

GRUPO TELEVISIVA, S.A.B.

EXTRAORDINARY SHAREHOLDERS' MEETING

APRIL 26, 2023

I. Resolution regarding the cancellation of shares and corresponding capital stock reduction.

A proposal will be submitted to cancel the shares underlying the ordinary participation certificates (CPOs) which were previously acquired by the Company as part of the Company's buyback program. A proposal will also be submitted to decrease the Company's capital stock as a result of the abovementioned cancellation of shares.

The amount of shares to be cancelled is 8,294,737,581 (70,895,193 CPOs), which represents approximately 2.3% of the total outstanding shares of the Company.

II. Presentation, discussion and, if applicable, approval of the proposal to carry out a partial spin-off of Grupo Televisa, S.A.B., and the incorporation of a new stock corporation. Resolutions in this regard.

A proposal will be submitted to carry out a reorganization proposal to separate from the Company certain businesses of the Other Businesses segment, including the soccer operations, the Estadio Azteca, gaming operations, and publishing and distribution of magazines, as well as certain assets and real estate related thereto. This reorganization would be implemented through a partial spin-off of the Company and the creation of a new holding company of the spun-off businesses, which would be listed on the Mexican Stock Exchange and would have the same shareholding structure as the Company.

For more information on the transaction, please refer to www.televisair.com.

III. Presentation, discussion and, if applicable, approval of the amendment to Article Six of the Bylaws of Grupo Televisa by virtue of the resolutions, if any, adopted by the Meeting upon the approval of the previous items on the Agenda.

A proposal will be submitted to amend the text of Article Six of the Company's bylaws in order to reflect the resolutions adopted pursuant to item I. above, as follows:

"ARTICLE SIXTH.- Capital stock is fixed.

The subscribed and paid-in capital stock is \$[●] M.N. ([●] pesos [●]/100000 ([●]), NATIONAL CURRENCY), represented by 343,839,298,257 (three hundred forty three thousand eight hundred thirty nine million two hundred ninety eight thousand two hundred fifty seven) nominative shares, without par value, which will be divided into four series of shares, as follows:

i) Series "A" comprised by up to 119,301,613,375 (one hundred nineteen thousand three hundred and one million six hundred thirteen thousand three hundred seventy five) ordinary shares;

ii) Series "B" comprised by up to 55,487,207,692 (fifty five thousand four hundred eighty seven million two hundred and seven thousand six hundred ninety two) ordinary shares;

iii) Series "D" comprised by up to 84,525,238,595 (eighty four thousand five hundred twenty five million two hundred thirty eight thousand five hundred ninety five) shares with limited voting rights and preferential dividends, issued in accordance with Article One Hundred and Thirteen of the Mexican Companies Law (*Ley General de Sociedades Mercantiles*); and

iv) Series "L" comprised by up to 84,525,238,595 (eighty four thousand five hundred twenty five million two hundred thirty eight thousand five hundred ninety five) voting shares and other restricted corporate rights.

Series "A" and Series "B" will be comprised of ordinary shares, with full voting rights that will, at all times, represent 100% (one hundred percent) of the total ordinary shares. The sum of the Series "A" and Series "B" shares will represent, at least, 50% (fifty percent) plus one share of the Company's capital stock and, therefore, at no time and under no circumstances, will the total number of ordinary shares be equal to, or less than, the sum of the Series "D" and "L" shares.

Series "D" will be comprised of shares with limited voting rights and preferred dividends issued pursuant to article one hundred and thirteen of the Mexican Companies Law, which will never represent, in addition to the Series "L" shares, a number equal to or greater than the total number of outstanding ordinary shares.

Series "L" will be comprised of restricted voting shares and with the limitation of other corporate rights, which will never represent, in addition to Series "D" shares, a number equal to or greater than the total number of outstanding ordinary shares.

The Company may entrust shares representing its capital stock and/or ordinary participation certificates, with credit institutions, in order to establish option plans in order to purchase or subscribe such securities, for the benefit of its executives and employees or for the benefit of the executives and employees of its subsidiaries, or of persons rendering services to the Company, its subsidiaries or to the companies in which it participates.

The Company may issue unsubscribed shares, which will be kept in the Company's treasury for delivery as long as they are subscribed and paid for. Likewise, the Company may issue unsubscribed shares for their placement among the investing public, pursuant to the terms and provided that the conditions established for such purpose by Article 53 (fifty-three) of the Securities Market Law (*Ley del Mercado de Valores*) and other applicable legal provisions are met, including the obtainment of the public offering authorization from the National Banking and Securities Commission (*Comisión Nacional Bancaria y de Valores*). The preemptive subscription right referred to in Article 132 (one hundred and thirty-two) of the Mexican Companies Law and Article Eleventh of these By-laws shall not be applicable in case of capital increases through public offerings."

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Also, a proposal will be submitted to make a new amendment to the text of Article Six of the Company's bylaws once the spin-off approved under II. above becomes effective.

IV. Appointment of special delegates to formalize the resolutions adopted at the meeting.

It is intended to propose the appointment of Messrs. Carlos Phillips Margain, Luis Alejandro Bustos Olivares, Liliana Martínez Vela, Ricardo Maldonado Yáñez, Francisco José Glennie Quirós, José Ernesto de la Peña Aguilar y Mauricio Gual Pons, as special delegates of the meeting.