

ORCO GERMANY S.A.
Société Anonyme
40, Parc d'Activités Capellen
L-8308 Capellen
R.C.S. LUXEMBOURG **B 102254**
(hereinafter the «Company»)

<p align="center">Notice of Annual General Meeting of the Company to be held on April 18, 2008</p>

Dear Shareholders,

You are invited to attend the Annual General Meeting of Shareholders of the Company (hereinafter «Annual General Meeting») to be held at the registered office of the Company on April 18, 2008 at 3:00 p.m. and to vote on the following agenda:

- 1) presentation of the reports of the Board of Directors and of the statutory auditors (*Réviseurs d'Entreprises*);
- 2) presentation and approval of the consolidated accounts and annual accounts ending on December 31, 2007;
- 3) allocation of the results;
- 4) discharge to be granted to the members of the Board of Directors and to the statutory auditors for the year ending on December 31, 2007;
- 5) implementation of a shares repurchase program;
- 6) resignation of mandate;
- 7) appointment of new director;
- 8) miscellaneous.

Attendance to the Annual General Meeting:

- Shareholders wishing to attend the Annual General Meeting shall notify their intent at the latest on April 16, 2008 to the Company by fax (+352 26 47 67 67) or by email to the following persons: asemik@orcogroup.com or olansac@orcogroup.com;
- Shareholders wishing to be represented at the Annual General Meeting shall provide the representative of their choice with proxy including their voting instructions. Such proxy duly filled up with the shareholder name shall be provided to the Company at the latest on April 16, 2008. This notice and a proxy form will be available either at the registered office of the Company or by contacting us by fax (+352 26 47 67 67) or on the following website: www.orcogermany.de/investor-relations.html;
- Shareholders of bearer shares wishing to attend in person or represented at the Annual General Meeting shall also provide a statement of participation (*attestation de participation*), issued by the financial intermediary holding their securities, such statement indicating the number of shares held. The Shareholders who do not have this statement may not participate to the vote.

Withholding threshold:

- As reminded in Article 14 of the updated by-laws of the Company, 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 %, 25 %, 33 %, 50 % and 66 %. Shareholders who do not inform the Company will not be able to use their voting right on the Annual General Meeting.

Yours faithfully,

The Board of Directors

ORCO GERMANY S.A.
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