

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this Document, or the action you should take, you are recommended immediately to seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant, fund manager or other independent financial adviser authorised under the Financial Services and Markets Act 2000 who specialises in advising on the acquisition of shares and other securities.**

Copies of this Document are being sent to Shareholders. If you have sold or otherwise transferred all of your ordinary shares in Polo Resources Limited please forward this Document and the accompanying form of proxy or form of instruction (as applicable) at once to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee. If you have sold or transferred part only of your holding in ordinary shares in Polo Resources Limited you should retain this Document and consult the stockbroker, bank or other agent through whom the sale or transfer was effected.

The distribution of this Document in jurisdictions other than the UK may be restricted by law and therefore persons into whose possession this Document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This Document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy ordinary shares in Polo Resources Limited.

---

# **POLO RESOURCES LIMITED**

*(Incorporated and registered in the British Virgin Islands with registered number 1406187)*

## **Notice of Annual General Meeting of Shareholders**

---

Notice of a Meeting of Shareholders of the Company to be held at 3.00 p.m. local time (2.00 p.m. GMT) at Herbert Smith LLP, 66 Avenue Marceau, 75008 Paris, France on 23 January 2009 is set out at the end of this Document. A Form of Proxy for holders of Ordinary Shares for use at the Meeting of Shareholders accompanies this Document and, to be valid, must be completed and returned to Computershare Investor Services (Channel Islands) Limited, PO Box 83, Ordnance House, 31 Pier Road, St Helier, Jersey JE4 8PW, Channel Islands as soon as possible but in any event to be received not later than 2.00 p.m. GMT on 21 January 2009 or 48 hours before any adjourned meeting. A Form of Instruction for holders of Depositary Interests for use at the Meeting of Shareholders accompanies this Document and, to be valid, must be completed and returned to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England as soon as possible but in any event to be received not later than 2.00 p.m. GMT on 20 January 2009 or 72 hours before any adjourned meeting. Completion of a Form of Proxy or a Form of Instruction will not preclude a Shareholder from attending and voting at the Meeting of Shareholders in person (if so entitled).

A summary of the action to be taken by Shareholders of the Company is set out in the notice of Meeting of Shareholders set out at the end of this Document. The return of one or more completed Forms of Proxy or Forms of Instruction will not prevent you from attending the Meeting of Shareholders and voting in person if you wish to do so (and are so entitled).

## DEFINITIONS

The following definitions apply throughout this Document unless the context requires otherwise:

“Act”	the BVI Business Companies Act, 2004 (No. 16 of 2004) as amended and includes the regulations made under the Act
“Articles of Association”	the Articles of Association of the Company as amended from time to time
“Depositary Interests”	the interests representing Ordinary Shares held through Computershare Investor Services Plc as depositary
“Directors” or “the Board”	the directors of the Company whose names are set out on page 3 of this Document
“Form of Instruction”	the form of instruction for holders of Depositary Interests in connection with the Meeting of Shareholders
“Form of Proxy”	the form of proxy for use by the Shareholders in connection with the Meeting of Shareholders
“Meeting of Shareholders” or “Meeting”	the meeting of shareholders to be held at 3.00 p.m. local time (2.00 p.m. GMT) on 23 January 2009, notice of which is set out at the end of this Document, or any adjournment of that meeting
“Notice”	the notice of the Meeting of Shareholders set out at page 4 of this Document
“Ordinary Shares”	the existing shares of no par value in the Company
“Polo Resources” or “the Company”	Polo Resources Limited (incorporated and registered in the British Virgin Islands under the BVI Business Companies Act, 2004 with registered number 1406187) whose registered office is at Craigmuir Chambers, P.O. Box 71, Road Town, Tortola, British Virgin Islands
“Resolutions”	the resolutions set out in the Notice to be proposed at the Meeting of Shareholders
“Shareholders”	registered holders of Ordinary Shares in the Company.

## LETTER FROM THE CHAIRMAN

# POLO RESOURCES LIMITED

(Incorporated and registered in the British Virgin Islands with registered number 1406187)

### Directors:

Stephen Roland Dattels (*Executive Chairman*)  
Neil Herbert (*Deputy Chairman*)  
Paul Anthony Ingram (*Chief Executive Officer*)  
Anthony Lloyd Bainbridge (*Chief Operating Officer*)  
Guy Elliott (*Non-executive Director*)  
Harald Gustaaf van Hoeken (*Non-Executive Director*)  
Danny Sun (*Non-executive Director*)

### Registered Office:

Craigmuir Chambers  
P.O. Box 71  
Road Town  
Tortola  
British Virgin Islands

24 December 2008

To the holders of existing Ordinary Shares

Dear Shareholder

### Notice of Annual General Meeting of Shareholders

#### 1. Introduction

You will find enclosed with this letter a copy of the Company's Annual Report and Financial Statements for the year ended 30 June 2008. This letter explains the business set out in the Notice convening the Company's Annual General Meeting for 23 January 2009 at 3.00 p.m. local time (2.00 p.m. GMT) at Herbert Smith LLP, 66 Avenue Marceau, 75008 Paris, France which is contained on page 4 of this document.

This letter also explains why the Directors recommend that Shareholders vote in favour of the Resolutions proposed at the Annual General Meeting.

#### 2. Resolutions at the Annual General Meeting

##### *Resolution 1*

To receive and adopt the Company's annual accounts for the financial year ended 30 June 2008 together with the last directors' report and auditors' report on those accounts.

##### *Resolution 2*

To authorise the directors to reappoint Chapman Davis LLP as auditors to hold office from the conclusion of the Meeting to the conclusion of the next meeting at which the accounts are laid before the Company and to fix their remuneration.

#### 3. Action to be taken by Shareholders

Shareholders will find enclosed with this Document a Form of Proxy and the holders of Depository Interests will find enclosed a Form of Instruction for use at the Meeting of Shareholders. Whether or not you intend to be present at the meeting, Shareholders are requested to complete, sign and return your Form of Proxy to Computershare Investor Services (Channel Islands) Limited, PO Box 83, Ordnance House, 31 Pier Road, St Helier, Jersey JE4 8PW, Channel Islands, as soon as possible but, in any event, so as to arrive no later than 2.00 p.m. GMT on 21 January 2009. Holders of Depository Interests are requested to complete, sign and return your Form of Instruction appointing Computershare Company Nominees Limited to vote the underlying Ordinary Shares on their behalf at the Meeting of Shareholders to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England, as soon as possible but, in any event, so as to arrive no later than 2.00 p.m. GMT on 20 January 2009. The completion and return of a Form of Proxy will not preclude Shareholders from attending the Meeting of Shareholders and voting in person should they wish to do so. A holder of Depository Interests has no right to attend and vote the underlying Ordinary Shares at a Meeting of Shareholders and should therefore complete and return the Form of Instruction so that the custodian may vote on their behalf. However, if a holder of Depository Interests or their representative wish to attend and/or vote at the Meeting of Shareholders they should request a Letter of Representation in accordance with the instructions on the Letter of Instruction.

#### 4. Board Recommendation

The Board unanimously considers the Resolutions to be in the best interests of the Company and of Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favour of the Resolutions to be proposed at the Meeting of Shareholders as they intend to do in respect of their own beneficial holdings of Ordinary Shares representing at the date of this document approximately 8.9 per cent. of the issued Ordinary Shares of the Company.

Yours sincerely,

Stephen Roland Dattels  
*Executive Chairman*

# POLO RESOURCES LIMITED

(Incorporated and registered in the British Virgin Islands with registered number 1406187)

## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting of shareholders for the above-named company (“the Company”) will be held at Herbert Smith LLP, 66 Avenue Marceau, 75008 Paris, France on 23 January 2009 at 3.00 p.m. local time (2.00 p.m. GMT) for the purposes of considering and, if thought fit, approving the following resolutions:

1. To receive and adopt the Company’s annual accounts for the financial year ended 30 June 2008 together with the directors’ report and auditors’ report on those accounts.
2. To authorise the directors to reappoint Chapman Davis LLP as auditors to hold office from the conclusion of the Meeting to the conclusion of the next meeting at which the accounts are laid before the Company and to fix their remuneration.

Dated: 24 December 2008

*Registered Office*

Craigmuir Chambers  
P.O. Box 71  
Road Town, Tortola  
British Virgin Islands

Stephen R. Dattels, by order of the Board

24 December 2008

*Notes:*

- (i) A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
- (ii) A form of proxy is enclosed with this notice for use in connection with this business set out above. To be valid, forms of proxy and any power of attorney or other authority under which it is signed must be lodged with Computershare Investor Services (Channel Islands) Limited, PO Box 83, Ordnance House, 31 Pier Road, St Helier, Jersey JE4 8PW, Channel Islands by not later than 48 hours prior to the time fixed for the Meeting.
- (iii) A form of instruction to appoint the custodian to vote on behalf of the holders of Depository Interests is enclosed with this notice for use in connection with the business set out above. To be valid, forms of instruction and any power of attorney or other authority under which it is signed must be lodged with Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England by not later than 72 hours prior to the time fixed for the Meeting.
- (iv) Completion and return of a form of proxy does not preclude a member from attending and voting at the Meeting or at any adjournment thereof in person (if so entitled).
- (v) Should a holder of Depository Interests or their representative wish to attend the Meeting and/or vote at the Meeting they need to request a Letter of Representation from Computershare Company Nominees Limited in accordance with the instructions on the Form of Instruction.
- (vi) In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders is required on the form of proxy but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
- (vii) To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company at close of business on 21 January 2009.