



Promotora de Informaciones, S.A. ("**PRISA**" or the "**Company**"), pursuant to Article 227 of the Law 6/2023, of March 17, of the Securities Markets and Investment Services (*Ley de los Mercados de Valores y de los Servicios de Inversión*), hereby discloses the following

#### **OTHER RELEVANT INFORMATION**

Following the announcement of "other relevant information" by the Company on March 14, 2024 (registry number 27457), which followed up the announcement of "inside information" published by PRISA on March 12, 2024 (registry number 2163), the Company informs of the result of the public offering for subscription of subordinated notes mandatorily convertible into newly issued ordinary shares of the Company (the "**Offering**" and the "**Convertible Notes**", respectively), with recognition of the pre-emptive subscription rights to the Company's shareholders after the end of the pre-emptive subscription period (1st round) and of the additional allocation period (2nd round):

- *Pre-emptive subscription period (1st round):*

During the pre-emptive subscription period (1st round), which ended on April 2, 2024, pre-emptive subscription rights have been exercised and have given the right to subscribe 233,503 Convertible Notes, representing 86.40% of the total maximum nominal amount of the issuance of the Convertible Notes agreed (the "**Issuance**").

Therefore, pursuant to the provisions of the Securities Note relating to the Offering (the "**Securities Note**"), registered in the official registries of the Spanish Securities and Exchange Commission (the "**CNMV**") on March 14, 2024 (registration number 11314), which is available on the website of the CNMV ([www.cnmv.es](http://www.cnmv.es)) and on the Company's website ([www.prisa.com](http://www.prisa.com)), after the end of the pre-emptive subscription period (1st round) there were 36,767 Convertible Notes remaining that have been allocated in the additional allocation period (2nd round).

- *Additional allocation period (2nd round):*

The requests made for Additional Convertible Notes (as defined under the Securities Note), in accordance with the provisions of the Securities Note, have exceeded the number of Convertible Notes remaining after the end of the pre-emptive subscription period (1st round), referred to in the previous point.

In this regard, and in accordance with the provisions of the Securities Note, the corresponding pro-rata scale back has been carried out today for the allocation of the remaining Convertible Notes under the additional allocation period (2nd round). It is stated that the pro rata ratio allocated to the Additional Convertible Notes requested under the pre-emptive subscription period (1st round) was approximately 0.539335 (before the rounding foreseen in the Securities Note).

- *Discretionary allocation period (3rd round):*

As the request for Additional Convertible Notes already made exceed the number of Convertible Notes remaining after the end of the pre-emptive subscription period (1st round), which has made it necessary to apply the pro-rata for the allocation of the remaining Convertible Notes in the additional allocation period (2nd round), it is hereby informed that the opening of the discretionary allocation period (3rd round) of the Offering does not proceed, and therefore, according to the provisions of the Securities Note, the Company has terminated the Offering once the additional allocation period (2nd round) has concluded.

As a consequence of all of the foregoing, the Company informs that the Issuance has been fully subscribed.

In the next few days, the corresponding notarial deed of subscription and disbursement of the Convertible Notes will be executed and filed with the Spanish Commercial Registry, as well as the application for admission to trading of the Convertible Notes on the Spanish regulated market AIAF Mercado de Renta Fija ("**AIAF**").

PRISA will announce in due time the verification by the CNMV of the satisfaction of the prior requirements for the admission to trading of the Convertible Notes and the admission to trading of the Convertible Notes on AIAF.

In Madrid, April 8, 2024  
Pablo Jiménez de Parga Maseda  
Secretary of the Board of Directors

**English translation for information purposes only.**

*In case of discrepancies between the Spanish original and the English translation, the Spanish version shall prevail.*

**DISCLAIMER:** THIS COMMUNICATION AND THE INFORMATION CONTAINED HEREIN MAY NOT BE DISCLOSED, DISTRIBUTED OR PUBLISHED, DIRECTLY OR INDIRECTLY, IN OR INTO AUSTRALIA, CANADA, THE UNITED STATES OF AMERICA OR JAPAN, OR ANY OTHER STATE OR JURISDICTION WHERE SUCH DISCLOSURE, DISTRIBUTION OR PUBLICATION WOULD BE RESTRICTED BY LAW. THIS COMMUNICATION AND THE INFORMATION CONTAINED HEREIN IS NOT INTENDED FOR INVESTORS IN AUSTRALIA, CANADA, THE UNITED STATES OF AMERICA OR JAPAN OR ANY OTHER STATE OR JURISDICTION WHERE RESTRICTED BY LAW AND DOES NOT CONSTITUTE AN OFFER OF SECURITIES AND MAY NOT BE COMMUNICATED TO ANY PERSON WITHIN SUCH COUNTRIES. NO SECURITIES MAY BE OFFERED OR SOLD WITHIN AUSTRALIA, CANADA, THE UNITED STATES OF AMERICA OR JAPAN OR ANY OTHER STATE OR JURISDICTION WHERE RESTRICTED BY LAW, EXCEPT UPON REGISTRATION UNDER APPLICABLE SECURITIES LAWS (AND, IN THE SPECIFIC CASE OF THE UNITED STATES OF AMERICA, UNDER THE U.S. SECURITIES ACT OF 1933) OR THE AVAILABILITY OF AN EXEMPTION FROM REGISTRATION FOR SUCH AN OFFER OR SALE. THE COMPANY DOES NOT INTEND TO REGISTER THE OFFERING OR SALE OF THE CONVERTIBLE NOTES IN AUSTRALIA, CANADA, THE UNITED STATES OF AMERICA OR JAPAN OR IN ANY OTHER STATE OR JURISDICTION IN WHICH IT IS RESTRICTED BY LAW, OR TO MAKE A PUBLIC OFFERING IN SUCH COUNTRIES. THE COMPANY UNDERTAKES NO LIABILITY IN THE EVENT OF ANY VIOLATION OF SUCH RESTRICTIONS BY ANY PERSON.

THE OFFERING DETAILS, TOGETHER WITH ITS LIMITS AND RESTRICTIONS, ARE CONTAINED IN THE PROSPECTUS RELATING TO THE OFFERING DRAWN UP IN ACCORDANCE WITH THE PROSPECTUS REGULATIONS THAT HAS BEEN APPROVED AND REGISTERED IN THE OFFICIAL REGISTRIES OF THE CNMV. THE PROSPECTUS RELATING TO THE OFFERING IS AVAILABLE TO SHAREHOLDERS AND INVESTORS THROUGH THE CNMV'S WEBSITE ([WWW.CNMV.ES](http://WWW.CNMV.ES)) AND THE COMPANY'S CORPORATE WEBSITE ([WWW.PRISA.COM](http://WWW.PRISA.COM)).

SOLELY FOR THE PURPOSES OF THE PRODUCT GOVERNANCE REQUIREMENTS UNDER THE MIFID II REGULATIONS (MAINLY DIRECTIVE 2014/65/EU OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL OF 15 MAY 2014 AND COMMISSION DELEGATED DIRECTIVE (EU) 2017/593 OF 7 APRIL 2016) (THE "**MIFID II PRODUCT GOVERNANCE REQUIREMENTS**"), THE CONVERTIBLE NOTES HAVE BEEN SUBJECT TO A PRODUCT APPROVAL PROCESS, TAKING INTO ACCOUNT POINT 18 OF THE PRODUCT GOVERNANCE REQUIREMENTS GUIDELINES UNDER MIFID II ISSUED BY THE EUROPEAN SECURITIES AND MARKETS AUTHORITY (ESMA) ON FEBRUARY 5, 2018, AND FOLLOWING THE ASSESSMENT OF THE TARGET MARKET FOR THE CONVERTIBLE NOTES, IT HAS BEEN CONCLUDED THAT (I) THE TARGET MARKET FOR THE CONVERTIBLE NOTES IS CONSISTENT WITH "RETAIL CLIENTS", "PROFESSIONAL CLIENTS" AND "ELIGIBLE COUNTERPARTIES", AS DEFINED FOR EACH OF THOSE TERMS IN THE PRODUCT GOVERNANCE REQUIREMENTS UNDER MIFID II; AND (II) ALL CHANNELS OF DISTRIBUTION OF THE CONVERTIBLE NOTES TO SUCH RETAIL CLIENTS, PROFESSIONAL CLIENTS AND ELIGIBLE COUNTERPARTIES ARE APPROPRIATE, IN ACCORDANCE WITH THE MIFID II REGULATIONS (THE "**TARGET MARKET ANALYSIS**"). NOTWITHSTANDING THE FOREGOING, DISTRIBUTORS SHOULD NOTE THAT THE PRICE OF THE CONVERTIBLE NOTES MAY FALL AND INVESTORS MAY LOSE ALL OR PART OF THE INVESTMENT MADE, THAT THE CONVERTIBLE NOTES DO NOT GUARANTEE ANY INCOME AND DO NOT OFFER ANY GUARANTEE ON THE CAPITAL INVESTED AND THAT AN INVESTMENT IN THE CONVERTIBLE NOTES IS COMPATIBLE ONLY WITH INVESTORS WHO DO NOT REQUIRE A GUARANTEED INCOME OR ANY PROTECTION ON THE CAPITAL INVESTED AND WHO, INDIVIDUALLY OR WITH THE ASSISTANCE OF A FINANCIAL ADVISOR, ARE CAPABLE OF ASSESSING THE RISKS AND BENEFITS OF SUCH INVESTMENT AND WHO HAVE SUFFICIENT RESOURCES TO BEAR ANY LOSSES THAT MAY ARISE AS A RESULT OF SUCH INVESTMENT.

EACH DISTRIBUTOR SUBJECT TO MIFID II REGULATIONS MUST CARRY OUT ITS OWN ASSESSMENT OF THE TARGET MARKET WITH RESPECT TO THE CONVERTIBLE NOTES AND DETERMINE THE APPROPRIATE DISTRIBUTION CHANNELS AT ITS OWN RISK. IT IS EXPRESSLY STATED THAT THE TARGET MARKET ANALYSIS DOES NOT CONSTITUTE (I) AN ANALYSIS OF THE SUITABILITY OR APPROPRIATENESS FOR THE PURPOSES OF MIFID II; NOR (II) A RECOMMENDATION TO INVEST IN, PURCHASE OR OTHERWISE DEAL IN THE CONVERTIBLE NOTES.

ON THE OTHER HAND, THE CONVERTIBLE NOTES ARE A "PACKAGED RETAIL INVESTMENT PRODUCT" IN ACCORDANCE WITH THE PROVISIONS OF REGULATION (EU) 1286/2014 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL OF NOVEMBER 26, 2014. ACCORDINGLY, THE COMPANY, IN ITS CAPACITY AS PRODUCER OF THE CONVERTIBLE NOTES HAS PREPARED THE RELEVANT KEY INFORMATION DOCUMENT TO RETAIL INVESTORS ("**KID**") REGULATED IN REGULATION (EU) 1286/2014, WHICH IS AVAILABLE ON THE COMPANY'S WEBSITE ([WWW.PRISA.COM](http://WWW.PRISA.COM)). ANY PERSON ADVISING ON THE CONVERTIBLE NOTES OR SELLING THEM TO A RETAIL INVESTOR WILL PROVIDE HIM WITH THE KID DOCUMENT IN ACCORDANCE WITH THE PROVISIONS OF THE AFOREMENTIONED REGULATION.