

## **STRONTIUM PLC**

**(the "Company")**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the above named Company will be held at the offices of Collyer Bristow LLP, 4 Bedford Row, London WC1R 4DF on 20 January 2010 at 12.00 noon for the following purposes, namely:

#### **Ordinary Business**

- (1) To consider and, if thought fit, adopt the accounts of the Company for the year ended 30 June 2009 and the Report of the Directors and Accountants thereon.
- (2) To re-appoint Hazlewoods LLP as auditors to hold office until the conclusion of the next General Meeting of the Company before which accounts are laid.
- (3) To authorise the Directors to determine the remuneration of the Auditors.
- (4) To re-elect as a director Colin M Brumpton who was appointed after the last AGM in accordance with the Articles of Association.
- (5) To re-elect as a director David W Barker who retires by rotation in accordance with the Articles of Association.
- (6) To re-elect as a director Michael W Metcalfe who retires by rotation in accordance with the Articles of Association.

#### **Special Business**

To consider and, if thought fit, pass the following Resolutions, of which Resolution 7 will be proposed as an Ordinary Resolution and resolution 8 as a Special Resolution:

- (7) To consider and if thought fit to pass the following resolution as an ordinary resolution:

THAT the Directors be and are hereby generally and unconditionally authorised, in accordance with section 551 of the Companies Act 2006, to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £200,000 provided that this authority shall (unless renewed, varied or revoked by the Company in general meeting) expire on the conclusion of the next Annual General Meeting ('AGM') of the Company, save that the Company may before such expiry make an offer or agreement which would or might require such shares to be allotted or such rights to be granted after such expiry, and the Directors may allot such shares and grant such rights in pursuance of such offer or agreement as if this authority had not expired.

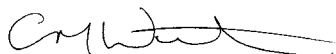
(8) To consider and if thought fit to pass the following resolution as a Special Resolution:

THAT the Directors be and are hereby empowered, pursuant to Section 570 of the Companies Act 2006, to allot equity securities (as defined in Section 560 of that Act) for cash pursuant to the general authority conferred on them by Resolution 7 above as if Section 561 of that Act did not apply to any such allotment or sale and provided that this power shall be limited to:

- i. the allotment of equity securities in connection with or pursuant to an offer or issue by way of rights, open offer or other pre-emptive offer to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems arising in, or under the laws of, any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory; and
- ii. the allotment (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to an aggregate nominal value of £200,000 and such power shall expire (if not previously expired by non-fulfilment of conditions) on the date of the next AGM of the Company save that 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 Board may allot equity securities in pursuance

Dated 18 November 2009

By Order of the Board



Gary Withey

Secretary

Registered in England  
No 5200315

Second Floor  
Estate House  
2 Pembroke Road  
Sevenoaks  
Kent  
TN13 1XR

## **Notes**

1. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the 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.

2. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. 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) and give your instructions directly to them.

3. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

### **Appointment of proxy using hard copy proxy form**

4. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to the Company at Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL ; and
- received by the Company no later than 12 pm on 18 January 2010.

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 for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

### **Appointment of proxy by joint members**

5. In the case of joint holders, 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).

### **Changing proxy instructions**

6. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company's registrars, Share Registrars Limited (telephone 01252 821390) to obtain another hard-copy form. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

### **Termination of proxy appointments**

7. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by the Company no later than 12 pm on 18 January 2010.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

### **Communication**

8. Members who have general queries about the Meeting should contact the Company's registrars, Share Registrars Limited in writing to Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL or by telephone on 01252 821390 (no other methods of communication will be accepted).

You may not use any electronic address to communicate with the Company for any purposes.

9. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those Shareholders entered on the Register of Members of the Company as at 6.00 p.m. on 18 January 2010, or in the event that the Annual General Meeting is adjourned, on the Register of Members 48 hours before the time of any adjourned meeting, shall be entitled to attend or vote at the Annual General Meeting in respect of the number of Shares registered in their name at that time. Changes to the entries on the Register of Members after 6.00 p.m. on 18 January 2010 or, in the event that the Annual General Meeting is adjourned, in the Register of Members 48 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the Annual General Meeting, notwithstanding any provisions in any enactment, the articles of association of the Company or other instrument to the contrary.

**STRONTIUM PLC**

Form of Proxy

**for use at the Annual General Meeting**

I/We .....  
(block capitals please)

of .....

being a member/members of the Company hereby appoint (see Note 1)

.....

whom failing the Chairman of the Meeting to be my/our proxy and to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 20 January 2010 at 12.00 noon and at any adjournment thereof. My/our proxy is to vote as indicated below in respect of the Resolutions set out in the Notice of Meeting (see Note 2):

	<b>RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
<b>1</b>	Receipt of Accounts			
<b>2</b>	Re-appointment of Auditors			
<b>3</b>	Determination of Auditors' Remuneration			
<b>4</b>	Re-election of Colin M Brumpton			
<b>5</b>	Re-election of David W Barker			
<b>6</b>	Re-election of Michael W Metcalfe			
<b>7</b>	Approval of Companies Act 2006 Section 551 authority			
<b>8</b>	Approval of Companies Act 2006 Section 570 disapplication of pre-emption rights			

Dated .....

Signed or sealed (see Note 3) .....

## Notes

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To appoint a proxy using this form, the form must be:
  - completed and signed;
  - sent or delivered to the Company at Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL ; and
  - received by the Company no later than 12 pm on 18 January 2010.

In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

6. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
7. In the case of joint holders, 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).
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

9. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

10. You may not use any electronic address to communicate with the Company for any purposes.

11. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those Shareholders entered on the Register of Members of the Company as at 6.00p.m. on 18 January 2010, or in the event that the Annual General Meeting is adjourned, on the Register of Members 48 hours before the time of any adjourned meeting, shall be entitled to attend or vote at the Annual General Meeting in respect of the number of Shares registered in their name at that time. Changes to the entries on the Register of Members after 6.00 p.m. on 18 January 2010 or, in the event that the Annual General Meeting is adjourned, in the Register of Members 48 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the Annual General Meeting, notwithstanding any provisions in any enactment, the articles of association of the Company or other instrument to the contrary.