



**ORCO PROPERTY GROUP**

*Société Anonyme*  
40, rue de la Vallée  
L-2661 Luxembourg  
R.C.S. LUXEMBOURG B 44996  
(the "Company")

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE  
COMPANY HELD ON 31 MAY 2018**

The Annual General Meeting of the Company was held at the registered office of the Company on **31<sup>st</sup> May 2018 at 14:00 CET** (the "General Meeting"). The General Meeting was convened in accordance with article 450-8 (formerly 70) of the Luxembourg law on commercial companies dated 10 August 1915, as amended from time to time (the "LCA").

Out of 1,314,507,629 Company shares in circulation, 1,280,969,220 shares representing app. 97.45 % of the Company shares were presented or duly represented at the Meeting.

The following resolutions were approved at the Meeting with following result.

**First resolution:**

Presentation of the reports of the Board of Directors and of the approved auditors (*réviseurs d'entreprises agréé*) of the Company for the financial year ended 31 December 2017.

*Presentation only. No resolution passed on this point.*

**Second resolution:**

After presentation and review of the statutory annual accounts, the reports of the Board of Directors and of the approved auditors (*réviseurs d'entreprises agréé*) of the Company for the financial year ended 31 December 2017 the Meeting resolves to approve the statutory annual accounts for the financial year ended 31 December 2017.

Votes for: 1,279,080,996

Abstentions: 0

Votes against: 1,888,224

Consequently the resolution is approved.

**Third resolution:**

After presentation and review of the consolidated annual accounts, the reports of the Board of Directors and of the approved auditors (*réviseurs d'entreprises agréé*) of the Company for the financial year ended 31 December 2017 the Meeting resolves to approve the consolidated annual accounts for the financial year ended 31 December 2017.

Votes for: 1,279,080,996

Abstentions: 0

Votes against: 1,888,224

Consequently the resolution is approved.

**Fourth resolution:**

The Meeting resolves to allocate the financial results in relation to the financial year ended 31 December 2017 as follows:

The statutory profit for the financial year ended 31 December 2017 amounting to EUR 35,448,759 shall be carried forward. The total results to be carried forward shall be as follows:

Result brought forward as of December 31, 2017	EUR	(1,007,769,088)
Result of the fiscal year ending December 31, 2017	EUR	35,448,759
Allocation to Other reserves	EUR	-
Own Equity instruments variation	EUR	-
Total Result to be carried forward to the following fiscal year	EUR	(972,280,329)

Votes for: 1,279,080,996

Abstentions: 0

Votes against: 1,888,224

Consequently the resolution is approved.

**Fifth resolution:**

In accordance with Article 461-7 of the Luxembourg law on commercial companies dated 10 August 1915, as amended from time to time, the Meeting resolves to give full discharge to the members of the Board of Directors in respect of the performance of their duties during the financial year ended 31 December 2017.

Votes for: 1,279,080,996

Abstentions: 0

Votes against: 1,888,224

Consequently the resolution is approved.

**Sixth resolution:**

The Meeting resolves to give full discharge to the auditors of the Company in respect of the performance of their duties during the financial year ended 31 December 2017.

Votes for: 1,279,080,996

Abstentions: 0

Votes against: 1,888,224

Consequently the resolution is approved.

**Seventh resolution:**

The Meeting resolves to appoint Mr. Jiri Dederá to the Board of Directors as of the date of the Meeting until the Annual General Meeting of 2019 concerning the approval of the annual accounts of the Company for the financial year ending 31 December 2018.

Votes for: 1,279,080,996  
Abstentions: 0  
Votes against: 1,888,224  
Consequently the resolution is approved.

**Eighth resolution:**

The Meeting resolves to appoint Mr. Edward Hughes to the Board of Directors as of the date of the Meeting until the annual general meeting of 2019 concerning the approval of the annual accounts of the Company for the financial year ending 31 December 2018.

Votes for: 1,279,080,996  
Abstentions: 0  
Votes against: 1,888,224  
Consequently the resolution is approved.

**Ninth resolution:**

The Meeting resolves to appoint Mr. Erik Morgenstern to the Board of Directors as of the date of the Meeting until the annual general meeting of 2019 concerning the approval of the annual accounts of the Company for the financial year ending 31 December 2018.

Votes for: 1,279,080,996  
Abstentions: 0  
Votes against: 1,888,224  
Consequently the resolution is approved.

**Tenth resolution:**

Subject to the approval of item 7 of the agenda, the Meeting resolves to appoint Mr. Jiri Dederá as the Managing Director (*administrateur délégué*) of the Company as of the date of the Meeting until the annual general meeting of 2019 concerning the approval of the annual accounts of the Company for the financial year ending 31 December 2018.

Votes for: 1,279,080,996  
Abstentions: 0  
Votes against: 1,888,224  
Consequently the resolution is approved.

**Eleventh resolution:**

The Meeting resolves to appoint KPMG Luxembourg Société cooperative as an auditor (*réviseur d'entreprises agréé*) of the Company until the Annual General Meeting of 2019 concerning the approval of the annual accounts of the Company for the financial year ending 31 December 2018.

Votes for: 1,279,080,996  
Abstentions: 0  
Votes against: 1,888,224  
Consequently the resolution is approved.