

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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 ANNUAL GENERAL MEETING

HOT TUNA INTERNATIONAL PLC
(Registered in England No. 5382036)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that a Annual General Meeting of the above-named Company will be held at Suite 3B, Princes House, 38 Jermyn Street, London, SW1Y 6DN at 11:00 am on 17th January 2011 for the purpose of considering, in accordance with section 656 of the Companies Act 2006 ("Act"), whether any, and if so what, steps should be taken to deal with the situation that the net assets of the Company are less than half of its called up share capital. In addition, the meeting will consider and, if thought fit, pass the following:

and if thought fit passing the following Resolutions:

ORDINARY BUSINESS

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

Accounts

Resolution 1 - To receive and adopt the report of the directors and the financial statements for the period ended 30th June 2010 and the report of the auditors thereon.

Directors

Resolution 2 - To re-appoint, as a director of the Company, Mr Geoff O'Connell who retires in accordance with the Company's Articles of Association and offers himself for re-election.

Auditors

Resolution 3 - To appoint Chapman Davis LLP as auditors and to authorise the directors to determine their remuneration.

SPECIAL BUSINESS

Directors' Authority to Allot Shares

To consider, and if thought fit, to pass the following Resolution which is proposed as an Ordinary Resolution:-

Resolution 4 – That the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot ordinary shares in the Company and grant rights to subscribe for or convert any security into shares in the Company up to the maximum nominal amount of £ 700,000 PROVIDED that the authority granted under this resolution shall lapse at the end of the next annual general meeting of the Company to be held after the date of the passing of this resolution but so that the Company be and is hereby authorised to make prior to the expiry of such period above any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the Directors may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of the authority given by this resolution.

Disapplication of pre-emption rights

To consider, and if thought fit, to pass the following Resolution which is proposed as a Special Resolution:-

Resolution 5 - That, subject to the passing of Resolution 4, pursuant to section 570 and section 573 of the Act, the Directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by Resolution 4 as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:

a) the allotment of equity securities in connection with an offer (whether by way of a rights issue, open offer or otherwise) to holders of ordinary shares in the capital of the Company in proportion (as nearly as practicable) to the respective numbers of ordinary shares held by them, 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 territory or the requirements of any regulatory body or stock exchange; and

b) the allotment of equity securities for cash (otherwise than pursuant to paragraph (a) above) up to an aggregate nominal amount of £ 700,000

and (unless previously revoked, varied or renewed) such power shall expire upon the expiry of the authority conferred by Resolution 5 above save that the Company may make an offer or agreement before the expiry of this power which would or might require equity securities to be allotted for cash after such expiry and the Directors may allot equity securities for cash pursuant to any such offer or agreement as if the power conferred by this resolution had not expired.

BY ORDER OF THE BOARD

Kiran Morzaria

Company Secretary
17th December 2010

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. Proxies may be returned to the Registrar by fax to the following number +44 (0)1252 719232.
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 16th December 2010, the Company's issued share capital comprised of 1,153,303,909 new ordinary shares of 0.01p each and 181,303,419 deferred shares. Each new ordinary 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 21st December 2009 is 1,153,303,909.
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.