

PROXY FOR HOLDERS OF REGISTERED SHARES (NOT REGISTERED IN VPS)

Proxy for the Annual General Meeting of Shareholders of Funcom N.V. to be held on 27 June 2017

The undersigned, holder of _____ shares in Funcom N.V. (the “**Company**”), hereby appoints Mr. P.J. van der Meer, and each of the individuals employed at the office of the firm of Weidema van Tol, attorneys at law and tax advisors, Keplerstraat 34, Badhoevedorp, the Netherlands, jointly and severally, as our proxy with full power of substitution, to attend, to sign the attendance register, to participate in the deliberations at the Annual General Meeting of the Company, to be held at Funcom N.V.’s registered address, Keplerstraat 34, 1171 CD Badhoevedorp, the Netherlands, on 27 June 2017, at 11.00 CET and at any adjournment thereof, on all matters coming before said meeting (the “**Meeting**”) and to exercise the voting rights of the undersigned in accordance with the voting instructions below:

Please mark (where relevant) your voting instruction by placing a "X" in one of the boxes for each agenda item.

Item 1: Opening. (discussion)

In Favour	Against	Abstain
n/a	n/a	n/a

Item 2: Report from the Board of Managing Directors in relation to the financial year ended 31 December 2016, including compliance with the Dutch Corporate Governance Code and the Norwegian Code of Practice for Corporate Governance. (discussion)

In Favour	Against	Abstain
n/a	n/a	n/a

Item 3: Report from the Board of Supervisory Directors in relation to the financial year ended 31 December 2016. (discussion)

In Favour	Against	Abstain
n/a	n/a	n/a

Item 4: Relevant information before adoption of annual accounts of Funcom N.V. for the financial year ended 31 December 2016 (discussion)

In Favour	Against	Abstain
n/a	n/a	n/a

Item 5: Proposal to adopt the annual accounts of Funcom N.V. for the financial year ended 31 December 2016. The annual accounts and annual report, as well as the relevant miscellaneous information referenced under Article 392, Book 2 of the Dutch Civil Code, are available for inspection at Keplerstraat 34, 1171 CD Badhoevedorp, the Netherlands and at Funcom N.V.’s website (www.funcom.com), as of 20 April 2017. (vote)

In Favour	Against	Abstain

Item 6: Proposal to appropriate the result in relation to the financial year ended 31 December 2016 in accordance with the proposal from the Board of Supervisory Directors, as included in the annual accounts of Funcom N.V. for the financial year ended 31 December 2016. (vote)

In Favour	Against	Abstain

Item 7: Proposal to release the Managing Directors from liability for their activities in relation to the financial year ended 31 December 2016. (vote)

In Favour	Against	Abstain

Item 8: Proposal to release the Supervisory Directors from liability for their activities in relation to the financial year ended 31 December 2016. (vote)

In Favour	Against	Abstain

Item 9: Proposal to approve that (i) the 2017 annual accounts of Funcom N.V. and (ii) the 2017 report of the Board of Managing Directors may be drawn up in the English language. (vote)

In Favour	Against	Abstain

Item 10: Proposal to appoint the Dutch accounting firm BDO Audit & Assurance B.V. as Funcom N.V.'s auditors, effective as of the date of this Meeting. The term of this appointment shall expire at the end of the Annual General Meeting of Funcom N.V. to be held in the year 2018. (vote)

In Favour	Against	Abstain

Item 11: Proposal to designate (*aanwijzen*), pursuant to Section 4.9 and 4.1 of Funcom N.V.'s articles of association, the Board of Supervisory Directors as body (*orgaan*) of Funcom N.V. authorized to issue up to a maximum of 25,000,000 (twenty-five million) shares (*aandelen*) in the capital of Funcom N.V., specifically including the authority to issue rights to acquire shares (*rechten tot het nemen van aandelen*) in the capital of Funcom N.V., and to determine the terms and conditions of each and any such issuance(s), which proposed designation of the Board of Supervisory Directors shall be valid from the date of the Meeting until the first ordinary general meeting of shareholders of Funcom N.V. to be held in the year 2018. This proposed designation may at all times be revoked by the general meeting of Funcom N.V. The general meeting of Funcom N.V. furthermore remains authorized to (i) resolve on any issuance of shares (*aandelen*) and/or rights to acquire shares (*rechten tot het nemen van aandelen*) during the period of this

proposed designation of the Board of Supervisory Directors and (ii) to designate (*aanwijzen*), pursuant to Section 4.9 and 4.1 of Funcom N.V.'s articles of association, the Board of Supervisory Directors as body (*orgaan*) of Funcom N.V. authorized to issue shares (*aandelen*) in the capital of Funcom N.V., specifically including the authority to issue rights to acquire shares (*rechten tot het nemen van aandelen*) in the capital of Funcom N.V. (vote)

In Favour	Against	Abstain

Item 12: Proposal to designate, pursuant to Section 4.3 of Funcom N.V.'s articles of association, the Board of Supervisory Directors as body of Funcom N.V. authorized to limit or exclude the pre-emptive rights (*voorkeursrecht*) of the shareholders of Funcom N.V. in relation to each and every issuance of shares, or granting of rights to acquire shares, in the capital of Funcom N.V., referred to under agenda item 11 above. This proposed designation of the Board of Supervisory Directors shall be valid from the date of the Meeting until the first ordinary general meeting of shareholders of Funcom N.V. to be held in the year 2018. This proposed designation may at all times be revoked by the general meeting of Funcom N.V. The general meeting of Funcom N.V. furthermore remains authorized to (i) resolve on any limitation or exclusion of pre-emptive rights (*voorkeursrecht*) during the period of this proposed designation of the Board of Supervisory Directors and (ii) to designate, pursuant to Section 4.3 of Funcom N.V.'s articles of association, the Board of Supervisory Directors as body of Funcom N.V. authorized to limit or exclude the pre-emptive rights (*voorkeursrecht*) of the shareholders of Funcom N.V. in relation to issuances of shares, or granting of rights to acquire shares, in the capital of Funcom N.V. (vote)

In Favour	Against	Abstain

Item 13: Proposal to determine the compensation of the Chairman of the Supervisory Board for his activities as Supervisory Director over the 2018 financial year. The proposal is to fix the compensation at EUR 31,000 (thirty-one thousand Euro) per annum. (vote)

In Favour	Against	Abstain

Item 14: Proposal to determine the compensation of each Supervisory Director – other than the Chairman of the Supervisory Directors – for their activities as Supervisory Directors over the 2018 financial year. The proposal is to fix the compensation at EUR 21,000 (twenty-one thousand Euro) per annum. (vote)

In Favour	Against	Abstain

Item 15: Proposal to approve the issuance of 225,000 (two hundred twenty-five thousand) rights to acquire (an equal number of) (depository ownership in) shares in Funcom N.V. to the Chairman of the Supervisory Board as part of his compensation as Supervisory Director over the 2017 financial year. The allocation and exercise of the rights to acquire shares (*options*) shall be subject to the relevant general terms and the exercise price of the options will be the average

volume-weighted share price on the Oslo Stock Exchange for the five trading days preceding and the five trading days following the date of the grant of the aforementioned rights. (vote)

In Favour	Against	Abstain

Item 16: Proposal to approve the issuance of 150,000 (one hundred fifty thousand) rights to acquire (an equal number of) (depository ownership in) shares in Funcom N.V. to each Supervisory Director – other than the Chairman of the Supervisory Directors – as part of their compensation as Supervisory Directors over the 2017 financial year. The allocation and exercise of the rights to acquire shares (*options*) shall be subject to the relevant general terms and the exercise price of the options will be the average volume-weighted share price on the Oslo Stock Exchange for the five trading days preceding and the five trading days following the date of the grant of the aforementioned rights. (vote)

In Favour	Against	Abstain

Item 17: Proposal to allocate to Mr. Rui Manuel Monteiro Casais 400,000 (four hundred thousand) rights to acquire (an equal number of) (depository ownership in) shares in Funcom N.V. as part of his compensation as Managing Director for the 2017 financial year pursuant to a proposal from the Board of Supervisory Directors to that end. The allocation and exercise of the rights to acquire shares (*options*) shall be subject to the relevant general terms and the exercise price of the options will be the average volume-weighted share price on the Oslo Stock Exchange for the five trading days preceding and the five trading days following the date of the grant of the aforementioned rights. (vote)

In Favour	Against	Abstain

Item 18: Proposal to allocate to Mr. Christian Olsthoorn 87,500 (eighty-seven thousand five hundred) rights to acquire (an equal number of) (depository ownership in) shares in Funcom N.V. as part of his compensation as Managing Director for the 2017 financial year pursuant to a proposal from the Board of Supervisory Directors to that end (being in addition to those granted per his appointment). The allocation and exercise of the rights to acquire shares (*options*) shall be subject to the relevant general terms and the exercise price of the options will be the average volume-weighted share price on the Oslo Stock Exchange for the five trading days preceding and the five trading days following the date of the grant of the aforementioned rights. (vote)

In Favour	Against	Abstain

Item 19: Closing. (discussion)

In Favour	Against	Abstain
n/a	n/a	n/a

Signed on: _____

Signature(s): _____

Date: _____

Note: Please sign exactly as name appears below. Joint owners should each sign.

When signing as attorney, executor, administrator or guardian, please give full title as such.

Name of shareholder in block letters: _____

Please return your proxy on or prior to 23 June 2017 at 11.00 Central European Time to:

Name: Rui Casais

Address: Drammensveien 167

Postcode: 0272

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Country: Norway

Telephone number: +47 22925900

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Email: investor@funcom.com