

LETTER TO THE SHAREHOLDERS



“ I invite you to join me in supporting and promoting Orco’s Safeguard Plan. Do not allow predators with hidden, private interests to destabilize our company. Thank you for voting FOR the continuation of the board of directors and AGAINST their dismissal. ”

Dear Shareholders,

The General Assembly to be held on April 26th, 2010 in Luxembourg is particularly important. The stakes are high and you have a choice between the continuation of your group and a hostile take-over bid by a group of minority shareholders.

This exceptional General Assembly was convened by this isolated group of shareholders. They hold only 10.09% of shares while seeking to control and run the company beginning April 27th.

The Safeguard Procedure Plan was put in place with the principal objective to allow the Orco group, of which you are a stakeholder, to get through the worldwide crisis all while preserving your interests. This Safeguard Plan was drawn up by the group, under the aegis of a court-appointed administrator and receiver, and will soon be submitted to the Paris Commercial Court. It contains sections setting forth both the operational and strategic restructuring, whose implementation is actually underway, as well as a section outlining financial restructuring.

This Plan represents the best possible compromise for all interested parties whether they be shareholders, creditors, clients, suppliers, partners, or regulatory bodies. This Plan offers true perspectives: Orco will be able to adapt the rate of its repayments to that of property markets; its financial charges will be adapted to its repayment capacity; and in the first years of the plan, the Plan will allow necessary investments towards a gradual discharge of all liabilities. The capital increase that was recently transacted with leading investors and entrepreneurs, confirms the viability of our restructuring Plan and our management.

I can assure you that Orco’s team of seasoned professionals and I are 100% percent committed to the rapid implementation of the restructuring Plan and the continuation of some 30 real estate projects.

It is within this context, that I must warn you about those are maneuvering to destabilize our group, at this crucial moment in the company’s life. This group, which represents several private interests acting in concert, does not propose any injection of capital nor a restructuring plan.

How can we allow them to take control of the company of which they have no knowledge, not to mention no knowledge of real estate or Central Europe, without making a public take-over bid?

YOU, alongside several small shareholder’s associations, the Orco team that has built this company over the last 20 years, and myself as founder and shareholder, TOGETHER we can vote to support and promote Orco’s Safeguard Plan by renewing our confidence in the actual management. Do not let vested interests take control of your assets:

- Vote “AGAINST” resolutions 9-28!
- Vote “FOR” resolutions 29-42!

Jean-François OTT
Chairman and CEO
Orco Property Group S.A.