

BLAVOD WINES AND SPIRITS PLC

(Incorporated in England & Wales with registered number 3727483)

NOTICE OF THE 2012 ANNUAL GENERAL MEETING

Notice is hereby given that the 2012 annual general meeting of Blavod Wines and Spirits plc (“**the Company**”) will be held at the offices of Maclay Murray & Spens LLP, 12th floor, One London Wall, London EC2Y 5AB on 28 September 2012 at 10:30 a.m. for the purpose of transacting the following business and to consider, and if thought fit, to pass the following resolutions (all resolutions being ordinary resolutions, save for resolution 4 which is a special resolution):

1. That the directors’ report and the financial statements for the year ended 31 March 2012, together with the report of the auditors thereon, be received.
2. That Grant Thornton LLP be reappointed as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and their remuneration be determined by the directors, and to authorise the directors to fix their remuneration.
3. That, in substitution for any existing authority under section 551 of the Companies Act 2006 (the “**Act**”) but without prejudice to the exercise of any such authority prior to the date of this resolution, the directors of the Company be generally and unconditionally authorised in accordance with that section to allot shares in the Company and to grant rights (“**relevant rights**”) to subscribe for, or to convert any security into, shares in the Company up to an aggregate nominal amount of £292,528.36, such authority (unless previously renewed, varied or revoked by the Company in general meeting) to expire at midnight on 27 December 2013 or, if earlier, at the conclusion of the next annual general meeting of the Company, save that the Company may before the expiry of this authorisation make an offer or agreement which would or might require shares to be allotted or relevant rights to be granted after the expiry of this authorisation and the directors of the Company may allot shares or grant relevant rights in pursuance of any such offer or agreement as if the authorisation conferred hereby had not expired.
4. That subject to the passing of resolution numbered 3 above (“**Section 551 Resolution**”) and in substitution for any existing authority under sections 570 and 573 of the Act but without prejudice to the exercise of any such authority prior to the date of this resolution, the directors of the Company be empowered in accordance with those sections to allot equity securities (within the meaning of section 560 (1), (2) and (3) of the Act) either pursuant to the Section 551 Resolution or by way of a sale of treasury shares, in each case as if section 561(1) of the Act did not apply to such allotment, provided that this power shall be limited to:
 - 4.1 the allotment of equity securities (otherwise than pursuant to sub-paragraph (b) below) up to an aggregate nominal amount of £87,758.51; and
 - 4.2 the allotment of equity securities in connection with an offer to (a) all holders of ordinary shares of 1p each in the capital of the Company (“**Ordinary Shares**”) in proportion (as nearly as may be) to the respective numbers of Ordinary Shares held by them and (b) to holders of other equity securities as required by the rights of those securities (but subject to such exclusions, limits or restrictions or other arrangements as the directors of the Company may consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates or legal, regulatory or practical problems in or under the laws of any territory, or the requirements of any regulatory body or any stock exchange in any territory or otherwise howsoever),

such power shall expire at midnight on 27 December 2013, or, if earlier, at the conclusion of the next annual general meeting of the Company, but so that this power shall enable the Company to make an offer or agreement before such expiry which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities in pursuance of any such offer or agreement as if such expiry had not occurred.

By Order of the Board dated 4 September 2012

Sarah Bertolotti
Secretary

Registered Office:
Blavod Wines and Spirits PLC
3rd Floor, Cardinal House
39/40 Albemarle Street
London W1S 4TE

Notes:

1. As a member, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise the rights attached to any one share.
2. A form of proxy accompanies this notice and instructions are shown on the form. If you have not received one, or if you require additional proxy forms, please contact the Company's registrars (see Note 7).
3. To be valid, your form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notorially certified copy of such power of attorney, must be returned by any of the following methods to the Company's registrars, Share Registrars Limited:
 - by post in the pre-paid envelope provided, courier or by hand to Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL; or
 - by emailing a scanned copy to proxies@shareregistrars.uk.com; or
 - by fax to 01252 719232,so as to be received no later than 48 hours before the time for holding the meeting, excluding weekends and public holidays (i.e. 10:30 a.m. on 26 September 2012).
4. If you appoint a proxy, this will not prevent you attending the meeting and voting in person if you wish to do so. Your proxy appointment will automatically be terminated if you vote in person.
5. Any corporation which is a member can authorise one or more person(s) to act as its representative(s) at the meeting.
6. In accordance with Regulation 41 of the Uncertified Securities Regulations 2001, to have the right to attend and vote at the meeting a member must first have his or her name entered in the Company's register of members by no later than 6:00 p.m. on 26 September 2012 or, if this meeting is adjourned, at 6:00 p.m. on the day two days prior to the adjourned meeting (excluding weekends and public holidays). Changes to entries on that register after that time shall be disregarded in determining the rights of any member to attend and vote at the meeting.
7. If you have any queries about the meeting, please contact the Company's registrars, Share Registrars Limited, on telephone number 01252 821390 or email them at enquiries@shareregistrars.uk.com. The helpline cannot provide advice on the merits of the transaction nor give any financial, legal or tax advice.
8. No director has a service contract with the Company but copies of directors' letters of appointment will be available for inspection for at least 15 minutes prior to the meeting and during the meeting.