

Current report no. 6 / 2011

Date: 6 May 2011

Issuer name: Ronson Europe N.V.

**Subject: General Meeting of Shareholders of Ronson Europe N.V.**

The Board of Managing Directors of Ronson Europe N.V. with its corporate seat in Rotterdam, the Netherlands (the "Company"), in accordance with its Articles of Association (the "Articles of Association" or "AoA"), is pleased to inform about convening:

- (a) the Pre-Meeting of the Company's Shareholders (the "Pre-Meeting") to be held on 28 June 2011 in the Company's office in Warsaw at 57 Komisji Edukacji Narodowej Avenue at 15:00 hours CET.
- (b) the Annual General Meeting of the Company's Shareholders (the "General Meeting"), to be held on 30 June 2011 in Rotterdam at 210-212 Weena, the Netherlands at 10.00 hours CET.

The Pre-Meeting agenda will mirror the General Meeting agenda, except for the voting on the adoption of resolutions.

The General Meeting agenda is as follows\*:

1. Opening of the General Meeting.
2. Discussion on the Company's Annual Report for the financial year 2010, including the report of the Management Board and the report of the Supervisory Board and its committees.
3. Adoption of the annual accounts for the financial year 2010<sup>x</sup>.
4. Discussion on the policy on additions to the reserves and dividends.
5. Appropriation of the net profit for the financial year 2010<sup>x</sup>.
6. Discharge from liability ('decharge') of the members of the Management Board for their management tasks during the financial year 2010<sup>x</sup>.
7. Discharge from liability ('decharge') of the members of the Supervisory Board for their supervisory tasks during the financial year 2010<sup>x</sup>.
8. Authorization of the Board of Supervisory Directors to appoint the Company's external auditor for the financial year 2011<sup>x</sup>.
9. Discussion of the corporate governance policy as set out in the Company's Annual Report for the financial year 2010.
10. Reappointment and/or appointment of members of the Board of Supervisory Directors<sup>x\*</sup>.
11. Reappointment and/or appointment of members of the Board of Managing Directors<sup>x\*</sup>.
12. Amendment of the Company's articles of association<sup>x\*</sup>.
13. Any other business.
14. Closing of the General Meeting.

\* This is a preliminary agenda. The final agenda including the names of nominees for reappointment and/or appointment, will be included in the final Convocation Notice to be published on 19 May 2011 together with all other documents prepared for the General Meeting, including a draft deed of amendment of the Company's articles of association.

The items on the Agenda marked with an asterix (x) require a resolution to be passed at the General Meeting.

With reference to article 33.5 of the Articles of Association, the Shareholders' Circular will be prepared in order to inform the General Meeting of all facts and circumstances relevant to the resolutions. The Shareholders' Circular will be made public at least 15 days prior to the date of the General Meeting and will be placed on the Company's website: [www.ronson.pl](http://www.ronson.pl).

In accordance with applicable provisions of Dutch company law, the General Meeting convening notice will be published in the Netherlands on 19 May 2011 by posting on the Company's website ([www.ronson.pl](http://www.ronson.pl)) and in Het Financieele Dagblad, which is a daily financial newspaper nationally distributed therein.

All documents prepared for the purpose of the General Meeting (both in English and in Polish), including:

- (a) the General Meeting agenda,
- (b) the Company's Annual Report containing the report of the Management Board and the report of the Supervisory Board, the annual accounts for the financial year 2010 and the auditor's reports;
- (c) the Shareholders' Circular;
- (d) a description of the proxy-voting procedure at the general Meeting through the proxy indicated by the Company, the form of a power of attorney together with draft voting instructions,

will be posted on the Company's website at [www.ronson.pl](http://www.ronson.pl) on 19 May 2011.

Additionally, hardcopies of the 2010 Annual Report containing the 2010 annual accounts, will be available to shareholders for review at the Company's offices in the Netherlands in Rotterdam at Weena 210-212, Rotterdam and at the Company's offices in Poland in Warsaw at 57 Komisji Edukacji Narodowej Av. at least 15 days prior to the General Meeting until the date of the General Meeting.

In accordance with Art. 38 of the Articles of Association only shareholders that will deposit not later than on June 27, 2011 original registered depository certificates issued by authorized entities maintaining securities accounts of such shareholders which will be evidencing their shareholding in the Company at 2 June 2011 (the "Record Date") and the right to participate in the General Meeting by, inter alia, indicating the number of shares held in the Company covered by the certificate:

- at the Company's offices in Poland in Warsaw at 57 Komisji Edukacji Narodowej Av. (between 9:00 and 17:00 hours) or
- at the Company's offices in the Netherlands in Rotterdam at the following address: Weena 210-212, 3012 NJ Rotterdam (between 9.00 and 17.00 hours)

shall be entitled to participate in, respectively, the Pre-Meeting and the General Meeting provided that deposited registered depository certificate has not been collected from the Company by such a shareholder before the General Meeting or the Pre-Meeting.

Each shareholder may participate in the Pre-Meeting and the General Meeting, respectively, and exercise the shareholder's rights, including the voting rights at the General Meeting, in person or by an authorized representative or proxy, including a proxy indicated by the Company; the respective authorization should be given or evidenced in writing.

Shareholders may authorize a proxy indicated by the Company to attend the General Meeting and vote their shares on their behalf in compliance with the voting instructions by filling up the form of power of attorney available on the Company's website: [www.ronson.pl](http://www.ronson.pl) and delivering it to the Company at the Pre-Meeting or sending it to the Company's offices in the Netherlands and in Poland at addresses specified hereinabove.

Detailed information on the General Meeting, including information on the proxy voting procedure will be posted on the Internet at the Company's website: [www.ronson.pl](http://www.ronson.pl) by 19 May 2011.

Shareholders are advised that they should read carefully all the information relating to the General Meeting and the Pre-Meeting which will be available in final form on 19 May 2011 at the Company's website: [www.ronson.pl](http://www.ronson.pl) and are kindly asked to address all queries with respect to the Pre-Meeting and the General Meeting to the Management Board at one of the following addresses:

In the Netherlands:	In Poland:
Ronson Europe N.V.	Ronson Development Management Sp. z o.o.
Weena 210-212	57 Komisji Edukacji Narodowej Av.
3012 NJ Rotterdam	Warsaw
Fax: +31 10 201 3608	Fax: +48 (22) 823 97 99
email: <a href="mailto:agm@ronson.pl">agm@ronson.pl</a>	email: <a href="mailto:agm@ronson.pl">agm@ronson.pl</a>

with a notice: the General Meeting of Ronson Europe N.V.