



## 2020 ANNUAL REPORT ON RELATED PARTY TRANSACTIONS

### MEDIASET ESPAÑA COMUNICACIÓN, S.A.

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**I.-** Mediaset España's Audit and Compliance Committee has formulated this report, which has been presented to the Board of Directors for its approval, which includes the related party transactions made during the period from 1st January to 31st December 2020.

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

This 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<sup>st</sup> The financial information that the company must periodically make public,*

*2<sup>nd</sup> the creation or acquisition of shares in special purpose vehicles or domiciled in countries or territories considered tax havens and*

*3<sup>rd</sup> 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."*

**II.-** According to Article 18 of the Corporate Tax Law, the following are considered persons or entities:

- a) *"An entity and its partners or participants.*
- b) *An entity and its directors or administrators, except for the corresponding remuneration for the exercise of their functions.*
- c) *An entity and the spouses or persons united by kinship relations, in direct or collateral line, by consanguinity or affinity up to the third degree of the partners or participants, directors or administrators.*

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- d) *Two entities that belong to a group.*
- e) *An entity and the directors or administrators of another entity, when both entities belong to a group.*
- f) *An entity and another entity invested by the first indirectly with, at least, 25 percent of the share capital or equity.*
- g) *Two entities in which the same partners, participants or their spouses, or persons united by kinship relations, in direct or collateral line, by consanguinity or affinity up to the third degree, participate, directly or indirectly, in at least 25 percent of the share capital or own funds.*
- h) *An entity resident in Spanish territory and its permanent establishments abroad.*

*In the cases in which the relationship is defined based on the relationship of the partners or participants with the entity, the participation must be equal to or greater than 25 percent. The mention of administrators will include those of law and de facto.*

*There is a group when an entity holds or can hold control of another or others according to the criteria established in Article 42 of the Commercial Code, regardless of their residence and the obligation to formulate consolidated annual accounts ".*

**III.-** Based on the above-mentioned, all the related operations carried out by the Company during the 2020 financial year are detailed below. This breakdown is divided into two parts: (i) First, all related transactions carried out by the Company with its partners and the companies belonging to their respective groups business and (ii) secondly, all the transactions made by the Company with the companies in which it has a social participation higher than 25% are indicated.

This report therefore includes and brings together all related-party transactions carried out during the 2020 financial year.

### **1. Transactions carried out with the company "MEDIASET S.p.A" and its Group during 2020:**

#### **1.1 With MEDIASET, S.p.A:**

- a) €50.000 - *Payments:* Royalty fees for the right to use the Mediaset trademark.
- b) €10.475 - *Expenses:* Interest on loans.
- c) €15.615 - *Income:* Interest on loans.

#### **1.2 With R.T.I. S.p.A.:**

- a) €1.251.942 - *Payments:* CEO Remuneration.
- b) €26.401 - *Payments:* Use of software.

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### 1.3 With MEDUSA FILM S.p.A:

- a) €5.286 - *Payments:* Liquidation of the film “Perfectos desconocidos”.

### 1.4 With PUBLIEUROPE LTD.:

- a) €1.487.048 - *Payments:* Provision of agency services.  
b) 285.420€ - *Collection of payments:* Sale of TV advertising.

### 1.5 With BOING S.p.A.:

- a) 30.000€ - *Payments:* Royalty fees for the right to use the Boing trademark.

### 1.6 With BANCA MEDIOLANUM, S.A.:

- a) €706.326 - *Collection of payments:* Sale of TV and Internet advertising.

## **1. Transactions carried out with companies in which the Company holds a share greater than 25% of the respective share capital.**

All the companies listed below constitute entities dedicated exclusively to the production of recordings and audio-visual works, and all the operations indicated correspond to the reception or provision of executive or technical production services, or the acquisition of broadcasting rights over works and programs. The operations are the following:

### 1.7 With PRODUCCIONES MANDARINA, S.L.:

- a) 7.071.107€ - *Payments:*
- Producción de los programas Bribón (Cuatro), ¡Toma Salami! (FDF), Viajeros Cuatro y especial La Noche de Patria.
  - Producción de la serie Señoras del (H)ampa y servicios de postproducción relacionados.
- a) 146.409€ - *Payments:* Comisiones de ventas comerciales.  
b) 42.779€ - *Collection of payments:* Venta de derechos y otros servicios técnicos.

### 1.8 Con LA FÁBRICA DE LA TELE, S.L.:

- a) 28.019.699€ - *Payments:*
- Producción de los programas Hormigas Blancas, Deluxe, Sálvame Limón/Naranja, Cazamariposas, Socialite by Cazamariposas, La Última Cena, Todo es Mentira, La Habitación del Pánico, Conversaciones en Fase Zero, Especial Nochebuena y Cantora.
  - Producción de iniciativas especiales.
  - Servicios de consultoría para la producción de contenido.

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- Colaboración de artistas en programas.
- b) 245.046€ - *Payments*: Comisiones de ventas comerciales.
- c) 10.650€ - *Collection of payments*: Servicios de agencia y otros servicios técnicos.

### 1.9 Con AUNIA PUBLICIDAD INTERACTIVA, S.L.U.:

- a) 181.477€ - *Expenses*: Pérdidas por deterioro de créditos comerciales.

### 1.10 Con ALEA MEDIA, S.L.:

- a) 5.092.536€ - *Payments*: Producción de la serie Madres, Besos al aire y desarrollo serie Entrevías.
- b) 357.799€ - *Payments*: Comisiones de ventas comerciales.
- c) 94.655€ - *Collection of payments*: Interest on loans y otros servicios accesorios.

### 1.11 Con MELODIA PRODUCCIONES, S.L.:

- a) 49.918€ - *Expenses*: Provisión de deterioro de Interest on loans.
- b) 40.918€ - *Ingresos*: Interest on loans.

### 1.12 Con BULLDOG TV SPAIN, S.L.:

- a) 24.549.219€ - *Payments*:
  - Producción de los programas Supervivientes, Volverte a Ver, La Casa Fuerte, HMYV y El Concurso del Año.
  - Producción de los programas El Consultorio y Ultravioleta para Mtmad (web).
  - Producción de iniciativas especiales.
  - Colaboración de artistas en programas.
  - Expenses de viajes y estancias (presentadora Lara Álvarez).
- b) 26.452€ - *Payments*: Comisiones de ventas comerciales.

### 1.13 Con ALMA PRODUCTORA AUDIOVISUAL, S.L.:

- a) 2.904.224€ - *Payments*:
  - Producción de los programas Cuarto Milenio e Informe Covid con Iker Jiménez.
  - Derechos por la utilización de imágenes en el programa.
- b) 5.850€ - *Collection of payments*: Servicios de agencia.

### 1.14 Con UNICORN CONTENT, S.L.:

- a) 20.469.106€ - *Payments*:
  - Producción de los programas El Programa de Ana Rosa, Ya es Mediodía, En el Punto de Mira, Cuatro al Día, Mujeres al Poder, y De la Vida al Plató.

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- Colaboración de artistas en programas.
  - Producción de iniciativas especiales.
  - Servicios de casting y Expenses de viajes y estancias.
- b) 54.909€ - *Collection of payments*: Servicios de agencia.

1.15 Con FÉNIX MEDIA AUDIOVISUAL S.L.:

- a) 40.491€ - *Payments*: Producción del programa Quarenta para Mtmad y Campanadas Fin de Año.

#### IV.- Conclusiones:

Tras el detenido análisis de cada una de las operaciones consignadas, la Comisión de Auditoria y Cumplimiento concluye que todas ellas entran en el giro o tráfico normal de las actividades que constituyen el principal objeto social de la Compañía, sin que ninguna de ellas sea significativa, ya sea por razón de su cuantía, ya por razón de la naturaleza de la operación.

Madrid, 19 de febrero de 2021.