

## MINUTES

of the annual general meeting of shareholders of **Engel East Europe N.V.**, a public company (*naamloze vennootschap*), having its registered seat (*statutaire zetel*) in Amsterdam, Rapenburgerstraat 204, 1011 MN Amsterdam, NV-number 1.132.679 and registered with the Commercial Register under number 34.138.775,

hereafter to be referred as "**Company**",

held this 29<sup>th</sup> day of May, 2008

Mr. Marius W. Van Eibergen Santhagens is appointed Chairman by the general meeting of shareholders.

The Chairman appoints Ms. Adi Ron as secretary of this meeting.

The Chairman states:

- The shareholders present at this meeting represent 69,798,677 shares - which is 79.52% of the entire issued capital of the Company – each share carrying one vote;
- The Chairman confirms that the meetings had been duly notified and therefore binding decisions can be taken in this meeting

### Agenda:

#### **Item 1: Opening**

#### **Item 2: Proposal**

The Chairman noted that the purpose of the Meeting was:

1. Approval of the shareholders for the preparation of the 2007 statutory annual accounts and the annual report in the English language;
2. Extension of the term for the preparation of the 2007 statutory annual accounts by an additional six months' period.

#### **Item 3: Adoption of Resolution**

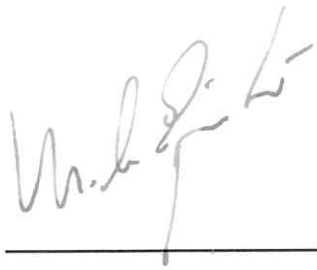
The following RESOLUTIONS were by adopted a unanimous vote of the votes present,

namely that:

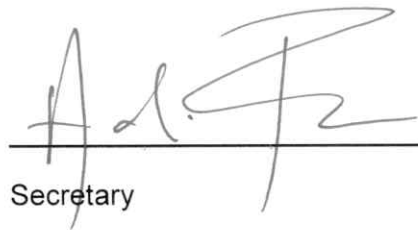
1. Approval of the shareholders for the preparation of the 2007 statutory annual accounts and the annual report in the English.
2. Extension of the term for the preparation of the 2007 statutory annual accounts by an additional six months' period

**Item 4: Closing**

As there are no further discussing points, the Chairman closes the meeting.

A handwritten signature in black ink, appearing to be 'M. J. Li', written above a horizontal line.

Chairman

A handwritten signature in black ink, appearing to be 'A. J. F.', written above a horizontal line.

Secretary