

**NOVENTA LIMITED**  
**("the Company")**  
**NOTICE OF**  
**ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Second Annual General Meeting of the shareholders of the Company will be held at 26 New Street, St Helier, Jersey, Channel Islands on the 25 day of July 2008 at 9.30am for transacting the following ordinary business:

1. To receive and consider the Report of the Directors and the financial statements of the Company for the year ended 31 December 2007 together with the report of the auditors thereon.
2. To re-appoint Clinton Wood as director and chairman in accordance with Article 19(2) of the Articles of Association
3. To re-appoint Peregrine Moncreiffe as non executive director in accordance with Article 19(2) of the Articles of Association
4. To re-appoint John Herselman as director in accordance with Article 19(2) of the Articles of Association
5. To re-appoint Martin Hinxman as director in accordance with Article 19(2) of the Articles of Association
6. To re-appoint Michael Richardson as non executive director in accordance with Article 19(2) of the Articles of Association
7. To re-appoint Patrick Delafield as non executive director in accordance with Article 19(2) of the Articles of Association
8. To re-appoint Richard Burt as non executive director in accordance with Article 19(2) of the Articles of Association
9. To re-appoint Ronald Emerson as non executive director in accordance with Article 19(2) of the Articles of Association
10. To re-appoint Taole Mokoena as non executive director in accordance with Article 19(2) of the Articles of Association
11. To re-appoint KPMG as the auditors for the current financial year.
12. That the Directors be authorised to fix the remuneration of the auditors.
13. That the Directors fees be approved

and the following **special resolutions as special business**:

1. that in accordance with article 4(2) of the Company's articles of association, the allotment and issue of 1,522,843 shares to Highland African Ventures Limited in connection with the conversion of its zero coupon unsecured convertible loan notes be approved without the requirement to make an offer to shareholders in accordance with article 4(2) of the Company's articles of association.
2. that, in accordance with article 90 of the Companies (Jersey) Law 1991 (following its amendment by article 15 of the Companies (Amendment No. 9) Law 2008 once implemented), notwithstanding anything to the contrary contained in the Company's articles of association (save in respect of article 33), where the Company proposes any

special resolution at any general meeting (or class meeting) of the Company, it shall be required to give not less 14 clear days' notice of such meeting.

By order of the board



Bedell Secretaries Limited  
Company Secretary

Dated: ..... 27 June 2008 .....

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. A form of proxy is enclosed with this notice.
2. The form of proxy, the power of attorney or other authority (if any) under which it is signed or an office or notarially certified copy of it, must arrive not later than 48 hours before the time set for the meeting at the Company's registered office, Dumaresq House, Dumaresq Street, St Helier, Jersey.
3. Completing and returning a form of proxy will not prevent a member from attending the meeting and voting in person should they so wish.
4. Director's Service contracts and Register of Directors Interests in the Share Capital of the Company are available from the Registered Office of the Company during usual business hours on weekdays from the date of this notice until the date of the meeting.