

THIS DOCUMENT AND THE ENCLOSED FORM OF PROXY ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take, you are recommended to seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended), if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

HOT TUNA (INTERNATIONAL) plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with company number 5382036)

Notice of Annual General Meeting

Copies of this document are being sent to Shareholders. If you have sold or transferred all of your shares in Hot Tuna (International) plc, please send this document and the accompanying 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 onward transmission to the purchaser or transferee. If you have sold or transferred part only of your Ordinary Shares, you should retain this document and consult the stockbroker, bank or other agent through whom the sale or transfer was effected.

AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the FSA.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Date of this document	29 December, 2011
Latest time for receipt of Forms of Proxy	2.30 p.m. on 25 January, 2012
Annual General Meeting	2.30 p.m. on 27 January, 2012

Notes:

- (1) The times and dates set out in the expected timetable of principal events above and mentioned throughout this document may be adjusted by the Company (in consultation with Seymour Pierce), in which event details of the new times and dates will be notified to the London Stock Exchange and will be announced to a Regulatory Information Service.
- (2) References to times in this document are to London time unless otherwise stated.

ACTION TO BE TAKEN

Form of Proxy

You will find enclosed with this document a Form of Proxy in respect of the Annual General Meeting.

Completion and return of the Form of Proxy

A Form of Proxy for use at the Annual General Meeting accompanies this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, as soon as possible, but in any event so as to be received by no later than 2.30 p.m. on 25 January 2012. The completion and return of a Form of Proxy will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

If you have any questions relating to this document or the Form of Proxy, please call Share Registrars Ltd between 9.00 a.m. and 5.30 p.m. (London time) Monday to Friday on 01252 821 390 from within the UK or 00 44 1252 821 390 if calling from outside the UK. For legal reasons, Share Registrars will not be able to provide advice on the merits of the Disposal or give financial advice.

Hot Tuna (International) plc

*(Registered and incorporated in England and Wales under the Companies Act 1985
with company number 5382036)*

Registered Office:

27 – 28 Eastcastle Street
London
W1W 8DH

29 December 2012

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Hot Tuna (International) plc (“the Company”) will be held at 2.30 pm on Friday 27th January 2012 at the office of Brown Rudnick LLP, 8 Clifford Street, London W1S 2LQ to consider and, if deemed fit, to approve the following resolutions, of which resolutions 1 to 7 will be proposed as ordinary resolutions and resolutions 8 and 9 will be proposed as special resolutions:

ORDINARY RESOLUTIONS

To consider, and if thought fit, to pass the following Resolutions which are proposed as Ordinary Resolutions:-

1. To receive and adopt the report of the directors and the financial statements for the period ended 30th June 2011 and the report of the auditors thereon.
2. To re-appoint Marcus Yeoman to the board of directors.
3. To re-appoint Francis Ball to the board of directors.
4. To re-appoint Geoffrey O’Connell to the board of directors.
5. To re-appoint Oscar Verden to the board of directors.
6. To reappoint Chapman Davis LLP as auditors and to authorise the directors to determine their remuneration.
7. That, in substitution for any existing authority the directors be and they are hereby generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot relevant securities within the meaning of that section on and subject to such terms as the directors may determine up to an aggregate nominal value of £66,000 such authority unless previously renewed, revoked or varied to expire 15 months after the date of the passing of this resolution or at the conclusion of the next annual general meeting of the Company following the passing of this resolution, whichever occurs first, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities under such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTIONS

8. That subject to the passing of Resolution 7 above, the directors be and are hereby empowered under section 570 of the Companies Act 2006 (“the Act”) to allot equity securities (within the meaning of section 560 of the Act) for cash under the general authority already given as if sub-section 561(1) of the Act did not apply to any allotment, provided that this power shall be limited to:
 - (a) the allotment of equity securities in connection with an offer of such securities to holders of ordinary shares where the equity securities for which ordinary shares are respectively entitled to subscribe are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange;
 - (b) the allotment (otherwise than under sub-paragraph (a) above) of equity securities up to an aggregate nominal value of £66,000;

And so that such power (unless previously revoked or varied) shall expire 15 months after the date of the passing of this resolution or at the conclusion of the next annual general meeting of the Company following the passing of this resolution, whichever occurs first, provided that the directors may, before the power expires, make an offer or enter into an agreement which would or might require equity securities to be allotted after such power expires.

9. THAT, the Company be and is generally and unconditionally authorised to make market purchases (within the meaning of section 163(3) of the Act) of Ordinary Shares provided that:

- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is 110,414,205;
- (b) the minimum price, exclusive of any expenses, which may be paid for an Ordinary Share is an amount equal to 80% of the middle market price for an Ordinary Share (as defined by AIM);
- (c) the maximum price, exclusive of any expenses, which may be paid for an Ordinary Share is an amount equal to 120% of the middle market price for an Ordinary Share (as defined by AIM);
- (d) the authority hereby conferred shall expire at the earlier of the conclusion of the next Annual General Meeting of the Company and fifteen months from the date of this resolution;
- (e) the Company may make a contract for the purchase of Ordinary Shares under this authority before the expiry of this authority which would or might be executed wholly or partly after the expiry of such authority, and may make purchases of Ordinary Shares in pursuance of such a contract as if such authority had not expired.

BY ORDER OF THE BOARD

GFM Ball
Director

29 December 2011

Registered Office:

27 – 28 Eastcastle Street
London
W1W 8DH

Notes:

Entitlement to attend and vote

1. Under Regulation 41 of the Uncertified 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.

Appointment of Proxies

2. If you are member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Annual General Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. 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. Proxies may be returned to the Registrar by fax to the following number +44 (0)1252 719232.
3. A proxy does not need to be a member of the Company but must attend the Annual General Meeting to represent you. Details of how to appoint the Chairman of the Annual General Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights to different shares. You may not appoint more than one proxy to exercise rights attached to any other share.
5. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment thereof by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment, or instruction, made by means of CREST to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ("EUI") specifications and must contain the information required for such instructions, as described in the CREST Manual. The message regardless of whether it relates to the appointment of a proxy, the revocation of a proxy appointment, or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 7RA36) by the latest time(s) for receipt of proxy appointments specified in this Notice. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) of the Uncertificated Securities Regulations 2001 (as amended). CREST members and where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy instructions. It is therefore the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The notes to the proxy form include instructions on how to appoint a proxy by using the CREST proxy appointment service. You may not use any electronic address provided either in this Notice or in any related documents (including the proxy form) to communicate with the Company for any purposes other than those expressly stated.

Issued shares and total voting rights

6. As at 5:00pm on the 19th of December, the Company's issued share capital comprised 2,208,284,090 ordinary shares of 0.01p each and 181,303,419 deferred shares. Each ordinary share carried the right to one vote at a general meeting of the Company and, therefore the number of voting rights in the Company as at 5:00pm on the 19th of December is 2,208,284,090.