

Statement of Compliance by Wild Bunch AG as of April 2016

The management board and supervisory board of WILD BUNCH AG (“Wild Bunch”) herewith declare pursuant to Sec. 161 AktG [“Aktengesetz”: German Stock Corporation Act] that since the last declaration of compliance of April 2015 the recommendations of the Government Commission on the German Corporate Governance Code as amended from time to time on 24 June 2014, 5 May 2015 and 17 February 2017 have been complied with the exception of the points discussed below. Wild Bunch AG has complied and will continue to comply with the recommendations made in the version of the German Corporate Governance Code dated 17 February 2017 published in the *Bundesanzeiger* [German Federal Gazette] with the following exceptions:

Invitation to the Annual General Meeting, Voting Representatives (2.3.1)

The Management Board did not convene the Annual General Meeting of Wild Bunch in 2016.

Reasons: The main subject of the Annual General Meeting is the submission of the approved annual financial statements and the approved consolidated financial statements for the fiscal year preceding the Annual General Meeting. At the time of the convening of the Annual General Meeting in 2016, both financial statements were not yet adopted. The Management Board therefore waived to convene the Annual General Meeting. The 2016 Annual General Meeting shall be held in 2017.

Deductible for D&O insurance (no. 3.8 (3))

The D&O insurance policy for supervisory board members does not include a deductible.

Reasons: The management board and the supervisory board of Wild Bunch AG are not of the opinion that a deductible could improve the motivation or responsibility with which the supervisory board performs its duties. As a result, Wild Bunch AG’s corporate governance principles does not contain a deductible for supervisory board members for D&O insurance.

Annual Report on Corporate Governance (3.10)

In 2016 and 2017, Wild Bunch did not release the corporate governance report together with the corporate governance statement.

Reasons: The corporate governance statement was published late in 2016 and has not been published in 2017 so far, since the annual and consolidated financial statements of which the corporate governance statement is part of are not yet published. With the publication of the annual and consolidated financial statements 2017, the corporate governance statement will be made up.

Total remuneration of the management board (no. 4.2.2)

In evaluating the appropriateness of management board remuneration, the compensation was not considered in relation to that of senior management or the staff.

Reasons: In the course of the merger, the terms of the service agreements with the three new management board members (see above) were constituted based on past experience at Wild Bunch and with reference to Mr. Sturm’s salary at whose determination, the recommendations included in no. 4.2.2 of the GCGC did not yet exist.

Use of sample tables for the presentation of remuneration components (4.2.5 section 4 /appendix)

The presentation of the individual components of the remuneration of management board members is not based on sample tables.

Reasons: Wild Bunch publishes the remuneration report in continuous text form.

Composition of the management board / diversity (no. 5.1.2)

The management board comprises Mr. Vincent Grimond, Mr. Brahim Chioua, Mr. Max Sturm and Mr. Vincent Maraval. Women are currently not appointed to the management board.

Reasons: In the course of business combination negotiations with Wild Bunch, it was agreed that the management board of Wild Bunch AG would be extended to include the Wild Bunch's members of management. None of the members of management were women. If an application and selection process takes place in the future, the supervisory board will pay particular attention to suitable female candidates and consider women in the selection of members of the management board.

Formation of a nomination committee (no. 5.3.3)

The supervisory board has not formed a nomination committee.

Reasons: By supervisory board resolution of 22 August 2011, an audit committee and an investment committee have been formed (no. 5.3). At present, the Company continues to opt against forming a nomination committee (no. 5.3.3) that would consist exclusively of shareholder representatives and which would be tasked with proposing suitable candidates to the supervisory board for its election nominations for the annual general meeting. On the one hand, there are no employee representatives in the supervisory board on account of the size of the Company and, on the other, any new appointments should be discussed among the entire supervisory board from the very beginning.

Consideration of committee activities in the compensation of the supervisory board members (no. 5.4.6)

The compensation of supervisory board members does not consider the chairing of or membership in committees.

Reasons: To date, committee activities only require a limited amount of additional work. As a result, additional compensation was and is not seen as necessary.

Publication of consolidated financial statements within 90 days, semi-annual reports within 45 days (no. 7.1.2)

Senator publishes its consolidated financial statements within 120 days and its semi-annual report within 90 days.

In the 2016 financial year, Wild Bunch published the consolidated financial statements on December 31, making use of a special arrangement for the 2015 financial year pursuant to Sections 325 para. 1, 4, 328 HGB.

The consolidated financial statements for the 2016 financial year have not been published by Wild Bunch within 120 days until April 30,

Reasons: The preparation and ratification of the respective reports demands considerable organizational resources, especially against the backdrop of the business combination with Wild Bunch S.A. At present, the Company continues to use the legally prescribed period in order to avoid an otherwise necessary expansion of the administration capacities.

Given the ambitious first-time consolidation of the Group's figures based on a reverse acquisition accounting with Wild Bunch SA according to IFRS 3, the preparation of the consolidated financial statements for the 2015 financial year was delayed.

The preparation of the consolidated financial statements for the 2016 financial year has been delayed as a direct consequence of the postponement of the preparation of the consolidated financial statements for 2015.

July 2017

Wild Bunch AG

The Management Board

The Supervisory Board