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If you have sold or otherwise transferred all of your ordinary shares please forward this document and the accompanying proxy form at once to the purchaser or transferee or to the bank, stockbroker 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 only some of your ordinary shares you should retain this document and consult with the stockbroker, bank or other agent through whom the sale or transfer was effected.

Concha PLC

(Incorporated in England and Wales, number 5382036)

NOTICE OF ANNUAL GENERAL MEETING

Your attention is drawn to the letter from the Executive Chairman of the company set out in this document, which contains the unanimous recommendation of the directors of the company that shareholders vote in favour of the resolutions set out in the notice of annual general meeting.

Copies of this document will be available, free of charge, for a period of one month from the date of this document, at the company's registered office during normal business hours (Saturdays, Sundays and public holidays excepted) and in accordance with the AIM Rules, will be available free of charge on the company's website at www.concha-plc.com

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 proxy form comes should inform themselves about and observe such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities law of any such jurisdiction.

LETTER FROM THE EXECUTIVE CHAIRMAN

Concha PLC

(Registered in England and Wales with company number 5382036)

Directors:
Christopher Akers (Executive Chairman)
Russell Backhouse
Mark Horrocks
Gordon Watson

Registered Office:
18 Buckingham Gate
London
SW1E 6LB

5 August 2014

To all holders of ordinary shares and, for information purposes only, the holders of warrants over ordinary shares.

Dear Shareholder,

Notice of Annual General Meeting

Set out at the end of this document is a notice convening the General Meeting to be held at the offices of Bond Dickinson LLP at 4 More London Riverside, London, SE1 2AU at 11.00 a.m. on 28 August 2014, at which the following resolutions will be proposed.

Resolutions 1 to 4

The company's articles of association require directors to retire and submit themselves for election at the first annual general meeting (AGM) following their appointment and for re-election at least every three years thereafter.

Resolution 5: Appointment of the Auditor

An ordinary resolution will be proposed to re-appoint Haysmacintyre LLP as the company's auditor to hold office from the conclusion of the AGM until the conclusion of the next general meeting at which accounts are laid before the company.

Resolution 6: Remuneration of the Auditor

An ordinary resolution will be proposed to authorise the directors to determine the remuneration payable to the auditor.

Resolution 7

This resolution seeks shareholder approval for the directors to be authorised to allot shares. Under the provisions of section 551 of the Companies Act 2006 (Act), the directors are not permitted to allot shares unless authorised to do so by the shareholders. The Act provides for such authority to be granted either by the company in general meeting or by the articles of association and in both cases such authority must be renewed every five years. Notwithstanding the statutory provisions, institutional best practice indicates that this authority be renewed annually.

The directors were previously given authority to allot shares in the capital of the company up to a maximum aggregate nominal amount of £10,340,326. It is proposed that directors be given authority to allot shares in the capital of the company up to a maximum aggregate nominal amount of £10,000,000. The proposed authority will last until the conclusion of the annual general meeting of the company to be held in 2015.

Resolution 8

This resolution supplements the directors' authority to allot shares in the company proposed by resolution 7. Section 561 of the Companies Act 2006 (Act) requires a company proposing to allot equity securities (which includes selling shares held in treasury) to offer them first to existing shareholders in proportion to their existing shareholdings. Equity securities include ordinary shares (the only class of share capital the company has at present) but do not include shares issued under employee share schemes. If resolution 8 is passed, the requirement imposed by section 561 will not apply to allotments by the directors:

- in connection with a rights (or similar) issue, where strict application of the principle in section 561 of the Act could (for example) either result in fractional entitlements to shares arising or require the issue of shares where this would be impractical because of local, legal or regulatory requirements in any given overseas jurisdiction; and
- allotments of shares for cash up to a total nominal value of £10,000,000. This gives the directors flexibility to take advantage of business opportunities as they arise.

This authority will expire at the conclusion of the next annual general meeting to be held in 2015 or, if earlier, 15 months after the date on which the resolution is passed (except in so far as commitments to allot shares have been entered into before that date).

Recommendation

The board considers that the resolutions to be proposed at the annual general meeting are in the best interests of the company and its shareholders as a whole. Accordingly, the board unanimously recommends that shareholders vote in favour of the resolutions to be proposed at the annual general meeting.

Action to be taken

A proxy form is enclosed for use in connection with the annual general meeting. Whether or not you intend to be present at the annual general meeting, you are requested to complete, sign and return the proxy form to Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL (using one of the methods set out in the notes to the notice of annual general meeting set out at the end of this document) as soon as possible. The completion and return of a proxy form will not preclude you from attending the annual general meeting and voting in person should you subsequently wish to do so.

Yours faithfully

Chris Akers
Executive Chairman

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that a general meeting of the company will be held at the offices of Bond Dickinson LLP at 4 More London Riverside, London, SE1 2AU at 11.00 a.m. on 28 August 2014 to consider and, if thought fit, pass the following resolutions of which resolutions 1 to 7 will be proposed as ordinary resolutions and resolution 8 will be proposed as a special resolution.

1. To re-elect Chris Akers as a director of the company.
 2. To elect Russell Backhouse as a director of the company.
 3. To elect Mark Horrocks as a director of the company.
 4. To elect Gordon Watson as a director of the company.
 5. To re-appoint Haysmacintyre LLP as the auditor of the company.
 6. To authorise the directors to agree the remuneration of the auditor.
 7. That the directors be generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 (Act) to exercise all the powers of the company to allot or grant rights to subscribe for or to convert any security into shares in the company up to an aggregate nominal amount of £10,000,000 provided that:
 - 7.1 (except as provided in paragraph 7.2 below) this authority shall expire on the date of the next annual general meeting of the company to be held in 2015; and
 - 7.2 the company may before such expiry make an offer or agreement which would or might require shares or equity securities, as the case may be, to be allotted or such rights granted after such expiry and the directors may allot shares or equity securities or grant such rights, as the case may be, in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
- All unexercised authorities previously granted to the directors to allot shares or to grant rights to subscribe for or to convert any security into shares be and are hereby revoked.
8. That, subject to the passing of resolution 7 above, the directors, pursuant to the general authority conferred on them by that resolution be empowered pursuant to section 570 of the Companies Act 2006 (Act) to allot for cash, either pursuant to the authority so conferred or where the equity securities are held by the company as treasury shares (within the meaning of section 724(5) of the Act), to allot equity securities (within the meaning of section 560 of the Act) as if section 561 of the Act did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities:
 - 8.1 made in connection with an offer of securities, open for acceptance for a fixed period, by the directors to ordinary shareholders of the company on the register on a fixed record date in proportion (as nearly as may be) to their then holdings of such shares (but subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with treasury shares or any legal or practical problems under the laws or requirements of any recognised regulatory body or any stock exchange in any overseas territory or in connection with fractional entitlements) or by virtue of shares being represented by depositary receipts or any other matter whatsoever; and/or
 - 8.2 wholly for cash (otherwise than pursuant to paragraph 8.1 above) up to an aggregate nominal value of £10,000,000

and shall expire on the conclusion of the next annual general meeting of the company to be held in 2015 or, if earlier, 15 months after the passing of this resolution, but the company may before such

expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities pursuant to such an offer or agreement notwithstanding that the power conferred by this resolution has expired.

All unexercised authorities previously granted to the directors under section 570 of the Act are hereby revoked.

5 August 2014

By order of the board

Chris Akers
Executive Chairman

Registered office:

18 Buckingham Gate
London
SW1E 6LB

Notes

The following notes explain your general rights as a shareholder of the company and your right to attend and vote at this meeting or to appoint someone else to vote on your behalf.

1. Only those members registered in the register of members of the company as 48 hours before the time set for the meeting shall be entitled to attend and vote at the meeting convened above in respect of the number of shares registered in their names at that time. This time will still apply for the purpose of determining who is entitled to attend and vote if the general meeting is adjourned from its scheduled time by 48 hours or less. If the general meeting is adjourned for longer, members who wish to attend and vote must be on the company's register of members by 48 hours before the time fixed for the adjourned meeting. Changes to entries on the register of members after that time will be disregarded in determining the rights of any person to attend or vote at the meeting.
2. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend and to speak and vote at a meeting of the company. On a poll demanded, all of a member's voting rights may be exercised by one or more duly appointed proxies. Any such member may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by such member. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL. A proxy need not be a member of the company. Appointing a proxy will not prevent a member from attending in person and voting at the meeting. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chairman of the meeting) and give your instructions directly to them. A proxy must vote in accordance with any instructions given by the appointing member.
3. A form of appointment of proxy is enclosed. To appoint a proxy using this form in hard copy form, this form must be completed and signed, sent or delivered to Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney of the company. If you return more than one proxy appointment, either by hard copy form or by electronic form, that received last by the registrar before the latest time for the receipt of proxies will take precedence.

4. The proxy form includes a vote withheld option. Please note that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against any particular resolution.
5. The appointment of a proxy and the original or duly certified copy of the power of attorney or other authority (if any) under which it is signed or authenticated should be deposited with Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL not later than 48 hours before the time for holding the general meeting or any adjourned meeting.
6. In the case of joint holders of shares, 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).
7. The following documents are available for inspection during normal business hours at the registered office of the company on any business day and they may also be inspected at the offices of Bond Dickinson LLP at 4 More London Riverside, London, SE1 2AU on the day of the meeting from 15 minutes until the start of the meeting until its conclusion:
 - 7.1 copies of directors' service contracts with the company; and
 - 7.2 copies of the non-executive directors' letters of appointment.
8. Except as provided above, members who have general queries about the meeting should write to the company secretary at the company's registered office. No other methods of communication will be accepted. You may not use any electronic address provided either in this notice of meeting or any related documents (including the chairman's letter and proxy form) to communicate with the company for any purposes other than those expressly stated.