



RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011

Introduction

This document is prepared under article 33.5 of the Articles of Association of Ronson Europe N.V. (the "AoA") with its corporate seat in Rotterdam, the Netherlands (the "Company") and contains the draft resolutions to be adopted by the General Meeting of Shareholders ("GM") at the occasion of the Annual General Meeting of Shareholders, to be held on 30 June, 2011 in Rotterdam at Weena 210-212, 3012 NJ Rotterdam, at 10.00 hours CET ("AGM"), as well as the explanatory notes thereto. This document must be read in conjunction with the AoA and the Annual Report for 2010 as published by the Company and made available to all shareholders (the "Annual Report 2010").

This document and the documents it refers to are available for all shareholders via the Company's website (www.ronson.pl) and are also available for shareholders' inspection at the Company's offices in the Netherlands in Rotterdam at Weena 210-212, 3012 NJ Rotterdam and at the Company's offices in Poland in Warsaw at 57 Komisji Edukacji Narodowej Avenue.

Agenda

For the AGM the following agenda is adopted on the basis of article 33.4 by the Board of Managing Directors and the Board of Supervisory Directors in accordance with article 33.2 of the AoA as follows:

- :
- 1) Opening of the General Meeting
 - 2) Discussion on the Company's Annual Report for the financial year 2010, including the report of the Management Board and the report of the Supervisory Board and its committees
 - 3) Adoption of the annual accounts for the financial year 2010 *
 - 4) Discussion on the policy on additions to the reserves and dividends
 - 5) Appropriation of the net profit for the financial year 2010 *
 - 6) Discharge from liability ('*decharge*') of the members of the Management Board for their management tasks during the financial year 2010 *
 - 7) Discharge from liability ('*decharge*') of the members of the Supervisory Board for their supervisory tasks during the financial year 2010*
 - 8) Authorization of the Board of Supervisory Directors to appoint the Company's external auditor for the financial year 2011*
 - 9) Discussion of the corporate governance policy as set out in the Company's Annual Report for the financial year 2010
 - 10) Re-Appointment of two members of the Board of Supervisory Directors and appointment of two members of the Board of Supervisory Directors*:
 - a) Re-appointment of Mr. M. Segall
 - b) Re-appointment of Mr. R. Shilhav
 - c) Appointment of Mr. A. Mientkavich as member of the Board of Supervisory Directors
 - d) Appointment of Mr. P. Kowalczyk as member of the Board of Supervisory Directors
 - 11) Appointment of two members of the Board of Managing Directors*:
 - a) Appointment of Mr. I. Greidinger as Managing Director B and member of the Board of Managing Directors
 - b) Appointment of Mr. R. Ashkenazi as Managing Director B and member of the Board of Managing Directors
 - 12) Amendment of the Company's articles of association in accordance with the draft dated 13 May 2011 prepared by De Brauw Blackstone Westbroek NV and authorization of any and all members of the managing board of the Company as well as any and all civil-law notaries, associates and paralegals practicing with De Brauw Blackstone Westbroek N.V. to draw up the draft of the required notarial deed of amendment of the articles of association, to apply for the required ministerial declaration of no-objection, as well as to execute the notarial deed of amendment of the articles of association*
 - 13) Any other business
 - 14) Closing of the General Meeting

Proposed Resolutions

With a view to agenda items 3, 5, 6, 7, 8, 10, 11 and 12, marked with an asterisk to indicate that these require a shareholders' resolution, the following resolutions are proposed by the Board of Managing Directors and the Board of Supervisory Directors. Both Boards unanimously recommend that the GM adopt these resolutions.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

After each resolution a short explanation is given for consideration by the GM before voting on the adoption of the resolutions. The main agenda item for the GM is the adoption of the annual accounts of the Company for financial year 2010. Most of the other agenda items are closely related to the adoption of the annual accounts. In addition, a proposal is made to amend the articles of association of the Company (AoA) in accordance with the draft deed of amendment dated 13 May 2011 prepared by De Brauw Blacstone Westbroek, included as an annex to this Shareholders Circular.

For the relevant facts and circumstances to be considered by the GM reference is further made to the Annual Report 2010. Shareholders are explicitly invited to take cognizance of the Annual Report 2010. In addition, Shareholders are also invited to consider the prevailing AoA, in particular as to the provisions governing the GM and the preparation and adoption of the annual accounts.

Resolution for agenda item 3

3. To adopt the annual accounts of the Company for the financial year 2010 in accordance with the accounts included in the Annual Report 2010.

Explanation

For the relevant facts and circumstances for this resolution reference is made to the Annual Report 2010. The accounts are audited and approved by Ernst & Young Accountants LLP. The GM is authorized to adopt the annual accounts on the basis of article 28.4 of the AoA.

Resolution for agenda item 5

5. To acknowledge the decision by the Board of Managing Directors to add the net profit of the Company for financial year 2010 in the amount of PLN 35,091,000 to the retained earning and to resolve to declare a dividend at nil for the financial year 2010 in accordance with the proposal of the Board of Managing Directors included in the Annual Report 2010.

Explanation

For the relevant facts and circumstances for this resolution reference is made to the Annual Report 2010. The Board of Managing Directors is authorized under article 30.1 of the AoA to determine which portion of the profits shall be reserved. The GM is authorized to determine the dividend on the basis of article 30.5 of the AoA upon a proposal by the Board of Managing Directors, approved by the Board of Supervisory Directors, which approval was granted on 10th of March 2011.

Resolution for agenda item 6

6. To grant discharge from liability ("décharge") to the members of the Board of Managing Directors for the management during the financial year 2010.

Explanation

This agenda item is an annually recurring item, scheduled on the basis of article 31.2 of the AoA and in accordance with Dutch law. For the relevant facts and circumstances for this resolution reference is made to the Annual Report 2010. The GM is authorized to resolve regarding discharge. Discharge does not extend to facts and circumstances that are not disclosed to or not otherwise reasonably known by the GM.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Resolution for agenda item 7

7. To grant discharge from liability ("décharge") to the members of the Board of Supervisory Directors for the supervision during the financial year 2010.

Explanation

This agenda item is an annually recurring item, scheduled on the basis of article 31.2 of the AoA. For the relevant facts and circumstances for this resolution reference is made to the Annual Report 2010. The GM is authorized to resolve regarding discharge. The discharge would extend to all persons having been supervisory director of the Company in 2010

Resolution for agenda item 8

8. To authorize the Board of Supervisory Directors to appoint the Company's external auditor for the financial year 2011.

Explanation

The GM is authorized to appoint the auditor on the basis of article 27.1 of the AoA. Under Dutch law, appointment of an auditor is mandatory for the Company. If the GM would fail to appoint an auditor the Board of Managing Directors and the Board of Supervisory Directors are obliged and authorized to do so. It is the Company's policy to schedule the appointment of the auditor each year for the AGM. The appointment right of the AGM includes the right to authorize an other corporate body to take a decision. The Company is currently evaluating the audit of the annual accounts for 2010. After completion of this process the Board of Managing Directors will make a recommendation to the Board of Supervisory Directors to appoint the auditor for FY 2011. Each of the big four firms (including E&Y, PWC, Deloitte and KPMG) are eligible for such appointment and the Boards intend to recommend and select one of these firms.

The recommendation and selection will be made, upon the recommendation of the Audit Committee, having consulted management and having conducted a thorough assessment of the functioning of external auditing within the Company.

Resolution for agenda item 10 a, 10 b, 10c and d

10 a) To re-appoint Mr. Mark Segall as member of the Board of Supervisory Directors, effective the day of the meeting, for a term of four years.

10 b) To re-appoint Mr. Yair Shilhav as member of the Board of Supervisory Directors, effective the day of the meeting, for a term of four years.

10 c) To appoint Mr. Arie Mientkavich as member of the Board of Supervisory Directors, effective the day of the meeting, for a term of four years.

10 d) To appoint Mr. Przemyslaw Kowalczyk as member of the Board of Supervisory Directors, effective the day of the meeting, for a term of four years.

Explanation

Mr. Mark Segall was appointed on 1 September 2007 for a four year term and his re-appointment is scheduled for renewal of his term for 4 more years.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Mr. Yair Shilhav was appointed on 1 September 2007 for a four year term and his re-appointment is scheduled for renewal of his term for 4 more years.

Mr. Arie Mientkavich is an appointee to replace Mr. U. Dori who will resign as of the date of the meeting with a view to his departure from U.Dori Group, one of the Company's major shareholders.

Mr. Przemyslaw Kowalczyk is a new appointee to extend the Board of Supervisory Directors to 6 members.

Under article 21 of the AoA, supervisory directors are appointed by the general meeting of shareholders of the Company. In accordance with article 21.1 of the AoA the Board of Supervisory Directors has prepared a list of two nominees for each appointment of a member of the Board of Supervisory Directors. The nominated persons are Mr. Segall and Mr. Shilhav for the first appointment, Mr. Shilhav and Mr. Mientkavich for the second appointment, Mr. Mientkavich and Mr. Kowalczyk for the third appointment and Mr. Kowalczyk and Mr. Hessel van der Kolk for the fourth appointment. The nomination is binding upon the general meeting of shareholders but may be disregarded by the meeting with a vote of two thirds of the votes cast representing more than 50% of the outstanding shares. The general meeting of shareholders is free in its choice for either of the nominated candidates. The resume's of the nominees under 10 c and 10 d and the other information required by article 21.6 of the AoA are included in annex 1, 2 and 3 to this circular. Given their experience and expertise, the Board of Supervisory Directors believes that the appointment of either nominee would fit the Board of Supervisory Directors' profile drawn up in accordance with article 21.3 of the AoA and available on the Company's website and will to the board's conviction meaningfully contribute to and complement the board's expertise for the benefit of the Company and its business. Following these (re-)appointments, supervisory directors Messrs. Y. Shilhav, R. Sharoni and P. Kowalczyk would qualify as independent members of the Board of Supervisory Directors in accordance with article 20.2 of the AoA and the Company's prevailing Corporate Governance Policy., but without prejudice to the foregoing the Managing Board and the Board of Supervisory Directors are recommending to appoint the first nominee for each appointment. As member of the Board of Supervisory Directors the appointees will be entitled to remuneration in accordance with the remuneration policy and - program of the Company for members of the Board of Supervisory Directors.

By these (re-)appointments the GM sets the number of members of the Board of Supervisory Directors at 6. It is the intention of the Board of Supervisory Directors to elect a new Chairman as successor of Mr. Dori and review the composition of board committees in its first meeting following the date of the GM.

Resolution for agenda item 11 a and 11b

11 a) To appoint Mr. Israel Greidinger as member of the Board of Managing Directors and managing director B, effective the day of the meeting, for a term of four years.

11 b) To appoint Mr. Ronen Ashkenazi as member of the Board of Managing Directors and managing director B, effective the day of the meeting, for a term of four years.

Explanation

Mr. Amos Weltsch will be resigning as of the day of the GM for personal reasons. To replace Mr. Weltsch, Mr. Greidinger will be appointed to replace him for a four year term.

Mr. David Katz will resign as of the date of the AGM and will be replaced by Mr. Ronen Ashkenazi to be appointed for a four year term.

Under article 13 of the AoA, managing directors are appointed by the general meeting of shareholders of the Company. In accordance with article 13.2 of the AoA the Board of Supervisory Directors has prepared a list of



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

two nominees for each appointment of a member of the board of managing directors. The nominated persons are Mr. Israel Greidinger and Mr. Ronen Ashkenazi for the first appointment and Mr. Ronen Ashkenazi and Mr. Wilbert van Twuijver for the second appointment. Under the AoA, the nomination is binding upon the general meeting of shareholders but may be disregarded by the meeting with a vote of two thirds of the votes cast representing more than 50% of the outstanding shares. The general meeting of shareholders is free in its choice for either of the nominated candidates. The resume's of the nominees and the other information required by the AoA are included in annex 4, 5 and 6 to this circular. Given their experience and expertise, the Board of Supervisory Directors believes that the appointment of either nominee would fit the Board of Managing Directors and will to the board's conviction meaningfully contribute to and complement the board's expertise for the benefit of the Company and its business. All candidates would qualify but without prejudice to the foregoing the Board of Managing Directors and the Board of Supervisory Directors are recommending to appoint the first nominees for each appointment. As member of the Board of Managing Directors the appointees will be entitled to remuneration in accordance with the remuneration policy and - program of the Company for members of the Board of Managing Directors. Mr. Greidinger will be replacing Mr. Weltsch and Mr. Ashkenazi will be replacing Mr. David Katz who will be resigning at the date of the AGM in view of his departure from U.Dori Group, one of the Company's major shareholders.

Resolution for agenda item 12

12. To amend the articles of association of the Company in accordance with the draft deed of amendment dated 13 May 2011 prepared by De Brauw Blackstone Westbroek NV and to authorize any and all members of the managing board of the Company as well as any and all civil-law notaries, associates and paralegals practicing with De Brauw Blackstone Westbroek N.V. to draw up the draft of the required notarial deed of amendment of the articles of association, to apply for the required ministerial declaration of no-objection, as well as to execute the notarial deed of amendment of the articles of association.

Explanation

The prevailing articles of association of the Company (AoA) date back to 2007. In light of certain developments in Dutch company law, the Board of Managing Directors and the Board of Supervisory Directors have reviewed the AoA in consultation with the Company's Dutch counsel and believe that certain amendments can be made to update and improve the AoA in accordance with the draft deed attached to this circular as annex 7. For a detailed explanation of the changes reference is made to annex 7. The Boards are proposing and recommending the adoption of the AoA in accordance with annex 7.

Adoption of the amended AoA is the prerogative of the GM, provided the Board of Supervisory Directors has approved the proposal of the Board of Managing to amend the AoA under the provision of article 40.1 of the prevailing AoA. The Board of Supervisory Directors has approved such proposal as per annex 7 on 2 March 2011.

Rotterdam, 19 May 2011

Board of Managing Directors

Board of Supervisory Directors

This document is of informative nature only and should be read in conjunction with the Company's Articles of Association and applicable provisions of Dutch law. Shareholders are kindly asked to read and consider carefully all the information concerning the AGM which has been made available by the Company, including the Annual Report 2010 containing the Company's annual accounts.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 1. Curriculum vitae Mr. Arie Mientkavich

Family name: Mientkavich

Given names: Arie

Year of birth: 1942

Place of birth: Jerusalem

Nationality: Israeli citizen

Education and Professional Experience

See annex 1 a for details

Interest in the Company

Mr. Mientkavich holds no (securities) interest in the Company



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 1a Arie Mientkavich

Current Positions

As of May 2005, Deputy Chairman of the Board, Gazit Globe, Ltd.

As of July 2006, Chairman of the Board, Gazit Globe Israel (Development) Ltd.

As of May 2006, Vice Chairman of the Board, IDB Holding Corporation Ltd.

As of January 2007, Chairman of the Board, Elron Electronic Industries Ltd.

As of January 2007, Chairman of the Board RDC - Rafael Development Corporation Ltd

As of February 2008, member of the License Committee and member of the Advisory Committee of the Bank of Israel (the Central Bank of Israel) on matters concerning banking.

As of August 2007, Member of the Advisory Board of National Defense College of Israel.

As of July 2007, director in Given Imaging Ltd.

As of January 2010, director in NuLens Ltd.

Former Positions

From November 1997 to January 2006, Chairman of the Board, Israel Discount Bank Ltd. and its main subsidiaries; Israel Discount Bank of New York, Mercantile Discount Bank Ltd. and Discount Management Provident Funds Ltd.

From 2001 to January 2006, Chairman, Israel Discount Capital Markets and Investments Ltd.

From 1987 to 1997, served as Active Chairman of the Board, Israel Securities Authority, the Israeli equivalent of the American SEC. In this capacity Mr. Mientkavich carried out far-reaching reforms which shaped the structure of the Authority and the nature of the Israeli Capital Markets and executed a wide array of related legislation. Concurrently, he was also a member of the CPA advisory council.

From 1998 to 2006, served as a Member of the Advisory Board of the Bank of Israel; Israel's equivalent of the Federal Reserve.

In the years 1979 to 1987 served as General Counsel to the Ministry of Finance, a role which entailed overall responsibility for legislation and supervision in the areas of finance, budget and banking. A most significant part of role, at that time, was leading the Bank Share Arrangement, after the collapse of the bank shares in 1983-4.

During the years 1972 through 1979, served in a number of positions in the Ministry of Finance which included the Foreign Currency Division and culminating in the position of Deputy General Counsel.

Community and Public Activities

Chairman of the Board of Trustees of the Academy of The Quality of Government Movement In Israel;

Chairman of the Public Council of Yad Sarah, a voluntary organization in the field of humanitarian support of Public Health.

Mr Mientkavich received the award of Knight of Quality Government in 1995 by the Movement for the Quality of Government in Israel.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Public Activities in the Area of Holocaust Remembrance

Chairman of the **Public Committee**, in conjunction with the Yad VeShem Holocaust Center, for the documentation of the contribution of the Holocaust Survivors to the Establishment of the State of Israel.

In addition, Mr Mientkavich, has been active in the organization of the annual *March of the Living* to the Concentrations camps.

Past Public Positions

Member of the Board, *Israel Land Administration* and Chairman of its Tender Exemption Committee; Chairman of the Board, *Paz Investments Ltd.*; Member of the Board, *Paz Oil Company Ltd.*; Member of the Board, *El Al Israel Airlines*.

Education

Mr Mientkavich holds degrees in **Political Science** (1968), and in **Law** (1970) from the **Hebrew University, Jerusalem** and was admitted to the Israeli Bar in 1972.

He speaks Hebrew, English and Polish.

Biographic

Mr. Arie Mientkavich was born in 1942, and grew up and was educated in Jerusalem, where he now resides. He is married and the father of four children.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 2. Curriculum vitae Mr. Przemyslaw Kowalczyk

Family name: Kowalczyk
Given names: Przemyslaw
Year of birth: 1969
Place of birth: Warsaw
Nationality: Polish citizen

Education and Professional Experience

See annex 2 a for details

Interest in the Company

Mr. Kowalczyk holds no (securities) interest in the Company.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 2a Przemyslaw Kowalczyk

Education

2006 - 2009 Szkoła Główna Handlowa Warsaw – PhD Studies – Management and Finance Faculty
1988 - 1994 University of Lodz – Masters Degree in Foreign Trade, Lodz
1992 - 1993 University of Wales at Swansea Swansea, UK - Business Management School (Tempus Exchange Programme).

Professional Experience

2010-currently **INDEPENDENT BUSINESS CONSULTANT**, Warsaw
Individual projects in business consultancy for SME companies which involve financial and investment advisory

2002- 2009 **VOLKSWAGEN BANK POLSKA S.A.** Warsaw
VOLKSWAGEN LEASING POLSKA S.A.
VOLKSWAGEN INSURANCE SERVICES
Member of the Management Board

1999 - 2002 **BANKGESELLSCHAFT BERLIN (POLSKA) S.A.** Warsaw
Head of Treasury Department

1996 - 1999 **HYPOVEREINSBANK POLSKA S.A.** Warsaw
Dealer and Senior Dealer – Head of FX Desk

1994 - 1996 **CITIBANK (Switzerland)** Zurich, Switzerland
Executive Trainee

Additional Information

Knowledge of foreign languages:
English - very good
German - good
Russian – basic



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 3. Curriculum Vitae Mr. Hessel N. VAN DER KOLK

Family name: Van der Kolk
Given names: Hessel Nicolaas
Date of birth: 10 december 1947
Place of birth: Amsterdam
Nationality: Dutch

Education

1959-1965 Grammar School (Gymnasium), Ignatius College, Amsterdam

1965 - 1970 Tax law (Fiscaal recht), University of Leiden

Professional Experience

1970 - 1987 Tax Inspector Corporate Income Tax, Amsterdam

1987 - 2008 Tax advisor, Partner at Loyens & Loeff (formerly Loyens & Volkmaars),
with particular focus and expertise real estate (investment) funds

2008 Interim tax counsel major listed Dutch real estate investment fund, advisor to
European Public Real Estate Association, advisor to Dutch Association of listed
real estate investment funds with Dutch REIT tax status

Interest in the Company

Mr. Van der Kolk holds no (securities) interest in Ronson Europe NV



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 4. Curriculum vitae Mr. Israel Greidinger

Family name: Greidinger
Given names: Israel
Year of birth: 1961
Place of birth: Haifa
Nationality: Israeli citizen

Education and Professional Experience

See annex 4a for details

Interest in the Company

Mr. Greidinger holds an indirect securities interest in the Company through an indirect interest in a company holding a 50% interest in the Company's 62.4% shareholder ITR Dori BV. See 2010 annual report of the Company page 30.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 4a Israel Greidinger

Information taken from 2010 Annual Report Cinema City International NV (CCI)

Israel Greidinger (1961, Israeli nationality)

Israel Greidinger joined the Company in 1994 and was appointed Chief Financial Officer of the Company in 1995. Since that time, he has held executive positions with the Company with substantially the same responsibilities as he presently maintains. Mr Greidinger has also served as a director of Israel Theatres Ltd. since 1994. From 1985 to 1992, Mr Greidinger served as Managing Director of C.A.T.S. Ltd. (Computerised Automatic Ticket Sales), a London company, and from 1992 to 1994, he was President and Chief Executive Officer of Pacer Cats Inc. He is the brother of Moshe Greidinger and the son of Coleman Greidinger. His current term as Managing Director of CCI expires in June 2012.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 5. Curriculum vitae Mr. Ronen Ashkenazi

Family name: Ashkenazi
Given names: Ronen
Year of birth: 1963
Nationality: Israeli citizen

Education

See annex 5a for details

Professional Experience

See annex 5a for details

Interest in the Company

Mr. Ashkenazi holds no (securities) interest in the Company.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 5a Ronen Ashkenazi

Ronen Ashkenazi (1963) is the CEO and co-owner of Gazit Globe Israel (Development) Ltd., the daughter company of Gazit-Globe Ltd., a leading international real estate investment company listed on the Tel Aviv Stock Exchange (TASE:GLOB).

Gazit Globe Israel is one of Israel's leading real estate companies in the field of shopping centers. The company is involved in both acquisitions and developments of shopping centers in Israel as well as in Bulgaria and Macedonia.

Ronen is also a director on the Board of Citycon Oyj, a property investment company specialized in retail premises in Finland, Sweden and the Baltic countries.

Prior to founding Gazit Globe Israel, Mr. Ashkenazi was the CEO and co-owner of two structural engineering and project management companies which he founded (ANAV 3 and Rokach Ashkenazi Engineers). Among his work, Mr. Ashkenazi was the project manager for two major developments for the City of Tel Aviv - the new Habima - the National Theater of Israel and the shopping and entertainment area of the Tel Aviv port.

From 1989 to 1992, he worked as an engineer at Yaron Shimoni Shaham.

With more than 25 years of experience in Israel's real estate industry, Mr. Ashkenazi participates in the International Council of Shopping Centers (ICSC) and is often invited to speak in Universities and professional conventions.

Mr. Ashkenazi holds a degree in civil engineering from Haifa Technion University.

Mr. Ashkenazi resides in Tel Aviv with his wife and two sons.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 6. Curriculum vitae Mr. Wilbert van Twuijver

Family name: Van Twuijver
Given name(s): Willibrordus Oscar Cornelis Maria
Year of birth: 1957
Place of birth: Rotterdam
Nationality: Dutch
Place of Residence: Rotterdam

Education

1977 Atheneum St. Franciscus College, Rotterdam
1984 - 1987 School of Economics, Erasmus University, Rotterdam
1990 Register Accountant, member NIVRA (Dutch Institute of Chartered Accountants)

Professional experience

1989 - 1995 Accountant PricewaterhouseCoopers (formerly Coopers & Lybrand)
1995 - 2000 Various controller en management positions Robeco Groep, Rotterdam
2000 - present Partner Freeland Group, Rotterdam
present Managing director European Assets Trust NV, Global Equity High Yield Fund BV and DIM Vastgoed NV

Interest in the Company

Mr. Van Twuijver holds no (securities) interest in Ronson Europe N.V.



**RONSON EUROPE N.V.
SHAREHOLDERS CIRCULAR
DATED 19 MAY 2011**

Annex 7 Draft deed of amendment AoA

See Triptych prepared by De Brauw Blackstone Westbroek NV dated 13 May 2011 in separate pdf document