

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about what action you should take, you are recommended immediately to seek advice from your legal, tax and/or other professional adviser.

If you have sold or otherwise transferred all of your ordinary shares of £0.001 each in Golden Prospect Precious Metals Limited ("**Ordinary Shares**"), please forward this document, together with the accompanying notice of Annual General Meeting and white form of proxy at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

If you have sold or otherwise transferred all of your subscription shares of no par value in Golden Prospect Precious Metals Limited ("**Subscription Shares**"), please forward this document, together with the accompanying notice of separate meeting of holders of Subscription Shares ("Subscription Shareholders") and blue form of proxy at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

The Ordinary Shares and the Subscription Shares are currently admitted to listing on the Official List of the Channel Islands Stock Exchange, LBG (the "**CISX**") and to trading on the SETSqx platform of the London Stock Exchange.

GOLDEN PROSPECT PRECIOUS METALS LIMITED

(a closed-ended investment company incorporated with limited liability under the laws of Guernsey with registered number 45676)

Directors:

Malcolm Burne (Chairman)
Kaare Foy
Robert King
Paul Craig
John Bowles

Registered Office:

11 New Street
St. Peter Port
Guernsey
Channel Islands
GY1 2PF

8 April 2013

To the holders of Ordinary Shares and/or Subscription Shares

Dear Shareholder

2013 ANNUAL GENERAL MEETING SEPARATE CLASS MEETING OF SUBSCRIPTION SHAREHOLDERS

I am writing to give you details of the resolutions to be proposed at this year's Annual General Meeting to be held at 2.30 p.m. on Thursday, 2 May 2013 at Legis House, 11 New Street, St Peter Port, Guernsey, Channel Islands, and which are set out in the notice of Annual General Meeting on pages 5 and 6 of this document.

In addition to the Annual General Meeting, a separate class meeting of the Subscription Shareholders (the "**Subscription Shareholders Meeting**") has been convened to be held on Thursday, 2 May 2013 immediately following the conclusion (or adjournment) of the Annual General Meeting and at the same venue, notice of which is also set out on page 7 of this document. At that separate Subscription Shareholders Meeting, the approval of Subscription Shareholders is to be sought in respect of three matters - the first two in compliance with the CISX Listing Rules, being the approval of the general authority for the Directors to allot Subscription Shares as proposed by resolution no. 7 at the Annual General Meeting and the approval of the authority for the Company to make market purchases of its own Ordinary Shares as proposed by resolution no. 8 at the Annual General Meeting and the third, the approval of an amendment to the terms attaching to the Subscription Shares to ease the administrative burden and cost on the Company.

Holders of Ordinary Shares and Subscription Shares should read the contents of this document in conjunction with the Audited Financial Statements of the Company for the financial year ended 31 December 2012, together with the reports of the Directors and auditors thereon (all together, the "**2012 Financial Statements**") enclosed with this document.

ANNUAL GENERAL MEETING

The following resolutions will be proposed at this year's Annual General Meeting:-

Resolutions nos. 1 - 5 – 'Ordinary Business'

Resolutions nos. 1 - 5 to be proposed at the Meeting are all 'ordinary business' of the Annual General Meeting and will each be proposed as an ordinary resolution as follows:-

- (i) to receive the Annual Report and Audited Financial Statements of the Company for the year ended 31 December 2012 (resolution no. 1);
- (ii) to re-appoint BDO Limited as auditor to the Company until the conclusion of the next general meeting of the Company at which accounts are laid before the Company (resolution no. 2);
- (iii) to authorise the Directors to determine the remuneration of the auditors (resolution no. 3);
- (iv) to re-elect Mr Kaare Foy as a Director of the Company who retires by rotation in accordance with article 19.3 of the articles of association of the Company (the "**Articles**") (resolution no. 4); and
- (v) to re-elect Mr Robert King as a Director of the Company who retires by rotation in accordance with article 19.3 of the Articles (resolution no. 5).

Resolutions nos. 6 - 10 – 'Special Business'

Resolutions nos. 6 - 10 comprise five items of 'special business' of the Meeting – of which resolutions nos. 6 – 9 are each to be proposed as an ordinary resolution and resolution no. 10 is to be proposed as a special resolution - as follows:-

Resolution no. 6 - Authority to allot Ordinary Shares

It is proposed by an ordinary resolution (no. 6) that the Directors of the Company be generally and unconditionally authorised to allot up to 142,998,148 Ordinary Shares (representing all of the unissued Ordinary Shares at the date of this document) to such person(s) and at such subscription price(s) as the Directors may think fit, such authority to expire on the date being 5 years from the date of passing of the resolution.

Resolution no. 7 - Authority to allot Subscription Shares

It is also proposed by an ordinary resolution (no. 7) that the Directors of the Company be authorised to allot up to 71,499,074 Subscription Shares to such person(s) and at such subscription price(s) as the Directors may think fit, such authority to expire on the date being 5 years from the date of passing of the resolution.

Resolution no. 8 - Authority to make market purchases of Ordinary Shares

It is proposed by an ordinary resolution (no. 8) that the Company be authorised to make market purchases of its own Ordinary Shares provided that unless a tender offer is made to all holders of Ordinary Shares, such authority shall be in respect of up to 15% of the issued ordinary share capital of the Company, at a price at not less than £0.001 per share and not more than 5% above the average of the middle market quotations of the Company's Ordinary Shares as derived from Bloomberg for each of the 5 business days before the purchase is made. The authority would be given for the period ending on the date of next year's Annual General Meeting or, if earlier, the date falling 15 months after the passing of the resolution.

The Directors have no present intention of making any such purchases of its own Ordinary Shares, but it is considered prudent to have this authority so as to be able to act at short notice if circumstances change. The authority would, however, only be exercised if the Directors believe that to do so would result in an increase in net asset value per Ordinary Share and would be in the best interests of shareholders generally.

28,498,122 Subscription Shares are in issue as at 28 March 2013 (being the latest practicable date prior to the date of this document) giving the holders the right to subscribe for 28,498,122 Ordinary Shares representing 49.99 per cent. of the Company's issued ordinary share capital at that date and which would represent 58.82 per cent. of the Company's issued ordinary share capital if the authority proposed at the Annual General Meeting to buy back 8,550,221 Ordinary Shares (being 14.99% of the Company's existing issued ordinary share capital) was exercised in full and all of the repurchased shares were cancelled.

The Directors would consider holding as 'treasury shares' any Ordinary Shares which the Company purchases pursuant to the authority proposed to be granted by resolution no. 8, rather than such Ordinary Shares being cancelled on acquisition.

Resolution no. 9 - Authority to make market purchases of Subscription Shares

It is also proposed by an ordinary resolution (no. 9) that the Company be authorised to make market purchases of its own Subscription Shares provided that unless a tender offer is made to all holders of Subscription Shares, such authority shall be in respect of up to 15% of the issued subscription share capital of the Company, at a price at not less than £0.001 per share and not more than 5% above the average of the middle market quotations of the Company's Subscription Shares as derived from Bloomberg for each of the 5 business days before the purchase is made. The authority would again be given for the period ending on the date of next year's Annual General Meeting or, if earlier, the date falling 15 months after the passing of the resolution.

Again, the Directors have no present intention of making any such purchases of its own Subscription Shares, but it is considered prudent to have this authority so as to be able to act at short notice if circumstances change. The Directors would consider holding as 'treasury shares' any Subscription Shares which the Company purchases pursuant to the authority proposed to be granted by resolution no. 9, rather than such Subscription Shares being cancelled on acquisition.

Resolution no. 10 – Amendments to the Articles

Finally, it is proposed by a special resolution (no. 10) that the Articles be amended to delete references to AIM (the market of that name operated by the London Stock Exchange) and the AIM Rules and also various references to US requirements, which are no longer, or are no longer considered, relevant or applicable to the Company, to insert references to the CISX Listing Rules and to make some other minor amendments. A copy of the Articles showing the proposed amendments, will be available at the time and place of the Annual General Meeting and for a period of at least 15 minutes prior to the commencement of the Annual General Meeting.

SEPARATE SUBSCRIPTION SHAREHOLDERS MEETING

The following three extraordinary resolutions will be proposed at the separate Subscription Shareholders Meeting:-

Extraordinary resolution no. 1 – Approval of authority to allot Subscription Shares

As required by the CISX Listing Rules, approval is to be sought from Subscription Shareholders in respect of the authority to be given to the Directors generally to allot Subscription Shares to such person(s) and at such subscription price(s) as the Directors may think fit (resolution no. 7 set out in the notice of Annual General Meeting).

Extraordinary resolution no. 2 – Approval of authority to make market purchases of Ordinary Shares

Again as required by the CISX Listing Rules, approval is to be sought from Subscription Shareholders in respect of the authority to be given to the Company to make market purchases of its own Ordinary Shares (resolution no. 8 set out in the notice of Annual General Meeting).

Extraordinary resolution no. 3 – Approval of amendments to terms of Subscription Shares

Holders of Subscription Shares have the right (the "**Subscription Right**"), exercisable by notice given to the Company, to convert all or any of their Subscription Shares into fully paid Ordinary Shares on the basis of one Ordinary Share for every Subscription Share so converted (and so in proportion for any greater or lesser number of Subscription Shares) by subscribing in cash on the last business day in August, November, February or May (each a "**Subscription Date**") up to the final Subscription Date being 28 November 2014 (the "**Final Subscription Date**"), for all or any of the Ordinary Shares for which they are entitled to subscribe in respect of such Subscription Shares of which they are the holders at the price of 130 pence per Ordinary Share (the "**Subscription Price**") payable in full on subscription.

The full rights and restrictions and terms and conditions attaching to the Subscription Shares are set out in Part V of the Listing Document dated 24 October 2011, a copy of which [is available from the Company or] is available for download from the section of NCIM's website dedicated to the Company – <http://www.ncim.co.uk>.

Under the existing terms of the Subscription Shares, the Company is obliged to send out reminder notices to all Subscription Shareholders of their Subscription Rights before each of the quarterly Subscription Dates up to and including the Final Subscription Date. Such reminder notices must be sent out not earlier than 56 days nor later than 28 days before each Subscription Date.

Approval is to be sought from Subscription Shareholders at the separate meeting of Subscription Shareholders to vary the terms of the Subscription Shares going forward in order to remove the obligation on the Company to give such reminder notices to Subscription Shareholders in the future before each quarterly conversion date (other than in respect of the Final Subscription Date where there would remain an obligation on the Company to do so), in order to reduce the administrative costs and burden on the Company. If the variation to the terms of the Subscription Shares were made, the Directors nevertheless reserve the right to send out reminder notices voluntarily as and when they think fit to do so.

It is proposed (by Extraordinary resolution no. 3 to be proposed at the separate Subscription Shareholders Meeting) that the terms attaching to the Subscription Shares, as set out in Part V of the Listing Document dated 24 October 2011 and as previously established by a resolution of the Directors, be varied by the amendment of paragraph (a)(v) thereof which currently reads:-

“(v) Not earlier than 56 days nor later than 28 days before each Subscription Date, the Company shall give notice in writing to the holders of the outstanding Subscription Shares reminding them of their Subscription Rights and, in relation to any Uncertificated Subscription Shares, stating the form of Uncertificated Subscription Notice prescribed by the Directors.”

so as to read:-

“(v) Not earlier than 56 days nor later than 28 days before the Final Subscription Date, the Company shall give notice in writing to the holders of the outstanding Subscription Shares reminding them of their Subscription Rights and, in relation to any Uncertificated Subscription Shares, stating the form of Uncertificated Subscription Notice prescribed by the Directors.”

If Extraordinary resolution no. 3 is passed by the requisite majority at the separate Subscription Shareholders Meeting, it would have immediate effect and no reminder notice would therefore be sent out by the Company to Subscription Shareholders regarding their Subscription Rights in respect of the next Subscription Date of 31 May 2013.

ACTION TO BE TAKEN

Action to be taken in respect of Annual General Meeting

Ordinary Shareholders will find enclosed with this document a white form of proxy for use at the Annual General Meeting. Whether or not Ordinary Shareholders intend to be present at the Meeting, they are requested to complete and return the white form of proxy so as to reach the Company's Registrar, Capita Registrars PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU as soon as possible and in any event not later than 48 hours before the time appointed for the Annual General Meeting, being 2.30 p.m. on Tuesday, 30 April 2013.

Completion and return of a white form of proxy will not however prevent the relevant Ordinary Shareholders from attending at the Annual General Meeting and voting in person if they should wish to do so.

Subscription Shareholders are not entitled to attend or vote at the Annual General Meeting, save to the extent that they are also Ordinary Shareholders, and then only in respect of the Ordinary Shares which they hold.

Action to be taken in respect of the separate Subscription Shareholders Meeting

Subscription Shareholders will find enclosed with this document a blue form of proxy for use at the separate Subscription Shareholders Meeting. Whether or not Subscription Shareholders intend to be present at the separate Subscription Shareholders Meeting, they are requested to complete and return the blue form of proxy so as to reach the Company's Registrar, Capita Registrars PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU as soon as possible and in any event not later than 48 hours before the time appointed for the separate Subscription Shareholders Meeting, being 2.45 p.m. on Tuesday, 30 April 2013.

Completion and return of a blue form of proxy will not however prevent the relevant Subscription Shareholder from attending at the separate Subscription Shareholders Meeting and voting in person if they should wish to do so.

The quorum for the separate Subscription Shareholders Meeting (as set by the Directors) is two Subscription Shareholders present in person or by proxy.

RECOMMENDATIONS

Your Directors are unanimously in favour of all the resolutions to be proposed at this year's Annual General Meeting, which they consider to be in the best interests of the shareholders of the Company as a whole. Accordingly, your Directors unanimously recommend shareholders to vote in favour of those resolutions at the Annual General Meeting, as they intend to do in respect of their own beneficial shareholdings of an aggregate of 436,624 Ordinary Shares (representing 0.76 per cent. of the Ordinary Shares currently in issue).

Your Directors are also unanimously in favour of all the extraordinary resolutions to be proposed at the separate Subscription Shareholders Meeting which they consider to be in the best interests the Subscription Shareholders as a whole. Accordingly, your Directors unanimously recommend Subscription Shareholders to vote in favour of those extraordinary resolutions at the separate Subscription Shareholders Meeting, as they intend to do in respect of their own beneficial holdings of an aggregate of 218,357 Subscription Shares (representing 0.77 per cent. of the Subscription Shares currently in issue).

Yours faithfully



Malcolm Burne
Chairman

GOLDEN PROSPECT PRECIOUS METALS LIMITED

(a closed-ended investment company incorporated with limited liability under the laws of Guernsey
with registered number 45676)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the sixth Annual General Meeting of Golden Prospect Precious Metals Limited (the "**Company**") will be held at Legis House, 11 New Street, St Peter Port, Guernsey on Thursday, 2 May 2013 at 2.30 p.m. (UK Time) to transact the business set out in the Resolutions below, which in the case of resolutions nos. 1 to 9 (inclusive) will be proposed as ordinary resolutions and in the case of Resolutions no. 10 will be proposed as a special resolution.

ORDINARY RESOLUTIONS

1. To receive the Company's Annual Report and Audited Financial Statements for the year ended 31 December 2012
2. To re-appoint BDO Limited as auditor to the Company until the conclusion of the next general meeting at which accounts are laid before the Company.
3. To authorise the Directors of the Company to determine the remuneration of the auditor.
4. To re-elect Mr Kaare Foy as a Director of the Company.
5. To re-elect Mr Robert King as a Director of the Company.
6. To authorise the directors of the Company generally and unconditionally to exercise all the powers of the Company to allot up to 142,998,148 ordinary shares of £0.001 each in the Company ("**Ordinary Shares**") to such persons (whether or not already members of the Company) and in such proportions (irrespective of the number of shares in the Company currently held (if any)), at such price (whether or not at a discount to the net asset value per Ordinary Share) and on such other terms and conditions as the directors may from time to time determine, provided that this authority will (unless previously renewed or revoked) expire on the date being five years from the date of passing of this resolution, save that the Directors may, before such expiry, make an offer or agreement which would or might require Ordinary Shares to be allotted after such expiry and the Directors may allot Ordinary Shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.
7. To authorise the directors of the Company generally and unconditionally to exercise all the powers of the Company to allot up to 71,499,074 subscription shares of no par value in the Company ("**Subscription Shares**") to such persons (whether or not already members of the Company) and in such proportions (irrespective of the number of shares in the Company currently held (if any)), at such price (whether or not at a discount to the net asset value per Subscription Share) and on such other terms and conditions as the directors may from time to time determine, provided that this authority will (unless previously renewed or revoked) expire on the date being five years from the date of passing of this resolution, save that the Directors may, before such expiry, make an offer or agreement which would or might require Subscription Shares to be allotted after such expiry and the Directors may allot Subscription Shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.
8. To authorise the Company, in accordance with Article 4.8 of the Articles of Association of the Company and The Companies (Guernsey) Law, 2008, as amended (the "**Law**"), to make market purchases of its own ordinary shares of £0.001 each ("**Ordinary Shares**"), such authorisation conditional upon the Ordinary Shares of the Company continuing to be admitted to listing on the Official List of the Channel Islands Stock Exchange, LBG ("**CISX**") and, with the exception of a tender offer or partial offer being made to all holders of Ordinary Shares on the same terms:-
 - 8.1 the maximum number of Ordinary Shares hereby authorised to be purchased shall be up to 15% of the Company's existing issued Ordinary Shares;
 - 8.2 the minimum price (exclusive of expenses) which may be paid for the Ordinary Shares to be £0.001 per Ordinary Share;
 - 8.3 the maximum price (exclusive of expenses) payable by the Company for the Ordinary Shares to be 5% above the average of the closing middle market quotations (as derived from Bloomberg) of an Ordinary Share for the five (5) consecutive dealing days preceding the date on which the purchase is made;
 - 8.4 the authority (unless previously renewed or revoked) will expire at the end of the annual general meeting of the Company to be held in 2014 or, if earlier, the date being fifteen months from the date of passing of this resolution;

- 8.5 the Company may make a contract to purchase its own Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed or wholly or partly executed after the expiry of such authority, and may make a purchase of its own Ordinary Shares in pursuance of any such contract; and
- 8.6 the purchase price for any Ordinary Shares may be paid by the Company out of distributable profits or out of capital and share premium or otherwise to the fullest extent permitted by The Companies (Financial Assistance for Acquisition of Own Shares) Ordinance, 1998.
9. To authorise the Company, in accordance with Article 4.8 of the Articles of Association of the Company and The Companies (Guernsey) Law, 2008, as amended (the "**Law**"), to make market purchases of its own subscription shares of no par value ("**Subscription Shares**"), such authorisation conditional upon the Subscription Shares of the Company continuing to be admitted to listing on the Official List of the Channel Islands Stock Exchange, LBG ("**CISX**") and, with the exception of a tender offer or partial offer being made to all holders of Subscription Shares on the same terms:-
- 9.1 the maximum number of Subscription Shares hereby authorised to be purchased shall be up to 15% of the Company's existing issued Subscription Shares;
- 9.2 the minimum price (exclusive of expenses) which may be paid for the Subscription Shares to be £0.001 per Subscription Share;
- 9.3 the maximum price (exclusive of expenses) payable by the Company for the Subscription Shares to be 5% above the average of the closing middle market quotations (as derived from Bloomberg) of a Subscription Share for the five (5) consecutive dealing days preceding the date on which the purchase is made;
- 9.4 the authority (unless previously renewed or revoked) will expire at the end of the annual general meeting of the Company to be held in 2014 or, if earlier, the date being fifteen months from the date of passing of this resolution;
- 9.5 the Company may make a contract to purchase its own Subscription Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed or wholly or partly executed after the expiry of such authority, and may make a purchase of its own Subscription Shares in pursuance of any such contract; and
- 9.6 the purchase price for any Subscription Shares may be paid by the Company out of distributable profits or out of capital and share premium or otherwise to the fullest extent permitted by The Companies (Financial Assistance for Acquisition of Own Shares) Ordinance, 1998.

SPECIAL RESOLUTION

10. To approve the amendments to the articles of association of the Company, a copy of the amended draft of which is produced to the Meeting and initialled by the Chairman of the Meeting for identification purposes (which amendments are summarised in the letter from the Chairman of the Company to shareholders contained in the circular dated 8 April 2013 to shareholders of the Company (which included the notice of Annual General Meeting in which this resolution was set out).

By Order of the Board

Legis Fund Services Limited
11 New Street
St Peter Port
Guernsey
GY1 2PF

8 April 2013

NOTES:

- Holders of Ordinary Shares ("**Ordinary Shareholders**") entitled to attend and vote at the Meeting are entitled to appoint one or more proxies to attend, speak and vote instead of him or her, provided that each proxy is appointed to exercise the rights attached to a different Ordinary Share or Shares held by such Ordinary Shareholder. A proxy need not be an Ordinary Shareholder or a member of the Company. A white form or proxy accompanies this notice. Completion and return of the white form of proxy will not preclude Ordinary Shareholders from attending or voting at the Meeting, if they so wish. The fact that Ordinary Shareholders may have completed white forms of proxy will not prevent them from attending and voting at the Meeting in person should they afterwards decide to do so.
- To be valid, the white form of proxy, together with the power of attorney or the authority, if any, under which it is executed (or a notarially certified copy of such power of attorney) must be deposited with Capita Registrars PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 hours before the time for holding the Meeting or adjourned Meeting or the taking of a poll at which the person named in the instrument proposes to vote.
- An Ordinary Shareholder must first have his or her name entered on the register of Ordinary Shareholders not later than 5:00 p.m. on 30 April 2013. If the Meeting is adjourned, Ordinary Shareholders entered on the register not later than 48 hours before the time fixed for the adjourned Meeting shall be entitled to attend and vote at the Meeting. Changes to entries in the register after that time shall be disregarded in determining the rights of any Ordinary Shareholders to attend and vote at the Meeting.
- If you do not intend to attend the Meeting, please complete and return the white form of proxy as soon as possible.

GOLDEN PROSPECT PRECIOUS METALS LIMITED

(a closed-ended investment company incorporated with limited liability under the laws of Guernsey
with registered number 45676)

NOTICE MEETING OF SUBSCRIPTION SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a separate Meeting of the Subscription Shareholders of Golden Prospect Precious Metals Limited (the "Company") will be held at Legis House, 11 New Street, St Peter Port, Guernsey on Thursday, 2 May 2013 at 2.45 p.m. (UK Time) (or so soon thereafter as the Annual General Meeting convened for 2.00 p.m. (UK time) on the same date and at the same place shall have been concluded or adjourned) to consider and, if thought fit, pass the following resolutions each of which will be proposed as an extraordinary resolution:-

EXTRAORDINARY RESOLUTIONS

1. To approve the authority of the Directors to allot subscription shares of no par value in the Company [as proposed by resolution no. 7 set out in the notice of the Company's 2013 Annual General Meeting (contained in the Circular dated 8 April 2013 to shareholders of the Company).
2. To approve the authority of the Company to make market acquisitions of its own ordinary shares of £0.001 each [as proposed by resolution no. 8 set out in the notice of the Company's 2013 Annual General Meeting (contained in the Circular dated 8 April 2013 to shareholders of the Company).
3. To approve the proposed amendments to the terms of the subscription shares of no par value in the Company, which amendments were set out in the letter from the Chairman of the Company contained in the Circular dated 8 April 2013 to shareholders of the Company (which included the notice of separate Meeting of the Subscription Shareholders in which this resolution was set out).

By Order of the Board

Legis Fund Services Limited
11 New Street
St Peter Port
Guernsey
GY1 2PF

8 April 2013

NOTES:

1. Subscription Shareholders entitled to attend and vote at the Meeting are entitled to appoint one or more proxies to attend, speak and vote instead of him or her, provided that each proxy is appointed to exercise the rights attached to a different Subscription Share or Shares held by such Subscription Shareholder. A proxy need not be a Subscription Shareholder or a member of the Company. A blue form or proxy accompanies this notice. Completion and return of the blue form of proxy will not preclude Subscription Shareholders from attending or voting at the Meeting, if they so wish. The fact that Subscription Shareholders may have completed blue forms of proxy will not prevent them from attending and voting at the Meeting in person should they afterwards decide to do so.
2. To be valid, the blue form of proxy, together with the power of attorney or the authority, if any, under which it is executed (or a notarially certified copy of such power of attorney) must be deposited with Capita Registrars PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 hours before the time for holding the Meeting or adjourned Meeting or the taking of a poll at which the person named in the instrument proposes to vote.
3. A Subscription Shareholder must first have his or her name entered on the register of Subscription Shareholders not later than 5:00 p.m. on 30 April 2013. If the Meeting is adjourned, Subscription Shareholder entered on the register not later than 48 hours before the time fixed for the adjourned Meeting shall be entitled to attend and vote at the Meeting. Changes to entries in the register after that time shall be disregarded in determining the rights of any Subscription Shareholder to attend and vote at the Meeting.
4. If you do not intend to attend the Meeting, please complete and return the blue form of proxy as soon as possible.

NOTES