

VERTIX, S.G.P.S., S.A.

Capital Social - 268.040.555,00 Euros
Registada na Conservatória do Registo Comercial de Cascais
Contribuinte n.º 503 664 499

2018 SHAREHOLDERS' GENERAL MEETING OF GRUPO MÉDIA CAPITAL, SGPS, S.A.

PROPOSAL REGARDING THE FIFTH ITEM OF THE AGENDA

VERTIX, SGPS, S.A. in the capacity of shareholder of Grupo Média Capital, SGPS, S.A., in accordance with the FIFTH item of the Agenda regarding the appointment of Corporate Bodies Nomination and Remuneration Committee members and considering the resignation presented by members Mr. D. António García-Mon Marañés and D. Gregorio Marañón y Bertrán de Lis, the following resolution is proposed:

Appointment of the following members to incorporate Corporate Bodies Nomination and Remuneration Committee for 2016/2019:

MEMBER: D. Manuel Mirat Santiago, born in Spain with professional domicile at Gran Via, n.º 32, Madrid, Spain;

MEMBER: D. Xavier Pujol Tobeña, born in Spain with professional domicile at Gran Via, n.º 32, Madrid, Spain.

Attached hereto please find Curricula, in accordance with article 289 nr. 1 d) of the Portuguese Companies Code.

Queluz de Baixo, 13th April 2018

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ANNEX

(article 289 nr. 1 d) of the Portuguese Companies Code)

CORPORATE BODIES NOMINATION AND COMPENSATION COMMITTEE

Manuel Mirat Santiago

Manuel Mirat (Cáceres, 1970) holds a degree in Law, and completed the Senior Management Program (PADE) and the Management Development Program (PDD) at the IESE. Mirat began his career at Arthur Andersen and joined PRISA in 1997, where he held a range of corporate posts, including head of the Finance Department. In 2004, he was appointed CEO of PRISACOM to lead the digital development of the Group, overseeing transformation projects for the different brands: El País, Cadena SER, 40 Principales, As and Cinco Días.

In March 2009 he was appointed chief operating officer of Sogecable, and in December of that year he became Managing Director of CANAL +, in charge of sales, marketing and new business development. In 2014 he was appointed CEO of El País and PRISA Noticias. Since June 2017 he has been director of PRISA and, since September, 2017, its CEO.

Xavier Pujol Tobeña

Xavier Pujol holds a B.A. and a Masters in Law from ESADE, was a visiting student at the Faculty of Law at the University of Minnesota and completed the Program for Leadership Development (PLD) at IESE.

He began his career at Cuatrecasas, and served as secondee in the London office of Herbert Smith. Subsequently, in January 2007, he joined Latham & Watkins when it opened its office in Spain. He later worked at the London office.

In January 2013 he was appointed counsel at Latham & Watkins and in September of the same year he joined PRISA as Chief Legal Officer of PRISA Radio and PRISA Noticias. Since October 2014 he has been deputy secretary of the Board of Directors of PRISA, while continuing to act as board secretary of both PRISA Radio and PRISA Noticias as well as general counsel in the press and radio units. In July 2017 he was appointed secretary and general counsel of PRISA.