



**ORCO PROPERTY GROUP**  
Société Anonyme  
48 bd Grande-Duchesse Charlotte  
L-1330 Luxembourg  
R.C.S. LUXEMBOURG **B 44.996**  
(hereinafter «the Company»)

**Notice of Extraordinary General Meeting  
on September 3<sup>rd</sup>, 2007**

Dear Shareholders,

Notice is hereby given that an Extraordinary General Meeting of Shareholders of the Company (hereinafter «Extraordinary General Meeting») will be held before Me Henri HELLINCKX, notary, on September 3<sup>rd</sup>, 2007 at 3:00 P.M. at 48, boulevard Grande-Duchesse Charlotte, L-1330 Luxembourg, and we would be grateful if you could attend this meeting.

Meeting Agenda:

1. Transfer of the registered office of the Company to Capellen.
2. Modification of the first paragraph of the article 2 of the by-laws as follows:  
“The registered office of the Company is situated in Capellen.”
3. Modification of the first paragraph of the article 20 of the by-laws as follows:  
“The Annual General Meeting shall meet at the registered office of the Company or at any other location to be indicated in the relevant convening notice on the last Thursday in the month of April at 2:00 P.M.”
4. Modification of the article 26 of the by-laws as follows:  
“Any shareholder exceeding either up or down the thresholds of 2.5%, 5%, 10%, 15%, 20%, 33%, 50% and 66% of the aggregate rights of vote shall be bound to inform the Company regarding that fact; the Company shall in turn be bound to inform its supervisory authorities within 8 business days about this event. Any shareholder who does not inform the Company will not be able to use his voting right on the next General Meeting.”
5. Miscellaneous.

## Participation modes to the Extraordinary General Meeting:

- Shareholders holding their shares through EUROCLEAR FRANCE and wishing to attend the Extraordinary General Meeting shall notify their intent at the latest on August 27<sup>th</sup>, 2007, to one of the following persons:
  - NATIXIS, Service Assemblées, 10 rue des Roquemonts, F-14099 Caen, Cedex 9;
  - or to their financial intermediary;
  - or directly to the Company.
- Shareholders holding their shares through EUROCLEAR FRANCE and wishing to be represented at the Extraordinary General Meeting shall provide NATIXIS with a duly completed proxy and a blocking certificate (*certificat de blocage*) obtained from their financial intermediary accountholder. Such proxy and certificate shall be provided to NATIXIS by the shareholder's financial intermediary at the latest on August 29<sup>th</sup>, 2007. The proxy form will be available at the offices of NATIXIS and of the Company, or with their financial intermediary.

## Withholding threshold:

- As reminded in the press release of February 4<sup>th</sup>, 2005 available on the following Website address: [www.orcogroup.com](http://www.orcogroup.com), Shareholders decided that any shareholder is under the obligation to immediately inform the Company in writing of the crossing either up or down of the thresholds set at 2.5 %, 5 %, 10 %, 15 %, 20 %, 33 %, 50 % and 66 %. Shareholders who do not inform the Company will not be able to use their voting right on the Extraordinary General Meeting of Shareholders of the Company. For information and to this day, three shareholders informed the company about a withholding rate higher than 2.5 %.

The assembly can validly deliberate only if half of the share capital is represented. Insofar as such quorum is not represented, a second Extraordinary General Meeting will be held.

Yours faithfully,

## The Board of Directors