

**Bucharest**

**Digi Communications N.V.**

**announces**

**The resolution of the Board of Directors to convert class 1,200,000 A shares into an equal number of class B shares for the purpose of the ongoing employees and directors stock option plans**

15 January 2019

The Company would like to inform the market and its investors that, on 14 January 2019, the Board of Directors of the Company decided to convert 1,200,000 class A shares held by the Company in treasury into an equal number of class B shares (the “**Conversion**”). The Conversion performed in accordance with article 5 from the Company’s articles of association was duly recorded with the Dutch trade register with effect on 14 January 2019. Given the difference in the nominal value between a class A share (Euro 0.1) and a class B share (Euro 0.01) of the Company, in accordance with article 5 (4) from the Company’s articles of association, the Conversion resulted in a decrease by Euro 0.09 in nominal value per class A share subject of the Conversion (in total – Euro 108.000). This amount will be added to the general equity reserves of the Company. The Conversion will also need to be duly recorded with the Financial Supervisory Authority and with the Central Securities Depository in Romania.

The class B shares resulting from the Conversion will be used by the Company (in addition to the existing treasury class B shares and to the class B shares repurchased through the ongoing buy-back program) for the purpose of the several ongoing Company’s subsidiaries employees and managers stock option plans having a vesting period as follows: the stock option plan involving the Romanian employees, directors and officers of RCS & RDS S.A. and of other Romanian subsidiaries of the Company (with an estimated vesting calendar between – December 2018 – November 2019, with the majority of shares vesting during January – February 2019); the stock option plan involving the employees and officers of the Spanish subsidiary of the Company and an additional stock option plan involving a limited number of directors and managers of RCS & RDS S.A. (expected to reach vesting in May – June 2019), as well as the stock option plan involving the Company’s executive and non-executive directors in accordance with the Company’s general shareholders resolutions from 2 May 2018. For more details in connection with the above-mentioned stock option plans, the structure of the Company’s share capital and the ongoing buy-back program, please refer to the Company’s previous releases and communications to the market.

For details regarding the reports, please access the official websites designated of Digi:

[www.digi-communications.ro](http://www.digi-communications.ro) (Investor Relations Section).

## **About Digi Communications NV**

Digi is the parent holding company of RCS & RDS, a leading provider of pay TV and telecommunications services in Romania and Hungary. In addition, RCS & RDS provides mobile services as an MVNO to the large Romanian communities living in Spain and Italy.

### **Contacts**

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<https://news.europawire.eu/digi-communications-n-v-resolution-of-the-board-of-directors-to-convert-class-1200000-a-shares-into-an-equal-number-of-class-b-shares-for-the-purpose-of-the-ongoing-employees-and-directors-stock-o/eu-press-release/2019/01/15/>