

MINUTES of the Annual General Meeting of Shareholders of
CINEMA CITY INTERNATIONAL N.V., 30 June 2008

Minutes of the proceedings at the annual general meeting of shareholders of
Cinema City International N.V., a company with limited liability organized
under the laws of the Netherlands, having its statutory seat in Amsterdam and
address at Weena 210-212, 3012 NJ Rotterdam (hereinafter referred to as:
the "**Company**"), which meeting was held at the Company's office
on Monday 30 June 2008, commencement 3.00 PM.

In accordance with article 38, paragraph 1, of the articles of association of the Company, upon the request of the Supervisory Board, Mr. T.C. Koster acted as Chairman of the meeting and Mr F.A. Bakker acted as Secretary for the meeting. Also present were Ms. J. Pek and Mr. W.O.C.M. van Twuijver (by phone). The meeting was also attended by Mr. P. Mizrachy of the Company's auditors KPMG NV (by phone).

1. Opening

The Chairman opened the meeting and recorded that the meeting is held in one of the places referred to in the articles of association of the Company. The meeting was convened with due observance of the provisions of the Articles of Association and Dutch law and other relevant rules and regulations. It was announced in a current report on 6 June 2008 and the Convocation Notice was published in the Dutch financial news paper Het Financieele Dagblad on 13 June 2008. The Chairman recorded that the meeting is being attended by 7 shareholders who deposited 38,808,061 shares representing 76,34% of the voting rights, equal to 76,34% of the outstanding number of shares in the Company, whereby all shareholders registered for the meeting are represented by virtue of a proxy in writing. As a consequence, valid resolutions by the meeting can be passed and adopted.

For this meeting the Company has published and distributed the Annual Report 2007, dated 27 March 2008 ("Annual Report 2008") and the AGM Shareholder Circular, dated 13 June 2008 in order to inform the shareholders of the relevant facts and circumstances to be considered by shareholders before exercising their voting rights. All AGM documents are and have been available for inspection by the shareholders at the Company's offices in the Netherlands, at the Company's group office in Warsaw, Poland, as of 13 June 2008. All documents are also available for shareholders and investors via the Company's website. The meeting was held in accordance with the following agenda:

1. Opening of the General Meeting.
2. Discussion on the annual report for the financial year 2007, including the managing directors' report and supervisory directors' report.
3. Adoption of the annual accounts for the financial year 2007.
4. Discussion on the policy on additions to the reserves and dividends.
5. Appropriation of the net profit for the financial year 2007.
6. Discharge from liability ("*décharge*") of the members of the Board of Managing Directors for their management tasks during the financial year 2007.
7. Discharge from liability ("*décharge*") of the members of the Board of Supervisory Directors for their supervisory tasks during the financial year 2007.
8. Discussion of the Corporate Governance policy as set out in the Annual Report for the financial year 2007.
9. Appointment of the Company's external auditor for the financial year 2008.

MINUTES of the Annual General Meeting of Shareholders of
CINEMA CITY INTERNATIONAL N.V., 30 June 2008

10. Re-appointment of five (5) members of the Board of Supervisory Directors.
11. Any other business.
12. Closing of the General Meeting.

2. Discussion on the Annual Report 2007, including the Managing Directors' Report and the Supervisory Directors' Report

The Chairman proposed that the meeting discuss the Annual Report 2007, including the managing directors' report and the supervisory directors' report of Annual Report 2007. The Chairman noted that this is not a voting item. As here were no questions on this point, the Chairman then proceeded to agenda item 3.

3. Adoption of the annual accounts for the financial year 2007

The Chairman referred to the annual accounts for the financial year 2007 and the auditor's report and proposed the meeting to adopt and to confirm the annual accounts 2007 by adopting the following resolution:

to adopt the annual accounts of the Company for the financial year 2007 in accordance with the accounts included in the Annual Report 2007.

The meeting voted to adopt and to confirm the resolution unanimously. The Chairman thereby declared the annual accounts adopted and confirmed.

4. Discussion on the policy on additions to the reserves and dividends

The Chairman explained that in accordance with the prevailing policy this agenda item is an annually recurring item and he pointed out that in accordance with Article 32 of the Articles of Association, the Board of Managing Directors, with prior approval of the Supervisory Board, shall determine which portion of the profits – the positive balance of the profit and loss account – shall be reserved. The profit remaining shall be at the disposal of the general meeting. profit distributions may only be made to the extent the equity exceeds the paid and called up part of the capital increased with the reserves which must be maintained pursuant to the law (paragraph 2 of Article 32). In addition, dividends shall be paid after adoption of the annual accounts evidencing that payment of dividends is lawful.

Furthermore, the Board of Managing Directors, with prior approval of the Supervisory Board may resolve to pay an interim dividend provided the requirement of the second paragraph has been complied with as shown by interim accounts drawn up in accordance with the provision of the law. The general meeting may, subject to due observance of the provision of paragraph 2 of Article 32 and upon a proposal by the managing directors, resolve to make distributions out of a reserve which need not to be maintained by virtue of the law.

Also, the general meeting may, upon a proposal by the managing directors which proposal was approved by the Supervisory Board, resolve to pay dividends, or make distributions out of a reserve which need not to be maintained by virtue of the law, wholly or partially in the form of shares in the capital of the Company.

The Chairman noted that this is not a voting item. As here were no questions on this point, the Chairman then proceeded to agenda item 5.

5. Appropriation of the net profit for the financial year 2007

The Chairman referred to relevant page of the Annual Report 2007 (profit appropriation) and to Article 32 of the Articles of Association that was discussed under Agenda item 4.

MINUTES of the Annual General Meeting of Shareholders of
CINEMA CITY INTERNATIONAL N.V., 30 June 2008

The Chairman proposed to the meeting to acknowledge the decision by the Board of Managing Directors to add the profit of the Company for financial year 2007 in the amount of EUR 16,624,000 to the general reserve and to resolve to declare a dividend ad nil for the financial year 2007 in accordance with the proposal of the Board of Managing Directors as included in the Annual Report 2007. The meeting voted to approve the following resolution unanimously:

to acknowledge the decision by the Board of Managing Directors to add the profit of the Company for financial year 2007 to the general reserve and to resolve to declare a dividend ad nil for the financial year 2007 in accordance with the proposal of the Board of Managing Directors included in the Annual Report 2007.

The Chairman thereby declared the proposed profit appropriation adopted.

6. Discharge from liability of the members of the Board of Managing Directors

The Chairman referred to Paragraph 2 of Article 32 of the Articles of Association and proposed to approve the management of the Company as performed by the Management Board during the financial year 2007 and proposed that the Management Board be entirely discharged from liability ("décharge") in the exercise of its functions for the financial year 2007. The meeting unanimously voted:

to grant discharge from liability ("décharge") to the members of the Board of Managing Directors for their management tasks during the financial year 2007.

The Chairman thereby declared the proposed resolution adopted.

7. Discharge from liability of the members of the Board of Supervisory Directors

The Chairman referred to Paragraph 2 of Article 32 of the Articles of Association and proposed to approve the supervision as performed by the Supervisory Board during the financial year 2007 and proposed that the Supervisory Board be entirely discharged from liability ("décharge") in the exercise of its functions for the financial year 2007. The meeting unanimously voted

to grant discharge from liability ("décharge") to the members of the Board of Supervisory Directors for their supervision during the financial year 2007.

The Chairman thereby declared the proposed resolution adopted.

8. Discussion of the Corporate Governance Policy

The Chairman referred to the Company's Corporate Governance policy as described in the Annual Report for the financial year 2007 and pointed out to the meeting that the policy of the Company is to schedule this subject each year for discussion with the shareholders. The Chairman then invited questions and, as there were none, went on to the next agenda item.

9. Appointment of the Company's external auditor

The Chairman pointed out that the shareholders meeting is authorized to appoint the auditor on the basis of article 29.1 of the Articles of Association. Under Dutch law, appointment of an auditor is mandatory for the Company. If the shareholders meeting would fail to appoint an auditor the Board of Managing Directors and the Supervisory Board are obliged and authorized to do so. It is the Company's policy to schedule the appointment of the auditor each year for the shareholders meeting. The Supervisory Board upon the recommendation of the Audit Committee, having consulted the Board of Managing Directors and having conducted a thorough assessment of the functioning of external auditing within the Company, selected and recommends that KPMG Accountants

MINUTES of the Annual General Meeting of Shareholders of CINEMA CITY INTERNATIONAL N.V., 30 June 2008

NV be appointed by the shareholders meeting as the Company's external auditor for the financial year 2008. The Supervisory Board and the Board of Managing Directors believe that KPMG Accountants NV is sufficiently experienced and duly skilled to act as the Company's external auditor, has no conflict of interest with the Company that could affect the performance of its functions as the Company's external auditor and its appointment will ensure the independent auditing of the Company's annual accounts and review of other financial information.

The Chairman proposed to the meeting to approve the appointment of KPMG Accountants NV as the external auditors of the Company. The meeting voted with 36,0009,996 votes in favor and 2,798,065 votes abstaining:

to appoint KPMG Accountants NV as the Company's external auditor for the financial year 2008.

The Chairman thereby declared the proposed resolution adopted.

10. Re-appointment of five (5) members of the Board of Supervisory Directors.

The Chairman then table agenda item 10, explaining that the nominees are currently supervisory directors of the Company and were initially appointed to the Board of Supervisory Directors in 2004 for a term of four years each, until the end of the Annual General Meeting to be held in 2008 and that their re-appointment would be in line with the provisions of the AoA (Article 23.3 and Article 23.4) and the Company's Corporate Governance Policy as approved by the shareholders at the AGM of 2007. The Chairman added that their expertise and experience have ensured so far and will ensure in the future the highest standard of supervision over the Company. For the information required by Article 23.5 of the AoA the Chairman made reference to the Annual Report 2007 and the biographies of the candidates available on the Company's website. The Chairman noted that information required by Article 23.2 of the AoA (profile, size and composition and expertise) is available on the Company's website. It is intended that upon re-appointment the roles and functions of the Supervisory Board members and the Board's committees will remain unchanged. The Board of Managing Directors and the Supervisory Board recommend that the GM re-appoint members of the Supervisory Board in accordance with the proposal. Each re-appointment will require a separate resolution.

The Chairman then proposed to the meeting reappoint the nominees as follows. The meeting then voted in 5 separate resolutions, with 32,709,996 votes in favor and 6,098,065 shares abstaining:

- a. To reappoint Mr. **Coleman K. Greidinger** as member of the Supervisory Board effective from the day of the meeting, for a term of four years;
- b. To reappoint Mr. **Arthur F. Pierce** as member of the Supervisory Board effective from the day of the meeting, for a term of four years;
- c. To reappoint Mr. **Scott Rosenblum** as member of the Supervisory Board effective from the day of the meeting, for a term of four years;
- d. To reappoint Mrs. **Caroline Mary Twist** as member of the Supervisory Board effective from the day of the meeting, for a term of four years;
- e. To reappoint Mr. **Peter John Weishut** as member of the Supervisory Board effective from the day of the meeting, for a term of four years.

The Chairman then declared the proposed resolution adopted.

11. Any other business

None

MINUTES of the Annual General Meeting of Shareholders of
CINEMA CITY INTERNATIONAL N.V., 30 June 2008

12. Closing

With no other business to be transacted, the Chairman closed the meeting at 15:30 hours.

T.C. Koster
Chairman

F.A. Bakker
Secretary