

Invitation notice

The Board of Directors of the **VIG RE zajišťovna, a.s.**, seated at Templová 747/5, 110 01 Prague 1, Id.-No. 284 45 589 (the "Company"), in accordance with Art. 16 paragraph 2 of the Company's Articles of Association convenes the regular General Meeting of the Company as follows:

The General Meeting of the Company will take place at Templová 747/5, 110 01 Prague 1, meeting room 3rd floor, on 8 April 2015 at 11:00 a.m.

The agenda of the General Meeting shall include:

- 1) Introduction (opening);
- 2) Election of the chairman, a minutes clerk, two verifiers of the minutes and person entrusted with counting votes;
- 3) Adoption of the Agenda of the General Meeting;
- 4) Report of the Board of Directors on the Business Results, Business Activities and the State of the Company as of 31 December 2014;
- 5) Report of the Supervisory Board for the year 2014;
- 6) Report of the Audit Committee for the year 2014;
- 7) Approval of the 2014 Regular and Consolidated Financial Statements and Distribution of Profit;
- 8) Decision on Release and Discharge to the Board of Directors and the Supervisory Board for the year 2014;
- 9) Election of members of the Audit Committee for the year 2015;
- 10) Assignment of the Auditor for the year 2015;
- 11) Change of the Company's Articles of Association;
- 12) The decision on the transfer of funds released from the reserve fund to retained earnings from previous years
- 13) Miscellaneous;
- 14) Conclusion.

Draft of the resolutions of the General Meeting:

to point 4.

The General Meeting approves the submitted Report of the Board of Directors on the Business Results, Business Activities and the State of the Company as of 31 December 2014.

to point 5.

The General Meeting approves the submitted Report of the Supervisory Board for the year 2014.

to point 6.

The General Meeting approves the submitted Report of the Audit Committee for the year 2014.

to point 7.

The General Meeting approves the Annual Financial Statements for the year 2014 and decides on the distribution of the net profit as proposed.

to point 8.

The General Meeting grants the Release and Discharge to the Board of Directors and the Supervisory Board for the year 2014.

to point 9.

Due to the expiration of the previous term of office the General Meeting elects Dkfm. Karl Fink, Ing. Vladimír Mráz, and Ing. Hynek Vodička as members of the Audit Committee for another term of office.

to point 10.

The General Meeting approves KPMG Česká republika Audit, s. r. o. to audit the Financial Statements of the company for year 2015.

to point 11.

The General Meeting approves the amendments of the Articles of Association as proposed.

Justification:

The purpose of amendments to the Articles is particularly the optimal use of legal institutes of Law no. 90/2012 Coll., Act on Commercial Corporations and Law no. 89/2012 Coll., The Civil Code. Constituent part of the proposed changes is the dissolution of the reserve fund and subordination to the Business Corporations Act as a whole. Amendments to the Statutes are upon request available for the inspection at the registered office of the company and are also attached to the invitation to the General Meeting. The decision of the General Meeting to amend the Articles will be executed in the form of a notarial deed.

to point 12.

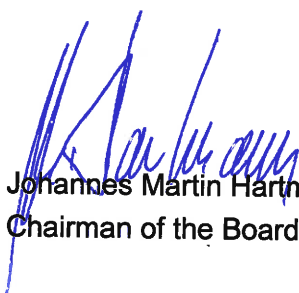
The General Meeting approves the decision to transfer the funds released from the reserve fund to the retained earnings from previous years.

According to Articles of Association, the decisive date for participation in the General Meeting of the company is 3 April 2015. Participation in the General Meeting and execution of shareholder rights will be granted only to entities registered as of the decisive date as the Company's shareholders.


Condition for shareholder's attendance execution:

Shareholder – *legal entity*. The authorized representative of a legal entity shall submit a valid certificate of incorporation, identity documents and written power of attorney.

In Prague, on 3 March 2015



Johannes Martin Hartmann
Chairman of the Board of Directors



Dušan Bogdanović
Member of the Board of Directors

Annexes:

- Report of the Board of Directors on the financial results, business activities and the state of the company to date of 31 December 2014
- The annual audited financial statements, including the proposal for profit distribution for 2014
- Draft amendments to the Articles of Association

