

**MEDIA CAPITAL SHAREHOLDERS GIVE NOTIFICATION OF AGREEMENTS SIGNED WITH
GRUPO PRISA**

For purposes, in particular, of compliance with article 19 of the Portuguese Securities Code, we hereby inform that on July 21st 2005, Miguel Maria Sá Pais do Amaral ("Miguel Pais do Amaral"), Nicolas Berggruen, Courical Holding BV ("Courical"), Berggruen Holdings Ltd ("Berggruen Holdings"), Partrouge SGPS, S.A. ("Partrouge") and Promotora de Informaciones, S.A. ("Prisa") executed a number of agreements. Through these agreements:

a) Miguel Pais do Amaral, Courical Holding BV and Berggruen Holdings Ltd grant Prisa a pre-emption right over the shares which they hold in Vertex, SGPS, S.A (Vertex) and which together represent the total share capital of this company. This pre-emption right is valid for a period of 24 months from this date.

Vertex is at this date holder of 24,072,813 shares which represent 28.48% of the share capital of the company Grupo Media Capital, SGPS, S.A. ("Media Capital"). Vertex is also attributed, at this date, in accordance with article 20 of the Portuguese Securities Code, 12.26% of the voting rights over the Media Capital shares, due to Vertex being a party to a Shareholders' Agreement with several other Media Capital shareholders and to Vertex being holder of call option rights over Media Capital shares belonging to Caixa Geral de Depósitos S.A., Companhia de Seguros Fidelidade Mundial, S.A. and Banco Espírito Santo. These agreements have already been made public;

b) Miguel Pais do Amaral, Courical, Berggruen Holdings and Partrouge grant Prisa a pre-emption right over Media Capital shares representing a maximum of 13.32% of its respective share capital which they hold or will hold. This pre-emption right shall become effective in regard to Media Capital shares currently held by the abovementioned shareholders on the date the exercise of the below described Put Option over shares representing Vertex share capital may take place. The pre-emption right over Media Capital shares that may subsequently be acquired by the shareholders shall become effective on the date these shares are acquired. This pre-emption right has a maximum duration of 39 months from the date of the potential acquisition by Prisa of the shares representing Vertex share capital.

c) In consideration for each of the abovementioned pre-emption rights, Prisa grants:

(i) Miguel Pais do Amaral, Courical and Berggruen Holdings a Put Option over the total Vertex share capital which may be exercised in the period between 3 and 6 months from this date. Exercising this Put Option is conditional upon Vertex holding 33% (but not over 33%) of Media Capital share capital and voting rights on the date in which the option may be exercised. Should this put option be exercised, Prisa will pay in consideration for the acquisition of the total of Vertex share capital the amount of Euros 189,559,467 (subject to adjustment should there be a variance in Vertex's net debt amount on the date of the acquisition). It will also deliver to the sellers shareholdings in Prisa División Internacional, SL (affiliated company of Prisa which groups its current media investments of an international nature) representing 24% of its share capital;

(ii) Miguel Pais do Amaral, Courical, Berggruen Holdings and Partrouge, a Put Option over a total amount of Media Capital shares representing a minimum of 12% and a maximum of 13.32% of the respective share capital which they hold or will hold. Exercising this put option is dependant upon Prisa having acquired the total Vertex share capital as a result of having previously exercised its put option over the abovementioned Vertex shares. This put option may be exercised in the period between 24 and 27 months from the date of Prisa's potential acquisition of the shares representing Vertex share capital.

Should Prisa, or a third party appointed by Prisa to acquire the shares, exercise this put option, Prisa shall pay in consideration an amount to be set between a minimum amount of Euros 71,278,077 and a maximum amount of Euros 79,118,662.

Prisa may, as a result of the market price of the Media Capital shares at the time the Put Option is potentially exercised, opt to acquire the shares, extend the deadline for the purchase of the shares for a maximum period of 12 months or to designate a third party to effect this acquisition.

The parties further agree, should the Put Option over the Vertex shares be exercised:

a) to grant Miguel Pais do Amaral, Courical and Berggruen Holdings a put option over the shareholdings they will acquire in Prisa División Internacional, SL which may be exercised in the period between 12 and 14 months from the date of the exchange, for a price of Euros 45,000,000;

b) to grant Prisa a call option over the shareholdings representing the share capital of Prisa División Internacional, SL referred to in the number above, which may be exercised in the period between 14 and 26 months from the date of the exchange, for a price of Euros 45,000,000.

Miguel Pais do Amaral

Nicolas Berggruen