



Orco Property Group
Société Anonyme
40, rue de la Vallée
L-2661 Luxembourg
R.C.S. LUXEMBOURG B 44.996
(the «**Company**»)

**Draft resolutions proposed to
the Ordinary General Meeting of the shareholders of the Company
to be held on 10 March 2014**

Dear shareholders,

Please find below draft resolutions that will be proposed to the shareholders at the Ordinary General Meeting of the shareholders of the Company (the "**Meeting**") to be held at the registered seat of the Company at 40, rue de la Vallée, L-2661 Luxembourg, on **10 March 2014 at 14:00 CET**, to discuss and to vote on the agenda (the "**Agenda**") indicated below.

The Agenda of the Meeting is the following:

AGENDA

1. **Removal of Mr. Jean-Francois Ott from the Board of Directors of the Company.**
2. **Appointment of Mr. Guy Shanon to the Board of Directors of the Company.**
3. **Appointment of Mr. Ian Cash to the Board of Directors of the Company.**
4. **Appointment of Mr. Tomáš Salajka to the Board of Directors of the Company.**

PROPOSED RESOLUTIONS

1. **Removal of Mr. Jean-François Ott from the Board of Directors of the Company.**

Proposed resolution:

Decision to remove Mr. Jean-François Ott, Chairman, from the Board of Directors of the Company with immediate effect.

2. **Appointment of Mr. Guy Shanon to the Board of Directors of the Company.**

Proposed resolution:

Decision to appoint Mr. Guy Shanon to the Board of Directors of the Company until the Annual General Meeting of 2014 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2013.

3. **Appointment of Mr. Ian Cash to the Board of Directors of the Company.**

Proposed resolution:

Decision to appoint Mr. Ian Cash to the Board of Directors of the Company until the Annual General Meeting of 2014 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2013.



4. Appointment of Mr. Tomáš Salajka to the Board of Directors of the Company.

Proposed resolution:

Decision to appoint Mr. Tomáš Salajka to the Board of Directors of the Company until the Annual General Meeting of 2014 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2013.