## **Bucharest**

Digi Communications N.V.

Recommendation regarding participation of shareholders to the annual general meeting of shareholders convened for 30 April 2020 in the context of the COVID-19 outbreak

14 April 2020

In light of the public health risks caused by the COVID-19 pandemic and the restrictive measures implemented in the Netherlands and elsewhere concerning the gatherings of people, the Company recommends its shareholders not to attend the annual general meeting of shareholders (the "AGM") in person. In order to cast their votes:

<u>Class A shareholders:</u> holders of registered class A shares (which for the purposes of the AGM includes holders of rights of usufruct and pledgees with voting rights in respect of those shares) are advised to send the notice of attendance indicating that they will not participate in person to the meeting and instead will grant a proxy either to (i) a third party or to (ii) Mrs. Andra Gunescu and to Mrs. Madalina Elena-Lungu, any of whom may individually and alternatively (and not collectively) execute the given proxy, in which case such proxy must include unequivocal voting instruction(s).

<u>Class B shareholders:</u> holders of class B shares (which for the purposes of the AGM includes holders of rights of usufruct and pledgees with voting rights in respect of those shares) are advised to either (i) send the notice of attendance indicating that they will not participate to the meeting in person or be represented by their own representative and thus grant a power of attorney to Mrs. Andra Gunescu who will be authorised to, on behalf of the relevant holder, with the right of substitution, to attend the AGM, to sign the attendance list, to speak and to cast a vote at that meeting on the voting items on the agenda in accordance with the voting instructions provided by the relevant holder; or (ii) give voting instructions via the Evo-platform of ING Bank N.V. (www.ing.evo-platform.com/digi).

For further details, please refer to the convening notice for the AGM, available on the Company's website, at <a href="https://www.digi-communications.ro/en/see-file/Convocation-Notice-19.03.2020.pdf">https://www.digi-communications.ro/en/see-file/Convocation-Notice-19.03.2020.pdf</a>

The Company acknowledges that constraints caused by the COVID-19 outbreak, particularly the restrictions to the physical presence of shareholders at the AGM and thus to ask questions at the meeting. For this reason, shareholders who wish to submit questions regarding items on the AGM agenda, are encouraged to do so by e-mail to digi.gsm@digi-communications.ro until 12:00 pm CET on Monday, 27 April 2020, (13:00 pm in

Romania). The e-mail must include the name, surname, number of shares held by the shareholder on the record date for the AGM and the AGM agenda item to which the question relates.

## About Digi Communications N.V.

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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