

ZINKIA ENTERTAINMENT, S.A.

PROPOSED RESOLUTIONS OF ORDINARY GENERAL SHAREHOLDERS MEETING

OF 27 JUNE 2013.

First. Review and, if applicable, approval of the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Net Worth, Cash Flow Statement and the notes thereto) and Management Reports, for the 2012 financial year of ZINKIA ENTERTAINMENT, S.A. and of its consolidated Group.

Submitted for consideration of the General Meeting its approval of the Annual Accounts and Management Reports for the financial year closed 31 December 2012, of the Company and its consolidated Group.

This proposal has a favourable report from the Audit Committee.

Second. Review and, if applicable, approval of the proposal for distribution of profits of the financial year.

Given the positive result of NINE HUNDRED THIRTY TWO THOUSAND ONE HUNDRED THIRTY ONE EUROS (932.131 €) of the Income Statement for the financial year ended 31 December 2012, it is submitted for approval the proposal of allocation or distribution of profits and reserves as follows: ninety three thousand two hundred and thirteen euros (93.213 €) to "Legal Reserve" and eight hundred thirty eight thousand nine hundred eighteen euros (838.918 €) to "Retained losses offsetting to prior-year losses".

This proposal has a favourable report from the Audit Committee.

Third. Review and, if applicable, approval of the performance of the Board of Directors.

The management undertaken by the Board of Directors of the Company during the 2012 financial year is submitted for approval.

This proposal has a favourable report from the Audit Committee.

Fourth. Ratification and Director's Appointment.

Submit for the approval of the shareholders the ratification and appointment as member of the Board of Directors, with the consideration as external proprietary director proposed and in representation of the Society's Shareholder, Mr. Miguel Valladares Garcia, ANGEL MARTIN ORTIZ ABOGADOS, S.L., with registered office at Madrid, C/ Jorge Juan, nº 85, 4º dcha. and tax number B-83522201; registered at the Commercial Registry of Madrid, to the Volume 18.460, Folio 16, Page M-320552, Inscription 1ª, for the statutory period of five (5) years from the date of today, and who was appointed at the meeting of the Board dated December, 19, 2012 to fill a vacancy in the Board.

ANGEL MARTIN ORTIZ ABOGADOS, S.L. shall accept the appointment as Director and shall appoint the person to be act in its behalf in the same Shareholders Meeting or after the meeting in any way admitted by law.

Fifth.- Delegation of authority for implementation, attestation as a public document and registration of the aforesaid resolutions, and also for the mandatory filing of the Annual Accounts, both individual and consolidated, with the Commercial Registry.

Submitted for approval of the shareholders is express authorisation to the Chairman and the Secretary of the Board of Directors, so that either of them, with such authority as may be necessary by law, may appear before a notary for the attestation as public documents of the resolutions adopted, and take such actions as may be necessary in order to achieve their registration, when appropriate, in the corresponding public registries, and make the required filing of the annual accounts, individual and consolidated, with the Commercial Registry and, if required, execute documents clarifying or correcting the original documents, if applicable requesting partial registration, based on the verbal or written review of the Commercial Registry.