



**Griffin
Premium RE..**

GRIFFIN PREMIUM RE.. N.V.
(Incorporated in The Netherlands)
(Company number 67532837)
Website: <http://www.en.griffin-premium.com>
("Company")

NOTICE CONVENING EXTRAORDINARY GENERAL MEETING

PART I - CONVENING NOTICE FOR AN EXTRAORDINARY GENERAL MEETING OF THE COMPANY

The shareholders and other persons entitled to attend general meetings of the Company are invited by the board of directors ("**Board**") of the Company to attend an extraordinary general meeting of the Company on Monday, 11 September 2017, at 11:30 AM (CET) ("**EGM**"), to be held at Claude Debussylaan 15, 1082 MC Amsterdam, The Netherlands.

Registration will take place between 11:00 AM (CET) and the commencement of the EGM at 11:30 AM (CET). Once the EGM has started, registration will no longer be possible. The EGM shall be conducted in English.

This invitation has to be read in conjunction with:

- PART II** Agenda
- PART III** Explanatory notes to Agenda
- PART IV** General information
- PART V** Instructions and documents for participation and voting at the EGM
- Other** Abridged CV of each of the proposed members of the Board

Griffin Premium RE.. N.V.

The Management Board



PART II – AGENDA

AGENDA

- 1** Opening
- 2** Proposal to grant discharge to Ms. Dorota Wysokinska-Kuzdra as resigning member of the Board (**Resolution**)
- 3** Proposal for appointment of Ms. Claudia Pendred as non-executive director of the Company (**Resolution**)
- 4** Proposal for appointment of Ms. Malgorzata Turek as executive director of the Company (**Resolution**)
- 5** Proposal to adopt revised remuneration policy for the Board (**Resolution**)
- 6** Any other business
- 7** Closing



PART III – EXPLANATORY NOTES TO THE AGENDA

(1) Opening

(2) Proposal to grant discharge to Ms. Dorota Wysokinska-Kuzdra as resigning member of the Board (Resolution)

Ms. Dorota Wysokinska-Kuzdra, the former Chief Executive Officer of the Company, has voluntarily resigned as executive director of the Company with effect as per Friday, 28 July 2017.

It is proposed to the general meeting to grant a full and final discharge to Ms. Dorota Wysokinska-Kuzdra from liability for the performance of her duties as executive director of the Company.

(3) Proposal for appointment of Ms. Claudia Pendred as non-executive director of the Company (Resolution)

It is proposed to the general meeting to appoint Ms. Claudia Pendred as an additional non-executive director of the Board, for a term until immediately after the annual general meeting held in 2020, such in accordance with the nomination by the Board.

The details of Ms. Claudia Pendred (including her shareholding in the capital of the Company, if any) are included in her CV which shall be available on the Company's website as from Friday, 28 July 2017. The Board believes that Ms. Claudia Pendred is the appropriate candidate to be appointed as new non-executive director of the Company. Among other things, Ms. Claudia Pendred fits the Company's business profile well and will bring experience and expertise to the Company that will enhance the dynamic development of the Company's portfolio.

A copy of the proposed revised Board rotation schedule shall be available on the Company's website as from Friday, 28 July 2017.

(4) Proposal for appointment of Ms. Malgorzata Turek as executive director of the Company (Resolution)

It is proposed to the general meeting to appoint Ms. Malgorzata Turek as executive director of the Board, with the title of Chief Executive Officer, for an indefinite term, such in accordance with the nomination by the Board.



The details of Ms. Malgorzata Turek are included in her CV which shall be available on the Company's website as from Friday, 28 July 2017.

(5) Proposal to adopt revised remuneration policy for the Board (Resolution)

The Company intends to revise the current remuneration policy. It is proposed to the general meeting to adopt the revised remuneration policy for the Board (**Revised Remuneration Policy**), and a copy of the proposed Revised Remuneration Policy shall be available on the Company's website as from Friday, 28 July 2017. Once adopted, the Revised Remuneration Policy replaces the current remuneration policy. The amendments to the remuneration policy as included in the draft Revised Remuneration Policy are proposed in order to clarify the remuneration of executive directors.

(6) Any other business

(7) Closing



PART IV – GENERAL INFORMATION

Meeting documents

The agenda and explanatory notes thereto (as well as the other meeting materials mentioned in the notice) are available on the Company's website (<http://www.en.griffin-premium.com>) from Friday, 28 July 2017. These documents are also available for inspection at the registered office of the Company in the Netherlands (Claude Debussylaan 15, 1082 MC Amsterdam, the Netherlands), where copies may be obtained free of charge. If you wish to receive copies of the documents, please contact the Company by e-mail: ir@griffin-premium.com.

Attendance instructions

Record date and relevant register

Under Dutch law and the Company's articles of association, persons entitled to attend and, if applicable, to vote at the EGM are persons registered as such on Monday, 14 August 2017 ("**record date**") in one of the sub-registers designated for that purpose by the Board after all debit and credit entries have been made on the record date, regardless of whether the shares in the capital of the Company ("**shares**") are still held by them at the date of the EGM and in addition have registered themselves in the manner mentioned below. The sub-registers designated for holders of book-entry shares are the registers administered by Krajowy Depozyt Papierów Wartościowych S.A. (NDS) in respect of securities traded on the Warsaw Stock Exchange.

Attendance and voting rights in respect of securities traded on the Warsaw Stock Exchange

Persons holding securities reflecting the beneficial entitlement to shares that are held in their name in book-entry form ("**securities**"), who wish to attend and vote at the EGM, either in person or by proxy, have to register for the EGM as follows.

Proof of ownership statement

Persons holding securities, who wish to attend and vote at the EGM, either in person or by proxy, should instruct his/her relevant bank, brokerage or other intermediary to issue a statement confirming his/her holding of securities (including name, address and the number of securities held by the relevant holder on the record date) ("**proof of ownership statement**"). To receive information on formal requirements of, and documents to be submitted to, the relevant bank, brokerage or other intermediary in order to obtain a proof of ownership statement, all shareholders are advised to timely contact their brokers, banks or intermediaries.



Attendance in person or through proxy and voting instructions

A holder of securities can either (i) attend the EGM in person or through its authorised representatives or (ii) have itself represented at the EGM by a proxy holder.

A holder of securities who wishes to attend the EGM in person or through its authorised representatives must complete and sign the attendance, proxy and voting instruction form ("**attendance and proxy form**"). The attendance and proxy form shall be available on the Company's website from Friday, 28 July 2017. The holder of securities is requested to attach the proof of ownership statement and the other attachments as described on the attendance and proxy form to the completed and signed attendance and proxy form. As the holder of securities will attend the EGM in person or through its authorised representatives, the holder of securities does not have to complete the voting instructions on the attendance and proxy form.

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In the case of any doubt relating to the authorization of a holder of securities to participate in the EGM and admission thereto, the decision of the chairman of the EGM will be decisive.

Submitting documents to the Company

All authority to attend the EGM (consisting of the attendance and proxy form together with all attachments including the proof of ownership statement) should be submitted to the Company ultimately on **Thursday, 7 September 2017, at 11:30 AM (CET)**, (by email to: ir@griffin-premium.com) with the documents to follow by mail to the Company's address. The address and contact details for the Company are as set out below:

Griffin Premium RE.. N.V.
Claude Debussylaan 15
1082 MC Amsterdam
The Netherlands
Email: ir@griffin-premium.com

Admission

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Attendees may be asked to produce proof of identity together with a copy of the attendance and proxy form (with all attachments including the proof of ownership statement) and may be declined access in case such proof of identity together with a copy of the attendance and proxy form (with all attachments including the proof of ownership statement) is not produced. Forms of identification include valid identity documents, drivers licenses and passports. Each person entitled to vote or his proxy shall sign the attendance list.

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PART V – INSTRUCTIONS AND DOCUMENTS FOR PARTICIPATION AND VOTING AT THE EXTRAORDINARY GENERAL MEETING

GRIFFIN PREMIUM RE.. N.V.
 (Incorporated in The Netherlands)
 (Company number 67532837)
 Website: <http://www.en.griffin-premium.com>
 (“**Company**”)

ATTENDANCE, PROXY AND VOTING INSTRUCTION FORM

Attendance, proxy and voting instruction form for the extraordinary general meeting of shareholders of Griffin Premium RE.. N.V. on Monday, 11 September 2017, at 11:30 AM (CET) at Claude Debussylaan 15, 1082 MC Amsterdam, The Netherlands (“**EGM**”).

The undersigned,

Name :

 Title :

 Company :

 Address :

and

Name :

 Title :

 Company :

 Address :

confirm(s) that (*name of shareholder*) (“**Shareholder**”) is the holder of (*number*) securities reflecting the entitlement to Company shares.



1) Attendance

The Shareholder hereby confirms to intend to participate in the EGM:

in person / by means of its authorised representatives <i>(please have this form signed)</i>	
by means of its proxy <i>(please also complete "2) Proxy and voting instructions" below)</i>	

(Please indicate your choice by putting a cross ("X") in the relevant box).

2) Proxy and voting instructions

The Shareholder hereby grants a proxy to:

.....	
the chairman of the Company, and failing him, any other director / employee of the Company	

(Please (complete and) indicate your choice by putting a cross ("X") in the relevant box),

to be present at the abovementioned extraordinary general meeting of shareholders on behalf of the Shareholder, to sign the attendance registration forms, participate in deliberations, speak, exercise voting rights in respect of the shares in the Company to which the undersigned's securities relate in accordance with the instructions below, and do whatever the proxy holder may deem necessary, all with the authority of substitution. This proxy is governed by the laws of the Netherlands.

The proxy is granted with the following voting instructions:

Voting instruction (per Agenda item)			
	In favour	Against	Abstain
2 Proposal to grant discharge to Ms. Dorota Wysokinska-Kuzdra as resigning member of the Board			
3 Proposal for appointment of Ms. Claudia Pendred as non-executive director of the Company			
4 Proposal for appointment of Ms. Malgorzata Turek as executive director of the Company			
5 Proposal to adopt revised remuneration policy for the Board			

(Please (complete and) indicate your choice by putting a cross ("X") in the relevant box; please note that if the proxy voting instructions are not filled in, the proxy holder will vote in accordance with recommendations of the management board of the Company).



**Griffin
Premium RE..**

Signed at _____ on _____ 2017
Signature(s) _____

Assisted by (*where applicable*) (*state capacity and full name*) _____

TO BE ATTACHED TO THIS FORM:

1. copy of the proof of ownership statement (as defined in the convocation notice), including name, address and the number of securities held by the relevant holder on the record date;
2. copy of official ID document of authorised representatives that will represent the shareholder at the EGM or official ID document of the appointed proxy holder, if different than a management board member of the Company; and
3. all documents evidencing the authorisation of the representatives signing this form to sign this form on behalf of the shareholder and, if applicable, to grant further proxies (e.g. excerpts from the trade register and (an unbroken chain of) powers of attorney).



Notes

Meeting documents

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OTHER – ABRIDGED CV OF MAŁGORZATA TUREK

Małgorzata Turek, with over 20 years of experience in real estate sector accumulated while working for real estate investors and developers as well as for international law firms, is a renowned professional in asset management, acquisitions, and asset disposals.

Prior to joining Griffin Premium RE., a company that manages a high-class office and mixed use commercial properties, she had spent five years at various units of Skanska group in Poland and CEE.

While at Skanska, Ms. Turek first headed Skanska Property Poland's legal department and later on had moved to Chief Operating Officer position of Skanska group.

Also, she had been a member of management boards at Skanska's subsidiaries in Poland and CEE.

Ms. Turek graduated from the Law and Administration Department at the Jagiellonian University in Cracow. She is also a member of Bar Association in Poland.

Ms. Turek is not a shareholder of Griffin Premium RE.. N.V.



OTHER – ABRIDGED CV OF CLAUDIA PENDRED

Ms Claudia Pendred has over 25 years of experience of investments and financing throughout Central and Eastern Europe, South Eastern Europe and North Africa.

Previously she was a Director for Property & Tourism at the European Bank for Reconstruction and Development (EBRD), where she expanded the bank's property activities into new countries and new products. Before that she was the EBRD Director for Romania and was based in Bucharest. Prior to the EBRD, Ms Pendred worked at N.M. Rothschild & Sons, where most recently she was Director of Corporate Finance, focused on Central and Eastern Europe. Earlier on, she worked at J. Henry Schroder Wagg & Co in their International Finance Department and before that she worked with the World Bank in Washington DC.

Ms Pendred is and has been on several Boards and Investment Committees including various property funds.

Ms Pendred holds an MBA from INSEAD Business School, an MA from Harvard University and a BA from the University of Oxford.

Ms Pendred is not a shareholder of Griffin Premium RE.. N.V.



OTHER – AMENDED REMUNERATION POLICY

REMUNERATION POLICY

Griffin Premium RE.. N.V.

This remuneration policy (**Remuneration Policy**) as proposed by the board of directors (**Board of Directors**) of Griffin Premium RE.. N.V. (**Company**), is adopted by the Company's general meeting (**General Meeting**) on [DATE] 2017 and replaces the previous adopted remuneration policy.

Pursuant to the articles of association of the Company, the Board of Directors has the authority to determine the remuneration of the executive members of the Board of Directors (**Executive Directors**), within the scope of the Remuneration Policy. The General Meeting has the authority to determine the remuneration of the non-executive members of the Board of Directors (**Non-Executive Directors**), within the scope of the Remuneration Policy. The Executive Directors shall not participate in the deliberations and decision-making regarding the determination of the remuneration of the Executive Directors. A proposal with respect to a remuneration scheme in the form of shares in the capital of the Company or rights to shares in the capital of the Company shall be submitted by the Board of Directors to the General Meeting for its approval. Such proposal must set out at least the maximum number of shares in the capital of the Company or rights to shares in the capital of the Company that may be granted to members of the Board of Directors and the criteria for granting or amendment.

The Remuneration Policy is aimed at attracting, motivating and retaining highly qualified executives and rewarding member of the Board of Directors with a balanced and competitive remuneration package that is focused on sustainable results and is aligned with the Company's long-term strategy.

The Company's remuneration framework applies to the Non-Executive Directors and to the Executive Directors. The later in their capacity as (i) director of the Company, (ii) as employee of one or more subsidiaries of the Company (together with the Company, the **Group** and each a **Group Company**), or (iii) in connection with services rendered to one or more Group Companies.

The remuneration of the Executive Directors as such is based on a fixed annual fee only. In addition, pursuant to employment or service agreements entered into with one or more Group Companies, Executive Directors will be eligible to both fixed and variable compensation, including equity-based incentives.

The remuneration of the Non-Executive Directors is based on a fixed annual fee.

1 Remuneration framework

Pursuant to the Remuneration Policy, the remuneration of the members of the Board of Directors will consist of the following components which are discussed in more detail below:



- fixed annual base salary;
- short-term variable pay in cash;
- long-term variable pay in the form of shares;
- fringe benefits; and
- severance payments.

1.1 Fixed annual base fee

Executive Directors

The Executive Directors as such, as well as in connection with their employment with, or services rendered to, any of the Group Companies, are entitled to an annual fixed remuneration. In this respect the annual fixed remuneration of Rafał Pomorski shall amount to a gross amount of PLN 420,000, of which up to a maximum gross amount of PLN 175,000 as to be determined shall be in connection with his role of Executive Director as such, and the annual fixed remuneration of Małgorzata Turek shall amount to a gross amount of PLN 840,000, of which up to a maximum gross amount of PLN 200,000 as to be determined shall be in connection with her role of Executive Director as such.

Non-Executive Directors

The current annual compensation of the Non-Executive Directors is as follows:

- (a) Non-Executive Director: EUR 20,000;
- (b) membership committee of the Board of Directors: EUR 5,000 (per committee).

1.2 Annual variable remuneration

Executive Directors

The Executive Directors are entitled to an annual performance related variable compensation in connection with their employment with, or services rendered to, one or more Group Companies. The objective of the annual variable remuneration in cash (**Performance Payment**) is to ensure that the Executive Directors in connection with their employment with, or services rendered to, one or more Group Companies, will be focused on realising Group-wide and personal operational objectives leading to longer term value creation. The Performance Payment will be paid out when predefined targets are realised, while the maximum Performance Payment may be paid out in case of outperformance of the predefined targets. If realised performance is below a certain threshold level, no Performance Payment will be paid out.

Małgorzata Turek

Commencing with the 2017 financial year, Małgorzata Turek will be entitled to receive a Performance Payment in the gross amount of up to PLN 350,000, provided that the key performance indicators set out in the annual budget of the Group outlining the financial and other targets for the Group and its management have been met. Such indicators shall include, among others, the amount of dividend of the Company per share, the amount of funds from operations and the amount of per share net asset



value of the Group. The Performance Payment will be payable following the approval of the Company's audited financial statements for the financial year to which such Performance Payment relates, however, not earlier than on 31 March of the subsequent year.

Rafał Pomorski

Commencing with the 2017 financial year, Rafał Pomorski will be entitled to receive a Performance Payment in the gross amount up to PLN 125,000 for the financial year 2017 and up to PLN 250,000 as of the financial year 2018; provided that the key performance indicators set out in the annual budget of the Group outlining the financial and other targets for the Group and its management have been met. Such indicators shall include, among others, the amount of dividend of the Company per share, the amount of funds from operations and the amount of per share net asset value of the Group. The Performance Payment will be payable following the approval of the Company's audited financial statements for the financial year to which such Performance Payment relates, however, not earlier than on 31 March of the subsequent year.

Non-Executive Directors

The Non-Executive Directors will not be entitled to a variable remuneration.

1.3 Long-term incentive program

Executive Directors

The Group will introduce a long-term incentive program for the Executive Directors in connection with their employment with, or services rendered to, one or more Group Companies, under which, instead of receiving the Performance Payment they will have an option to acquire shares in the Company or will be entitled to similar instruments that will allow the Executive Directors to obtain the financial result as if they purchased shares in the Company. The Executive Directors will be required to invest at least 50% but not more than 150% of their annual Performance Payment into the long-term incentive program.

The objective of the long-term incentive program in the form of shares in the capital of the Company is to encourage the long-term commitment and retention of the Executive Directors. It further drives and rewards sound business decisions for the Group's long-term health, and aligns the Executive Directors and shareholder interests.

Non-Executive Directors

The Non-Executive Directors will not be entitled to long-term variable remuneration in the form of shares in the capital of the Company.

1.4 Fringe benefits

Executive Directors



The Executive Directors will be entitled to customary fringe benefits, such as expense allowances (including for the use of a private or leased car) and reimbursement of costs, in connection with their employment with, or services rendered to, one or more Group Companies.

Non-Executive Directors

The Non-Executive Directors will be entitled to reimbursement costs.

1.5 Severance arrangements

Executive Directors

The service agreements of the Executive Directors with the Company provide for non-compete obligations during the term of the services agreements, as well as for 12 months following their termination. During the non-compete period following the termination, the Executive Directors will be entitled to receive monthly base remuneration for each month of the non-compete period.

Non-Executive Directors

The Non-Executive Directors will not be entitled to severance arrangements.

2 Adjustments to variable remuneration

In line with Dutch law, the variable remuneration of the members of the Board of Directors may be reduced or members of the Board of Directors may be obliged to repay (part of) their remuneration if certain circumstances apply, which are summarised below:

- (a) Test of reasonableness - pursuant to Dutch law, any variable remuneration (to the extent subject to reaching certain targets and the occurring of certain events) awarded to a member of the Board of Directors may be adjusted by the Board to an appropriate level if payment of the variable remuneration were to be unacceptable according to the criteria of reasonableness and fairness;
- (b) Claw back - in addition, the Board will have the authority under Dutch law to recover from a member of the Board of Directors any variable remuneration awarded on the basis of incorrect financial or other data, or other circumstances of which the variable remuneration is dependent;



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OTHER – TOTAL AMOUNT OF ISSUED SHARE AND VOTING RIGHTS

There are 156,133,179 issued shares and 156,133,179 corresponding votes can be cast.



OTHER – RETIREMENT AND RESIGNATION ROTA

Name	Date of first appointment	Date of latest re-appointment	Date of upcoming re-appointment
Przemysław T. Krych	23 March 2017	n/a	AGM 2021
Maciej Dyjas	23 March 2017	n/a	AGM 2021
Nebil Senman	23 March 2017	n/a	AGM 2021
Karim Khairallah	23 March 2017	n/a	AGM 2020
Marcus M.L.J. van Campen	13 April 2017	n/a	AGM 2020
Andreas Segal	13 April 2017	n/a	AGM 2020
Thomas Martinus de Witte	13 April 2017	n/a	AGM 2021
Claudia Pendred	n/a	n/a	AGM 2020