

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at a general meeting of Aurum Mining Plc to be held on 26 April 2011 (the "General Meeting"). If you are in any doubt about the contents of this document or the action you should take you should consult an independent adviser authorised under the Financial Services and Markets Act 2000 immediately.**

If you have sold or otherwise transferred all of your Ordinary Shares of 1 pence each ("Ordinary Shares") in Aurum Mining Plc (the "Company") for use in relation to the General Meeting, please send this document, together with the accompanying form of proxy (the "Form of Proxy"), to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or otherwise transferred some of your Ordinary Shares in the Company, you should consult with the stockbroker, bank or other agent through whom the sale or transfer was effected.

The Directors, whose names appear on page 5 of this document, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

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# Aurum Mining Plc

(Incorporated in England and Wales with registered no. 5059457)

## **Placing of 66,666,667 new Ordinary Shares at a price of 3 pence per new Ordinary Share to raise an aggregate of £2.0 million and Notice of General Meeting**

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**Your attention is drawn to the letter from the Chairman of the Company which is set out in this document and which recommends you vote in favour of the resolutions to be proposed at the General Meeting referred to below.**

Fairfax I.S. PLC ("Fairfax"), which is authorised and regulated in the United Kingdom by the Financial Services Authority, is acting exclusively as nominated adviser, broker and placing agent to the Company. The responsibilities of Fairfax as the Company's nominated adviser and broker under the AIM Rules for Nominated Advisers are owed solely to the London Stock Exchange plc and are not owed to the Company or to any Director, shareholder or any other person, in respect of his decision to acquire shares in the Company in reliance on any part of this document, or otherwise. Fairfax is not making any representation or warranty, express or implied, as to the contents of this document. Fairfax will not be offering advice and will not be responsible for providing customer protections to recipients of this document in respect of the Placing or any acquisition of Ordinary Shares in the Company.

The notice of General Meeting to be held at 12.00 noon on 26 April 2011 at the offices of Lawrence Graham LLP, 4 More London Riverside, London SE1 2AU, is set out at the end of this document. The accompanying Form of Proxy for use in connection with the General Meeting should be completed by the holders of Ordinary Shares (the "Shareholders") and returned as soon as possible but, in any event, so as to be received by the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, by no later than 12.00 noon on 20 April 2011. Completion and return of a Form of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.

This document does not constitute or form part of any offer or invitation to purchase, subscribe for or sell any shares or other securities in the Company nor shall it or any part of it or the fact of its distribution form the basis of, or be relied on in connection with any contract therefor.

The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document and/or the accompanying Form of Proxy comes should inform themselves about and observe such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities laws of any such jurisdiction.

In accordance with the AIM Rules for Companies, this document is available to Shareholders on the Company's website, [www.aurumining.net](http://www.aurumining.net) free of charge.

## **FORWARD-LOOKING STATEMENTS**

This document includes “forward-looking statements” which include all statements other than statements of historical facts, including, without limitation, those regarding the Company’s financial position, business strategy, plans and objectives of management for future operations, or any statements preceded by, followed by or that include the words “targets”, “believes”, “expects”, “aims”, “intends”, “will”, “may”, “anticipates”, “would”, “could” or similar expressions or negatives thereof. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company’s control that could cause the actual results, performance or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company’s present and future business strategies and the environment in which the Company will operate in the future. These forward-looking statements speak only as at the date of this document. The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company’s expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based unless required to do so by applicable law or the AIM Rules for Companies.

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## PLACING STATISTICS

Placing Price	3 pence
Number of existing Ordinary Shares	51,493,275
Number of Placing Shares being placed on behalf of the Company	66,666,667
Estimated proceeds receivable by the Company, excluding expenses	£2.0 million
Number of Ordinary Shares in issue following Admission	118,159,942
Number of Placing Shares as a percentage of the enlarged issued ordinary share capital following Admission	56.42%

## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

	2011
Latest time and date for receipt of Forms of Proxy	by 12.00 noon on 20 April
General Meeting	12.00 noon on 26 April
Admission and dealings in the Placing Shares expected to commence	8.00 a.m. on 27 April
Expected date for CREST stock accounts to be credited for Placing Shares in uncertificated form	27 April
Posting of share certificates for Placing Shares (where applicable)	3 May

## DEFINITIONS

The following definitions apply throughout this document, unless the context requires otherwise.

<b>“2006 Act”</b>	the Companies Act 2006
<b>“Admission”</b>	admission of the Placing Shares to trading on AIM in accordance with the AIM Rules
<b>“AIM”</b>	the market of that name operated by London Stock Exchange plc
<b>“AIM Rules”</b>	the AIM Rules for Companies, which sets out the rules and responsibilities for companies listed on AIM, as amended from time to time
<b>“Board” or “Directors”</b>	the board of directors of the Company whose names are set out on page 5 of this document
<b>“Company”</b>	Aurum Mining Plc, a public limited company incorporated in England & Wales under company number 5059457 with its registered office at 22 Great James Street, London WC1N 3ES
<b>“CREST”</b>	the computer-based system established under the Regulations which enables title to units of relevant securities (as defined in the Regulations) to be evidenced and transferred without a written instrument and in respect of which Euroclear UK & Ireland Limited is the operator (as defined in the Regulations)
<b>“Fairfax”</b>	Fairfax I.S. PLC a public limited company incorporated in England & Wales under company number 5496355 with its registered office at 7 Queen Street, Mayfair, London W1J 5PB
<b>“Form of Proxy”</b>	the accompanying form of proxy for use by Shareholders in relation to the General Meeting
<b>“General Meeting”</b>	the general meeting of the Company convened for 12.00 noon on 26 April 2011 by the Notice of General Meeting
<b>“Notice of General Meeting”</b>	the notice of General Meeting, set out at the end of this document (and any adjournment thereof)
<b>“Ordinary Shares”</b>	ordinary shares of 1 pence each in the capital of the Company
<b>“Placing”</b>	the proposed placing by the Company of new Ordinary Shares
<b>“Placing Agreement”</b>	the conditional agreement dated 6 April 2011 relating to the Placing, between the Company and Fairfax
<b>“Placing Price”</b>	3 pence per new Ordinary Share
<b>“Placing Shares”</b>	the 66,666,667 new Ordinary Shares to be issued pursuant to the Placing
<b>“Regulations”</b>	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755)
<b>“Resolutions”</b>	the resolutions set out in the Notice of General Meeting
<b>“Shareholders”</b>	holders of Ordinary Shares

# LETTER FROM THE CHAIRMAN OF AURUM MINING PLC

## Aurum Mining Plc

(Incorporated and registered in England and Wales with registered number 5059457)

### Directors:

Sean Finlay (Non-Executive Chairman)  
Christopher Eadie (Chief Executive Officer)  
Mark Jones (Non-Executive Director)  
Haresh Kanabar (Non-Executive Director and Company Secretary)

### Registered Office:

22 Great James Street  
London WC1N 3ES

6 April 2011

Dear Shareholder

### **Placing of 66,666,667 new Ordinary Shares at a price of 3 pence per new Ordinary Share and Notice of General Meeting**

#### **1. Introduction**

The Company announced today that it has conditionally raised £2.0 million (before expenses) by way of a placing of 66,666,667 new Ordinary Shares at a placing price of 3 pence per Placing Share. The net proceeds of the Placing will be used as described in paragraph 3 below.

The Placing is conditional on the Directors obtaining approval from the Shareholders to issue securities for cash and consequently, the Company is now seeking shareholder authority to grant the Directors the authority to allot the Placing Shares and to disapply the statutory pre-emption rights under the 2006 Act by way of a shareholder resolution in relation to the Placing. The Placing, which has been arranged by Fairfax with institutional and other investors pursuant to the terms of the Placing Agreement, is also conditional upon Admission.

This document explains why the Company is seeking to increase its authorities and provides you with information to enable you to exercise your vote on the Resolutions at the forthcoming General Meeting to be held on 26 April 2011 at 12.00 noon at the offices of Lawrence Graham LLP, 4 More London Riverside, London SE1 2AU. The Notice of General Meeting is set out at the end of this document.

#### **2. Background to and reasons for the Placing**

The Directors' current strategy is in line with the Company's investing policy that was approved by Shareholders in November 2009, namely that, the Company is looking to take advantage and exploit some of the convincing mining opportunities currently available in the market. The Board will be working closely with the Company's Shareholders and advisers to achieve this objective and the funds being raised will be critical for executing this strategy. The proceeds of the fundraising will not only strengthen the balance sheet, but will be used to ensure the Company can sufficiently progress appropriate transactions.

In its current structure, the Board feels the Company has very strong potential for growth.

The existing Board has significant experience in identifying natural resource opportunities, raising funds and completing transactions and feels that the Company is an excellent vehicle for delivering the stated strategy.

In addition to the proven management team, the Company has supportive new major shareholders and this, combined with the appointment of a new broker, is expected to give significant new impetus.

The recent joint venture agreement with Ormonde Mining plc, which was announced on 14 March 2011, marked a key first step in the transformation of the Company and has given Shareholders the potential to earn a controlling interest in some attractive gold prospect areas in North West Spain.

The Directors believe that all of the above factors indicate an exciting future for the Company, and the key next step is to complete a fundraising that will enable the Company to grow in line with its stated strategy.

The Board is currently looking at a number of exciting potential opportunities and has set itself the target of completing a substantial transaction by the end of the 2011 calendar year. The key criteria in the assessment of projects will be the ability for the Company to be able to raise funds for their development and their individual potential to deliver strong shareholder returns.

The Company currently has gross cash of approximately £750,000. However Euros500,000 of this has been committed by the Board to the joint venture with Ormonde Mining plc.

### 3. The Placing and use of the proceeds

As noted above, the Company has announced that it has conditionally raised £2.0 million (before expenses) by way of a placing of 66,666,667 new Ordinary Shares at a placing price of 3 pence per Placing Share. The Directors intend that the new funds available to the Company will enable it to identify appropriate acquisition targets and to complete a transaction in line with its strategy.

### 4. Directors' authorities to issue securities and disapply pre-emption rights

The Company currently does not have sufficient authority in place under sections 551 or 570 of the 2006 Act to undertake the Placing. Therefore, the Directors are seeking a specific authority under section 551 of the 2006 Act and a specific disapplication of statutory pre-emption rights under 561 of the 2006 Act each in connection with the issue of up to 66,666,667 Placing Shares. Such authorities are being sought specifically in relation to the Placing and the general authorities taken at the Company's annual general meeting in September 2010 will remain in place.

### 5. Details of the Proposed Placing

The Company is proposing to raise £2.0 million, before expenses, by way of a conditional placing of 66,666,667 Placing Shares at the Placing Price, by Fairfax as agent for the Company. The Placing Shares will represent approximately 56.42 per cent. of the enlarged issued share capital of the Company at Admission. The Placing Shares will, when issued rank pari passu in all respects with the other Ordinary Shares then in issue, including all rights to all dividends and other distributions declared, made or paid following Admission. The Placing Shares have been conditionally placed by Fairfax as agent of the Company with institutional and other investors including the Directors. Pursuant to their participation in the Placing, the Directors' beneficial shareholdings in the Company immediately following Admission will be as follows:

Name	Existing shareholding	Number of Ordinary Shares conditionally subscribed for in the Placing	Resultant shareholding on Admission	% of the issued share capital of the Company on Admission
Christopher Eadie	500,000	333,334*	833,334	0.71
Sean Finlay	332,721	333,334	666,055	0.56
Haresh Kanabar	175,000	333,334	508,334	0.43
Mark Jones	2,413,612	333,334	2,746,946	2.32

\*Please note that these Ordinary Shares have been subscribed for by Mr Eadie's spouse.

The Placing Agreement is conditional upon, inter alia, the passing of the resolutions and Admission occurring on or before 27 April 2011 (or such later date as Fairfax may agree, not being later 13 May 2011).

The Placing Agreement contains warranties from the Company in favour of Fairfax in relation to, inter alia, the Company and its business. In addition, the Company has agreed to indemnify Fairfax in relation to certain liabilities it may incur in undertaking the Placing. Fairfax has the right to terminate the Placing Agreement in certain circumstances prior to Admission, in particular, it may terminate in the event that there has been a material breach of any of the warranties or for force majeure.

Application will be made for the Placing Shares to be admitted to trading on AIM and it is expected that trading in the Placing Shares will commence on 27 April 2011.

## 6. Granting of stock options

The Company also announced today that it has granted 3.95 million incentive stock options to the Directors of the Company conditional upon the successful completion of the Placing. The options would represent approximately 3.34 per cent. of the share capital of the Company as enlarged pursuant to the Placing. The exercise price of the options will be the higher of: (i) the mid-market closing price of the Ordinary Shares on the Business Day immediately prior to Admission; and (ii) the Placing Price. The options will be exercisable for a period of five years from Admission. Other than in respect of the proposed options, there are no other existing options or warrants outstanding.

If granted, the allocation of stock options to Directors will be as follows:

		New options issued	Total options held on issue of new options
Sean Finlay	Chairman	650,000	650,000
Christopher Eadie	CEO	2,000,000	2,000,000
Mark Jones	Director	650,000	650,000
Haresh Kanabar	Director	650,000	650,000

## 7. Resolutions

The Resolutions to be proposed at the General Meeting are set out in the Notice of General Meeting at the end of this document. The Resolutions will be proposed as follows:

Resolution 1 will be proposed as an ordinary resolution to authorise the Directors pursuant to section 551 of the 2006 Act to allot Ordinary Shares up to an aggregate nominal amount of £666,666.67 (representing 66,666,667 Ordinary Shares) in connection with the Placing.

Conditional on the passing of Resolution 1, Resolution 2 will be proposed as a special resolution to empower the Directors pursuant to section 570 of the 2006 Act to allot the Placing Shares for cash otherwise than on a pro rata basis.

The Company has received an irrevocable undertaking from a Shareholder who holds 15,400,000 Ordinary Shares (equivalent to 29.91 per cent. of the Company's issued share capital) that they will vote in favour of the Resolutions.

The Notice of General Meeting is contained at the end of this document and sets out the Resolutions in full. The General Meeting is to be held at 12.00 noon at the offices of Lawrence Graham LLP, 4 More London Riverside, London SE1 2AU on 26 April 2011.

## 8. Action to be taken

Enclosed with this document is a Form of Proxy for use at the General Meeting. Whether or not you intend to be present at the meeting, you are requested to complete, sign and return the Form of Proxy to the Company's registrars, Neville Registrars, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA so as to be received as soon as possible and in any event, not later than 12.00 noon on 20 April 2011. If you complete and return the Form of Proxy, you may still attend and vote at the General Meeting should you wish to do so.

## **9. Recommendation**

The Directors consider that the Resolutions are in the best interests of the Company and its Shareholders as a whole and accordingly recommend that Shareholders vote in favour of the Resolutions, as they intend to do in respect of their own legal and/or beneficial shareholdings, amounting in aggregate to 3,421,333 Ordinary Shares (representing approximately 6.64 per cent. of the current issued share capital of the Company).

Yours faithfully

**Sean Finlay**

Non-Executive Chairman

# Aurum Mining Plc

(incorporated and registered in England and Wales with registered no. 5059457)

## NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Aurum Mining Plc (the "Company") will be held at the offices of Lawrence Graham LLP, 4 More London Riverside, London SE1 2AU on 26 April 2011 at 12.00 noon for the purpose of considering and if thought fit, passing the following resolution 1 which will be proposed as an ordinary resolution, and resolution 2, which will be proposed as a special resolution.

### Ordinary Resolution

1. THAT, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "2006 Act") to allot shares in the Company up to an aggregate nominal amount of £666,666.67 in connection with the Placing (as such term is defined in the Company's circular to Shareholders dated 6 April 2011). The authority granted by this resolution shall, unless renewed varied or revoked by the Company, expire on 30 June 2011.

This resolution does not revoke or replace the unexercised authorities previously granted to the Directors at the Company's Annual General Meeting held on 13 September 2010 to the Directors to allot equity securities and is in addition to those authorities.

### Special Resolution

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to the issue and allotment of up to 66,666,667 Ordinary Shares in accordance with the terms of the Placing. The authority granted by this resolution shall, unless renewed varied or revoked by the Company, expire on 30 June 2011.

This resolution does not revoke or replace the unexercised authorities previously granted to the Directors at the Company's Annual General Meeting held on 13 September 2010 to the Directors to allot equity securities and is in addition to those authorities.

By Order of the Board

**Haresh Kanabar**  
Company Secretary

Registered Office:  
22 Great James Street  
London WC1N 3ES

Dated 6 April 2011

**Notes:**

1. A member entitled to attend and vote at the above meeting convened by this notice is entitled to appoint one or more proxies to attend, speak and vote at the meeting. A proxy need not be a member of the Company but must attend the meeting to represent you. Details of how to appoint the Chairman of the meeting or another person as your proxy using the Form of Proxy are set out in the notes to the Form of Proxy.
2. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy please contact the Company's registrars, Neville Registrars Limited on +44 121 585 1131.
3. A Form of Proxy is enclosed. To be effective, the Form of Proxy, together with any power of attorney or other written authority under which it is signed, or a notarially certified copy or a certified copy in accordance with the Powers of Attorney Act 1971 of such power or written authority must be completed signed and to be valid the proxy must be duly executed and deposited with the Company at the offices of the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA or returned by fax on +44 121 585 1132 not less than 48 hours before the time of the meeting or, in the event that the meeting is adjourned, the adjourned meeting.
4. Completion and return of a Form of Proxy will not prevent a member from attending and voting in person if he or she so wishes.
5. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 to be entitled to attend and vote at the meeting (and for the purposes of the determination by the Company of the number of votes they may cast), members must be entered on the Company's register of members not less than 48 hours before the time of the Meeting or, in the event that the meeting is adjourned, on the Register of Members of the Company not less than 48 hours before the time of any adjourned meeting, and only such members shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries on the Register of Members after 6.00 p.m. on 24 April 2011 or, in the event that the meeting is adjourned, not less than 48 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
7. In the case of a corporation, the Form of Proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or duly authorised officer of the corporation.
8. A vote withheld option is provided on the Form of Proxy to enable you to instruct your proxy not to vote on any particular resolution. However, it should be noted that a vote withheld in this way is not a "vote" in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
9. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you have appointed a proxy and would like to change the instructions using another hard-copy Form of Proxy, please contact the Company's registrars, Neville Registrars Limited on +44 121 585 1131. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
10. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods: (a) In the case of a individual member, by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA; or (b), in the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.  
  
In either case, the revocation notice must be received by the Company's registrars, Neville Registrars Limited, no later than 12.00 noon on 26 April 2011.  
  
If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.  
  
Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
11. As at 5.00 p.m. on the date immediately prior to this notice the Company's issued share capital comprised 51,493,275 ordinary shares of 1 pence each ("Ordinary Shares"). Each Ordinary Share carries the right to one vote at a general meeting of the Company and therefore the total number of voting rights in the Company as at 5.00 p.m. on the date immediately prior to this notice is 51,493,275.

# Aurum Mining Plc

(incorporated and registered in England & Wales with registered no. 5059457)

## Form of Proxy

**For use at the General Meeting to be convened for 12.00 noon on 26 April 2011**

I/We (names in full) \_\_\_\_\_  
(BLOCK CAPITALS)

of \_\_\_\_\_  
being a member of the above named Company hereby appoint the Chairman of the meeting or

\_\_\_\_\_ (see note 2) as my/our proxy to attend, speak and vote for me/us on my/our behalf at the General Meeting of the Company to be held at 12.00 noon on 26 April 2011 at the offices of Lawrence Graham LLP, 4 More London Riverside, London SE1 2AU (the "Meeting") and at every adjournment thereof and I/we direct my/our proxy to vote as indicated below.

Please tick here if this proxy appointment is one of multiple appointments being made.

### Ordinary Resolution

Resolution 1 To grant the directors to authority to allot shares in the Company up to an aggregate nominal amount of £666,666.67 in connection with the Placing

	For	Against	Vote withheld
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### Special Resolution

Resolution 2 To authorise the directors to disapply pre-emption rights in relation to shares allotted pursuant to the authority conferred by resolution 1

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Please indicate with a cross in each appropriate box how you wish your votes to be cast on the resolution. Unless so instructed your proxy will vote or abstain at his/her discretion, as he/she will on any other matter (including amendments to resolutions) which may properly come before the Meeting. This Form of Proxy will be used only in the event that a poll be directed or demanded.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_ 2011

(See Notes 5, 6 and 7)

Please tick here to indicate that this proxy instruction is in addition to a previous instruction. Otherwise it will overwrite any previous instruction. I/we would like my/our proxy to vote on the resolution proposed at the Meeting as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the Meeting.

PLEASE INSERT INTO REPLY-PAID ENVELOPE SUPPLIED

SEE NOTES OVERLEAF



## Notes

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.
2. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. To appoint as your proxy a person other than the Chairman of the Meeting, insert their full name where indicated above. If you sign and return this proxy form with no name inserted in the box, the Chairman of the Meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the Meeting and are aware of your voting intentions.
3. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's registrars, Neville Registrars Limited on +44 121 585 1131, or you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and returned together in the same envelope.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To appoint a proxy using this form, the form must be completed and signed, sent or delivered to contact the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA to be received by not later than 12.00 noon on 20 April 2011.
6. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
7. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly state.