

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

RESOLUTION
OF
CAMELLIA Plc

At the ANNUAL GENERAL MEETING of the above company, duly convened and held at the Goring Hotel, Beeston Place, Grosvenor Gardens, London SW1W OJW on Thursday 7 June 2012, the following SPECIAL RESOLUTION was duly passed.

- RESOLUTION 14 That the company be and is hereby generally and unconditionally authorised for the purpose of Section 701 of the Companies Act 2006 ("the Act") to make market purchases (as defined in Section 693 of the Act) of ordinary shares of 10p each in the capital of the company ("ordinary shares") provided that:
- 14.1 the maximum number of ordinary shares hereby authorised to be purchased is 277,950 representing 10 per cent. of the voting rights in the company;
 - 14.2 the minimum price (exclusive of expenses) which may be paid for such shares is 10p per share, being the nominal amount thereof;
 - 14.3 the maximum price (exclusive of expenses) which may be paid for such ordinary shares shall be an amount equal to the higher of (i) 5 per cent. above the average of the middle market quotations for such shares taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the purchase is made and (ii) the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for an ordinary share as derived from the London Stock Exchange Trading System SETS;
 - 14.4 the authority hereby conferred shall (unless previously renewed or revoked) expire on the earlier of the end of the next the annual general meeting of the company and the date which is fifteen months after the date on which the resolution is passed; and
 - 14.5 the Company may make a contract to purchase its own ordinary shares under the authority conferred by this resolution prior to the expiry of such authority, and such contract will or may be executed wholly or partly after the expiry of such authority, and the Company may make a purchase of its own ordinary shares in pursuance of any such contract.

SECRETARY