

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF
GENEBA PROPERTIES N.V.
(appointment Mr Meinel)

Date: 28 November 2013

The following constitute the minutes of the extraordinary general meeting of shareholders of Geneba Properties N.V., having its official seat (*statutaire zetel*) in Amsterdam, the Netherlands, registered with the Dutch trade register under number 58355103 (the **Company**), held in Amsterdam, the Netherlands, on the date first written above.

In these minutes the **Plan Implementation Date** has the meaning given to this term in the Third Joint Amended and Restated Plan of Compromise and Reorganization pursuant to the Canadian Companies' Creditors Arrangement Act, filed by Homburg Invest Inc. and Homburg Shareco Inc. on 3 June 2013, which plan was sanctioned and approved by the Superior Court of Québec Canada (Commercial Division) on 5 June 2013 (as amended from time to time)

ATTENDANCE

See Attendance list (Annex)

No members of the supervisory board of the Company (the **Supervisory Board**) are present at the meeting. In accordance with article 36.3 of the articles of association of the Company (the **Articles**), Mr P.P.G. de Jong was unanimously appointed by the meeting as chairperson.

1 Opening

The chairperson opens the meeting and establishes that the entire issued capital of the Company is represented and that all persons entitled to attend meetings of shareholders are present or represented at the meeting so that valid resolutions may be adopted in respect of all matters coming up for discussion, provided they are adopted unanimously, even though the requirements relevant to the convening and holding of general meetings of shareholders have not been met. The chairperson appointed Mr M.A.H. van Deursen as secretary of the meeting.

The chairperson states that the management board of the Company (the **Management Board**) has advised that the members of the Supervisory Board not present at this meeting, have been given the opportunity to advise on the subjects to be raised for discussion in this meeting.

2 Resolutions

The chairperson then opens the discussion on the following subjects:

- a. Mr P.P.G. De Jong has delivered a statement of resignation as member of the Management Board, subject to and effective per the date Mr W.A. Meinel becomes a member of the Management Board.

It is proposed to the meeting to accept the resignation of Mr De Jong as member of Management Board as per the date described above and to grant full discharge to Mr De Jong for his management of the Company until the date of this meeting.

The chairperson establishes that the proposal referred to above under a is unanimously adopted by the meeting.

- b. In accordance with Article 15.2 of the Articles, the Supervisory Board has nominated Mr W.A. Meinel as member of the Management Board. The Supervisory Board has confirmed that Mr W.A. Meinel fits within the function profile of members of the Management Board.

It is proposed to the meeting to appoint Mr W.A. Meinel for a period ending on the date of the Company's annual general meeting in 2017 as member of the Management Board, subject to and effective per the latest of (i) the date approval has been granted by the Netherlands Authority for the Financial Markets (*Autoriteit Financiële Markten*) for the appointment of Mr W.A. Meinel, or (ii) the day following the Plan Implementation Date.

The chairperson establishes that the proposal referred to above under b is unanimously adopted by the meeting.

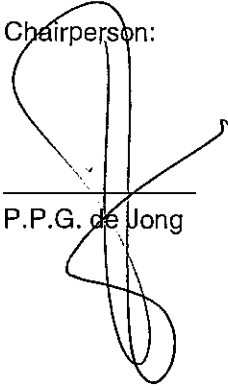
The chairperson establishes that the members of the Management Board present at the meeting have been given the opportunity to advise on the subjects discussed in the meeting.

No more business being before the meeting, the chairperson closes the meeting.

A copy of these minutes will be sent to the Management Board in order to enable the Management Board to keep record of the resolution adopted.

These minutes are adopted on the date first written above by the chairperson and the secretary of the meeting and as evidence thereof are signed by them.

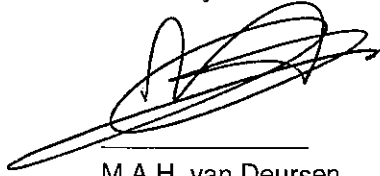
Chairperson:



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P.P.G. de Jong

Secretary:



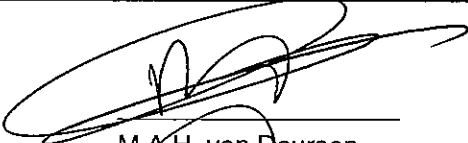
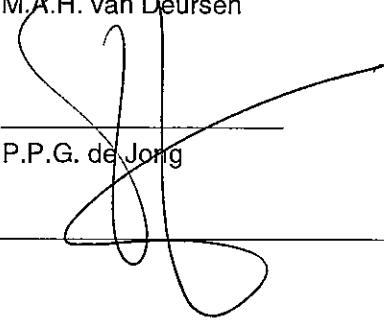
A handwritten signature in black ink, consisting of several overlapping loops and a horizontal line at the bottom.

M.A.H. van Deursen

ANNEX**ATTENDANCE LIST** of the general meeting of Shareholders of:

Geneba Properties N.V., having its official seat (*statutaire zetel*) in Amsterdam, the Netherlands, registered with the Dutch trade register under number 58355103, held in Amsterdam, the Netherlands, on 28 November 2013.

Shareholder:

Name	number of shares / votes	signatures
Stichting Oprichting Geneba Properties	2,250,000 / 2,250,000	 M.A.H. van Deursen  P.P.G. de Jong