

In-house translation – the English version is for convenience only and in case of any discrepancy, the Swedish text will prevail.

**NOTICE FOR ANNUAL GENERAL MEETING OF SHAREHOLDERS
in Reinhold Europe AB (publ), 556706-3713**

The shareholders of Reinhold Europe AB (publ) , 556706-3713 , are hereby invited to attend an Annual General Meeting of shareholders, also the first control meeting, 26 of June 2014 at 16.00 at Nybrogatan 59, Stockholm .

To be entitled to attend the Meeting , shareholders must be recorded in the share register maintained by Euroclear Sweden AB by 19 of June 2014 and must also notify the company of their attendance no later than 16.00 on the day of the meeting. Notification must be made in writing either by mail to Reinhold Europe AB, address Gamla Brogatan 32, 111 20 Stockholm, or by email to register@reinholdint.com . The notification should include the name, personal number / corporate number, address , telephone number , number of shares held and, where applicable, representatives and counsellors participating .

Shareholders may be accompanied by one or two counsellors, but only if the shareholder has given notice under the preceding paragraph .

Proxies and representatives of legal entities are requested, in good time before the meeting, submit to the company the original of power of attorney, certificates of incorporation and other authorization documents.

Shareholders whose shares are registered in order to be entitled to attend the meeting request temporary entry in the share register maintained by Euroclear Sweden AB in their own name. This procedure, so - called voting rights registration, must be completed by 19 of June 2014, which means that shareholders in advance of that date must inform the nominee.

The total number of shares in the Company is 7,000,000 , of which 900 000 Series A shares with voting rights of ten (10) and 6,100,000 million in Series B voting power of one (1). Total number of votes is 15,100,000.

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Proposed Agenda

§1 Opening of the meeting and election of Chairman and appointment of keeper of the minutes

§2 Preparation and approval of voting list

§3 Approval of agenda

§4 Appointment of one or two persons who verify the minutes

§5 Determination of whether the meeting has been duly convened

§6 Presentation of the Annual Report, Audit Report and the Consolidated Audit Report for 2013

§7 Resolution on adoption of the income statement and balance sheet and consolidated income statement and consolidated balance sheet for 2013

§8 Resolution on the appropriation of the profit or loss according to the adopted balance sheet for 2013

§9 Resolution on the discharge of the directors and chief executive officer.

§10 Determination of the number of directors and deputy directors and, where applicable, the number of auditors and deputy auditors

§11 Determination of remuneration for the Board and, where applicable, the auditors.

§ 12 Election of Board members and deputy Board members and, where applicable, auditors and deputy auditors

§ 13 The Board's proposal for a new offset issue directional issue under Chapter 13, § 35 of the Companies Act directed person in a senior position. The Company is a public company (publ). A valid resolution as proposed in § 13 requires the support of shareholders representing at least 9/10 of both the votes and the shares represented at the General Meeting.

§ 14 Authorization for the Board to make new issue of shares pursuant to Chapter 13 § 35 of the

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Companies Act.

§ 15 Presentation of the control balance sheet per 31 December 2013 together with the auditor's statement.

§ 16 Resolution whether the company shall enter in to liquidation or continue the business operations.

§17 Resolution from the Board to change the Articles of association, §1 change the company name, §2 change of registered office, §3 change of business operation and added the alternative location where shareholders' meeting can take place.

The Company is a public company (publ. In order to be valid, the resolution in §17 shall be adopted by 2/3 of both the attending shares as well as the votes representing the shares at the annual general meeting and votes are required to pass the resolution.

§18 Closing of the meeting

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Proposed resolutions

Proposed resolution by the Board of directors in § 1

The Board will present the proposal of the Chairman before the General Meeting begins.

The Board's proposal under § 8

The Board of Directors proposes that no dividend for the 2013 financial year be paid and that the company's loss is carried forward.

The Board's proposal under § 11

The board proposes that remuneration payable for 2014 to the chairman of the board of directors shall be SEK 50,000 and SEK 30,000 to each of the other board members. The auditor shall be remunerated on approved invoice.

The Board's proposal under § 12

The Board proposes that the following persons be elected as directors:

Re-election:

- Padraic Coll*
- Grzegorz Golec*
- Waldemar Tevnell*

New election:

- Lars Wikström, 610706-7032*
- Lars Malmgren, 561217-4051*

The Board also proposes that Lars Wikström is elected chairman of the board.

The Board's proposal under § 13

The Board proposes that the Meeting decides to make a new offset issue directed to persons in the company senior management position and to be made with deviation from the shareholders' preferential conditions subject to 13 § 7 of the Companies Act. The issue shall be carried out with consideration given to Chapter 16, § 2 and § 8 of the Companies Act.

The issue may result in an increase in the company's share capital by a maximum of 190 800 Euro by an overall increase in the number of shares by a maximum of 3.6 million shares. The new shares will be issued at an amount at the day of issuance equal to 0.50 PLN per share, converted into the currency Euro. The issue shall involve B shares. The reason for the deviation from the shareholders' preferential rights is to widen the circle of owners and to capitalize the company.

Meeting's resolution is valid only if it is supported by shareholders representing at least 9/10 of both the votes cast and the shares represented.

The Board's proposal under § 14

The Board proposes that the Meeting authorize the Board, on one or several occasions until the next annual meeting, with or without preferential rights for shareholders, issue new shares for cash and/or with provision for set-off or otherwise in accordance with Chapter 13 Section 7 § Companies Act.

The issue may result in an increase in the company's share capital by a maximum of 689 000 Euro by an overall increase in the number of shares by a maximum of 13 000 000 shares. The issue can be extended to B shares and be made in cash or by offset. The authorization shall be within the above framework to be utilized on one or more occasions. The new shares shall, in deviation from the preferential rights are issued at an amount at issuance shall be equal to 0.50 PLN per share, converted into the reporting currency Euro. The Meeting proposed to authorize the Board, the President or the person the Board will appoint, to make minor adjustments that may be required for registration of the resolutions. New issues of shares pursuant to the authorization may be to capitalize the company for the purchase of real estate or real estate companies, and to safeguard the company's future working capital needs or to restore the

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company's equity. The reason for the deviation from the shareholders' preferential rights is to broaden the ownership group.

The Board's proposal under § 16

The decision whether the company should go into liquidation or continue operations.

The Board of Directors of the Company have prepared a balance sheet per the 31 December 2013 according to Chapter 25 . 13 and 14 § Companies Act (2005:551) which has been audited by the Company's auditor, who also has issued his remarks on the same. The balance sheet shows that the company's equity is less than half of the registered share capital. For this reason the Directors are required to convene a general meeting (first control meeting) . If the company's equity at the time of the meeting did not amount to a minimum of the registered share capital , the general meeting shall consider whether the company should go into liquidation or continue operations , why the Board hereby makes the following recommendations;

The Board's primary proposal - continued operation

The Board is presently working on an action plan to ensure that the company's equity is restored. The plan means that the Board will begin discussions with existing shareholders but also external financiers about the addition of new capital, which includes new issuing shares, in order to restore the company's equity. Provided that the Board's action plan enables the company's equity to be restored , the Board proposes primarily that the company should not enter in to liquidation but should rather continue its operations. A decision on continued operation means that a general meeting shall be convened within eight months of the first control meeting to reconsider the question of whether the company should go into liquidation on the basis of a new balance sheet (second control meeting) . If the company's equity according to the balance sheet presented on the second control meeting does not amount to a minimum of the registered share capital , the company is obliged to enter into liquidation.

Board of Secondary proposals – liquidation

The Board is, despite the primary proposal to continue operations, required under the Companies Act to prepare a full proposal for a decision on a liquidation of the Company, to be submitted at the General Meeting. In relation thereto , the Board proposes , subject to that the present General Meeting decides that the company will not continue operations, as a secondary proposal that the Annual General Meeting authorizes the company to go into liquidation.

The reason for the board's secondary proposal is that the company's equity is less than the registered share capital in accordance with the Board's presented balance sheet as per the 31 December 2013. Should the General Meeting decide on liquidation, it is proposed that the decision is to take effect from the date when the liquidation is registered with the Companies Registration Office. The date of the change of the company's remaining assets, if any, is expected to occur in the spring of 2015. The amount of the change is set to SEK 0. The Board has not proposed a liquidator. In the event that the company's assets are not sufficient to cover its debts and liquidation costs, the liquidator may request the company to be put in to bankruptcy.

The Board's proposal under § 17

The Board of Directors proposes that the General Meeting decide to adopt a new Articles of Association. The changes mainly consist of change of the company name to Reinhold International AB, change of registered office to Solna, and Stockholm as alternate address for General Meetings, change of operation to have on the subject of their business "directly or through subsidiaries - carry on construction work in construction, manufacturing and selling building materials, equipment for water treatment, carry on the movement of capital, acquire, own, manage real estate, trade in real estate, operate business, industrial machine shop business and undertake any other above-mentioned activities related business. The Company shall also provide for certain corporate tasks such as providing keeping staff services and related business."

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Documents for the Annual Meeting and information

The annual report, auditor's report, the board's proposal for authorization for new issue of shares, will be made available by the Company at Gamla Brogatan 22, 111 20 Stockholm, from three weeks before the General Meeting and sent to the shareholders upon request sent to the following e-mail address: register@reinholdint.com.

Full Proposals will also be available on the Company's website, www.reinholdeurope.com, together with a proxy form, and can be ordered from the company.

Shareholders have the right to request information regarding circumstances that may affect the assessment of an item on the agenda and circumstances that may affect the assessment of the Company's financial situation from the Board and the Executive Director prior to the meeting according to Chapter 7, art. 32 of the Swedish Companies Act.

Majority requirements

In order to be valid, a resolution by the General Meeting shall be adopted by simple majority except for §13 where 9/10 majority of both the attending shares and votes are required to pass the resolution.

In order to be valid, a resolution by the General Meeting shall be adopted by simple majority except for §17 where 2/3 of both the attending shares and votes are required to pass the resolution.