



Market update

RNTS Media N.V. calls EGM to approve Convertible Bond and Stock Option Plan

March 17, 2015

RNTS Media N.V. is announcing its intention to issue a convertible bond of up to €150m to provide the Company with sufficient funds and flexibility to pursue its growth agenda and acquisitions. The transaction and the associated capital increase have been approved by its Management Board and the Supervisory Board and will now be submitted to shareholders for approval. Detailed terms and conditions of the transaction are still being prepared.

Furthermore, the Management Board and the Supervisory Board have approved a Stock Option Plan ("SOP") for the senior management and employees of the Company with the objective to attract and retain talent and provide strong incentives to drive growth and value creation. The SOP will also be submitted to shareholders for approval.

RNTS Media N.V. is therefore calling for an extraordinary general meeting of shareholders ("EGM") to be held on 1st April 2015 at 11.00 in Amsterdam. The shareholders' circular is attached to this announcement. It includes the notice with EGM agenda, the explanatory notes, a certificate of deposit standard form, the proxy form and the Stock Option Plan.

Shareholders are notified that they will have to deposit their shares and send a certificate of deposit to the registration agent, Anoa Capital S.A., not later than on Tuesday 31 March 2015 in order to attend the EGM. Any shareholders wishing to exercise their voting rights by proxy are informed that they will have to send the proxy to the registration agent not later than on Tuesday 31 March 2015. Details are included in the attached circular.