

**ROMREAL LTD.**  
(the "Company")

**NOTICE**

**NOTICE IS HEREBY GIVEN** that the 2015 Annual General Meeting of the Company will be held at Burnaby Building, 16 Burnaby Street, Hamilton, HM11, Bermuda on 24 April 2015 at 1.00pm (local time), or as soon as possible thereafter, for the following purposes:

**AGENDA**

**ORDINARY BUSINESS**

1. To elect a Chairman, if necessary.
2. Notice and quorum.
3. To consider previous minutes and/or written resolutions of the Shareholders.
4. Presentation of Annual Report, Auditor's Report and Financial Statement for the financial year ended 31 December 2014.
5. To appoint Ernst & Young as Auditors until the close of the next Annual General Meeting and refer remuneration of the Auditors to the Board of Directors.
6. To consider the election of the Directors as follows:
  - (a) Determine the number of Directors to be up to a maximum of EIGHT (8);
  - (b) Elect directors for the ensuing year:

Kjetil Gronskag  
Jonas N. Bjerg  
Arve Nilsson  
Lacramioara Isarescu  
Arne Reinemo
  - (c) Authorise the Directors to fill any vacancies on the Board as and when they deem fit;
  - (d) Authorise the Directors to appoint Alternate Directors as and when they deem fit;

- (e) Consider fees payable to the Director(s) of EUR 1,500 per quarter. Directors Kjetil Gronskag, Jonas N. Bjerg, and Arve Nilsson abstain from any fees in case they are being re-elected.

9. Any other business.

**BY ORDER of the Board**

**Richard Hartley**  
**Secretary**

Dated: 3<sup>rd</sup> April 2015

To: Shareholders

cc: Directors

*RomReal Ltd. has an authorised share capital of €270,000 divided into 108,000,000 shares, each with a par value of €0.0025. Each share carries one vote at the Company's General Meetings. The shareholders have the right to attend the General Meeting, either in person or by proxy. The shareholders have the right to be accompanied by an advisor and give such advisor the right to speak. Shareholders who wish to be represented by a proxy must deliver a dated and signed proxy form.*

*Shareholders who wish to participate in the 2015 Annual General Meeting are requested to return the enclosed proxy form to DNB Bank ASA via e-mail in PDF format to [vote@dnb.no](mailto:vote@dnb.no), by post to DNB Bank ASA, Registrars Dept., P.O. Box 1600 Sentrum, 0021 Oslo, Norway, to be received no later than 18.00 Norwegian Time on 22 April 2013.*