



Registered in England Number 4254431

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held on 5 December 2006 at the offices of Panmure Gordon & Co, Moorgate Hall, 155 Moorgate, London EC2M 6XB at 10am for the following purposes:

ORDINARY BUSINESS

To consider and, if thought fit, to pass Resolutions 1 to 8 as Ordinary Resolutions:

1. To receive the Directors' report and accounts for the year ended 31 July 2005 and the auditors' report thereon.
2. To re-elect Mr Dean James who is retiring by rotation and offers himself for re-election as a Director.
3. To re-elect Mr Philip Murphy, who is retiring pursuant to Article 86 of the Company's Articles of Association following his appointment by the board in December 2005 and offers himself for re-election as a Director.
4. To re-elect Mr Charles McIntyre, who is retiring pursuant to Article 86 of the Company's Articles of Association following his appointment by the board in December 2005 and offers himself for re-election as a Director.
5. To re-elect Mr Thomas Simmons, who is retiring pursuant to Article 86 of the Company's Articles of Association following his appointment by the board in September 2006 and offers himself for re-election as a Director.
6. To appoint PKF (UK) LLP as auditors to the Company and to authorise the Directors to fix their remuneration.
7. That the authorised share capital of the Company be and is hereby increased from £25,000,000 to £100,000,000 by the creation of an additional 1,500,000,000 ordinary shares of 5 pence each.
8. That the Directors of the Company be and are hereby unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to allot shares up to the amount of the authorised share capital as enlarged pursuant to resolution 7 above (£100,000,000) at any time or times during the period of five years from the date of this resolution.

SPECIAL BUSINESS

To consider and, if thought fit, to pass Resolution 9 as a Special Resolution.

9. THAT, the Directors of the Company be and are hereby empowered pursuant to Section 95 of the Companies Act 1985 to allot equity securities (within the meaning of Section 94 of the said Act) for cash pursuant to Section 80 of the said Act as if Section 89(1) of the said Act did not apply to any such allotments, provided that this power shall be limited to:
 - a. the allotment of equity securities in connection with a rights issue in favour of or general offer to Ordinary Shareholders where the equity securities respectively attributable to the interests of all the Ordinary Shareholders are proportionate (as nearly as may be) to the number of Ordinary Shares held by them (but subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements and any legal or practical difficulties arising under the laws of any territory or the requirements of any regulatory body or stock exchange or otherwise); and

SPECIAL BUSINESS (continued)

- b. the allotment, otherwise than pursuant to sub-paragraph 9(a) above, of equity securities up to an aggregate nominal value not exceeding £5,000,000.00; and

shall expire at the conclusion of the next Annual General Meeting to be held by the Company or 15 months from the date of passing this Resolution whichever shall occur first save that the Company may before such expiry make an offer or agreement which would or may require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired and provided also that the authority and power hereby conferred shall be in substitution for any previous authority conferred upon the Directors pursuant to the said Section 95 prior to the date of passing this Resolution.

Notes

1. Subject as set out below, only holders of ordinary 5p shares are entitled to attend and vote at the meeting.
2. A member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not also be a member of the Company.
3. A reply paid form of proxy is enclosed. To be valid forms of proxy must be deposited at the Company's registrars Computershare Investor Services PLC, PO Box 1075, Bristol BS99 3FA, not later than 10am on 3rd December 2006.
4. The following documents will be available for inspection at the Company's registered office on weekdays during usual business hours (Saturdays and bank holidays excepted) until the date of the Annual General Meeting and at the venue of the Annual General Meeting for at least 15 minutes before it begins:
 - (a) a register of Directors' share interests kept pursuant to Section 325 of the Companies Act 1985; and
 - (b) a copy of the service contracts of each of the Executive Directors.
5. Any person entered on the register of members of the Company at 10am on 3rd December 2006 is entitled to attend and vote at the meeting pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001. Any changes to the register of members after the above time and date shall be disregarded in determining the rights of any person to attend and/or vote at the Meeting.

By Order of the Board
Philip Murphy
Company Secretary
10th November 2006

Registered Office:
Zeppelin Building
59-61 Farringdon Road
London
EC1M 3JB