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This document does not constitute an offer to sell, or a solicitation of an offer to buy, Placing Shares in any jurisdiction. In addition, this document does not comprise a prospectus or prospectus equivalent document.



Bowleven plc

(Incorporated and registered in Scotland under the Companies Act 1985 with registered number SC225242)

PROPOSED PLACING OF 106,000,000 ORDINARY SHARES AT 67 PENCE EACH AND NOTICE OF EXTRAORDINARY GENERAL MEETING

The Placing Shares have not been, and will not be, registered under the United States Securities Act of 1933 (the "**Securities Act**") and may not be offered or sold within the United States (as defined in Regulation S under the Securities Act). The Placing Shares are being offered and sold outside the United States in reliance on Regulation S. This document is not being sent into the United States and does not constitute an offer to sell, or a solicitation or an offer to buy, Placing Shares to or from any Shareholder or any other person in the United States.

The Placing Shares have not been and will not be registered or qualified for distribution to the public under the securities legislation of any province or territory of Australia, Canada or Japan or in any country, territory or jurisdiction where to do so may contravene local securities law or regulations. Accordingly, the Placing Shares may not, subject to certain exemptions, be offered or sold directly or indirectly in or into, or to any national, citizen or resident of Australia, Canada or Japan. The distribution of this document in or into other jurisdictions may be restricted by law and therefore persons, into whose possession this document comes, should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdictions. This document is being sent into the Australia, Canada or Japan only to Shareholders for information in connection with the EGM (defined below) and does not constitute an offer to sell, or a solicitation or an offer to buy, Placing Shares to or from any Shareholder in the Australia, Canada or Japan.

Notice of an extraordinary general meeting of the Company to be held at the offices of Shepherd and Wedderburn LLP, 1 Exchange Crescent, Conference Square, Edinburgh EH3 8UL on Friday, 26 June 2009 at 10.00 a.m. (London time) (the "EGM") is set out at the end of this document. A form of proxy for use at the EGM is enclosed with this document. Whether or not you intend to attend the EGM in person, you are requested to complete the form of proxy in accordance with the instructions printed on it and return it to be received by Computershare Investor Services at The Pavilions, Bridgwater Road, Bristol BS99 6ZY no later than 10.00 a.m. on Wednesday, 24 June 2009, being 48 hours before the time of the holding of the EGM.

RBS Hoare Govett Limited, which is authorised and regulated in the UK by the Financial Services Authority, is the Company's nominated adviser and broker. RBS Hoare Govett's responsibilities as the Company's nominated adviser under the AIM Rules are owed solely to the London Stock Exchange and are not owed to the Company or to any Director or to any other person. RBS Hoare Govett is acting exclusively for the Company and no one else in connection with the Placing and will not regard any other person (whether or not a recipient of this document) as a client in relation to the Placing and will not be responsible to anyone other than the Company for providing the protections afforded to its clients or for providing advice in relation to the Placing or any matters referred to in this document.

Merrill Lynch International, which is authorised and regulated in the UK by the Financial Services Authority, is acting exclusively for the Company and no one else in connection with the Placing and will not regard any other person (whether or not a recipient of this document) as a client in relation to the Placing and will not be responsible to anyone other than the Company for providing the protections afforded to its clients or for providing advice in relation to the Placing or any matters referred to in this document.

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FORWARD-LOOKING STATEMENTS

This document contains (or may contain) certain forward-looking statements with respect to certain of the Company's plans and its current goals and expectations relating to its future financial condition and performance and which involve a number of risks and uncertainties. The Company cautions readers that no forward-looking statement is a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking statements. These forward-looking statements can be identified by the fact that they do not relate only to historical or current facts. Forward-looking statements sometimes use words such as "aim", "anticipate", "target", "expect", "estimate", "intend", "plan", "goal", "believe", or other words of similar meaning. Examples of forward-looking statements include statements regarding or which make assumptions in respect of future appraisal or development of the Group's assets. By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances, including, but not limited to, economic and business conditions, the effects of continued volatility in credit markets, market-related risks such as changes in the price of oil or changes in interest rates and foreign exchange rates, the policies and actions of governmental and regulatory authorities, changes in legislation, the further development of standards and interpretations under International Financial Reporting Standards ("IFRS") applicable to past, current and future periods, evolving practices with regard to the interpretation and application of standards under IFRS, the outcome of pending and future litigation or regulatory investigations, the success of future explorations, acquisitions and other strategic transactions and the impact of competition. A number of these factors are beyond the Company's control. As a result, the Company's actual future results may differ materially from the plans, goals and expectations set forth in the Company's forward-looking statements. Any forward-looking statements made in this document by or on behalf of the Company speak only as of the date they are made. Except as required by the Financial Services Authority, the London Stock Exchange or applicable law, the Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained in this document to reflect any changes in the Company's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Latest time and date for receipt of forms of proxy	10.00 a.m. on Wednesday, 24 June 2009
EGM	10.00 a.m. on Friday, 26 June 2009
Admission and dealings in the Placing Shares expected to commence on AIM	8.00 a.m. on Monday, 29 June 2009

Note:

References to time in this document are to London time unless otherwise stated.

PLACING STATISTICS

Number of Placing Shares being placed on behalf of the Company	106,000,000
Placing Price per Placing Share	67 pence
Number of Ordinary Shares in issue immediately following completion of the Placing ¹	192,973,318
Number of new Ordinary Shares being placed as a percentage of the enlarged issued share capital of the Company immediately following completion of the Placing ¹	54.9 per cent.
Gross proceeds of the Placing	£71.0 million
Estimated net proceeds of the Placing receivable by the Company	£68.7 million

Note:

¹ Assumes that no Ordinary Shares are issued following the date of this document and the completion of the Placing.

LETTER FROM THE CHAIRMAN



Bowliven plc

(Incorporated and registered in Scotland under the Companies Act 1985 with registered number SC225242)

Directors:

Ronnie Hanna (Non-Executive Chairman)
Kevin Hart (Chief Executive)
Chief Tabetando (Executive Director of Bowliven and Chairman of EurOil Limited)
John Brown (Finance Director)
John Morrow (Chief Operating Officer)
Ed Willett (Exploration Director)
Peter Wilson (Director, General Counsel)
Caroline Cook (Non-Executive Director)
Tim Sullivan (Non-Executive Director)

Registered Office:

1 North St Andrew Lane
Edinburgh
EH2 1HX

9 June 2009

To the holders of Ordinary Shares and, for information only, to the holders of options over Ordinary Shares

Dear Shareholder

Proposed Placing and Notice of Extraordinary General Meeting

1. Introduction

The Company today announced its intention to raise approximately £68.7 million (net of expenses) by way of a placing of 106,000,000 new Ordinary Shares. The Placing is conditional upon, amongst other things, Shareholder approval which will be sought at the EGM of the Company to be held at the offices of Shepherd and Wedderburn LLP, 1 Exchange Crescent, Conference Square, Edinburgh EH3 8UL on Friday, 26 June 2009 at 10.00 a.m. The notice of the EGM is set out at the end of this document.

The purpose of this letter is (i) to provide you with details of, background to and reasons for the Placing, (ii) to provide you with information in respect of the resolution to be proposed at the EGM and (iii) to explain why the Board believes that the Placing and the Resolution are in the best interests of the Company and its Shareholders as a whole.

The actions that you should take to vote on the Resolution, and the recommendation of the Board, are set out in paragraphs 7 and 8 respectively of this letter.

2. Background to and reasons for the Placing

IF Field

On 1 June 2009 Bowliven announced the results of an independent assessment completed by TRACS International of the contingent resources of the IF oil discovery in Block MLHP-7 in the Etinde Permit, offshore Cameroon. A copy of the TRACS CPR is available on the Company's website at www.bowliven.com.

The assessment by TRACS International supports Bowleven's positive view of the potential of the IF Field and confirms further appraisal of the IF Field is warranted to evaluate its commercial development potential.

The STOIP and contingent resources volumes and valuations given in the table below are extracted from the TRACS CPR. The volumes are post-appraisal and assume a successful appraisal programme on the IF Field. TRACS International has assessed the probability of a further appraisal well proving sufficient volumes to justify a development at 65 per cent. The net present values are at a 10 per cent. discount rate and are based upon the fiscal and commercial terms contained in the Etinde Permit and the costings for an IF Field conceptual development plan, which assumes, amongst other things, the construction of a new onshore oil and gas processing facility. It is possible that the ultimate development plan for the IF Field will incorporate an FPSO, which the Directors believe would result in significant capital expenditure savings and improved project economics. In addition, it is envisaged that the development of the IF Field will help facilitate future development of other resources on the MLHP-7 Block, including the IE and IM Fields.

Summary of contingent resources volumes and valuations extracted from the TRACS CPR:

	1C	2C	3C
Total STOIP* (mmstb)	101.2	194.5	274.1
Oil contingent resources* (mmstb)	23.9	53.1	94.3
Post-tax NPV (10%) (US\$'000,000)**	10.6	556.3	1,038.3

* These estimates assume Bowleven has a 100 per cent. participating interest in the IF Field. Under the production sharing contract relating to the Etinde Permit, the state oil company of Cameroon, Société Nationale des Hydrocarbures ("SNH"), has the right to elect to take a 20 per cent. participating interest in the development.

** These valuations are on the basis of Bowleven having an 80 per cent. participating interest in the IF Field, i.e. assuming that SNH has exercised its back-in right to take a 20 per cent. participating interest.

The above volumes and values relate only to the IF Field. The values are referenced to 1 July 2009. The Nymex crude oil (light) forward curve from 13 May 2009 was assumed for oil through to 2017 and an inflation rate of 1.8 per cent. per annum applied thereafter.

The oil production profiles used in the TRACS CPR to determine the above valuations assume first oil from the IF Field on 1 January 2013. However, the Board is currently targeting first oil for as early as late 2011, assuming that an FPSO based development is pursued.

The purpose of the Placing is to finance further appraisal work on the IF Field to evaluate the significant potential of this discovery. The results should assist the Group with future funding options for its development. Details of the proposed appraisal work are set out in paragraph 3 below.

Update on farm-out activity

As previously indicated, the Company is pursuing other funding options, including the potential farm-out of one or more of the Group's positions in Cameroon and Gabon. This process will continue irrespective of the completion of the Placing and the Board will consider any proposals that facilitate progression of the Group's business and the development of its portfolio of assets.

Future funding requirements

The Board considers that, notwithstanding the current economic climate and uncertain outlook, in the event of a successful appraisal of the IF Field, debt funding and farm-in proceeds may be secured to project finance all or part of the estimated development costs of the IF Field through to first oil. If production were to commence at the IF Field, it has the potential to generate substantial ongoing cashflow for the Company.

3. Use of proceeds

As at the date of this document, the Company has net cash of approximately US\$17 million and no debt. The Group remains funded for its current work commitments under all of its PSCs to at least the end of December 2009. Those current work commitments do not, however, include the proposed further discretionary appraisal activities in respect of the IF Field referred to above. The Board therefore intends to apply the net proceeds of the Placing to those appraisal activities, as further described below.

The Company's immediate priority is to drill at least one appraisal well on the IF Field (the IF-2 appraisal well). As at the date of this document a drilling location is being worked up for the IF-2 appraisal well and rig companies have been invited to tender for the provision of a jack up drilling rig and personnel for a two well programme (with one well being committed and one well being optional) with an estimated spud date for the first well in Q4 2009. Responses have been received from a number of drilling companies indicating availability of suitable rigs. The technical and commercial content of those responses are currently under evaluation. Contract award is dependent on successful completion of the Placing. Although it is possible that one well may be sufficient to declare commerciality in respect of a development of the IF Field, the conceptual development scenario reviewed by TRACS International envisages two appraisal wells both of which, if successful, would be converted to producers.

The estimated cost for drilling two appraisal wells, including testing and suspension as future producers, is US\$65 million to US\$75 million.

Following the drilling of the appraisal well(s) on the IF Field it may be desirable to acquire and interpret new 3D seismic data over the IF Field in order to optimise the location of development wells. The Board estimates that costs of approximately US\$10 million to US\$15 million would be incurred in the acquisition and interpretation of this 3D seismic data.

Subject to a successful appraisal well, or wells, on IF-2, the Company intends to commence the front end engineering and design for the development of the IF Field as soon as practicable after the test results. The Board expects that this work would be likely to commence in mid 2010. The Board currently estimates that this work would cost approximately US\$8 million to US\$12 million.

Any funds raised pursuant to the Placing and not applied in the manner outlined above will be used for further evaluation activities on the Group's portfolio of assets and for working capital purposes.

4. Details of the Placing

The Placing will involve the subscription by placees procured by RBS Hoare Govett and Merrill Lynch on behalf of the Company and also a small number of Shareholders approached directly by the Company of 106,000,000 new Ordinary Shares at a Placing Price of 67 pence per Placing Share.

The Placing Shares represent approximately 122 per cent. of the issued share capital of the Company as at the date of this document and approximately 54.9 per cent. of the issued share capital of the Company as it is expected to be immediately following completion of the Placing. The Placing Price represents a discount of approximately 9.2 per cent. to the closing price of 73.75 pence of an Ordinary Share on 8 June 2009, which was the last business day prior to the announcement of the Placing. The Placing is expected to raise approximately £68.7 million (net of expenses).

Kevin Hart, Caroline Cook and Tim Sullivan, directors of the Company, have agreed to subscribe for 200,000, 35,000 and 50,000 Placing Shares respectively.

RBS Hoare Govett and Merrill Lynch have conditionally agreed, pursuant to the Placing Agreement, to underwrite settlement of the Placing. The Placing is conditional upon, amongst other things:

- (i) the passing without amendment of the Resolution at the EGM;

- (ii) the Placing Agreement not having been terminated in accordance with its terms prior to Admission; and
- (iii) Admission becoming effective.

An application for Admission will be submitted to the London Stock Exchange and it is expected that Admission will become effective and that dealings in the Placing Shares will commence on AIM at 8.00 a.m. on Monday, 29 June 2009.

The Placing Shares will, when issued and fully paid, rank *pari passu* in all respects with the existing Ordinary Shares, including the right to receive all dividends or other distributions declared, made or paid after the date of their issue.

5. Current trading and prospects

The Company announced on 23 March 2009 its interim results for the six month period ended 31 December 2008. A copy of that interim results announcement is available on the Company's website at www.bowleven.com.

There has been no change in the outlook for the Group since the interim results announcement.

6. Extraordinary General Meeting

At the extraordinary general meeting of the Company held on 11 December 2008, Shareholders granted authority to the Directors to make non pre-emptive offers of ordinary shares for cash of up to 250,000,000 new ordinary shares (representing up to approximately 287 per cent of the issued share capital of the Company) at any time up to 31 March 2009. Against the background of the potential offer for the Company announced during March 2009, the decision was taken by the Board to allow that authority to lapse. New authorities from Shareholders are therefore required for the issue ordinary shares pursuant to the Placing.

A notice convening the EGM is set out at the end of this document. A summary and explanation of the Resolution to be proposed at the EGM is set out below. Please note that the summary and explanation is not the full text of the Resolution and Shareholders should review the full text of the Resolution before deciding whether or not to approve it.

The Resolution, which comprises two parts, is a special resolution. Accordingly, for the Resolution to be passed, not less than 75 per cent. of votes cast must be in favour.

If passed, the Resolution will confer upon the Directors the authority to issue the Placing Shares. The Placing is conditional upon the passing of the Resolution and, accordingly, if the Resolution is not passed, the Placing will not complete. The Directors will only exercise the authority conferred by the Resolution to issue the Placing Shares.

The first part of the Resolution proposes to grant to the Directors a general authority pursuant to section 80 of the Act to allot relevant securities (within the meaning of the Act) up to an aggregate nominal amount of £10,600,000 (representing an amount equal to approximately 122 per cent. of the nominal issued share capital of the Company as at date of this document and approximately 54.9 per cent. of the nominal issued share capital of the Company as it is expected to be immediately following completion of the Placing).

The second part of the Resolution proposes to confer upon the Directors a general power to allot equity securities for cash on a non pre-emptive basis pursuant to the authority granted to the Directors by the first part of the Resolution.

If the Resolution is passed, the authority and power conferred will, to the extent not used, expire at the end of the next annual general meeting of the Company to be held in December 2009.

7. Action to be taken

A form of proxy for use at the EGM is enclosed. Whether or not you intend to attend the EGM in person, you are requested to complete and sign the form of proxy in accordance with the instructions printed on it and then to return it to the Company's Registrars, Computershare Investor Services, The Pavilions, Bridgwater Road, Bristol BS99 6ZY. Completed forms of proxy should be returned to the Company's registrars to be received no later than 10.00 a.m. on Wednesday, 24 June 2009, being 48 hours before the time of the holding of the EGM. The completion and return of a form of proxy will not preclude you from attending the EGM and voting in person should you so wish.

8. Recommendation

The Directors of Bowleven consider that the Placing and the Resolution are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolution, as they intend to do in respect of their entire beneficial holdings of Ordinary Shares (representing approximately 3.94 per cent. of the current issued share capital of the Company).

Yours sincerely

A handwritten signature in cursive script, appearing to read 'Ronnie Hanna', written in dark ink.

Ronnie Hanna
Chairman

DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

The following definitions and technical terms apply throughout this document, unless the context otherwise requires:

“1C”	denotes low estimate scenario of contingent resources;
“2C”	denotes best estimate scenario of contingent resources;
“3C”	denotes high estimate scenario of contingent resources;
“3D seismic data”	three dimensional seismic data;
“Act”	the Companies Act 1985 as amended, or the Companies Act 2006, as the context requires;
“Admission”	admission of the Placing Shares to trading on AIM becoming effective in accordance with rule 6 of the AIM Rules;
“AIM”	the market of that name operated by London Stock Exchange;
“AIM Rules”	the rules published by London Stock Exchange entitled “AIM Rules for Companies”;
“Board” or “Directors”	the directors of the Company;
“Cameroon”	the Republic of Cameroon;
“contingent resources”	those quantities of petroleum which are estimated, on a given date, to be potentially recoverable from known accumulations, but which are not currently considered to be commercially recoverable;
“the Company” or “Bowleven”	Bowleven plc;
“EOV Permit”	EOV Permit No. G5-92, Gabon, constituted by the exploitation and production sharing contract between the Republic of Gabon and GGPC Gabon (EOV) Limited (an indirectly wholly-owned subsidiary of the Company) dated 16 February 2004 or, as the context may require, the contract area to which this production sharing contract relates;
“Etinde Permit”	the production sharing contract between the Republic of Cameroon and EurOil, dated 22 December 2008, in respect of the area of approximately 2,316km ² , comprising the former blocks MLHP-5, MLHP-6 and MLHP-7, offshore Cameroon or, as the context may require, the contract area to which this production sharing contract relates;
“EurOil”	EurOil Limited, a wholly-owned subsidiary of the Company;
“EGM”	the extraordinary general meeting of the Company to be held at the offices of Shepherd and Wedderburn LLP, 1 Exchange Crescent, Conference Square, Edinburgh EH3 8UL on Friday, 26 June 2009 at 10.00 a.m.;
“FPSO”	floating production, storage and offloading vessel;
“Gabon”	the Republic of Gabon;

“Group”	the Company and its subsidiaries and subsidiary undertakings;
“IE Field”	the Isongo E field within Block MLHP-7 of the Etinde Permit;
“IF Field”	the Isongo F field within Block MLHP-7 of the Etinde Permit;
“IM Field”	the Isongo M field within Block MLHP-7 of the Etinde Permit;
“Merrill Lynch”	Merrill Lynch International;
“mmstb”	million stock tank barrels;
“NPV”	net present value;
“Ordinary Shares”	ordinary shares of 10p each in the capital of the Company;
“Placing”	the conditional placing of 106,000,000 new Ordinary Shares of 10 pence each in the share capital of the Company by RBS Hoare Govett and Merrill Lynch on the terms and subject to the conditions set out in the Placing Agreement;
“Placing Agreement”	the placing agreement among the Company, RBS Hoare Govett and Merrill Lynch dated 9 June 2009;
“Placing Shares”	106,000,000 new Ordinary Shares to be issued pursuant to the Placing;
“PSC”	production sharing contract;
“RBS Hoare Govett”	RBS Hoare Govett Limited;
“Resolution”	the special resolution to be proposed at the EGM;
“Shareholder”	a holder of Ordinary Shares;
“STOIP”	stock tank oil initially in place;
“TRACS CPR”	the Competent Persons Report dated May 2009 produced by TRACS International in respect of the IF discovery on Block MLHP-7 of the Etinde Permit;
“TRACS International”	TRACS International Consultancy Limited; and
“US\$”	United States Dollars.

The resource and future revenue estimates presented in the TRACS CPR were prepared in accordance with definitions presented in the Society of Petroleum Engineers’ Petroleum Resources Management System and the risking of contingent resources has been undertaken in accordance with the AIM Guidance note for Mining, Oil and Gas Companies.

Bowleven plc

(Incorporated and registered in Scotland under the Companies Act 1985 with registered number SC225242)

Notice of Extraordinary General Meeting

Notice is hereby given that an extraordinary general meeting of Bowleven plc will be held at the offices of Shepherd and Wedderburn LLP, 1 Exchange Crescent, Conference Square, Edinburgh EH3 8UL on Friday, 26 June 2009 at 10.00 a.m. to consider and, if thought fit, pass the following resolution, which will be proposed as a special resolution:

THAT:

- (a) in addition and without prejudice to the existing authority under section 80 of the Companies Act 1985 (as amended) (the “**Act**”) granted to the directors pursuant to the special resolution of the Company passed at the extraordinary general meeting of the Company held on 18 December 2006, the directors be generally and unconditionally authorised pursuant to and in accordance with section 80 of the Act to allot relevant securities (within the meaning of section 80(2) of the Act) up to an aggregate nominal amount equal to £10,600,000, such authority to expire (unless previously renewed, varied or revoked by the Company in general meeting) at the end of the next annual general meeting of the Company to be held in December 2009, save that the Company may, before this authority expires or is replaced or revoked, make an offer or enter into an agreement which would or might require relevant securities to be allotted after such expiry or replacement or revocation and the directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired or, as the case may be, been replaced or revoked; and
- (b) in addition and without prejudice to any existing power under section 95(1) of the Act conferred upon the directors by special resolution 6 proposed at the annual general meeting of the Company held on 11 December 2008, the directors be empowered, pursuant to section 95(1) of the Act, to allot equity securities (within the meaning of section 94 of the Act) for cash pursuant to the authority conferred by sub-paragraph (a) of this resolution, as if section 89(1) of the Act did not apply to any such allotment, such power to expire at the same time as the expiry of the authority conferred by sub-paragraph (a) of this resolution, save that the Company may, before this power expires or is replaced or is revoked, make an offer or enter into an agreement which would or might require equity securities to be allotted after such expiry or replacement or revocation and the directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired or, as the case may be, been replaced or revoked.

Dated: 9 June 2009

For and on behalf of the Board

Registered Office:
1 North St Andrew Lane
Edinburgh
EH2 1HX



Peter G Wilson
Company Secretary

Notes

1. A member of the Company who is entitled to attend and vote at the meeting called by the foregoing notice may appoint a proxy to attend the meeting and speak and vote on his or her behalf. A member may appoint more than one proxy provided that each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share. A proxy need not be a member of the Company. A form of proxy for use in connection with the meeting is enclosed and, if used, should be completed and signed and sent or delivered in accordance with the instructions contained therein so as to be received by the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY not less than 48 hours before the time of the holding of the extraordinary general meeting (or, as the case may be, adjourned extraordinary general meeting). To appoint more than one proxy, additional proxy forms can be obtained by contacting the Company's registrars' helpline on 0870 707 1284 or you may photocopy the enclosed form of proxy. All forms should be signed and returned in the same envelope. Appointment of a proxy will not preclude a member from attending and/or voting in person at the meeting.
2. Pursuant to regulation 41(1) of the Uncertificated Securities Regulations 2001, the Company specifies that only those members entered on the register of members of the Company as at 6.00 p.m. (UK time) on Wednesday, 24 June 2009 or, in the event that the meeting is adjourned, on the register of members at 6.00 p.m. (UK time) on the day falling two days before the date of any adjourned meeting, shall be entitled to attend or vote at the meeting in respect of the shares registered in their name at that time. Changes to the entries on the register of members after 6.00 p.m. (UK time) on Wednesday, 24 June 2009 or, in the event that the meeting is adjourned, on the register of members at 6.00 p.m. (UK time) on the day falling two days before the date of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting, notwithstanding any provisions in any enactment, the articles of association of the Company or other instrument to the contrary.
3. In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that (i) if a corporate shareholder 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 of the other corporate representatives for that shareholder 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 (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder 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 instructions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. The guidance includes a sample form of representation letter if the chairman is being appointed as described in (i) above.
4. A member may not use any electronic address provided either in this notice of general 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.