

**RONSON EUROPE N.V.**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**REGISTRATION FORM/ FORM OF PROXY & VOTING INSTRUCTIONS**

The undersigned,

Name .....  
Title .....  
Company .....  
Address .....  
and  
Name .....  
Title .....  
Company .....  
Address .....

confirm(s) that:

..... (name of shareholder) (the “Shareholder”) is a holder of  
..... (number) ordinary bearer shares in Ronson Europe N.V. with its corporate seat in  
Rotterdam, The Netherlands (the “Company”)

and hereby authorizes, with the right of substitution:

tick box

1.	<b>Mr. Wilbert O.C.M. van Twuijver</b> and/or <b>Mr. Timotheus C. Koster</b> and or <b>Ms. Johanna C. Pek*</b> ; each individually	
2.	Mr/Ms....., holder of passport / identity card No....., a copy of which is attached to this form,	

(\*Mr. Wilbert .O.C.M. van Twuijver, Mr. Timotheus C. Koster and Ms. Johanna C. Pek will act as a proxy designated by the Company for the purpose of the General Meeting of Shareholders; Please tick box No. 1 if you wish to authorise the proxy designated by the Company to represent you at the General Meeting of Shareholders or please tick box No. 2 if you are represented at the General Meeting of Shareholders by your own proxy. The proxy will be authorized to designate another person to act as proxy with due observance with the terms and restrictions of the original proxy)

to represent the Shareholder at the occasion of the extraordinary General Meeting of Shareholders of the Company to be held on **5 April 2018** in Rotterdam at Weena 210-212, 3012 NJ Rotterdam, The Netherlands at 11:00 hours CET (the “EGM”), and not limiting the generality of the foregoing, to attend and address the General Meeting, to sign the register of attendance and to vote on behalf of the Shareholder in accordance with the voting instructions below.

## PROXY VOTING INSTRUCTIONS

Extraordinary General Meeting of Shareholders of Ronson Europe N.V. to be held on **5 April 2018** in Rotterdam at Weena 210-212, 3012 NJ Rotterdam, The Netherlands at 11:00 hours CET:

Agenda item	In favor	Against	Neutral
<b>Item 2. of the Agenda:</b>  Proposal to convert the legal form of the Company into a Societas Europaea (the "Conversion") in accordance with the conversion proposal (voting point)			
<b>Item 3.a of the Agenda:</b>  Proposal to amend the articles of association of the Company in accordance with Annex 1 to the conversion proposal (the "Amendment AoA I"), under the condition precedent of adoption of items 3.b and 3.c of the Agenda (voting point)			
<b>Item 3.b of the Agenda:</b>  Proposal to amend article 5 of the articles of association (voting point)			
<b>Item 3.c of the Agenda:</b>  Proposal to amend article 6.9 of the articles of association (voting point)			
<b>Item 4. of the Agenda:</b>  Proposal to grant a power of attorney to any and all civil-law notaries, associates and paralegals practicing with Baker & McKenzie Amsterdam N.V. (voting point)			

Please indicate your instruction by putting a cross ("X") in the relevant box. For a full description of the proposed resolution and an explanation thereto, shareholders are advised to take cognizance of the Shareholders Circular dated **22 February 2018**

[SIGNATURE]

Name: .....

Position: .....

Place: .....

Date: .....

[SIGNATURE]

Name: .....

Position: .....

Place: .....

Date: .....

### ATTACHMENTS:

1. original registered depository certificate issued by the custodian bank or investment firm operating the Shareholder's investment account on which his/her shares held in the Company are registered, if not deposited with the Company before (\*); and
2. copy of official ID document of proxy holder if different than VAN TWUIJVER or KOSTER and/or PEK
3. all documents evidencing the rights of individual(s) signed under this form of proxy to represent the Shareholder (such as excerpt from the trade register or powers of attorney).

PLEASE NOTE THAT IF THE PROXY VOTING INSTRUCTIONS ARE NOT FILLED IN THE PROXY WILL VOTE IN ACCORDANCE WITH RECOMMENDATIONS OF THE BOARD OF MANAGING DIRECTORS OF THE COMPANY. NOTE: THIS PROXY IS ONLY VALID IF THE NAME OF THE SHAREHOLDER IN THIS FORM OF PROXY IS THE SAME AS THE NAME OF THE SHAREHOLDER IN THE REGISTERED DEPOSITORY CERTIFICATE

*(\*) please note that the original registered depository certificate shall be deposited at the Company's offices in Poland or in the Netherlands not later than on **28 March 2018, by 17:00 hrs CET**; for detailed information please refer to the convening notice posted on the Company's website [www.ronson.pl](http://www.ronson.pl) on **22 February 2018**, or to the Company's current report No 3/2018.*