

FORTBET HOLDINGS LIMITED

3 January 2018

To:

Fortuna Entertainment Group N.V.
Management Board
Strawinskylaan 809 WTC T.A/L 8,
1077 XX Amsterdam
The Netherlands

Sent by e-mail to: widerstrom.per@ifortuna.cz

Dear Mr. Widerström,

As you know, Fortbet Holdings Limited ("**Fortbet**") has announced a public tender offer in Poland accompanied by a voluntary buy-out offer in the Czech Republic for all outstanding shares in Fortuna Entertainment Group N.V. ("**Fortuna**") (the "**Tender Offer**"). We refer to our 4 December 2017 letter to the Fortuna management board (the "**Management Board**") and supervisory board ("**Supervisory Board**") in this respect, as well as to the fruitful discussions since our letter and to the Merger Protocol between Fortbet and Fortuna.

As you are aware, Fortbet currently owns approximately 80% of the shares in Fortuna. Fortbet aims to offer Fortuna the opportunity to accelerate and support the achievement of its strategic objectives, including through a delisting of Fortuna's shares from the Warsaw and Prague stock exchanges. We are advised that Dutch law requires the Management Board, amongst other things, to convene a general meeting of shareholders at least six business days prior to the end of the subscription period under the Tender Offer for the purposes of discussing the Tender Offer. Fortbet kindly requests the Management Board to add to the agenda for the upcoming general meeting of shareholders relating to the Tender Offer a separate voting item titled "Delisting of the shares of Fortuna Entertainment Group N.V.", to facilitate a discussion and a vote on this agenda item at the general meeting. Taking into consideration that Fortuna is a company listed on the Warsaw Stock Exchange, and that the relevant Polish regulations require a general meeting of shareholders to decide on delisting, Fortbet approaches the Management Board with this formal request to include the separate voting item on the agenda. A draft of the resolution to be adopted on this agenda item is attached hereto.

In view of the timeline for the Tender Offer, we would appreciate written confirmation by the Management Board that the proposed agenda item will in fact be added to the agenda at your earliest convenience.

For the sake of completeness, we note that if the Management Board chooses not to include this agenda item in the convocation notice for the upcoming EGM, Fortbet may be forced to convene a separate general meeting pursuant to Article 32 and Article 33.1 of Fortuna's articles of association.

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registered with the Ministry of Energy, Commerce, Industry
and Tourism, the Department of Registrar of Companies
and Official Receiver, Nicosia, registration number: HE
295409

We are available to discuss the contents of this letter as well as any questions you may have in respect of either the Tender Offer or the proposed agenda item.

Yours sincerely,

On behalf of Fortbet Holdings Limited,

Michal Vrzgula



Penta Investments Cyprus Limited
Director
represented by **Michal Vrzgula**
Director

Agenda item [•] (voting item)
Resolution of the General Meeting of
Fortuna Entertainment Group N.V.
held on [•]
regarding delisting of the Company's shares

Acting pursuant to a request of a shareholder of Fortuna Entertainment Group N.V. (the "**Company**"), Fortbet Holdings Limited, and with the aim to meet the relevant delisting requirements under applicable Polish regulations, it is resolved as follows:

§ 1.

1. The Company's General Meeting resolves to abolish the dematerialized form of all the shares in the Company registered with the Central Securities Depository Prague (*Centrální depozitář cenných papírů*, the "**CSDP**") and with the Clearstream Banking Luxembourg (as the deposit maintaining account for the Polish National Securities Deposit (*Krajowy Depozyt Papierów Wartościowych*, the "**PNDS**")) under ISIN NL0009604859, officially listed and traded both on the regulated market organized by the Warsaw Stock Exchange (the "**WSE**") and the Prague Stock Exchange (the "**PSE**") (rematerialisation of shares), i.e. of 52,000,000 (fifty two million) ordinary registered shares issued by the Company, with the nominal value of EUR 0.01 (one euro cent) each (the "**Shares**").
2. The Company's General Meeting resolves to delist (withdraw from trading) the Shares both from the regulated market organized by the WSE and the PSE and to reinstate definitive form for the Shares.

§ 2.

The Company's General Meeting authorises and instructs the Management Board of the Company to:

- a. submit to the Polish Financial Supervision Authority (the "**PFSA**"), pursuant to Art. 91 sec. 1 in connection with Art. 92 point 3) of the Polish Act on Public Offerings, an application for a permit to reinstate definitive form for the above-mentioned Shares in the Company and
- b. submit to the CSDP application for cancellation of the issue of dematerialized shares in the Company;
- c. take all actual acts and acts in law necessary for document form to be reinstated for the Shares in the Company and for them to be withdrawn from trading on the regulated market managed by the WSE and the PSE, including, in particular, to take all actual acts and acts in law necessary in this respect before the PFSA, the PNDS, the WSE, the PSE and the CSDP.

§ 3.

The resolution comes into force as of the date of adoption. The resolution has the effect of reinstating definitive form for the Shares in the Company (abolition of dematerialized form of the Shares in the Company) and of withdrawing them from trading on the regulated market organized by the Warsaw Stock Exchange within the time limit stated in the permit of the PFSA to reinstate definitive form for the Shares in the Company.