

**RESOLUTIONS ADOPTED BY THE  
ORDINARY GENERAL SHAREHOLDERS MEETING  
“MEDIASET ESPAÑA COMUNICACION, S.A.”**

**-10 June 2020-**

**Item One.- Examination and approval of the annual accounts, both the individual accounts of Mediaset España Comunicación, S.A. and the consolidated accounts of its group of companies, for the financial year ended on 31 December 2019.**

To approve the annual accounts, as well as the management reports, both of “Mediaset España Comunicación, S.A.” and its consolidated group of companies, for the financial year ended on 31 December 2019, as drawn-up by the board of directors at its meeting on 26 February 2020, verified by the audit and compliance committee, and audited without objections by Deloitte, S.L.

**Item Two.- Examination and approval of the non-financial information of Mediaset España Comunicación, S.A. and its consolidated group of companies for the financial year ended on 31 December 2019.**

To approve the non-financial information statement of “Mediaset España Comunicación, S.A.” and its consolidated group for the financial year ended on 31 December 2019.

**Item Three.- Examination and approval of the proposal for the allocation of the result obtained in the 2019 financial year.**

To approve the distribution of the profit resulting from the 2019 financial year, which amounts to EUR 168,917,000, as follows:

	(Thousand €)
<u>Profit and loss (profit)</u>	168.917
<b>To voluntary reserves</b>	<b>168.917</b>
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<b>Total</b>	168.917

**Item Four.- Examination and approval of the management and performance of the board of directors during the 2019 financial year.**

To approve the management and performance of the board of directors in the 2019 financial year.

**Item Five.- Maintenance of the number of directors at 13.**

To keep the vacancy arisen in the board of directors, maintaining the number of members of the board of directors at 13, in order to allow to fill the vacancy through co-optation and, where necessary, ratify it in the next general meeting.

**Item Six.- Authorisation for the executive directors and the senior management to receive part of the variable remuneration accrued in the 2019 financial year in the form of shares of the Company.**

To approve that a part of the variable remuneration corresponding to the 2019 financial year and accrued by the executive directors and the senior management of “Mediaset España Comunicación, S.A.” and the companies of its consolidated group may be received in the form of shares of the Company, in accordance with the following conditions:

- Recipients: all employees of “Mediaset España Comunicación, S.A.” and the companies in its consolidated group, including their executive directors.
- Voluntary nature: the receipt of variable remuneration in the form of shares is voluntary on the part of the recipients.
- Maximum amount: the maximum amount of shares to be received by each beneficiary is the amount resulting of applying EUR 12,000 to the share closing price on the day before such day on which the shares will be delivered.
- Origin of the shares: the shares will come from the treasury stock.
- Maximum number of shares to be delivered: those resulting from dividing EUR 12,000 by the share closing price on the day before such day on which the shares will be delivered.
- Value of shares: the share closing price on the day before such day on which the shares will be delivered.

- Duration: this remuneration system will apply until the delivery of the shares, which must take place at any time before the end of three months from the date of approval by the General Meeting.
- Delegation: the power to execute this resolution is delegated to the board of directors.

**Item Seven.- Appointment of statutory auditors for both Mediaset España Comunicación, S.A. and its consolidated group of companies.**

To re-elect the company “Deloitte, S.L.”, with registered office in Madrid, Plaza Pablo Ruiz Picasso nº 1, Torre Picasso, with Spanish tax identification number (N.I.F.) B-79104469, registered with the Commercial Registry of Madrid under volume 35217, sheet 14, section 8ª, page M-54414, and registered under number S0692 with the Official Registry of Auditors (ROAC), as auditors of “Mediaset España Comunicación, S.A.” and its consolidated group of companies for the financial year 2020.

**Item Eight.- Advisory vote on the “2019 Annual Directors’ Remuneration Report” of Mediaset España Comunicación, S.A.**

To approve the “2019 Annual Directors’ Remuneration Report” of “Mediaset España Comunicación, S.A.”.

**Item Nine.- Delegation of powers to formalise, interpret, rectify, and execute the previous resolutions, as well as to substitute the powers that the board of directors may receive from the General Meeting.**

To delegate powers to the board of directors, with express substitution powers for any of its managing directors and the secretary of the board of directors, so that any of them, individually and without distinction, may formalise and notarise the resolutions adopted at this Meeting, and, in particular, file with the Commercial Registry the certification of the resolutions approving the financial statements and the allocation of the results, attaching the documents that are legally required for such purpose, as well as grant as many public or private documents as necessary until the adopted resolutions are correspondingly recorded with the Commercial Registry, including requests for partial registration, with powers broad enough to remedy or rectify such documents in view of the oral or written assessment that may be made by the Registrar.

**Mario Rodríguez Valderas**  
**Secretary of the board of directors**