

**SPAZIO INVESTMENT N.V.**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an Annual General Meeting of Shareholders of **Spazio Investment N.V.** will be held on **30 May 2013 at 12:00** CET at its offices, Dam 7f – 6th floor, 1012 JS Amsterdam, The Netherlands. The proposed agenda for this Annual General Meeting is the following:

**Opening**

1. Discussion on the report of the Management Board on the financial year ended 31 December 2012.
2. Reception and proposal to adopt the Company's annual accounts for the financial year ended 31 December 2012 and to make any resolution pertaining to the actions to be taken as regards the results of the Company for the year ended 31 December 2012.
3. Proposal to carry forward the loss of amount to Euro 19,450,423.
4. Proposal to grant the members of the Management Board of the Company a discharge from liability in respect of the performance of their duties as such during the financial year as of 31 December 2012, insofar as the performance of these duties is shown in the above annual accounts.
5. Proposal to appoint the auditors of the Company to hold office until the conclusion of the general meeting of the Company at which the annual accounts for 2013 are put on the agenda and to authorize the Management Board of the Company to fix the remuneration of the auditors until the conclusion of the next general meeting at which the annual accounts for 2013 are put on the agenda.

**Closing**

Dated: 14 May 2013

*Registered Office:*

By Order of the Board

Royal Damcenter  
Dam 7f,  
1012 JS Amsterdam  
The Netherlands

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Rob Turner  
Managing Director

**Notes:**

1. A Shareholder who is entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote on his/her behalf. A proxy need not be a member of the Company.
2. A Form of Proxy for Shareholders for use at the Annual General Meeting is available at the Company's website ([www.spazioinvestment.com](http://www.spazioinvestment.com)). To be valid, a Form of Proxy must be completed and returned, together with the power of attorney or other authority (if any) under which it is signed, to the Company by **9:00 a.m. (CET) on 28<sup>th</sup> May**

**2013.** Completion and return of the Form of Proxy will not prevent a Shareholder from attending the Annual General Meeting and voting in person if he or she so wishes.

3. A Form of Direction for Depository Interest Holders for use at the Annual General Meeting is available at the Company's website ([www.spazioinvestment.com](http://www.spazioinvestment.com)). To be valid, a Form of Direction must be completed and lodged, together with any power of attorney or other authority (if any) under which it is signed, with Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU by **no later than 3:30 p.m. (CET) on 24<sup>th</sup> May 2013** or in any event no later than 72hrs prior to the Meeting or any adjournment thereof. Depository Interest Holders wanting to attend the Annual General Meeting should contact the Depository, Capita IRG Trustees Limited, at The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU or email [custodymgt@capitaregistrars.com](mailto:custodymgt@capitaregistrars.com), by no later than 3:30 P.m. (CET) on the 24<sup>th</sup> May 2013.
4. The Company specifies that only those Depository Interest Holders entered on the Depository Interest register of the Company as at 5:00 p.m. (CET) on 24 May 2013, or in the event that the Annual General Meeting is adjourned, on the Register of Depository Interest Holders 72 hours before the time of any adjourned meeting, shall be entitled to attend or vote at the Annual General Meeting in respect of the number of Depository Interests registered in their name at that time. Changes to the entries on the Depository Interest register after 5:00 p.m. (CET) on 24 May 2013 or, in the event that the Annual General Meeting is adjourned, in the Depository Interest register 72 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the Annual General Meeting, notwithstanding any provisions in any enactment, the articles of association of the Company or other instrument to the contrary.
5. The agenda (and other relevant documentation) are available for inspection as to the date of this notice at the Company's website ([www.spazioinvestment.com](http://www.spazioinvestment.com)).