

### SHAREHOLDERS GENERAL MEETINGS

## PROCEDURES FOR ATTENDANCE, PROXIES AND DISTANCE VOTING

### **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 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 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 "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 "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.

**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 "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 "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 OR DELEGATION OF THE 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. 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 <a href="mailto:privacidad@atresmedia.com">privacidad@atresmedia.com</a> 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: <a href="https://www.atresmediacorporacion.com/accionistas-inversores/junta-general-accionistas/">https://www.atresmediacorporacion.com/accionistas-inversores/junta-general-accionistas/</a>.