

**Certificate of Approval of a Prospectus
in accordance with Articles 5:10 and 5:11 of the Netherlands Act on Financial Supervision
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

ROMANIAN NATIONAL SECURITIES COMMISSION (CNVM) (ROMANIA)

From:

Netherlands Authority for the Financial Markets

We hereby certify that the Prospectus detailed below has been drawn up in accordance with national law transposing Directive 2003/71/EC and was approved by us on 26 April 2017.

Name of Issuer:

Digi Communications N.V.

Registered Office/Seat:

Amsterdam

Type of Securities (references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up):

Annex I, III

The offer of shares and admission to trading on the Regulated Spot Market of the Bucharest Stock Exchange

Guarantor (if any):

N/A

Attachments:

- (1) Prospectus dated 26 April 2017
- (2) Translation of the Summary

Date: 26 April 2017 

Autoriteit Financiële Markten
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