

PROXY VOTING AND REMOTE VOTING

The Board of Directors has decided, in compliance with Articles 27 and 33 of the Articles of Association and Sections 16 and 26 of the General Meeting Regulations, to allow shareholders to vote by proxy and remotely in advance of the date of the Meeting, provided that all statutory requirements as well as those specified for this meeting are met.

1. Remote voting:

Shareholders with the right to vote who do not attend the Extraordinary General Meeting may, in advance of the date it is held, vote via one of the following methods:

(i) Electronic means:

Procedure: in order to issue a distance vote by electronic means before the Extraordinary General Meeting is held, shareholders should visit the Company's website (<http://www.telecinco.es/inversores/es/>) and go to the page dedicated to the 2020 Extraordinary General Meeting titled "Proxy and Remote" Voting and follow the instructions given there.

Identification: pursuant to Section 26 of the General Meeting Regulations, to guarantee the proper identification and authentication of the shareholders exercising their voting rights prior to the Extraordinary General Meeting via electronic means, the Board of Directors requires that they do so using a recognised electronic certificate and advanced electronic signature, as per the Electronic Signature Law 59/2003 of 19 December, and specifically that (i) their Electronic User Certificate has been issued by the Spanish Mint's Public Certification Authority (CERES) and not been cancelled; or (ii) their recognised electronic certificate is incorporated in their national electronic identity document, issued in accordance with Royal Decree 1553/2005 of 23 December regulating the issuance of national identity documents and electronic signature certificates.

All shareholders in possession of an electronic signature that complies with either of these two requirements and use it for identification purposes may cast his/her/its vote on the items of the agenda.

Requirements: only votes issued by shareholders and received by the Company within the dates specified in paragraph 3 below shall be considered as valid.

(ii) By post:

Procedure: shareholders wishing to cast their vote by post in advance of the Extraordinary General Meeting must fill in the section titled “Remote Voting” on the Attendance/Proxy Card issued by the Company.

Once the Attendance/Proxy Card has been filled in and signed, it may be sent by any of the following methods:

- a. By post, addressed to: “Mediaset España Comunicación, S.A.” (Extraordinary General Meeting 2020), Dirección General Corporativa, Carretera de Fuencarral a Alcobendas nº 4, 28049 Madrid.
- b. Using the prepaid reply envelope supplied, as the case may be, with the Attendance/Proxy Card.
- c. In person, to the address given above.

Requirements: only votes issued by shareholders and received by the Company within the dates specified in paragraph 3 below shall be considered as valid.

2. Remote delegation:

Shareholders with the right to vote but who do not attend the Extraordinary General Meeting may, in advance of the date of the meeting, appoint a proxy by one of the following methods:

- (i) Electronic means:

Procedure: shareholders wishing to appoint a proxy electronically, in advance of the Extraordinary General Meeting, should visit the Company’s website (<http://www.telecinco.es/inversores/es/>) and go to the page dedicated to the 2020 Extraordinary General Meeting titled “Proxy and Remote Voting” and follow the instructions given there.

Identification: pursuant to section 26 of the General Meeting Regulations, to guarantee proper identification and authentication of the shareholders appointing a proxy prior to the Extraordinary General Meeting via electronic means, the Board of Directors requires that they do so using a recognised electronic certificate and advanced electronic signature, as per the Electronic Signature Law 59/2003 of 19 December, and specifically that (i) their Electronic User Certificate has been issued by the Spanish Mint’s Public Certification Authority (CERES) and not been cancelled; or (ii) their recognised electronic certificate is incorporated in their national electronic identity document, issued in accordance with Royal Decree 1553/2005 of 23 December regulating the issuance of national identity documents and electronic signature certificates.

All shareholders in possession of an electronic signature which complies with either of these two requirements and use it for identification purposes may appoint a proxy by remote electronic communication means.

Requirements: only proxies issued by shareholders and received by the Company within the dates specified in paragraph 3 below shall be considered as valid.

Shareholders appointing a proxy via electronic means are obliged to inform the proxy of their appointment so that they can accept it. An appointment will be considered accepted when the proxy identifies him or herself with his or her national identity document or passport on the designated date and at the place where the Extraordinary General Meeting is held within two hours prior to its commencement, so that the shareholders registry personnel can verify the proxy, providing, if necessary, a copy of the electronic proxy.

Should shareholders appoint the chairperson of the Extraordinary General Meeting as their proxy, notification and acceptance will be considered effected on receipt of the electronic proxy by the Company in the proper form and within the specified deadline.

The proxy may only cast a vote on behalf of the shareholder who has appointed him/her by attending the meeting in person.

(ii) By post:

Procedure: shareholders wishing to appoint a proxy by post, in advance of the Extraordinary General Meeting, must fill in the section titled "Vote by Proxy" on the Attendance/Proxy Card issued by the Company.

Shareholders wishing to appoint the chairperson of the Extraordinary General Meeting as their proxy must post their Attendance/Proxy Card, filled in and signed, to the Company's registered office.

Shareholders wishing to appoint a third party as their proxy must post a photocopy of their Attendance/Proxy Card, filled in and signed, to the Company's registered office.

Once the Attendance/Proxy Card has been filled in and signed, the original or photocopy may be sent by any of the following means:

- a. By post, addressed to: "Mediaset España Comunicación, S.A."
(Extraordinary General Meeting 2020), Carretera de Fuencarral a Alcobendas nº 4, 28049 Madrid.
- b. Using the prepaid reply envelope supplied with the Attendance/Proxy Card.

c. In person, to the address given above.

Requirements: only proxies issued by shareholders and received by the Company within the dates specified in paragraph 3 below shall be considered as valid.

Shareholders appointing a proxy by post are obliged to inform the proxy of their appointment so that they can accept it. An appointment will be considered accepted when the proxy identifies him or herself with his or her national identity document or passport on the day and at the place of the Extraordinary General Meeting, within the two hours prior to its commencement, so that the shareholders registry personnel can verify the proxy, providing, if necessary, the original Attendance/Proxy card.

Should shareholders appoint the chairperson of the Extraordinary General Meeting as their proxy, communication and acceptance will be considered effected on receipt of the original Attendance/Proxy Card by the Company.

The proxy may only cast a vote on behalf of the shareholder who has appointed him/her by attending the meeting in person.

3. Terms for exercising the right to remote voting and appointing proxies:

In order to be valid, the appointment of proxies and votes cast remotely (electronically or by post) in advance of the Extraordinary General Meeting must be received at the Company's registered offices or through the Company's website before 00:00 on 5 February 2020. Beyond this time, proxies will not be deemed issued and votes will not be considered cast.

RULES FOR EXERCISING THE RIGHT TO VOTE BY PROXY OR REMOTELY

1. Priority between voting by proxy/remotely and physically attending the Extraordinary General Meeting:
 - a. Shareholders who attend the Extraordinary General Meeting after voting by proxy or voting remotely in advance of the Extraordinary General Meeting render their proxy/distance vote null and void.
 - b. Similarly, any vote, regardless of the means employed to cast it, will cancel any previous or subsequent remote appointment of a proxy.
2. Should a shareholder appoint more than one valid proxy remotely in advance of the date of the Extraordinary General Meeting, the last one received by the Company will prevail.

3. Should a shareholder issue more than one vote remotely on an item on the agenda, the last vote received by the Company will prevail and any others received before that vote will be considered invalid.
4. When electronic means are employed to cast a vote or appoint a proxy in advance of the Extraordinary General Meeting, only one electronic transaction will be allowed for each type of operation (one vote or one proxy).
5. Votes cast or proxies appointed remotely in advance of the date of the Extraordinary General Meeting will be rendered null and void from the moment the shareholder no longer owns the shares conferring attendance rights. The shareholder is responsible for the custody of his/her electronic signature enabling him/her to vote or appoint proxies electronically.
6. Shareholders who are legal persons or who are not resident in Spain should consult the Shareholders Services Office (*Oficina de Atención del Accionista*) regarding the possibility of adapting the mechanisms for remote voting and proxy appointment in advance of the date of the Extraordinary General Meeting to their particular circumstances. Likewise, shareholders who are legal persons should notify the Company of any modification or cancellation of their representatives' powers. The Company cannot accept any responsibility until it receives such notification.
7. The Company reserves the right to modify, suspend, cancel or restrict the electronic voting and proxy mechanisms whenever necessary for technical or security reasons.
8. The Company may not be held responsible for damage to shareholders arising from malfunctions, overloads, line failures, faulty connections, postal service failures or any other incident of a similar nature beyond its control that prevents shareholders from using these remote voting and proxy mechanisms.

For any further information regarding the submission of documentation and any other aspect of this meeting notice, shareholders are invited to visit the Information Office located at the Company's registered office in Madrid, Carretera de Fuencarral a Alcobendas, nº 4 (*Área de Relaciones con Inversores*) or call the Shareholder Service Office (*Oficina de Atención del Accionista*), telephone +34 91 358 87 17.

PERSONAL DATA PROTECTION

Shareholders' personal data and, where applicable, those of their representatives, that are provided to the Company in the exercise or delegation of their right to attend and vote at the Extraordinary General Meeting, including data provided for this purpose by

the banks and securities companies and agencies in which shareholders deposit or hold their shares, and other data obtained through the recording of the Meeting (*i.e.* image and voice) will be processed by the Company in order to manage the development, implementation and control of the existing shareholding relationship with respect to the calling, holding, recording and broadcasting of the Extraordinary General Meeting, to comply with legal obligations, and to manage the exercise of shareholders' rights to information, attend and vote. For these purposes, the data processor will be the Company. The legal bases for the processing are to comply with statutory obligations derived from commercial law and the shareholding relationship. Personal data will be processed during the shareholding relationship and, after that, during a period of six years but only for the purposes of responding to any statutory or contractual action, unless, exceptionally, a longer term applies for statutory or contractual reasons.

The data subject will, in any case and where legally appropriate, have a right to access, rectify, erasure, object to, data portability, restrict the processing of the data collected by the Company, not to be subjected to automated individual decision-making, and to withdraw consent. These rights may be exercised in compliance with the terms and conditions established for that purpose in the legislation, sending a letter to Mediaset España Comunicación, S.A., Carretera de Fuencarral a Alcobendas, 4 (28049 Madrid), or by email to the email address of the Company's Data Protection Officer (privacidad@mediaset.es). In addition, the data subject has the right to file a complaint with the data protection authority in Spain, which is the *Agencia Española de Protección de Datos* (www.aepd.es).

If the Attendance/Proxy Card includes personal data relating to a third party or if a proxy attends the meeting in representation of a shareholder, the shareholder must inform the third party of the contents of the above and satisfy any other requirements that may be applicable for the correct transfer of personal data to the Company without it having to perform any additional action. Their data will be communicated to the notary in relation to the drafting of the notarial deed of the Meeting and may be provided to third parties in the exercise of the statutory right to information, or be accessible to the general public insofar as they appear in the documentation that is available on the web page (<https://www.telecinco.es/inversores/es/>) or disclosed in the Extraordinary General Meeting, which may be recoded and made public on the said website and in accredited media. We inform all the shareholders who attend the Extraordinary General Meeting that this will be recorded and published, and that your image and voice will be processed with the purpose of managing the audio-visual recording and publication of the Extraordinary General Meeting in accordance with transparency requirements under applicable regulations. The legal bases for this processing are the Company's legitimate interest in recording and broadcasting the Extraordinary General Meeting,

which is recognized in the applicable regulations and the principle of transparency and the consent granted by the shareholders and their proxies that attend (on-site or remotely) the Extraordinary General Meeting.