



Market Update RNTS Media N.V.

November 14, 2014

RNTS Media N.V. has the pleasure to make the following announcements to the market:

1. Our mobile games division has launched a new game title called 'Rise of Rome'. This game has been launched globally in August 2014.
2. During Q3, our edutainment division Big Star Global ("BSG") has achieved a significant revenue growth of 163% on the core business as compared to the same period of the prior year. The key business driver was the 2nd generation of the LG Kids Pad which was successfully launched via GS Home shopping, one of the largest TV home shopping malls in South Korea on August 25th. In addition, BSG developed several new B2B sales channels with a unique bundle package offering from major domestic and international publishers for the Kindergarten market segment. This initiative has led to significant purchase orders in Q3. In addition, the pilot run of the KT IPTV Commerce Service has been very successful in that each of the pilot run programs was completely sold-out during on-air time. KT IPTV has requested to re-run the programs on the main service for the rest of 2014. BSG's self-developed and fully owned characters, Peet & Baba, are starring in a new 3D animated TV series, called "*Peet: The Forest Detective*", which has gone live on EBS, the largest Education Broadcasting Service in South Korea. In total, 26 episodes have been co-produced with EBS after two years of development. The first episode was aired on September 5th and "*Peet: The Forest Detective*" was ranked No.1 in kids animation series and 2nd most viewed title among hundreds of EBS programs as of that day.
3. During Q3, our global sales team has been focussing on publishers, film distributors/producers and digital content providers in Asia and North America. This has resulted in a detailed action plan for these markets. The RNTS management team expects these efforts to result in additional revenue streams as of Q1, 2015.
4. The unaudited figures for the first nine months of the year 2014 are attached for your information.

In the first nine months of 2014, the total assets of the group have increased to 22.6 m EUR and total liabilities have increased to 15.7 m EUR, compared with the end of the year 2013 position (19.5 m EUR and 7.3 m EUR respectively). Revenues generated in the first 3 quarters



2014 sum up to a total of 3.0 m EUR and a loss of 7.3 m EUR has been realized.

5. Subsequent events: on 22 October 2014, RNTS MEDIA N.V. has acquired 100% of Fyber GmbH, Germany, in a cash and share deal. In total, 58 million new shares were issued, such as authorized by the shareholders in their meeting on 23 September, and were admitted to trading on the EuroMTF market of the Luxembourg stock exchange on 12 November 2014.

For more details on the Fyber acquisition, please consult our previous market updates and in particular the prospectus published on 12 November on the websites of the stock exchange and of the company.

6. On November 13th, Fyber announced AdColony as a new mediation partner. App developers working with Fyber can now access Rewarded Video and Interstitial demand for their advertising inventory from AdColony through Fyber's ad monetization platform. AdColony, a division of Opera Mediaworks, is a mobile advertising platform whose proprietary Instant-Play™ technology instantly serves video ads in high definition.

/ Attachment:

- Interim condensed consolidated financial statements 30 September 2014



RNTS Media N.V.

Interim condensed consolidated financial statements for the period
ended 30 September 2014

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2014

<u>Assets</u>	Notes	30 Sep 2014 EUR k (Unaudited)	31 Dec 2013 EUR k (Audited)
Non-current assets			
Fixed assets			
Goodwill		13,680	12,543
Intangible assets	4	6,171	3,940
Property and equipment		141	180
Non-current financial assets			
Security deposits		158	189
Deferred tax assets		131	138
		<u>20,281</u>	<u>16,990</u>
Current assets			
Inventories		473	223
Trade receivables		960	1,360
Other receivables		142	0
Other current financial assets		76	70
Other current assets		330	102
Cash and cash equivalents		307	763
		<u>2,288</u>	<u>2,518</u>
Total Assets		<u><u>22,569</u></u>	<u><u>19,508</u></u>
<u>Equity and liabilities</u>			
Equity			
Issued capital	5.1	5,653	5,653
Share premium		17,757	17,757
Other capital reserves	5.2	1,201	0
Accumulated deficit	5.3	-18,517	-11,206
Other components of equity	5.4	751	-10
Total equity		<u>6,845</u>	<u>12,194</u>
Non-current liabilities			
Employee benefit liability		295	249
Long-term borrowing		5,236	2,931
Deferred tax liabilities		1,025	379
Other non-current liabilities		0	4
		<u>6,556</u>	<u>3,563</u>
Current liabilities			
Trade payables		2,629	398
Other payables		4,038	2,206
Short-term borrowings		1,952	385
Other current liabilities		25	132
Income tax payables		0	87
Provisions		524	543
		<u>9,168</u>	<u>3,751</u>
Total liabilities		15,724	7,314
Total equity and liabilities		<u><u>22,569</u></u>	<u><u>19,508</u></u>

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014 AND 2013

	Note	1 Jan – 30 Sep 2014 EUR k (Unaudited)	1 Jan – 30 Sep 2013 EUR k (Unaudited)
Revenue		3,000	1,604
Cost of sales		-3,108	-812
Gross margin		-108	792
Other operating income		739	48
Selling and administrative expenses		-7,000	-2,414
Other operating expenses		-133	-263
Operating loss		-6,502	-1,838
Interest income		2	1
Interest expense		-184	-161
Loss before tax		-6,684	-1,998
Income tax expense		-627	-6
Loss for the year		-7,311	-2,004
Exchange differences on currency translation		761	-124
Actuarial gains on defined benefit plans		0	0
Other comprehensive income for the year		761	-124
Total comprehensive income for the year		-6,550	-2,128
Profit / loss attributable to:			
Owners of the parent		-7,311	-2,004
Non-controlling interest		0	0
		-7,311	-2,004
Total comprehensive income attributable to:			
Owners of the parent		-6,550	-2,128
Non-controlling interest		0	0
		-6,550	-2,128
Basic earnings per share (EUR)	6	-0.13	-0.04
Diluted earnings per share (EUR)	6	-0.13	-0.04

RNTS Media N.V.

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014 AND 2013

	Equity attributable to owners of the parent					Total equity
	Issued Capital	Share Premium	Other capital reserves	Accumulated deficit	Other components of equity	
	EUR k	EUR k	EUR k	EUR k	EUR k	
1 Jan 2014	5,653	17,757	0	-11,206	-10	12,194
Loss for the year	0	0	0	-7,311	0	-7,311
Other comprehensive income	0	0	0	0	761	761
Total comprehensive income	5,653	17,757	0	-18,517	751	5,644
Share-based payments	0	0	1,201	0	0	1,201
As at 30 Sep 2014 (unaudited)	5,653	17,757	1,201	-18,517	751	6,845
1 Jan 2013	5,000	0	0	-4,425	123	698
Loss for the year	0	0	0	-6,730	0	-6,730
Other comprehensive income	0	0	0	-4	-133	-137
Total comprehensive income	5,000	0	0	-11,159	-10	-6,169
Issue of share capital	653	17,757	0	0	0	18,410
Transaction costs	0	0	0	-47	0	-47
As at 31 Dec 2013	5,653	17,757	0	-11,206	-10	12,194

RNTS MEDIA N.V.
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 Amsterdam Commercial register number 54747805, VAT Nr. DE283688947

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014 AND 2013

	Note	30 Sep 2014 EUR k (unaudited)	30 Sep 2013 EUR k (unreviewed)
Loss for the year before tax		-6,684	-3,492
Reconciliation of loss for the year to the cash flow from operating activities			
Amortisation and impairment of intangible assets	4	1,477	198
Depreciation and impairment of property and equipment		44	62
Profit from sales of intangible assets		13	-256
Loss from sale of property and equipment		15	0
Increase of inventories		-230	0
Decrease/ Increase in trade and other receivables		381	-86
Increase in other current assets		-224	-207
Increase employee benefit obligation		24	0
Decrease of other non-current liabilities		-4	-6
Increase in trade payables		2,027	213
Decrease in other payables		1,832	-832
Decrease / Increase in other current liabilities		-118	4
Decrease of provisions		-19	0
Foreign currency gain on finance items		-583	35
Interest income		-2	-2
Interest expense		184	204
Subtotal		-1,867	-4,165
Interest received		0	2
Interest paid		-9	124
Income tax paid		-95	0
Net cash flow from operating activities		-1,971	-4,039
Purchases of property and equipment		-16	-47
Proceeds from sale of property and equipment		12	41
Purchases of intangible assets		-1,096	-1,790
Proceeds from sale of intangible assets		80	462
Acquisition of a subsidiary, net of cash acquired		0	0
Decrease in security deposits		44	53
Decrease in current financial assets		0	-3000
Net cash flow from investing activities		-976	-4,281
Proceeds from the issue of shares		0	11,760
Transaction costs on the issue of shares		-1,218	-768
Proceeds from long term borrowings		2,351	1,528
Repayment of long-term borrowings		-217	-3073
Proceeds from short-term borrowings		1,915	0
Repayment of short-term borrowings		-385	0
Net cash flow from financing activities		2,446	9,447
Cash flow-related changes in cash and cash equivalents		-501	1,127
Cash and cash equivalents at beginning of period		763	863
Net foreign exchange difference		45	-6
Cash and cash equivalents at end of period	7	307	1,984

GENERAL INFORMATION

1. Corporate information

RNTS Media N.V., the parent of the Group, is a company incorporated in Amsterdam, The Netherlands, whose shares are publicly traded on the Luxembourg stock exchange (Euro MTF) since 8 January 2013. The headquarters of RNTS Media N.V. are located in Berlin, Germany. The legal seat of the Company is located in Amsterdam, The Netherlands.

The Company is the holding company for the Group's operating entities: RNTS Media Co., Ltd., RNTS Media GmbH, Big Star Global Ltd. and the Fyber operating companies. The Group is organized in three business entities and active in three business lines, namely

- (i) mobile games publishing headquartered with RNTS Media Co., Ltd. in Seoul;
- (ii) global sales headquartered with RNTS Media GmbH in Berlin;
- (iii) educational content development and publishing headquartered with Big Star Global in Seoul

The Extraordinary General Meeting of shareholders on 23 September 2014 noted the resignation of Managing Director Ms Jai Paik from the Management Board. The Supervisory Board elected Managing Director Mr Roger van Diepen to the function of COO with immediate effect.

The interim condensed consolidated financial statements of RNTS Media N.V. for the nine months period ended 30 September 2014 were authorised for issue in accordance with a resolution of the directors on 11 November 2014.

2. Basis of preparation

The interim condensed consolidated financial statements for the nine months period ended 30 September 2014 have been prepared in accordance with IAS 34 *Interim Financial Reporting*.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2013.

3. New and amended Standards and Interpretations

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2013, except for the adoption of new standards and interpretations effective as of 1 January 2014, noted below:

- **Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27)**
- **IAS 32** *Offsetting Financial Assets and Financial Liabilities – Amendments to IAS 32*
- **IAS 36** *Recoverable Amount Disclosures for Non-Financial Assets – Amendments to IAS 36*
- **IAS 39** *Novation of Derivatives and Continuation of Hedge Accounting – Amendments to IAS 39*
- **IFRIC 21** *Levies*

The Group has not early adopted any other standard, interpretation or amendment that been issued but is not yet effective.

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NOTES TO THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION**4. Intangible assets**

The changes in intangible assets were as follows:

	Consultancy agreement	Customer contracts	Purchased standard software	Development	Digital content	Others	Total
	EUR k	EUR k	EUR k	EUR k	EUR k	EUR k	EUR k
Acquisition or production cost							
1 Jan 2013	0	287	46	0	0	968	1,301
Acquisition of BSG	0	745	25	1,423	649	0	2,842
Additions	0	0	8	92	0	2,088	2,188
Disposals	0	0	0	0	0	-311	-311
Currency effects	0	-14	-1	-10	-5	-6	-36
31 Dec 2013	0	1,018	78	1,505	644	2,739	5,984
1 Jan 2014	0	1,018	78	1,505	644	2,739	5,984
Additions	2,419	0	5	1,091	0	0	3,515
Disposals	0	0	0	0	0	-588	-588
Currency effects	0	93	6	136	59	17	311
30 Sep 2014	2,419	1,111	89	2,732	703	2,168	9,222
Amortisation and impairments							
1 Jan 2013	0	28	3	0	0	611	642
Additions	0	60	10	73	18	269	430
Disposals	0	0	0	0	0	-32	-32
Impairment charges	0	0	0	0	0	1,006	1,006
Currency effects	0	-1	0	0	0	-1	-2
31 Dec 2013	0	87	13	73	18	1,853	2,044
1 Jan 2014	0	87	13	73	18	1,853	2,044
Additions	143	108	15	951	176	84	1,477
Disposals	0	0	0	0	0	-494	-494
Currency effects	0	8	1	7	1	7	24
30 Sep 2014	143	203	29	1,031	195	1,450	3,051
Carrying amounts							
1 Jan 2013	0	259	43	0	0	357	659
31 Dec 2013	0	931	65	1,432	626	886	3,940
30 Sep 2014	2,419	908	60	1,701	508	718	6,171

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

AS AT 30 SEPTEMBER 2014

Breakdown of intangible assets – Others:

	Appstore	Appli- cations	Game publishing license	Tech- nology based assets	Websites	Brands	Total
	EUR k GmbH	EUR k GmbH	EUR k GmbH	EUR k Ltd.	EUR k GmbH	EUR k GmbH	EUR k
Acquisition or production cost							
1 Jan 2013	370	0	401	197	0	0	968
Acquisition of BSG	0	0	0	0	0	0	0
Additions	1,277	85	717	0	5	4	2,088
Disposals	0	-206	-105	0	0	0	-311
Transfer	-121	121	0	0	0	0	0
Currency effects	0	0	0	-6	0	0	-6
31 Dec 2013	1,526	0	1,013	191	5	4	2,739
1 Jan 2014	1,526	0	1,013	191	5	4	2,739
Additions	0	0	0	0	0	0	0
Disposals	0	0	-588	0	0	0	-588
Currency effects	0	0	0	17	0	0	17
30 Sep 2014	1,526	0	425	208	5	4	2,168
Amortisation and impairments							
1 Jan 2013	249	0	335	27	0	0	611
Additions	0	0	211	56	1	1	269
Disposals	0	0	-32	0	0	0	-32
Impairment charges	638	0	361	0	4	3	1,006
Currency effects	0	0	0	-1	0	0	-1
31 Dec 2013	887	0	875	82	5	4	1,853
1 Jan 2014	887	0	875	82	5	4	1,853
Additions	0	0	39	45	0	0	84
Disposals	0	0	-494	0	0	0	-494
Currency effects	0	0	0	7	0	0	7
30 Sep 2014	887	0	420	134	5	4	1,450
Carrying amounts							
1 Jan 2013	121	0	66	170	0	0	357
31 Dec 2013	639	0	138	109	0	0	886
30 Sep 2014	639	0	5	74	0	0	718

AS AT 30 SEPTEMBER 2014

In the first nine months 2014 the increase of intangible assets in the amount of EUR k 2,231 results mainly from the two consulting agreements between RNTS Media N.V. and Knight Global Services, LLC (“KGS”), represented by Ryan Kavanaugh, and between RNTS Media N.V. and Dirk van Daele. In accordance with the agreements, KGS and Dirk van Daele provide business contacts to RNTS, make suggestions and propose potential transactions that will addvalue to RNTS’s activities. These consulting agreements have been valued with the fair value of the consideration transferred, which are warrants that grant KGS the right to acquire up to 2,700,000 and Dirk van Daele up to 2,000,000 ordinary shares of RNTS for EUR 3.00 each over a period of 3 years starting after 1 year, which correlates to the term of the consulting agreements.

The warrant of KGS has a fair value of EUR k 1,469 and became effective on 28 June 2014. The fair value of Dirk van Daele’s warrant amounts to EUR k 950 and became effective on 14 July 2014. The Group recognised a respective increase in other capital reserves. See note 5.2. “Other capital reserves” for further details.

5. Equity

The components and changes in consolidated equity are summarised in the consolidated statement of changes in equity.

5.1. Issued capital

The issued capital of RNTS Media N.V. amounting to EUR k 5,653 is divided into 56.533.333 common shares, with a nominal value of EUR 0.10 each. The issued capital as of 30 September 2014 consisted entirely of fully paid-up ordinary shares. At the reporting date the shares were publicly traded, the admission to listing on the Official List of the Luxembourg Stock Exchange and to trading on the Euro MTF market was applied on 15 November 2012. The stock exchange trading started on 8 January 2013.

The authorised capital amounted to EUR k 25,000 and is divided into 250,000,000 shares, with a nominal value of EUR 0.10 each. According to the warrant agreements (see note 5.2) 4,700,000 shares are reserved to exercise the warrants.

5.2. Other capital reserves

The other capital reserves consist of equity-settled share-based payment transactions as well as transaction costs in connection with the issuance of capital. The increase of the other capital reserves in the amount of EUR k 1,201 is due to the warrants given by RNTS to KGS and Dirk van Daele for the provision of consultancy services. The

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

AS AT 30 SEPTEMBER 2014

warrants allow KGS to acquire 2,700,000 and Dirk van Daele 2,000,000 shares of RNTS for EUR 3.00 each. According to IFRS 2, the transaction of the warrants are equal to an equity-settled share-based payment transaction. The value of the equity instrument, which is calculated with the Black Scholes Model, is shown in the capital reserves at fair value. The warrants have a duration of 4 years. There is no cash settlement of the options. The fair value of the warrants were estimated at the date of the initial recognition by using the following assumptions:

Knicht Global Services

Contract date	28 June 2014
Weighted average fair value at initial recognition date (EUR k)	1,469
Weighted average share price (EUR):	3.067
Exercise price (EUR):	3.000
Annualised expected volatility (%):	0.412
Warrant life (years):	4.000
Remaining warrant life (years)	3.912
Risk-free interest rate (%):	0.282
Dividends (%):	No dividends are to be considered

Dirk van Daele

Contract date	14 July 2014
Weighted average fair value at initial recognition date (EUR k)	950
Weighted average share price (EUR):	2.956
Exercise price (EUR):	3.000
Annualised expected volatility (%):	0.411
Warrant life (years):	4.000
Remaining warrant life (years)	3.956
Risk-free interest rate (%):	0.241
Dividends (%):	No dividends are to be considered

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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The number and weighted average exercise prices (WAEP) of the share options need to be disclosed for each of the following group:

	<u>Number</u>	<u>WAEP</u> EUR
Outstanding at the beginning of the period:	0	
Granted during the period:	4,700,000	3,00
Forfeited during the period:	0	
Excercised during the period:	0	
Expired during the period:	0	
Outstanding at the end of the period:	4,700,000	3,00
Excercisable at the end of the period:	0	

For the nine months ended 30 September 2014, the Group has recognised EUR k 2,419 of equity-settled share-based payment and EUR k 1,218 transaction costs related to the preparation of the issuance of capital after the balance sheet date in the capital reserves (see note 10).

5.3. Accumulated deficit

The accumulated deficit contains the income of the companies included in the consolidated financial statements plus actuarial gains that are not reclassified to profit or loss in subsequent periods.

5.4. Other components of equity

Other components of equity consists solely of losses resulting from the translation of the accounts of the Korean subsidiaries from Korean Won, which is the functional currency of these subsidiaries, into Euro which is the functional currency of the parent company and the reporting currency of the Group.

**NOTES TO THE INTERIM CONSOLIDATED STATEMENT OF
COMPREHENSIVE INCOME**

6. Earnings per share

As of 30 September 2014, the Group has only ordinary shares. The basic and diluted earnings per share were determined as follows:

		<u>1 Jan to 30 Sep 2014</u>	<u>1 Jan to 30 Sep 2013</u>
Net income attributable to shareholders of RNTS Media N.V.	EUR k	-7,311	-2,004
Weighted average shares outstanding	000s	57,539	50,000
Weighted average number of ordinary shares adjusted for the effect of dilution	000s	58,034	50,000
Net income attributable to shareholders of RNTS Media N.V. per share			
Basic and diluted earnings per share	EUR	-0.13	-0.04
Diluted earnings per share	EUR	-0.13	-0.04

RNTS Media N.V.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

AS AT 30 SEPTEMBER 2014

NOTES TO THE INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

7. Cash flow

The cash flow statement was prepared using the indirect method for presentation of operating activities.

RNTS Group's cash and cash equivalents as of 30 September 2014 consist of cash at banks of EUR k 307 readily available without any restrictions.

SEGMENT INFORMATION**8. Basic principles of segment reporting**

For management purposes, the Group had seven reportable operating segments (Games, Appstore, Global Sales, Big Star Global, Application Development, LTE and Operations) until the end of the year 2013. Through the reorganisation of the Group and its investment in Big Star Global Co., Ltd. the management changed the reportable operating segments for 2014. Due to the change there are now five operating segments (Games, Appstore, Global Sales, Big Star Global and Operations).

The financial performance and financial position of each segment for the nine months period ended 30 September 2014 are as follows:

	Revenues	Net loss	Total assets	Total liabilities
	EUR k	EUR k	EUR k	EUR k
Games	267	-2,282	12,430	16,451
Appstore	0	0	1,451	1,514
Global Sales	0	-387	0	0
Big Star Global	2,733	-921	15,029	8,970
Operations	0	-3,501	0	0
Sub-total	3,000	-7,091	28,910	26,935
Consolidation entries	0	-220	-6,341	-11,211
Total	3,000	-7,311	22,569	15,724

All eliminations result from the consolidation process and break down as follows:

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

AS AT 30 SEPTEMBER 2014

	Revenues	Net loss	Total assets	Total liabilities
	EUR k	EUR k	EUR k	EUR k
Capital consolidation	0	0	738	738
Currency effect on intangible assets (identified in PPA)	0	7	148	141
Amortisation of intangible assets (identified in PPA)	0	-275	-572	-297
Currency differences Goodwill	0	0	1,085	1,085
Consolidation of intragroup liabilities and interest	0	48	-11,549	-11,598
Deferred tax assets	0	0	117	117
Reversal of allowance of loan N.V. - GmbH	0	0	3,692	3,692
Consolidation Adjustments in Equity	0	0	0	-5,089
Total consolidation entries	0	-220	-6,341	-11,211

The financial performance and financial position of each segment for the year ended 31 December 2013 are as follows:

	Revenues	Net loss	Total assets	Total liabilities
	EUR k	EUR k	EUR k	EUR k
Games	774	-3,618	7,439	10,602
Appstore	462	-983	1,243	885
Global Sales	694	-1,045	2,426	931
Big Star Global	780	166	12,934	2,863
Application development	0	-113	0	0
LTE	0	-131	0	0
Operations	27	-4,482	757	1,132
Sub-total	2,737	-10,206	24,799	16,413
Consolidation entries	0	3,476	-5,291	-9,099
Total	2,737	-6,730	19,508	7,314

OTHER DISCLOSURES**9. Financial assets and liabilities****9.1. Fair value hierarchy**

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments:

Level 1 – Quoted market prices

Level 2 – Valuation techniques (market observable)

Level 3 – Valuation techniques (non-market observable)

As of 30 September 2014, the Group held no financial instruments carried at fair value in the statements of financial position. The amortised costs of the loans and receivables generally approximate fair values except for long-term borrowings that have a fixed interest rate. The fair value of this fixed interest long-term borrowing was determined using Level 3 techniques by discounting the expected cash flows with a market pre-tax cost of debt of 8.52% (2013: 10.14%) (BBB-, 3 year corporate bond rate).

9.2. Presentation by categories

The balance sheet items comprising financial assets and liabilities can be attributed to the measurement categories according to IAS 39 as follows:

	30 Sep 2014		
	Carrying amount	Receivables	Fair value
	EUR k	EUR k	EUR k
<u>Assets</u>			
Security deposits	158	158	158
Trade and other receivables	1,102	1,102	1,102
Other current financial assets	76	76	76
Cash and cash equivalents	307	307	307
	<u>1,643</u>	<u>1,643</u>	<u>1,643</u>

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014 AND 2013

	31 Dec 2013		
	Carrying amount EUR k	Receivables EUR k	Fair value EUR k
Assets			
Security deposits	189	189	189
Trade and other receivables	1,360	1,360	1,360
Other current financial assets	70	70	70
Cash and cash equivalents	763	763	763
	<u>2,382</u>	<u>2,382</u>	<u>2,382</u>

	30 Sep 2014			
	Carrying amount EUR k	Loans EUR k	Financial liability at fair value through profit or loss EUR k	Fair value EUR k
Liabilities				
Long-term borrowing	5,236	5,236	0	5,120
Other non-current liabilities	0	0	0	0
Trade and other payables	6,667	6,667	0	6,667
Short-term borrowings	1,952	1,952	0	1,952
Other current liabilities	25	25	0	25
	<u>13,880</u>	<u>13,880</u>	<u>0</u>	<u>13,764</u>

	31 Dec 2013			
	Carrying amount EUR k	Loans EUR k	Financial liability at fair value through profit or loss EUR k	Fair value EUR k
Liabilities				
Long-term borrowing	2,931	2,931	0	2,758
Other non-current liabilities	4	4	0	4
Trade and other payables	2,604	2,604	0	2,604
Short-term borrowings	385	385	0	385
Other current liabilities	132	132	0	132
Contingent consideration	18	0	18	18
	<u>6,074</u>	<u>6,056</u>	<u>18</u>	<u>5,901</u>

10. Events after the balance sheet date

RNTS Media N.V. has acquired 100% of the shares in Fyber GmbH ('Fyber', formerly named: 'SponsorPay GmbH'), a leading advertising technology company based in Berlin and San Francisco, on 23 October 2014.

The transaction has been structured as a cash-and-stock transaction. RNTS acquired all of the issued and outstanding ordinary shares in the capital of Fyber with certain preferential rights attached thereto for a preferred ordinary shares purchase price in cash of EUR 12,000,000. All of the other issued and outstanding ordinary shares in the capital of Fyber were acquired by RNTS in consideration for the issuance of up to 46,000,000 new ordinary shares in the capital of RNTS to the shareholders of Fyber pro rata their holding of ordinary shares in the capital of Fyber.

To fund the preferred ordinary shares purchase price of EUR 12,000,000, RNTS raised funds up to an amount of EUR 36,000,000 by way of issuance of new shares in its share capital to Shard Capital Partners LLP for a consideration of EUR 3.00 per new share in a private placement. EUR 12,000,000 of the funding amount were used to finance the preferred ordinary shares purchase price and the remaining amount will be used as working capital and future development of RNTS and Fyber.

The 46,000,000 ordinary shares in the capital of RNTS were issued and paid-up at the expense of the freely distributable reserves maintained in the books of RNTS. Each Fyber shareholder subsequently contributed and transferred the ordinary shares in the capital of RNTS issued to such Fyber shareholder.

The value of each newly issued share in RNTS is set at EUR 3.00 per share, resulting in a total value of the purchase of EUR 150,000,000. The transaction was financed through the issuance of 58,000,000 new RNTS Media N.V. shares, which has been applied to be on the official list of the Luxembourg Stock Exchange for trading on the Euro MTF market.

As mentioned above, the transaction has been structured as a cash-and-stock transaction. To enable the Fyber shareholders to increase the cash part of the purchase price, Sapinda Asia Ltd. will grant a put option to the sellers of Fyber in respect of the shares in RNTS they acquired. The put option is exercisable in four closing dates in the period until 15 months after the completion of the transaction. During this period these shares in RNTS which are held by the sellers of Fyber will be locked-up.

In addition to the put option rights, there is also a fall-back mechanism in place that provides for the possibility that the transaction may be partly reversed by the Fyber shareholders. In this case, a call option will be granted to the sellers of Fyber the right in certain events to exchange the shares they acquired in RNTS for shares in Fyber held by RNTS.

RNTS Media N.V.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

AS AT 30 SEPTEMBER 2014

As a result of the transaction, Fyber has become a part of the RNTS Group and will continue to operate as a business unit under its existing leadership team. Fyber co-founder and CEO Mr Andreas Bodczek has become Managing Director A and CEO of the RNTS Media Management Board and Mr Janis, co-founder and CRO of Fyber, has also joined this Management Board as Managing Director B. The new Management Board of RNTS is completed by Mr Se Yol Kim as Managing Director B and Mr Roger van Diepen as COO.