

## **Convocation General Meeting of Shareholders**

Shareholders are hereby invited to attend the General Meeting of Shareholders (the **GM**) of Curcas Oil N.V. (the **Company**), to be held on 30 January 2012 at 10:00 hrs. The meeting will be held at the offices of the Company, Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands.

### **Agenda**

- (1) Opening and general information
- (2) Minutes AGM 27 May 2011
- (3) Report on the financial year 2010
  - (a) Report of the Management
  - (b) Adoption of the annual accounts for the financial year 2010\*
  - (c) Determination and allocation of the profits for the financial year 2010\*
  - (d) Granting of discharge to the members of the management board for their management for the financial year 2010\*
  - (e) Granting of discharge to the members of the supervisory board for their supervision for the financial year 2010\*
- (4) Appointment of the auditor for the financial year 2011\*
- (5) Proposal to publish the annual report exclusively in the English language\*
- (6) Proposal to designate the management board of the Company as the competent body to (i) issue shares and (ii) to limit or exclude the pre-emptive rights of current shareholders to the management board of the Company\*
- (7) Proposal to approve the issuance of new shares to a new investor in the Company\*
- (8) Any other business and closing of the GM

\* Items put on the agenda for voting. The other items are on the agenda for discussion only.

All documents prepared for the purpose of the GM including the agenda, the explanatory notes thereto, the 2010 annual accounts and the preliminary advice of the supervisory board relating thereto and other relevant documents required by the applicable provisions of Dutch law and other relevant rules and regulations relating to the GM will be made available for inspection in accordance with article 33 paragraph 3 of the articles of association of the Company at the Company's offices at Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands, and are published on the Company's website ([www.curcas-oil.com](http://www.curcas-oil.com)).

### **Instructions for participation of shareholders**

The shareholders who wish to attend the GM in person or who are represented by proxy, must request the bank or other financial institution where their shares are registered, to register the shares they hold as being deposited. The shareholders will receive a certificate of the bank (or other financial institution where their shares are registered) showing the number of shares in the capital of the Company that the shareholder holds at the time of the GM and shall hold until after the GM.

The shareholders who wish to attend the GM must notify the Company of their intention to participate in the GM by sending the aforementioned certificate ultimately on 27 January 2012, to Curcas Oil N.V., for the attention of Richard Verwer, Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands.

The registration certificate serves as a certificate for admittance to the meeting.

### **Voting instructions**

The shareholder who does not wish to attend the meeting in person may grant a power of attorney in writing and give voting instructions to a third party to attend the GM and vote on such shareholder's behalf at the meeting.

A proxy holder, who is acting as such on behalf of a shareholder, is admitted to the meeting if the power of attorney granted to him in writing is in the Company's possession ultimately on 27 January 2012.

### **Admittance registration**

Registration for admittance will take place on the day of the GM as from 9:30 hrs. until commencement of the GM at 10:00 hrs. After this time registration is no longer possible. Those entitled to attend the meeting can be requested to produce means of identification prior to admittance to the meeting and should therefore bring with them a valid proof of their identity (such as a passport or drivers license).

The management board of the Company, 13 January 2012.