

Policy on Bilateral Contacts with (potential) Investors and Shareholders

of

RNTS Media N.V.

1. INTRODUCTION

- 1.1 Please find below the policy of RNTS Media N.V. (the **Company**) in respect of bilateral contacts with (potential) investors and shareholders in accordance with best practice provision IV.3.13 of the Dutch corporate governance code, as adopted by the Management Board on July 23, 2015 and approved by the Supervisory Board on July 17, 2015.
- 1.2 As an underlying principle the Company ensures that all shareholders and other market participants are treated equally. In addition, the Company ensures that all shareholders and other market participants under equal circumstances have equal and simultaneous access to information that could potentially influence the price of the Company's securities in accordance with the applicable regulatory requirements under Dutch and German law apply and, in particular, the regulatory regime for being listed at the Frankfurter Wertpapierbörse.

2. CONTACTS WITH (POTENTIAL) INVESTORS AND SHAREHOLDERS

- 2.1 The Company encourages and recognizes the importance of communication with the investment community. Communications with (potential) investors and shareholders, bondholders, and industry analysts are actively managed by the investor relations department.
- 2.2 The Company is committed to maintaining an open and constructive dialogue with its (potential) investors and shareholders. Conversations with its (potential) investors and shareholders, both in the Company's general meetings and on a bilateral basis, form an integral part of this dialogue.
- 2.3 The Company will take into consideration all requests from (potential) investors and shareholders to enter into a conversation. The Company will assess such requests and agree to them for those situations where the Management Board or the Supervisory Board deems this in the Company's interest. The Company may decide not to accommodate or accept any requests or invitations to enter into a dialogue with (potential) investors or shareholders, or to accommodate or accept such request or invitation under certain conditions. The initiative to enter into a conversation with a (potential) investor or shareholder can also be taken by the Company.
- 2.4 In order to assess whether a conversation with (potential) investors or shareholders could be in the Company's interest, the Company may request (potential) investors or shareholders to provide certain (written) information. This information may include the purpose of the conversation, the matters to be discussed, the opinion of the (potential) investor or

shareholder on these matters and information in respect of the (potential) investor or shareholder and its interest in the Company.

- 2.5 The Company might participate in industry conferences and might host investor relations days from time to time. These events are announced in advance on the Company's website, and presentation materials are made available on the website. The Company will not hold investor relations days or participate in an industry conference in its closed periods (as defined in the Company's Inside Trading Policy that is available on the website of the Company: www.rntsmidia.com).
- 2.6 The Chairman of the Supervisory Board shall act as spokesperson towards investor relations and present the Company towards investor relations together with the Management Board.
- 2.7 The Supervisory Board shall be the first point of contact for shareholders in case of a(n intended) public take-over bid or in case of matters that otherwise fall within the scope of the duties and tasks of the Supervisory Board. For all other matters (including but not limited to operational matters) the Management Board will be the first point of contact for shareholders.
- 2.8 From time to time, the Company may engage in (bilateral) communication with (potential) investors or shareholders. For a (potential) investor or shareholder the purpose of such one-on-one or group meeting often is to get a more thorough understanding of the Company's business. The Company may also hold (bilateral) meetings with (potential) investors or shareholders during (i) 'closed periods', which normally run for a period of two months immediately prior to the first publication of the annual results of the Company and for a period of 21 days immediately prior to the first publication of the Company's semi-annual results or quarterly results, if applicable; or (ii) possibly additional periods due to specific circumstances, under the condition that it applies measures to avoid that inside information (as defined in the Company's Insider Trading Policy) is shared or otherwise used illegally in any way. Where possible, at each conversation with shareholders at least two Company representatives should be present. In most cases the CEO or the CFO will speak with shareholders. An investor relations department representative may be present at meetings with (potential) investors or shareholders at the Company's discretion.

3. MISCELLANEOUS

- 3.1 The Company is committed to provide clear, accurate and timely information to all shareholders in compliance with the applicable rules and regulations, in particular those concerning selective disclosure, price sensitive information and equal information, to provide such information at the same time to the entire market and ensure such information is accessible for the entire market.
- 3.2 Briefings on the Company's annual, semi-annual and quarterly results are disclosed through market updates released on the Company's website (www.rntsmidia.com). Reports and any presentations on these results and the annual financial calendar to communicate the financial results are published on this website. The Company will publicly announce (potentially) price-sensitive information as soon as possible. For the avoidance of doubt, the aforementioned also applies, if (potentially) price-sensitive information is disclosed during any (bilateral)

contact without appropriate NDA and/or non-trading agreement being in place, in line with the underlying principle of treating shareholders under equal circumstances equally,.

- 3.3 The Management Board is authorised to adopt and amend this policy, subject to approval of the Supervisory Board.
- 3.4 The Management Board, with the approval of the chairman of the Supervisory Board, and the Supervisory Board retain their right to conclude relationship or similar agreements between the Company and particular shareholders details of which will be publicly available on www.rntsmedia.com.
- 3.5 For any further information or questions with respect to this policy, please contact the Company's investor relations department through www.rntsmedia.com.

Andreas Bodczek, CEO
RNTS Media N.V.