

PROXY

For the Extraordinary General Meeting of Shareholders (**EGM**) of RNTS Media N.V. to be held at the offices of Allen & Overy LLP, Apollolaan 15, 1077 AB Amsterdam, the Netherlands, on 11 April 2017, at 12:00 p.m. CET.

The undersigned:

_____ (name)

_____ (address)

_____ (postal code and city)

_____ (country)

(the **Shareholder**) acting in his / her / its capacity as holder of

_____ (number)

bearer shares in RNTS Media N.V., hereby grants a proxy to:

A)

_____ (name)

_____ (address)

_____ (postal code and city)

_____ (country)

B) Ms J.J.C.A. Leemrijse, civil law notary with Allen & Overy LLP (or her substitute),

to represent the Shareholder at the EGM and to speak on behalf of the Shareholder and to vote the shares in respect of the items on the agenda for the EGM, in the manner set out below. In case no box is ticked the proxy is deemed to be given to Ms J.J.C.A. Leemrijse (or, as the case may be, her substitute).

No.	Agenda	For	Against	Abstain
1.	Opening and announcements	N.A.	N.A.	N.A.
2.	Proposal to amend the articles of association of the Company	N.A.	N.A.	N.A.
2(a)	Amendment 1			
2(b)	Amendment 2			
2(c)	Amendment 3			
3.	Proposal to approve the Stock Option Plan			
4.	Supervisory board remuneration	N.A.	N.A.	N.A.
4(a)	Changes to supervisory board profile	N.A.	N.A.	N.A.
4(b)	Proposal to determine the remuneration for the members of the supervisory board			
4(c)	Proposal to approve the award of increased compensation to the chairman for duties performed in the financial year 2016			
5.	Proposal to appoint the external auditor for the audit of the Annual Accounts 2016 and the Annual Accounts 2017			
6.	Any other business and close of the meeting	N.A.	N.A.	N.A.

Signed in _____ on _____ 2017.

Signature: _____



This proxy must be received by RNTS Media N.V. no later than on 4 April 2017 at 17:30 hours CET, by e-mail: agm@rntsmidia.com or by mail at the following address:

RNTS Media N.V.
attn.: Legal Department
Johannisstrasse 20
10117 Berlin
email: agm@rntsmidia.com

Please send the original copy of the proxy by mail to the address listed above.

Please note that the proxyholder, in order to be admitted to the meeting, shall be required to show at the entrance of the meeting (i) a copy of this proxy plus identification and (ii) the registration statement, delivered in accordance with the requirements set forth in the notice of the meeting.