

Unofficial translation of the
Minutes kept at the Extraordinary
General Meeting of shareholders of
Modern Times Group MTG AB
(publ), company reg. no. 556309-
9158, on 7 February 2019, at
Stockholm Waterfront Congress
Centre, Nils Ericsons Plan 4,
Stockholm.

Time: 09:00–10:00

§ 1

Opening of the General Meeting (agenda item 1)

The Chairman of the Board of Directors, David Chance, welcomed the shareholders and opened the Extraordinary General Meeting.

§ 2

Election of Chairman of the Extraordinary General Meeting (agenda item 2)

The Meeting elected the lawyer Fredrik Palm as Chairman of the Meeting, in accordance with the Board of Directors' proposal.

The Chairman informed the Meeting that Oscar Nyrén had been appointed to act as minute keeper at the Meeting. Furthermore, it was decided that audio and video recording was not permitted.

The Meeting resolved that invited guests, shareholders who had not registered their shares for voting and other persons who were not shareholders were entitled to attend the Meeting, but without rights to address the Meeting or participate in the Meeting's resolutions.

§ 3

Preparation and approval of the voting list (agenda item 3)

The Meeting approved the procedure for preparing the voting list and that the list of shareholders who had given notice to attend and were present at the Meeting, Appendix 1, should be the voting list at the Meeting.

§ 4

Approval of the agenda (agenda item 4)

The Meeting approved the proposed agenda of the Meeting, Appendix 2, which had been included in the notice to attend the Meeting.

§ 5

Election of one or two persons to check and verify the minutes (agenda item 5)

The Meeting elected Hjalmar Ek, representing Lannebo Funds and Filippa Gerstädt, representing Nordea Funds, to check and verify the minutes jointly with the Chairman of the Meeting.

§ 6

Determination of whether the Extraordinary General Meeting had been duly convened (agenda item 6)

The Chairman found that notice had been made in accordance with the provisions in the Swedish Companies Act and the Articles of Association.

The Meeting resolved to approve the notice procedure and declared the Meeting duly convened.

§ 7

Resolution on the distribution of all shares in Nordic Entertainment Group AB (agenda item 7)

The Chairman of the Board of Directors and the CEOs of Nordic Entertainment Group AB and MTG presented the Board of Directors' proposal and the two companies.

It was noted that the Annual Report for the financial year 2017 and the Board of Directors' reports and statements concerning the proposal had been made available for the shareholders in accordance with the Swedish Companies Act.

The Meeting resolved, in accordance with the Board of Directors' proposal, that all shares in MTG's wholly-owned subsidiary Nordic Entertainment Group AB ("**NENT Group**") be distributed, whereby one (1) MTG class A share entitles to one (1) NENT Group class A share and one (1) MTG class B share entitles to

one (1) NENT Group class B share. The MTG class C shares will not entitle to dividend.

The Board of Directors was authorised to determine the record date for the distribution.

§ 8

Resolution on authorisation for the Board of Directors to resolve on issue of new class B shares (agenda item 8)

It was noted that the Board of Directors had withdrawn its proposal.

§ 9

Closing of the Extraordinary General Meeting (agenda item 9)

The Chairman thanked the shareholders and declared the Extraordinary General Meeting closed.

At the minutes:

Oscar Nyren

Verified:

Fredrik Palm

Hjalmar Ek

Filippa Gerstädt