

To: The Romanian Financial Supervisory Authority

**Financial Instruments and Investments Sector** 

The Bucharest Stock Exchange

Regulated Spot Market, Category Int'l (Shares)

From DIGI COMMUNICATIONS N.V.

## **CURRENT REPORT**

pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations, and the relevant provisions of the Bucharest Stock Exchange Code

**Report date:** 15 January 2020

Name of the issuing entity: DIGI COMMUNICATIONS N.V. (the "Company")

**Statutory seat:** Amsterdam, The Netherlands

Visiting address: Bucharest, 75 Dr. N. Staicovici, Forum 2000 Building,

Phase I, 4<sup>th</sup> floor, 5<sup>th</sup> District, Romania

**Phone/Fax number:** +4031.400.65.05/ +4031.400.65.06

Registration number with The Netherlands Chamber of

Commerce Business Register and Dutch Legal Entities and Partnerships Identification Number

(RSIN):

Registration number with The Netherlands Chamber of Commerce Business Register: 34132532/29.03.2000

RSIN: 808800322

**Romanian Tax Registration Code:** RO 37449310

**Share Capital:** EUR 6,810,042.52

**Number of shares in issue:** 100,000,000 (out of which (i) 64,556,028 class A

shares with a nominal value of ten eurocents ( $\in$  0.10) each and (ii) 35,443,972 class B shares, with a nominal

value of one eurocent (€ 0.01) each)

**Number of listed shares:** 35,443,972 class B shares

Regulated market on which the

issued securities are traded:

Bucharest Stock Exchange, Main Segment, Category

Int'l (Shares)

Important events to be reported: Reporting of documents concluded by DIGI legal COMMUNICATIONS N.V. in December 2019 or in other period but effective in December 2019, in accordance with article 82 ofLaw no. 24/2017 and **FSA** Regulation 5/2018.

- I. Reporting of legal documents concluded by DIGI COMMUNICATIONS N.V. in December 2019 under article 82 of Law no. 24/2017
  During December 2019 no legal documents were concluded by DIGI COMMUNICATIONS N.V. under the article 82 Law no. 24/2017
- II. Reporting of legal documents concluded by DIGI COMMUNICATIONS N.V in other period but effective in December 2019 under article 82 of Law no. 24/2017

No.	Beneficiary/ One party to the contract	Supplier/Th e other	Start Date Initial Contract	End Date Initial Contract	Start Date	End date Addendum	Object	Total Contract Value		Comments	Payment term	Guarantees	Estimated Receivables/ Liabilities in	Estimated Receivables/ Liabilities in	Pen alti	Balance at 31 December 2019
		party to the contract			Addendum			НСҮ	Amount in HCY				HCY	RON	es	
0	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
1	RCS&RDS S.A.	DIGI COMMUNIC ATIONS N.V. (CABLE COMMUNIC ATIONS SYSTEMS N.V.)	26/10/2016	30/09/2023	N/A	N/A	Proceeds Loan- Bonds 2016	EUR	350,000,000	-	5.562% interest p.a. with quarterly payments through payment order	In compliance with the 2016 Indenture Agreement and the Senior Facility Agreement from 7 October 2016. For details please see Note 14 Interest Bearings Loans and Borrowings (pct XIV) pg F-64/350 from the IPO Prospectus from 26 April 2017	350,000,000	1,672,755,000	-	350,000,000
2	DIGI COMMUNICA TIONS N.V.	DIRECTORS	April/May 2017	April/May 2020	N/A	N/A	Management contracts	EUR	100,000	Net amount per year for each director. For details, please see Part 13- Additional Information, Chapter 5 Board of Directors, subchapter 5.7 Remuneration	Monthly, payment order	-	100,000	477,930	-	100,000

No.	Beneficiary/ One party to	Supplier/Th e other	Start Date Initial	End Date Initial	Start Date	End date	Object	Total Contract Value		Comments	Payment term	Guarantees	Estimated Receivables/ Liabilities in	Estimated Receivables/ Liabilities in	Pen alti	Balance at 31 December 2019
	the contract	party to the contract	Contract	Contract	Addendum	Addendum		нсч	Amount in HCY				HCY	RON	es	
										of directors from the IPO Prospectus from 26 April 2017						
3	RCS&RDS SA	RCS MANAGEME NT SA	N/A	N/A	28/05/2019	09/05/2020	Extension of the credit and interest repayment date related to the Borrowing Contract from 12 May 2017	EUR	5,000,000	Addendum for the extension of the credit and interest repayment date up to 9 May 2020	5.5% p.a. interest	-	228,241	1,090,833	-	228,241
4	RCS&RDS SA	DIGI COMMUNIC ATIONS N.V.	17/12/2018	16/12/2019	N/A	N/A	Loan	EUR	10,000,000	-	5.5% p.a. interest	-	-	-	-	-
5	RCS&RDS SA	DIGI COMMUNIC ATIONS N.V.	17/12/2018	16/12/2019	12/09/2019	16/12/2020	Addendum to the loan contract extending the period and increasing the total amount to EUR 20,000,000	EUR	20,000,000	All other provisions of the contract remain unchanged	5.5% p.a. interest	-	7,716,161	36,877,849	-	7,716,161
6	RCS&RDS SA	DIGI COMMUNIC ATIONS N.V.	12/02/2019	30/09/2023	N/A	N/A	Proceeds Loan- Bonds 2016, as amended and restated at 12.02.2019 according cu the additional Bonds 2019	EUR	203,500,000	Consist of addition of a new loan to the initial one, in the mentioned amount	Interest shall be higher than 5.00% ip.a, to be agreed by the parties on the basis of a transfer pricing analysis provided by the tax advisers	In compliance with the 2016 Indenture Agreement and the Senior Facility Agreement from 7 October 2016	204,946,275	979,499,730	-	204,946,275
7	DIGI COMMUNICA TIONS N.V.	RCS&RDS S.A.	Confirmed the agreement between the parties existing from February 2019	Until the fulfillment of the obligations and operations mentioned in the contract	Annex 1, point 1	N/A	"Re-invoicing from RCS&RDS to Digi Communication S.V. of the invoices issued erroneously by the service providers and advisors in the context of the bond issue from February 2019, considering that the legal	EUR	397,166	Final value, net of VAT	Payment order/compensa tion	-	113,198	541,007	-	113,198

1	No.	Beneficiary/ One party to	Supplier/Th e other party to the	Start Date Initial	End Date Initial	Start Date Addendum	End date Addendum	Object	Total Contract Value		Comments	Payment term	Guarantees	Estimated Receivables/ Liabilities in	Estimated Receivables/ Liabilities in	Pen alti	Balance at 31 December 2019
		the contract	contract	Contract	Contract				нсч	Amount in HCY				HCY	RON	es	
								entity who issued the bonds is Digi Communications N.V. This amount represents the final value of financing costs reinvoiced, as per the Final Addendum "									
	8	RCS&RDS S.A.	DIGI COMMUNIC ATIONS N.V.	Confirmed the agreement between the parties existing from February 2019	Until the fulfillment of the obligations and operations mentioned in the contract	Annex 1, point 2	N/A	"Re-invoicing from Digi Communicatio ns N.V. to RCS&RDS of the costs resulting from the bond issue dated February 2019, considering that the final beneficiary of the financing are the subsidiaries of Digi Communicatio ns N.V., RCS&RDS and Digi HU  This amount represents the final value of financing costs re-invoiced, as per the Final Addendum "	EUR	5,207,900	Final value, net of VAT	Payment date until 31/12/2019, with extension option; payment order/compensa tion	-	-	-	-	-

Serghei Bulgac, Chief Executive Officer