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If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional adviser.

If you have sold or otherwise transferred all of your shares, please pass this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

HOT TUNA (INTERNATIONAL) PLC

(incorporated and registered in England and Wales under number 5382036)

NOTICE OF EXTRAORDINARY GENERAL MEETING

HOT TUNA (INTERNATIONAL) PLC
(Registered in England No. 05382036)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that an Extraordinary General Meeting of the above-named Company will be held at Level 5, 22 Arlington Street, London SW1A 1RD at 9.00am on 12th March 2009 for the purpose of considering and if thought fit passing the following Special Resolution:

Resolution 1

1. That, each existing issued and unissued ordinary share of 1 pence each in the share capital of the Company ("Existing Ordinary Shares") be sub-divided into one ordinary share of 0.01 pence each ("New Ordinary Share") and one deferred share of 0.99 pence each ("Deferred Share").
2. The authorised share capital of the Company be and is hereby reclassified (and, if necessary, increased) such that, following the passing and implementation of this resolution, the authorised share capital of the Company shall be £100,000,000 comprising 1,000,000,000 New Ordinary Shares and 1,000,000,000 Deferred Shares, having the rights and privileges and being subject to the restrictions contained in the Articles of Association of the Company (as amended from time to time).
3. That the Articles of Association of the Company be amended as follows:

(i) The insertion of the following new definition:

"Deferred Share" the deferred shares of 0.99 pence each in the capital of the Company

(ii) The existing definition of "Ordinary Shares" be amended to:

"Ordinary Shares" the ordinary shares of 0.01 pence each in the capital of the Company

(iii) The deletion of the existing Article 3 in its entirety and by the substitution in its place of the following new Article:

"The authorised share capital of the Company is £100,000,000 comprising 1,000,000,000 Ordinary Shares, and 1,000,000,000 Deferred Shares."

(iv) The insertion of a new Article 5A as follows:

5A. The rights and restrictions attaching to the Deferred Shares are as follows:

As regards income

5A.1 The Deferred Shares shall carry no right to receive any dividend or other distribution in respect of any financial year or other period of the Company.

As regards capital

5A.2 On any return of capital whether on a winding up or reduction of capital or otherwise, the holders of the Deferred Shares shall be entitled to receive the amount paid up or credited as paid up on their respective holdings of Deferred Shares but only after there has been paid on each Ordinary Share the nominal amount paid up on such share plus a further sum of £1,000,000 per share, but the holders of the Deferred Shares shall not be entitled to participate further in any distribution of the assets or the capital of the Company.

As regards voting

5A.3 The holders of the Deferred Shares shall have no right to receive notice of or to attend or to vote or to speak either in person or by proxy at any general meeting or class meeting of the Company.

As regards transfer

5A.4 Notwithstanding Articles 37 - 44, the holders of the Deferred Shares shall have no right to transfer any Deferred Shares except to the Company or to such persons as the Company may determine. The creation or issue of Deferred Shares shall be deemed to confer irrevocable authority on the Company at that time or at any time thereafter to:

5A.4.1 register such shares in the name of such person or persons as the Company may determine as custodian thereof; and/or

5A.4.2 appoint any person to execute on behalf of any holder or holders of such shares a transfer thereof and/or an agreement to transfer the same, without making any payment to the holder thereof, to such person or persons as the Company may determine as custodian thereof;

and to cancel such shares (in accordance with the provisions of the Act) without making any payment to or obtaining the sanction of the holder or holders thereof and pending such transfer and/or cancellation to retain the certificate, if any, for such shares and to do all things necessary or desirable to give effect to such transfer or cancellation.

As regards purchase or redemption

5A.5 The Company may purchase or redeem all or any of the Deferred Shares then in issue, at a price not exceeding 0.99 pence in the case of each Deferred Share, so purchased or redeemed. Any payment due on purchase or redemption of the Deferred Shares shall be paid on the date of such purchase or redemption.

As regards certificates

5A.6 Notwithstanding articles 12 – 16 inclusive, the holders of the Deferred Shares shall have no right to receive a certificate in respect of their holding.

As regards modification of rights

5A.7 Neither the passing by the Company of any special resolution for the cancellation of the Deferred Shares for no consideration by means of a reduction of capital requiring the confirmation of the court nor the obtaining by the Company nor the making by the court of any order confirming any such reduction of capital nor the making effective of such order shall constitute a modification, variation or abrogation of the rights attaching to the Deferred Shares and accordingly the Deferred Shares may at any time be cancelled for no consideration by means of a reduction in capital effected in accordance with the Act without sanction on the part of the holders of the Deferred Shares.

The Company may from time to time create, allot and issue further shares, whether ranking paripassu with or in priority to the Deferred Shares, and on such creation, allotment or issue any such further shares (whether or not ranking in any respect in priority to the Deferred Shares) shall be treated as being in accordance with the rights attaching to the Deferred Shares and shall not involve a variation of such rights for any purpose.”

BY ORDER OF THE BOARD



Kiran Morzaria
Company Secretary

17 February 2009

Notes

1. A member entitled to attend and vote at the meeting convened by the Notice set out above may appoint one or more proxies to attend and, on a show of hands and on a poll, vote instead of him/her. A proxy need not be a member of the Company. A proxy form is enclosed. To be effective a form of proxy must be delivered to the Company's registrar, Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey, GU9 7LL not later than 48 hours before the time appointed for the meeting or any adjournment thereof, together with any power of attorney or other authority (or a notarially certified copy thereof) under which it is signed. Appointment of a proxy will not preclude a shareholder from attending and voting in person.
2. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those Shareholders registered in the register of members of the Company 48 hours before the time fixed for the meeting shall be entitled to attend or vote at the Meeting in respect of the number of Ordinary Shares registered in their name at that time. Changes to entries on the relevant register of securities after that time shall be disregarded in determining the rights of any person to attend or vote at the Meeting.

3. The Register of Directors' interests in shares in the Company and copies of all Directors' service contracts are available for inspection at the registered office of the Company during normal business hours on any weekday, except Saturdays and Public Holidays, and will be available at the place of the meeting from 15 minutes prior to the meeting until its conclusion.
4. As at 17th February 2009, the Company's issued share capital comprised ordinary 181,303,419 shares of 1p each. Each share carries the right to vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 17th February 2009 is 181,303,419.
5. In order to facilitate voting by corporate representatives at the Meeting, arrangements will be put in place at the Meeting so that:
 - 5.1 if a corporate member has appointed the Chairman of the Meeting as its corporate representative with instructions to vote on a poll in accordance with the directions of all the other corporate representatives for that member at the Meeting, then, on a poll, those corporate representatives will give voting directions to the Chairman and the Chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and
 - 5.2 if more than one corporate representative for the same corporate member attends the Meeting but the corporate member has not appointed the Chairman of the Meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative.