
**PROPOSED AMENDMENT TO THE
ARTICLES OF ASSOCIATION OF
RNTS MEDIA N.V.,
having its official seat in Amsterdam, The Netherlands.**

11 August 2014

as it will be presented at the Company's Extraordinary General Meeting of Shareholders
to be held on 23 September 2014 for its approval.

Office translation

In preparing this document, an attempt has been made to translate as literally as possible without jeopardizing the overall continuity of the text. Inevitably, however, differences may occur in translation, and if they do, the Dutch text will govern by law.

In this document, Dutch legal concepts are expressed in English terms and not in their original Dutch terms; the concepts concerned may not be identical to concepts described by the English terms as such terms may be understood under the laws of other jurisdictions.

The following proposal contains two columns. The current text of the Articles of Association is set out in the first column and the proposed new text is set out in the second column.

Current text:

Article 3. Objects.

The objects of the Company are:

- (a) to incorporate, to participate in any way whatsoever in, to manage, to supervise businesses and companies in general, and in particular in publishing and development of mobile applications as well as publishing of online games;
- (b) to render advice and commercial services for businesses and companies with which it forms a group;
- (c) to acquire, manage, market and sell businesses and asset values in the mobile applications and online games industry, on its own name and account, not for third parties;
- (d) to borrow and to raise funds, including the issue of bonds, promissory notes or other securities or evidence of indebtedness as well as to enter into agreements in connection with aforementioned activities; and
- (e) to perform other activities in so far as they are closely connected with the abovementioned activities.

Proposed new text:

Article 3. Objects.

The objects of the Company are:

- (a) to incorporate, to participate in any way whatsoever in, to manage, to supervise businesses and companies;
- (b) to publish and develop mobile applications;
- (c) to publish online games;
- (d) to provide digital content and related services and advice to mobile network operators;
- (e) to develop and provide educational soft- and hardware and to manage and market a portfolio of digital edutainment content;
- (f) to develop and exploit a mobile advertising platform that provides supporting services to developers of mobile and digital applications;
- (g) to render advice and commercial services for businesses and companies with which it forms a group;
- (h) to acquire, manage, market and sell businesses and asset values in the mobile applications and online games industry, on its own name and account, not for third parties;
- (i) to borrow and to raise funds, including the issue of bonds, promissory notes or other securities or evidence of indebtedness as well as to enter into agreements in connection with aforementioned activities; and
- (j) to perform other activities in so far as they are closely connected with the abovementioned activities.

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