ANNUAL GENERAL MEETING
RED LEOPARD HOLDINGS PLC
("the Company")

NOTICE IS HEREBY GIVEN that an ANNUAL GENERAL MEETING of the Company will be held at 233-237 Old Marylebone Road, London NW1 5QT on Thursday 28th June 2012 at 10am for the purpose of considering and, if thought fit, passing the following resolutions, of which resolutions 1 to 3 will be proposed as ordinary resolutions and resolution 4 will be proposed as a Special Resolution:

ORDINARY RESOLUTIONS

1. To propose Simon Harvey Michaels for re-election as a Director of the Company.

2. To resolve that the Directors be authorised to determine the remuneration of the Auditors.

3. To resolve that the Directors of the Company be and are generally and unconditionally authorised, pursuant to and in accordance with Section 551 of the Companies Act 2006, to exercise all or any of the powers of the Company to allot relevant securities (within the meaning of Section 560 of the Companies Act 2006) up to an aggregate nominal amount equal to the unissued nominal share capital of the Company for the period expiring on the fifth anniversary of the date of this resolution on terms that during such period, the Company may make an offer or agreement which would or might require relevant securities to be allotted after the expiry of such authority (and the Directors may allot relevant securities in pursuance of such an offer or agreement as if such authority had not expired).

SPECIAL RESOLUTION

4. To resolve that, in accordance with Section 571 of the Companies Act 2006, the Directors be and hereby are given power to make offers or agreements to allot equity securities (as defined in Section 560 of the Companies Act 2006) for cash as if Section 561 of the Companies Act 2006 did not apply to any such allotment, and so that:

(a) reference to allotment in this Resolution shall be construed in accordance with Section 560(2) of the Companies Act 2006; and

(b) the power conferred by this Resolution shall expire immediately prior to the Annual General Meeting of the Company to be held in the calendar year 2013, but shall enable the Company to make any offer or agreement before the expiry of such power, which would or might require equity securities to be allotted after the expiry of such power, and the Directors may allot equity securities in pursuance of such offers or agreements notwithstanding the expiry of such power, provided however that the power conferred by this Resolution shall be limited to the authorised but unissued Ordinary Shares of £0.01 each in the capital of the Company as at the date of this notice.

Dated: 6 June 2012   BY ORDER OF THE BOARD
                                                        John May
                                                        Director

Registered in England
Number 5289187

Registered 0ffice:
233 – 237 Old Marylebone Road
London NW1 5QT

NOTES:

1   A member entitled to attend and vote at the above meeting may appoint a proxy to attend and vote instead of him.   A proxy need not also be a member.

2   To be effective the form of proxy, together with the power of attorney or other authority (if any) under which it is signed, enclosed with this notice must be completed and signed and received at the Company's office at 233 – 237 Old Marylebone Road, London NW1 5QT at least 48 hours before the time fixed for the meeting.   A form of proxy is enclosed with this notice. Appointment of a proxy will not preclude a member from attending the meeting and voting in person should that person subsequently so decide.

Form of proxy for use at the
Annual general meeting convened to be held on 28 June 2012

I/We ....……..
(FULL NAME(S) IN BLOCK CAPITALS)

of ....……

being (a) holder(s) of ordinary shares of 1 pence each in Red Leopard Holdings PLC (the "Company") HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (see note (c) below)

....

as my/our proxy to attend, and vote for me/us on my/our behalf at the **Annual General Meeting** convened to be held on 28 June 2012 and at any adjournment thereof. The proxy is requested to comply with the voting instructions, if any, shown below and, subject thereto, shall be entitled to vote on any resolution or business (including adjournments and amendments to resolutions) which might be proposed at the meeting in such manner as the proxy in his absolute discretion thinks fit.

Resolutions as set out in the Notice of AGM dated 6 June 2012 (see note (e) below)	**For**	**Against**	**Vote withheld**
Resolution 1			
Resolution 2			
Resolution 3			
Resolution 4			

Signature .... (see note (a) below)

Date: ....….. 2012

Full name(s) in which shares are registered:

....

Notes:

(a) The form of proxy must be in writing and signed under the hand of the appointor or his attorney duly authorised in writing or, where this form of proxy is executed by a corporation, it must be either under its seal or under the hand of an officer or attorney duly authorised. The form of proxy must also be dated.

(b) To be valid this form of proxy, together with any power of attorney or other authority under which it is signed or an office copy or a copy certified in accordance with the Powers of Attorney Act 1971, thereof, must be deposited at the Company's office at 233 – 237 Old Marylebone Road, London NW1 5QT no later than 48 hours before the time fixed for the meeting or adjourned meeting at which the person named in the instrument proposes to vote and, in default, the proxy shall not be treated as valid.

(c)   If any other proxy or proxies be desired, strike out the words "the chairman of the meeting" and insert the name and address or names and addresses preferred on the dotted line. A proxy need not be a member of the Company. Any alteration to the proxy card must be initialled.

(d)   Return of this form of proxy will not prevent holders of ordinary shares from attending (or being represented) and voting at this meeting.

(e)   Please indicate with an "X" in the space provided above how you wish your vote to be cast. Where no "X" is inserted, the proxy will, at his or her discretion, vote as he or she thinks fit.

(f)   To abstain from voting on a resolution, enter "X" in the box "Vote withheld". A "Vote withheld" is not a vote in law which means that the vote will not be counted in the calculation of votes "for" and "against.