock to the extent necessary to meet the requirements of the conversion. Establishment of criteria for the determination of the conversion rules and options. Delegation of powers.
7. Amendment of the Remuneration Policy for the Directors of the Company in force for the period between 2019 and 2021.



8. 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.
9. Advisory vote on the Annual Report on the remunerations received by the Directors of Atresmedia Corporación in 2019.
10. Approval, as appropriate, of the minutes of the meeting.

SHAREHOLDERS' RIGHTS AND OTHER INFORMATION

RIGHT TO INFORMATION

Until to 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 held, or in connection with the Auditor's Report. Such enquiries must be made in writing and delivered at the Corporate Office, but they may be also 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 each and every one of 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 2019, together with the respective audit reports. The Management Report includes the 2019 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 report on the independent director whose re-election is proposed, which includes her CV along with an assessment of her skills, experience and merits.
- The report on the proposal of resolution concerning the delegation of powers in favour of the Board of Directors, so that this latter may issue debentures, bonds and other fixed-income securities or other similar debt instruments, either non-convertible or exchangeable for outstanding shares or other pre-existing securities of other companies, as well as promissory notes and preferred shares.
- The report on the proposal of resolution concerning the delegation of powers in favour of the Board of Directors, so that this latter may issue debentures and/or bonds convertible into and/or exchangeable for Company shares, as well as warrants on new shares with express authorisation to exclude preferential subscription rights and to increase the capital stock to the extent required.



- The reports issued by the Appointments and Remunerations Committee and the Board of Directors in connection with the amendment of the Remuneration Policy applicable to the Directors of the Company.
- The Annual Report on the remuneration paid to the Directors of the Company in 2019.

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 "2020 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, Delegation and Voting Card.
- Access to "Electronic 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 capital stock 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 fixed for the holding of the Meeting.



Shareholders who represent the same percentage of the Capital Stock (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 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.

RECOMMENDATIONS FOR THE EXERCISE OF SHAREHOLDER RIGHTS

Following the recommendations issued by the Spanish Government, the Health Care Authorities and the Comisión Nacional del Mercado de Valores to respond to the exceptional situation arisen as a result of the spreading of the COVID-19 virus, and in an effort to prevent the risks associated with the in-person attendance to the general meeting, shareholders are strongly encouraged to exercise their rights through the remote delegation and voting means made available to them by the Company and which are explained 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, Delegation 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.

Any shareholder who has not received the Attendance, Delegation and Voting Card from the institution where his/her shares have been deposited may request it to Atresmedia Corporación until three days before the date of the meeting, through any of the procedures established in this notice of call, or download it from the corporate website, under the section 2020 General Meeting, Attendance, Delegation and Voting Card.

The personal 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 Delegation and Voting Card which includes all of them, after submitting all the relevant proxies duly signed.



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, Delegation 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 clarify in the proxy who should represent him/her, the Person who chairs the General Meeting will assume such representation and will act in accordance with the instructions received, and failing that in favour of the proposals of the Board of Directors.

If the representative so appointed is a Director or the Secretary, he/she may find himself in a situation of potential conflict of interest in connection with the items 1.4, 3, 7 and 9 included in the agenda. In such a case, and unless the shareholder otherwise indicates in the voting instructions contained in the Card, it will be understood that the shareholder has explicitly instructed the representative to vote in favour all such proposals.

The representation will also be extended to other matters not included in the agenda and that might be voted during the Meeting, unless otherwise indicated by the shareholder in the Attendance, Delegation and Voting Card. In this case, the proxy will abstain from voting. If the representation powers also cover these points and the proposals submitted relate to the dismissal of directors or to the exercise of any corporate liability actions, a potential conflict of interest would occur if the representative is a director. In such a case, and unless the shareholder otherwise indicates in the voting instructions contained in the Card, it will be understood that the shareholder has explicitly instructed the representative to vote against all such proposals.

RIGHT OF REPRESENTATION THROUGH REMOTE COMMUNICATIONS MEANS

Those shareholders who do not attend the meeting may delegate their representation through remote communications 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 communications means may be granted through:

1. Electronic Means

- a) **Procedure:** those shareholders who wish to grant their representation through electronic means shall do it through the website of the Company, clicking on the link "Electronic Delegation and Voting", of the section "2020 General Meeting".
- b) **Identification of shareholders:** the shareholder must evidence his/her identity through an electronic certificate validated by an authorised national certification institution or his/her electronic ID card, 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 delegations may only be used if they have been accepted by the proxy. To that effect, it will be understood that the representative has accepted the delegation if he/she attends, along with his/her Identification Card or Passport at the venue where the Meeting is to be held before the time established for its commencement and informs the staff in charge of the Registry of Shareholders about his/her condition as representative of the shareholder who has delegated the vote through electronic means, and his/her legitimacy to attend the Meeting.
- e) **Revocation of the Delegation:** the person who delegates the vote through electronic 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, delegation and vote", which is available at the Corporate website of the Company, under the section "2020 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, Delegation 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 attend the venue of the Meeting, with the attendance card and his/her Identification Card or Passport, before the time scheduled for the commencement of the Meeting.
- 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 COMMUNICATIONS MEANS

Those shareholders who do not attend the Meeting may cast their vote through remote communications 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 communications means" included in this notice of call; and (iii) any other requirements and formalities that might be legally required.

The vote through remote communications means may be cast through:

1. Electronic means

- a) Procedure:** those shareholders who wish to remotely cast their vote through electronic means shall do it through the website of the Company, following the link "Delegation and Vote through Electronic Means", included under the section "2020 General Meeting"
- b) Identification of shareholders:** the shareholder must evidence his/her identity through an electronic certificate validated by an authorised national certification institution 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 votes so cast will be considered valid by the Company only in the case that they are 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 "2020 General Meeting".

2. Postal Correspondence

- e) Procedure:** those shareholders who wish to cast their vote by post must complete and sign the 'Remote Voting' Section of the Attendance, Delegation 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.
- f) 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 electronic 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 hours of 28th 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 delegation. 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 it cannot be ascertained the exact time when the shareholder did delegate or cast his/her vote, 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 "Fábrica Nacional de Moneda y Timbre". 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 electronic means before the holding of the Meeting will be void in case of disposal of the shares that grant such rights.
- The shareholder will be exclusively responsible for the custody of his/her 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 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 the electronic systems and interconnection failures

The Company reserves the right to modify, suspend, cancel or restrict the electronic voting and delegation mechanisms when so required or imposed by technical or security reasons. Upon the occurrence of any of such assumptions, this will be immediately notified in the website of the Company.

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 Electronic 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 Oficina de Protección de Datos de 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

- The General Meeting is expected to be held in first call.
- 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 itself, 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.

EXTRAORDINARY ORGANISATIONAL MEASURES TAKEN AS A RESULT OF THE STATE OF ALARM

1. In view of the extraordinary current circumstances, the Board of Directors of the Company has decided that, in the event that it is not possible to hold the meeting in person – due to an extension of the current state of alarm until the date scheduled for the holding of the meeting, or to any other reason related to the current sanitary crisis - it shall be held exclusively by remote electronic means (in other words, without the physical attendance of the shareholders or their proxies), in accordance with the organisational and attendance rules laid down by the Board of Directors and that would be of application to that case. The shareholders of the Company shall be duly notified about this change by means of the relevant announcement, that will be divulged sufficiently in advance and will be subject to the same disclosure requirements as this notice of call, in fulfilment of the requirements set out in Royal Decree-Law 8/2020, of



17th March, or any other equivalent legal rule in force at the time of the holding of the General Meeting. The resolution of the Board of Directors also contains an express delegation of authority to the Chairman and the Secretary of the Board, so that they may, if appropriate, keep the shareholders duly informed in connection with the applicable organisational measures, in case that the General Meeting is held exclusively by remote electronic means.

2. Similarly, the Directors of the Company and the Secretary of the Board may attend the general Meeting via video/audio-conferencing.
3. The extraordinary organisational measures to be eventually applied, as well as any information required by the shareholders of the Company will be posted on the www.atresmediacorporacion.com website, under the section "2020 General Meeting".

San Sebastián de los Reyes, Madrid, this Twenty sixth day of March 2020. The Secretary of the Board of Directors.