



**Disclosure of an inside information
according to Article 17 EU Market Abuse Regulation (MAR)**

FYBER N.V.

Proposal for convertible bond restructuring

Berlin, 6 November 2018 - The lower than expected financial performance, based largely on external market factors and partly on the slower broad scale market adoption of new platform features among new and existing clients and the pending technical integration of new advertising partners, impacts the ability to serve the interest payments obligation for the 3.0 per cent July 2020 Convertible Bonds (WKN A1Z3XC, "Bonds").

Therefore, the Company intends to propose to the bondholders the following changes to the terms and conditions of the Bonds to be resolved upon by an extraordinary bondholder meeting:

- Amending the interest payment dates, as defined in the terms and conditions of the Bonds, to reflect that after the interest payment on 27 July 2018 all further interest payments on the Convertible Bonds shall be deferred and all interest accrued shall be paid out in whole on the final redemption date of 27 July 2020; and
- in return for the deferred interest payment the annual interest rate shall be increased from 3.00 per cent p.a. to 3.50 per cent p.a.

The extraordinary meeting for bondholders shall take place on Tuesday 4 December 2018 at 1:30 p.m. CET at the offices of Allen & Overy LLP, Apollolaan 15, 1077 AB Amsterdam, the Netherlands.

The option to improve the capital structure of Fyber by offering to the holders of the Bonds an opportunity to acquire new shares of the Company in exchange for their Convertible Bonds, as disclosed by way of an ad-hoc announcement dated 6 September 2018, remains available.

The complete notice to bondholders including details on the proposed extraordinary resolution, can be found on the Company's website at:

<http://investors.fyber.com/shares#bondholder-meetings>

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