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**PROMOTORA DE INFORMACIONES, S.A.
(PRISA)**

SUSTAINABILITY COMMITTEE

**ANNUAL REPORT
2022**

Madrid, February 2023.

ANNUAL REPORT OF THE SUSTAINABILITY COMMITTEE **COMMITTEE**

2022

1. INTRODUCTION

In its February 2022 session, the Board of Directors of PROMOTORA DE INFORMACIONES, S.A. (“**PRISA**” or the “**Company**”) resolved to create the Sustainability Committee (“**Committee**”) with the objective of decidedly organizing and fomenting Grupo Prisa’s sustainability strategy, fostering policies of good corporate governance, and aligning all management and organization with the United Nations Objectives of Sustainable Development (“**ODS**”) in accordance to Principle 23 and Recommendation 53 of the Code of Good Governance for Listed Companies.

The Committee is the Board entity that supervises the implementation of PRISA’s sustainability strategy and is governed by PRISA’s Board of Directors Regulation (“**Board Regulation**”).

Pursuant to the provisions of article 29 of the Board Regulation, the Sustainability Committee hereby issues this report on the work that it has carried out during the 2022 fiscal year, detailing the Committee’s activities for that period.

2. COMPOSITION

Since its creation in February 2022, the Committee has been composed of the following:

Position	Director	Category
Chairperson	M ^a Teresa Ballester	External Independent Director
Member	Teresa Quirós	External Independent Director
Member	Beatrice de Clermont-Tonnerre	External Independent Director
Member	Carmen Fernández de Alarcón Roca	External proprietary director
Member	Amber Capital UK LLP (represented by Miguel Barroso Ayats)	External proprietary director

The Committee’s composition complies with the requirements of the Company’s Board of Directors Regulation, which states that the Committee shall consist of a minimum of three and a maximum of five non-executive directors, the majority of whom must be independent directors and with an independent director in the role of chairperson.

Members of the Committee were appointed taking into consideration that their knowledge, aptitudes and experience are adequate for the duties they have to perform. The profiles of committee members are available on the company’s corporate webpage using the following link:

<https://www.prisa.com/es/info/consejo-de-administracion-y-comisiones-del-consejo>.

The committee's composition is diverse in terms of geographical origin, international and sectoral professional experience, personal skills and abilities. Likewise, 4 women and 1 man are part of the Committee.

The committee secretary is the secretary to the board of directors.

3. COMMITTEE MEETINGS IN 2022

The Board of Directors Regulation provides that the Committee shall meet on a regular basis according to its needs and, at least, four times per year. In any case, the Committee shall meet whenever the Board of Directors of the Company or any Committee requests a report of the approval of proposals within its authority, provided that, in the judgement of the Committee Chairman, this is advisable for its proper performance of its duties.

The following committee meetings were held in 2022:

Meeting Date	No. of Committee Members	No. of Members in Attendance	Prisa Managers in Attendance	Outside Consultants in Attendance
28 March	5	5	YES	NO
26 April	5	4	YES	NO
24 May	5	4	YES	NO
26 July	5	5	YES	SI
27 September	5	3	YES	NO
25 October	5	4	YES	NO
20 December	5	4	YES	NO

(1) In addition to attendance in person, this includes attendance by electronic means that allow the directors to participate directly in meetings. In that regard, proxies are not counted as attendance.

The Committee maintained a constant working relationship with the Chairman of the Board and with the Director for Sustainability (who attended all committee meetings in order to report on the initiatives and activities of the Sustainability Department).

4.- SUSTAINABILITY POLICY

PRISA's Sustainability Policy (approved by the Board of Directors on 18 December 2018 and last amended in February 2022) is applicable to all of Grupo PRISA's companies, activities, and personnel worldwide. The Policy provides a benchmark for guaranteeing responsible relationships with principal Grupo PRISA stakeholders.

5.- SUSTAINABILITY: CENTRAL THEME OF THE 2022-2025 STRATEGIC PLAN

PRISA has placed sustainability as one of the pillars for growth within its 2022-2025 Strategic Plan (which was presented to the markets on the *Capital Markets Day* that the Company held in March, 2022).

Grupo PRISA has reaffirmed its commitment to sustainability by defining new objectives, aligning all of our management and organization with the ODS, while

likewise adopting ESG criteria (environmental, social and corporate governance, in the English abbreviation) as a part of its financial strategy. Thus, in 2022-2025 the Company aims to introduce ESG criteria throughout management.

6.- COMMITTEE ACTIVITIES DURING 2022

The Committee is responsible for monitoring the implementation of the Group's sustainability strategy, having the powers set forth in article 29 of the Board of Directors Regulation.

The committee chairperson has informed the Board of the matters addressed and the decisions taken during each of the committee's meetings held in 2022, which focused on defining and decidedly promoting Grupo PRISA's sustainability strategy. This included, among others, the following activities:

i. New Grupo PRISA Sustainability Department

- **Appointment of a Sustainability Director**

At the proposal of the Sustainability Committee and with the prior approval of the Appointments, Compensation and Corporate Governance Committee ("**CNRGC**"), in March 2022 the Board of Directors appointed Ms. Rosa María Junquera as Grupo PRISA's Director for Sustainability. Ms. Junquera is thus a part of the company's senior management.

With this newly-created position, the Company further reinforces its commitment to sustainability, after having created the Sustainability Committee.

A large part of Ms. Junquera's professional career has been with Grupo PRISA. Commencing in 2010 she was global director for Communication and Marketing at Santillana, likewise serving on its Management Committee where she led Santillana's sustainability strategy.

- **Sustainability Department**

Throughout 2022 the Committee worked to define the structure, functions, and organizational chart of the (likewise newly-created) Sustainability Department, which is headed by Ms. Junquera.

ii. Review of the Statement of Non-financial Information for 2021

With the prior approval of the Audit, Risks and Compliance Committee, the Sustainability Committee reviewed and likewise approved the Statement of Non-financial Information (EINF) for the 2021 fiscal year, which is a part of the management report accompanying the annual accounts.

iii. Social Responsibility and Sustainability Report for 2021

The Committee worked on the 2021 Social Responsibility and Sustainability Report, which the Board of Directors approved in April 2022 at this Committee's proposal.

iv. Variable compensation for executive directors and senior management: sustainability objectives

Variable compensation for the Group's principal executives is linked to the achievement of certain sustainability objectives, which are aligned with the Group's sustainability strategy and provide incentives for implementing that strategy.

The Committee proposed to the CNRGC the conditions for achieving variable compensation linked to sustainability objectives for 2022 for the principal Group executives. Subsequently, in January 2023, the Committee assessed the degree of achievement of those objectives for awarding the variable compensation for 2022.

v. Sustainability Director Plan

At the Sustainability Committee's proposal, in October 2022 PRISA's Board of Directors approved and implemented PRISA's Sustainability Director Plan ("**PDS**") for 2022-2025 (as well as the corresponding Communication Plan), thus reinforcing its commitment to sustainability.

The PDS, prepared by the Sustainability Department, provides a roadmap for the Company regarding ESG matters, and aims to incorporate ESG criteria in company management, to link Grupo PRISA's social, environmental, and corporate governance commitments with the objectives of the strategic plan presented on *Capital Markets Day* held last March, with a view to adding value and opportunities for growth.

The PDS focus on three fundamental commitments:

- the real, direct, and positive impact on students, in schools and in audiences generated by Grupo PRISA content and services in its business areas (Santillana in education and PRISA Media in information and entertainment);
- responsible management of talent and of supply chains, taking action to reduce environmental impacts
- responsible governance that assures ethical values and compliance at the corporate level.

These three pillars are reflected in 17 priorities that contribute to achieving the seven ODS likewise considered priorities in each area:

- Quality education;
- Gender equality;
- Decent work and economic growth;
- Reduced inequalities;
- Responsible production and consumption;

- Action for the climate, peace, justice, and strong institutions;
- And a transversal ODS: partnerships to achieve these goals.

With this strategy Grupo PRISA resolutely reaffirms its commitment to lead the transition to a sustainable economy (as a force for social and climate change) and to continue to promote equal opportunities and progress in a democratic society.

PRISA prepared its PDS after analyzing the present sustainability context, Spanish and European legislation, tendencies in the education and media sectors and, lastly, after considering the opinions of the stakeholders of PRISA's business units. To do so, a materiality review was conducted after consulting Grupo PRISA's principal stakeholders.

The PDS were structured according to a market-tested methodology and the different areas within our business units (Santillana and PRISA MEDIA) collaborated in defining them. Independent outside advice was also provided by Deloitte, and this Committee supervised the entire process.

vi. Ratings, indices and forums in ESG matters

The Committee has monitored PRISA's presence in ratings and forums in ESG matters.

vii. Projects in progress

Throughout 2022 the Committee reported on the various ESG projects presently being implemented within Grupo PRISA.

The Group's various sustainability projects will be included under the PRISA IMPACTA initiative.

viii. Annual Work Plan.

As a good governance practice, in December 2022 the Committee has approved its Work Plan for the year 2023.

7.- CONCLUSIONS

- With the creation of this Sustainability Committee, the Company has taken a step forward in its commitment to sustainable growth.
- The Committee's composition is diverse in the broadest sense, and its members have a reasonable level of knowledge and experience required to address the matters with which they have been entrusted.
- The members of the Committee have fulfilled their duties with responsibility, independence, freedom of opinion and dedication. During its meetings, the Committee promoted constructive dialogue among its members, freedom of expression, and critical thought, which contributed to enriching their analyses and the results of their work.

- iv. The Committee has acted and addressed the matters with which it is entrusted pursuant to the provisions of the Board of Directors Regulation.
- v. The objective of this Sustainability Committee report is to inform shareholders and other interested parties about the Committee's work and activities conducted during the 2022 fiscal year.

This report was prepared by the Committee in February 2023