

**21.6.2016**

**Forthnet S.A.**

**ANNOUNCEMENT**

The Company "Forthnet SA" (hereinafter "Forthnet" or the "Company") announces that, during the meeting of 21.06.2016, the Board of Directors reached the following deliberations:

(a) It approved term sheets for the refinancing (hereinafter the "Refinancing") of:

(i) existing loan obligations of Forthnet, through the issue of a new common, with collaterals in rem, bond loan of a total amount of €78.461.538 organized by the banks National Bank of Greece, Piraeus Bank, Alpha Bank and Attica Bank, following their binding proposal dated 15.06.2016. The said bond loan shall have an 8-year term, floating interest rate and shall be issued under the guarantee of the Company's affiliate, Forthnet Media SA (hereinafter "FM") and

(ii) existing loan obligations of FM, through the issue of a new common, with collaterals in rem, bond loan of a total amount of €176.538.462 organized by the banks National Bank of Greece, Piraeus Bank and Alpha Bank, following their binding proposal dated 15.06.2016. The said bond loan shall have an 8-year term, floating interest rate and shall be issued under the guarantee of the Company.

The issue of the above common bond loans and their coverage by the organizing banks are under the usual terms and conditions, plus Forthnet's obligation to repay €21.538.462 and FM's obligation to repay €48.461.538, thus in total €70M, in partial payment of their respective aforementioned loan obligations.

(b) Following the agreement achieved on the main Refinancing terms, the Board of Directors, on the grounds of the authorization granted to the Board by the Ordinary General Assembly of the Company's Shareholders of 28.06.2011, approved the issue by the Company of a convertible bond loan of a total amount of up to €99.087.466,50 with a pre-emption right in favour of its existing shareholders, in accordance with art. 3a of cod. law 2190/1920, law 3156/2003 and the other provisions of applicable legislation (hereinafter the «CBL»), and, more specifically, the issue of up to 330.291.555 registered convertible bonds (hereinafter the «CB») with maturity of nine years after their issue date, nominal value and issue price of €0,30 per CB, conversion rate one (1) CB to one (1) new common registered share of the Company, of a nominal value of €0,30 and a conversion price of €0,30 per CB. Furthermore, it approved the CBs to be issued dematerialized and to submit an application for their listing for trading in the Athens Exchange Securities Market (Main Market). The CBL objective is to fund the total amount of €70M that the Company and FM shall pay in the context of the Refinancing, as per the aforementioned, while the remaining amount shall be used for the coverage of the Company's and its group's needs in working capital. Last, the Board of Directors also approved the other concise terms of the CBL which shall be included and specified in the CBL program, following art. 1, par. 4 of law 3156/2003.

The CBL issue and the CB disposal through a public offer requires the approval of the prospectus by the Capital Market Commission and its publication in accordance with law

3401/2005 and EU Regulation 809/2004, as currently in force. The Company has already began to prepare the prospectus with the assistance of its advisors.

The present announcement is made in accordance with law 3340/2005, the Capital Market Commission Decision 3/347/12.07.2005 and the Athens Exchange Regulation, as currently in force.