Regulatory announcement in connection with a public tender offer

Amsterdam, 2 January 2018 – Fortuna Entertainment Group N.V.('Fortuna'), which is listed on the Prague Stock Exchange ('PSE') and the Warsaw Stock Exchange ('WSE'), announces that it has reached agreement (in a 'Merger Protocol') with Fortbet Holdings Limited ('Fortbet' or the 'Offeror') in connection with a public tender offer by Fortbet for all issued and outstanding shares in the capital of Fortuna (the 'Shares') at an offer price of CZK 182.50 or PLN 29.80 in cash for each Share (the 'Offer' and 'Offer Price').

The Offer Price represents a full and fair valuation of the Company. The Offer Price represents a premium of 54.2% in CZK and 53.5% in PLN over the 12 month volume weighted average price, and is also above the spot price which already incorporated the substantial takeover premium potential based on Fortbet's previous offer and Fortbet's subsequent public statements. The Offer Price assumes no dividends over 2017 are paid in the period between the date of the Merger Protocol and the settlement date of the Offer.

An extraordinary general meeting ('EGM') will be convened before completion of the Offer for shareholders to discuss the Offer and vote on Fortuna making an application for delisting the Shares from the PSE and WSE following completion of the Offer (the 'Delisting Application'). The independent members of the Supervisory Board of Fortuna will have an on-going role in safeguarding the interests of any minority shareholders following completion of the Offer

Strategic rationale

Fortuna believes that ending the listings of Fortuna's shares on the PSE and WSE will:

- release Fortuna from its public disclosure obligations, which are currently a significant disadvantage as Fortuna's major competitors are private companies that are subject to less extensive and transparent reporting requirements, but are able to benefit from the information publicly shared by Fortuna and thus compete more effectively with Fortuna;

- eliminate the regulatory and compliance aspects associated with a listing, which impose a significant financial and management burden on Fortuna which is not sufficiently compensated by benefits that are often associated with a listing (such as market profile or improved access to capital and investors);

- enable Fortuna, as an unlisted company with no public disclosure requirements, to more easily take advantage of market opportunities and to adopt a more aggressive acquisition strategy;

- allow an increased focus on long-term goals instead of the short-term goals often encouraged in a public markets context;

- enable Fortuna to realize cost savings, given the costs associated with maintaining the dual listing.

Support and recommendation

On 4 December 2017, Fortbet sent a non-binding indicative offer to Fortuna, offering a price per Share of CZK 170.00 or PLN 28.06 and setting out the rationale for a delisting and the benefits that would follow should Fortbet acquire 100% of Fortuna. Following receipt of this non-binding indicative offer, the members of the Supervisory Board and Management Board (the '**Boards**') deliberated jointly regarding the non-binding indicative offer letter. To avoid the appearance of a conflict of interest in respect of the Offer Messrs Iain Child and Marek Šmrha did not participate in the deliberations and voting on the non-binding indicative offer or the Offer within the Supervisory Board.

Following further correspondence and discussions with Fortbet, Fortbet offered an improved price of CZK 182.50 or PLN 29.80 per Share. After careful consideration of the strategic rationale, the financial aspects and consequences of the Offer, the Boards believe that Fortbet offers a fair price, and believes that acceptance of the Offer is in the best interest of Fortuna, the success of its business and its stakeholders.

On 2 January 2018, KPMG issued a fairness opinion to the Management Board and the Supervisory Board, stating that of such date and subject to the factors and assumptions set forth in the opinion, the CZK 182.50 or PLN 29.80 per share in cash to be paid to the holders of the Shares according to the Merger Protocol is fair, from a financial point of view, to the holders of such Shares. The Offer Price assumes no dividends over 2017 are paid in the period between the date of the Merger Protocol and the settlement date of the Offer.

With reference to the above, the Boards fully support and recommend the Offer for acceptance to the holders of the Shares, and also recommend voting in favour of Fortuna making the Delisting Application.

Non-Financial Covenants

Fortuna and Fortbet have agreed to certain covenants with regard to corporate governance and strategy that will continue to apply after settlement of the Offer.

The corporate governance covenants include that for a certain period, the composition of the Supervisory Board will be maintained, with the majority comprising independent directors within the meaning of the Dutch Corporate Governance Code. During this period, the support of both the Supervisory Board and a majority of the independent directors will be required for certain transactions. The corporate governance covenants will continue to apply until at least the earlier of 2 July 2019 (being eighteen (18) months following the date of the Merger Protocol) and the date on which the Offeror and its Affiliates, alone or together with Fortuna, hold such percentage of Fortuna's aggregate issued and outstanding ordinary share capital as is required to commence a compulsory acquisition procedure under applicable laws.

The covenants as regards strategy will last until the date being twelve (12) months following the date of the Merger Protocol or (if earlier) that date on which the covenants as regards governance fall away.

Offer announcement

In order to enable of Fortuna's shareholders to dispose of their shares under the equal terms, the Offer will be simultaneously announced on both Polish and Czech markets.

In Poland a regulated public tender offer will be announced via the Polish Press Agency. Only Fortuna's shareholders who acquired shares within the transactions conducted on the regulated market in Poland provided that those shares are registered on the securities accounts maintained in Poland as of the end of the second calendar day following the announcement of the tender offer (i.e. as of the end of 5 January 2018) will be eligible to participate in the tender offer. The tender offer document will be accessible as of 3 January 2018 on the website of the intermediary entity servicing the tender offer (www.esp.pl).

Notwithstanding the above, all Fortuna's shareholders may choose to dispose of their shares within the voluntary buy-out which will be a voluntary, not regulated offer announced by Fortbet in Czech Republic. The terms offered under the voluntary buy-out will reflect the terms offered by Fortbet within the Polish Offer. The voluntary buy-out document will be accessible as of 3 January 2018 on the website of the intermediary entity servicing the voluntary buy-out (www.patria.cz).

Commencement and offer conditions

Neither the commencement nor the consummation of the Offer is subject to any conditions.

Indicative Timetable

The Offer will be announced by Fortbet on 3 January 2018. It is currently envisaged that the subscription period will commence on 23 January 2018 and will end on 23 February 2018. As the duration of the subscription period may be changed by Fortbet, shareholders are encouraged to follow the Offer communication. Fortuna will hold the EGM at least six business days prior to the closing of the acceptance period in accordance with Section 18 Paragraph 1 of the Decree on Public Takeovers (*Besluit Openbare Biedingen*) to inform the shareholders about the Offer and to adopt the delisting resolutions.

Transaction advisors

In connection with the transaction, Fortuna’s financial advisors are KPMG and its legal counsel is Allen & Overy LLP, Amsterdam office.

On behalf of Fortbet, Clifford Chance LLP, Amsterdam office is acting as legal counsel.

END OF ANNOUNCEMENT

This announcement contains inside information within the meaning of article 7(1) of the Regulation 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) and is being made on the basis of Article 17 of the Market Abuse Regulation.