

ATTENDANCE AND PROXY FORM

(to be fully and compulsory completed)

For the	general meeting of the shareholders (the « Gene	eral Meetin	g ») of : Number of shares :	
ORCO GERMANY S.A., R.C.S. Luxembourg B 102254 (the « Company »)				
to be held on 15 April 2011 at registered offices of the Company at				
40, Parc d'Activités Capellen, L-8308 Capellen, Grand-Duchy of Luxembourg, at 3:00 p.m.				
Shareholder identification:				
The undersigned (the "Principal"),				
Name:				
Contact details:				
- Address:				
- E-mail address: Tele		elephone r	phone number:	
Choose one of the 3 options and tick the corresponding box, then date and sign below:				
☐ 1. I, as Principal, wish to attend the General Meeting.				
□ 2.	I, as Principal, will not attend the General Meeting, <u>and</u>			
I empower any member of the Board of Directors of the Company present at the General Meeting or any representative as such is appointed below (the "Representative") to vote in my name and on my behalf as the Representative may deem fit on all the resolutions submitted for all items of the agenda.				
	(a)			
	(a) Indicate the last name, first name, address, e-mail at the information provided hereto are not complete, your p	ddress and te	elephone number of the proxy holder whom you appoint. If	
the Company present at the General Meeting. 3. Las Principal, will not attend the General Meeting and				
I, as Principal, will not attend the General Meeting <u>and</u> I empower any member of the Board of Directors of the Company present at the General Meeting of				
	any representative as such is appointed below (the "Representative") to vote in my name with the following voting instructions.			
	(a)			
	(a) Indicate the last name, first name, address, e-mail address and telephone number of the proxy holder whom you appoint. If the information provided hereto are not complete, your power will be deemed given to a member of the Board of Directors of the Company present at the General Meeting.			
	Please tick with an « X » the appropriate below boxes how you wish to vote on each of the relevant items of the			
agenda of the General Meeting. The omission to tick any box with respect to any resolution shall allow the Representative to vote at his full discretion on the proposed resolution:				
1. Pi	resentation and approval of the reports of the	5.	Discharge to be granted to the members of the	
bo	pard of directors for the statutory and consolidated annual accounts of the Company and of the independent auditors (réviseurs		board of directors in respect of the performance of their duties during the financial year ended 31 December 2010	
	'entreprises) for the financial year ended 31 ecember 2010;		For □ Against □ Abstention □	
Fo	or	6.	Acknowledgment and approval of the resignation of Mr. Rainer Bormann as director of	
ar	resentation and approval of the statutory nual accounts for the financial year ended 31 ecember 2010;		the Company with effect as of 31 January 2011; For □ Against □ Abstention □	
	or □ Against □ Abstention □	7.	Discharge to be granted to the independent auditors in respect of the performance of their	
ar	resentation and approval of the consolidated noual accounts for the financial year ended 31 ecember 2010;		duties during the financial year ended 31 December 2010 For □ Against □ Abstention □	
	or □ Against □ Abstention □		- · · · · ·	
	llocation of the financial results in relation to e financial year ended 31 December 2010;			

For ☐ Against ☐ Abstention ☐

8. Approval of an authorization to the Company to acquire its own shares and approval of the terms and conditions which set such authorization. For □ Against □ Abstention □			
If amendments or new resolutions were to be presented, I irrevocably give power to the Representative to vote in my name and on my behalf as it may deem fit, unless I tick the box below:			
l abstain □			
Powers of the Representative:			
The Representative may represent the Principal at the General Meeting or any other adjourned or re-convened meeting of the general meeting of shareholders convened for the purpose of resolving on the agenda of the General Meeting, vote in the name and on behalf of the Principal on any resolution submitted to said General Meeting or adjourned or re-convened meeting, sign any documents, delegate under his own responsibility the present power of attorney to another representative and, in general, do whatever seems appropriate or useful to the implementation and the execution of the present power of attorney.			
For the purpose of the foregoing, the Representative may, in the name and on behalf of the Principal, sign and execute all minutes, elect domicile and do and perform such other acts or things as may be required for the carrying out of this proxy, promising ratification.			
<u>Important</u>			
This attendance and proxy form shall be sent no later than on 11 April 2011, as described in the convening notice, to the Company at the following address:			
ORCO GERMANY			
42, RUE DE LA VALLEE			
L-2661 LUXEMBOURG			
Tel: + 352 26 47 67 1			
Fax: + 352 26 47 67 67			
Email: generalmeetings@orcogermany.de			
Any attendance and proxy form received after such deadline shall be disregarded.			
The present attendance and proxy form must be accompanied by a blocking certificate as further described in the convening notice.			
Please send the attendance and proxy form and the blocking certificate by email or facsimile first and then the originals signed to the address stated above mentioning the date on which they have already been sent by email or facsimile.			
By signing this attendance and proxy form, the Principal hereby consents that the featured data are collected, processed and used for the purpose of the General Meeting and the vote on the resolutions and that the related data may be transmitted to entities involved in the organisation of the General Meeting.			
This attendance and proxy form is governed by, and shall be construed in accordance with Luxembourg law. Luxembourg courts have exclusive jurisdiction to hear any dispute or controversy arising out of or in connection with this attendance and proxy form.			
Executed in, 2011			
Signature			
Name:			
Title / Represented by:			