



**Draft resolutions to be voted on at the Extraordinary General Meeting of Shareholders of  
Cinema City International N.V.**

Current report No. 44/2008 dated 8 August 2008

The Board of Managing Directors of Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands (the "**Company**") presents draft resolutions to be considered and voted on at the Extraordinary General Meeting of the Company's Shareholders (the "**EGM**") to be held on 25 August 2008 in Rotterdam at 210-212 Weena, the Netherlands at 15.00 CET.

Registration of admittance, *i.e.*, signing of the attendance list and presentation of documents evidencing the authorisation to represent a given Shareholder and ID documents, will take place from 2:30 p.m. to 3:00 p.m. CET, before the commencement of the EGM.

In order to help the shareholders to register for the EGM and make decisions at the EGM the Company posted on its website: [www.cinemacity.nl](http://www.cinemacity.nl) (please see *Investor Relations*) materials prepared for the purpose of the EGM, including (i) the Shareholders' Circular giving explanatory notes to and legal grounds for draft resolutions presented below, (ii) the EGM Important Information and (iii) a proxy form containing a voting instruction.

The English-language version of the resolutions is the binding one.

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**Resolution No. 1 of 25 August 2008 of**

the Extraordinary General Meeting of Shareholders of  
Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands

**regarding the re-appointment of Mr Moshe Joseph Greidinger as member of the Board of  
Managing Directors and granting him the title Chief Executive Officer**

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§1

The Extraordinary General Meeting of Shareholders of Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands (the "Company") hereby resolves to reappoint Mr. Moshe Joseph Greidinger as member of the Board of Managing Directors effective from the day of the meeting, for a term of four years in accordance with the Articles of Association of the Company and to grant him the title Chief Executive Officer.

§2

This resolution comes into force on the day of its adoption.

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**Resolution No. 2 of 25 August 2008** of  
the Extraordinary General Meeting of Shareholders of  
Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands

**regarding the re-appointment of Mr Israel Greidinger as member of the Board of Managing  
Directors and granting him the title Chief Financial Officer**

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§1

The Extraordinary General Meeting of Shareholders of Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands (the "Company") hereby resolves to reappoint Mr. Israel Greidinger as member of the Board of Managing Directors effective from the day of the meeting, for a term of four years in accordance with the Articles of Association of the Company and to grant him the title Chief Financial Officer.

§2

This resolution comes into force on the day of its adoption.

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**Resolution No. 3 of 25 August 2008** of  
the Extraordinary General Meeting of Shareholders of  
Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands

**regarding the re-appointment of Mr Amos Weltsch as member of the Board of Managing  
Directors and granting him the title Chief Operating Officer**

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§1

The Extraordinary General Meeting of Shareholders of Cinema City International N.V. with its corporate seat in Amsterdam, the Netherlands (the "Company") hereby resolves to reappoint Mr. Amos Weltsch as member of the Board of Managing Directors effective from the day of the meeting, for a term of four years in accordance with the Articles of Association of the Company and to grant him the title Chief Operating Officer.

§2

This resolution comes into force on the day of its adoption.

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Legal grounds: *Art. 56.1.2 of the Act on Public Offerings and Conditions Governing the Introduction of Financial Instrument to Organised Trading and Public Companies in conjunction with § 39.1.3 of the Ordinance of the Ministry of Finance of 19 October 2005 on Ongoing and Periodic Information to be Published by Issuers of Securities (Journal of Laws of 2005, No. 209, item 1744, as amended)*

A signature of persons authorised to represent the Company:  
Mr. Nissim Nisan Cohen – attorney-in-fact