

**RONSON EUROPE NV**  
**2011 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**FORM OF PROXY**

The undersigned,

Name .....  
 Title .....  
 Company .....  
 Address .....  
 and  
 Name .....  
 Title .....  
 Company .....  
 Address .....

**confirm(s)** that .....(name of shareholder)  
 (the “**Shareholder**”) is a holder of .....(number) ordinary bearer shares  
 in Ronson Europe N.V. with its corporate seat in Rotterdam, The Netherlands (the “**Company**”)

**and hereby authorizes, with the right of substitution:**

*tick box*

1.	Mr. <b>Wilbert.O.C.M. van Twuijvert</b> and Mr. <b>Timotheus C. Koster*</b> ; each individually	
2.	Mr/Ms....., holder of passport / identity card No....., a copy of which is attached to this form,	

*(\*Mr. Wilbert .O.C.M. van Twuijvert and Mr. Timotheus C. Koster will act as a proxy designated by the Company for the purpose of the 2011 Annual General Meeting; Please tick box No. 1 if you wish to authorise the proxy designated by the Company to represent you at the 2011 Annual General Meeting or please tick box No. 2 if you are represented at the 2011 Annual General Meeting by your own proxy. The proxy will be authorized to designate an other person to act as proxy with due observance with the terms and restrictions of the original proxy)*

to represent the Shareholder at the occasion of the 2011 Annual General Meeting of Shareholders of the Company to be held on 30 June 2011 at 10 am in Rotterdam at 210-212 Weena, the Netherlands (the “Meeting”), and not limiting the generality of the foregoing, to attend and address the Meeting, to sign the register of attendance and to vote on behalf of the Shareholder in accordance with the voting instructions below.

## PROXY VOTING INSTRUCTIONS

Annual General Meeting of Shareholders of Ronson Europe N.V. to be held on 30 June 2011 at 10 am in Rotterdam at 210-212 Weena, The Netherlands:

Agenda item	In favor	Against	Neutral
<b>Item 3 of the Agenda</b> Adoption of the annual accounts for the financial year 2010			
<b>Item 5 of the Agenda</b> Appropriation of net profit for the financial year 2010			
<b>Item 6 of the Agenda</b> Discharge from liability of the members of the Board of Managing Directors for the management during the financial year 2010			
<b>Item 7 of the Agenda</b> Discharge from liability of the members of the Board of Supervisory Directors for the supervision during the financial year 2010			
<b>Item 8 of the Agenda</b> Authorization of the Board of Supervisory Directors to appoint the Company's external auditor for the financial year 2011			
<b>Item 10 of the Agenda</b> (Re-) appointment) of four members of the Board of Supervisory Directors			
a) Re-appointment of Mr. M. Segall as member of the Board of Supervisory Directors			
b) Re-appointment of Mr. R. Shilhav as member of the Board of Supervisory Directors			
c) Appointment of Mr. A. Mientkavich as member of the Board of Supervisory Directors			
d) Appointment of Mr. P. Kowalczyk as member of the Board of Supervisory Directors			
<b>Item 11 of the Agenda</b> Appointment of two members of the Board of Managing Directors			
a) Appointment of Mr. I. Greidinger as Managing Director B and member of the Board of Managing Directors			
b) Appointment of Mr. R. Ashkenazi as Managing Director B and member of the Board of Managing Directors			
<b>Item 12 of the Agenda</b> Amendment of the Company's articles of association in accordance with the draft dated 13 May 2011 prepared by De Brauw Blackstone Westbroek NV and authorization of any and all members of the managing board of the Company as well as any and all civil-law notaries, associates and paralegals practicing with De Brauw Blackstone Westbroek N.V. to draw up the draft of the required notarial deed of amendment of the articles of association, to apply for the required ministerial declaration of no-objection, as well as to execute the notarial deed of amendment of the articles of association			

Please indicate your instruction by putting a cross ("X") in the relevant box. For a full description of the proposed resolution and an explanation thereto, shareholders are advised to take cognizance of the Shareholders Circular dated 19 May 2011

[SIGNATURE]

Name: .....

Position: .....

Place: .....

Date: .....

[SIGNATURE]

Name: .....

Position: .....

Place: .....

Date: .....

**ATTACHMENTS:**

1. original registered depository certificate issued by the custodian bank or investment firm operating the Shareholder's investment account on which his/her shares held in the Company are registered, if not deposited with the Company before (\*); and
2. copy of official ID document of proxy holder if different than VAN TWUIJVER or KOSTER and/or
3. all documents evidencing the rights of individual(s) signed under this form of proxy to represent the Shareholder (such as excerpt from the trade register or powers of attorney).

**PLEASE NOTE THAT IF THE PROXY VOTING INSTRUCTIONS ARE NOT FILLED IN THE PROXY WILL VOTE IN ACCORDANCE WITH RECOMMENDATIONS OF THE BOARD OF MANAGING DIRECTORS OF THE COMPANY. NOTE: THIS PROXY IS ONLY VALID IF THE NAME OF THE SHAREHOLDER IN THIS FORM OF PROXY IS THE SAME AS THE NAME OF THE SHAREHOLDER IN THE REGISTERED DEPOSITORY CERTIFICATE**

*(\*) please note that the original registered depository certificate shall be deposited at the Company's offices in Poland or in the Netherlands not later than on 27 June 2011 by noon local time; for detailed information please refer to the convening notice posted on the Company's website [www.ronson.pl](http://www.ronson.pl) on 19 May 2011 and published in Het Financieele Dagblad, or to the Company's current report No7/2011*