

## ANNUAL REPORT ON RELATED PARTY TRANSACTIONS

### MEDIASET ESPAÑA COMUNICACIÓN, S.A.

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Mediaset España's Audit and Compliance Committee has formulated this report, which has been presented to and ratified by the Board of Directors, which includes the related party transactions made during the period from 1st January to 31st December 2016.

Related-party transactions have been reflected in the Mediaset España's Consolidated Accounts and the Annual Corporate Governance Report.

The Report has been prepared pursuant to the provisions of Article 529 quaterdecies, paragraph 4-g) of the Companies Act, which attributes, to the Audit and Compliance Committee, among other responsibilities:

*“g) Report, beforehand, to the board on all matters under the Act, the Articles of Association and the Regulations of the Board and in particular on:*

- 1.º The financial information that the company must periodically make public,*
- 2.º the creation or acquisition of shares in special purpose vehicles or domiciled in countries or territories considered tax havens and*
- 3.º transactions with related parties.”*

It also states, in accordance with Article 5.5 of the Audit and Compliance Committee Rules, which states:

*“On the question of related-party transactions, until this matter is passed on to another committee, the Audit and Compliance Committee shall be responsible for proposing the policy to be pursued in this kind of transaction and for informing the Board of Directors of this policy. The policy on related-party transactions should be made public in the Annual Corporate Governance Report.”*

In addition, this report has been published on the company's website, well in advance of the conclusion of the next Annual General Meeting and in accordance with the 6th recommendation included in the corporate governance report.

A related-party transaction means any transaction between persons or entities that have a relationship, whether it is participating or controlling stake or a familial relationship. Article 16 of the Redrafted Text of the Corporation Tax Act sets out the circumstances in which it is understood that there is a related person or entity.

# MEDIASET *españa.*

Outlined below are the significant operations by amount, or relevant due to its content, carried out between Mediaset España and / or its group's companies or its significant shareholder, the company Mediaset Spa, during 2016:

<b>Name of significant shareholder</b>	<b>Name of the company or entity of the Mediaset Group</b>	<b>Nature of Relationship</b>	<b>Type of transaction</b>	<b>Amount (thousand euros)</b>
MEDIASET SPA	Mediaset Investment S.A.R.L.	Contractual	Other	169
MEDIASET SPA	Mediaset S.P.A.	Commercial	Receipt of Services	50
MEDIASET SPA	Reti Televisive Italiane S.P.A.	Commercial	Other	1.251
MEDIASET SPA	Reti Televisive Italiane S.P.A.	Contractual	Other	200
MEDIASET SPA	Reti Televisive Italiane S.P.A.	Commercial	Service Provider	164
MEDIASET SPA	Publieurope Internacional Ltd.	Commercial	Receipt of Services	1.452
MEDIASET SPA	Publieurope Internacional Ltd.	Commercial	Service Provider	526
MEDIASET SPA	Boing SpA	Contractual	Receipt of Services	25
MEDIASET SPA	Banco Mediolanum, S.A.	Commercial	Service Provider	701
MEDIASET SPA	Penguin Random Grupo Editorial, S.A.	Contractual	Service Provider	197
MEDIASET SPA	Media4commerce S.P.A.	Contractual	Service Provider	21
MEDIASET SPA	Mediaset Premium S.P.A.	Commercial	Receipt of Services	7
MEDIASET SPA	Medusa Film S.P.A.	Contractual	Other	80

During 2016, the Group's companies have conducted operations, which are broken down below, with companies in which they have a non-controlling share; highlighting audio-visual productions and purchase of audio-visual rights.

	Ventas bienes		Otros ingresos		Compras bienes		Otros gastos		Compra Inmovilizado	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
60 Db Entertainment	-	-	-	-	-	-	-	-	-	-
Editoria Digital de Medios	-	5	-	-	-	14	-	-	-	-
BigBang	-	7	-	-	-	-	-	-	-	30
La Fábrica de la Tele, S.L.	10	2	-	-	26.383	26.616	-	-	-	-
Producc. Mandarina, S.L.	132	30	-	-	11.327	10.524	-	-	-	2.901
Netsonic S.L.	-	-	-	-	-	-	-	-	-	-
Megamedia Televisión, S.L.	257	212	-	-	6.809	4.782	-	-	208	-
Supersport Televisión, S.L.	1.829	1.538	-	-	9.818	9.965	-	-	-	-
Emissions Digitals de Catalunya. S.A.	850	166	-	-	8.032	4.237	-	-	-	-
AUNIA Publicidad Interactiva, S.L.U.	724	-	-	-	84	-	-	-	-	-
Grupo Prisa	-	-	-	-	-	-	-	-	-	-
Grupo Pegaso	-	-	648	1.068	-	-	-	-	-	-
<b>Total</b>	<b>3.802</b>	<b>1.960</b>	<b>648</b>	<b>1.068</b>	<b>62.453</b>	<b>56.138</b>	<b>0</b>	<b>0</b>	<b>208</b>	<b>2.931</b>

Finally, we must mention that among the related-party transactions there is a consultancy service contract between the company Group, Publiespaña, SAU, and a director of Mediaset España Comunicación, S.A. For more detailed information are available the Consolidated Financial Statements of Mediaset España and its Group of Companies and the Annual Corporate Governance Report.

Madrid, 23rd February 2017.