



SPANISH BROADCASTING SYSTEM, INC. MATERIAL CHANGE REPORT

October 16, 2023

Reference is made to that certain indenture (the “Indenture”), dated February 17, 2021, by and between Spanish Broadcasting System, Inc. (the “Company”) and Wilmington Trust, National Association, as trustee (the “Trustee”) governing the Company’s 9.75% senior secured notes due 2026 (the “Notes”). This material change report has been prepared and delivered to holders of Notes in accordance with Section 4.11 of the Indenture. The Company shall be deemed to have satisfied its obligation to furnish this material change report to holders of the Notes upon posting of such report to the Company’s website to which holders of Notes are given access.

Item 8.01 Other Events.

On October 10, 2023, Spanish Broadcasting System, Inc. (“Company”) filed a lawsuit in Miami Dade County Circuit Court related to the contemplated sale of its Mega TV television network and other related assets (“Mega TV”) to Voz Media, Inc. (“Voz”).

On February 9, 2023, Voz agreed to buy Mega TV from SBS for \$64.0 million. On August 21, 2023, the Company sent a letter to Voz declaring a material breach of the parties’ agreement due to Voz’s failure to timely close on the transaction. After Voz failed to cure its breach, the Company terminated the agreement on September 20, 2023.

In the Complaint, the Company alleges that Defendant Voz breached the parties’ agreement by, among other things, failing to timely close. The Company also alleges that various individuals – Defendants Orlando Salazar, his wife, Janet McClaren Salazar, Pablo Kleinman, and Ryan Morfin – all conspired to defraud SBS in connection with the failed transaction. The Company seeks to recover monetary damages as well as its attorneys’ fees and costs.