

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Seventh Annual General Meeting of Metro Baltic Horizons PLC (the “Company”) will be held at 75 St Stephens Green, Dublin 2 on 23 July 2014 at 10.00 a.m. for the following purposes:

### ORDINARY BUSINESS

To consider and, if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

- Resolution 1** To receive and adopt the audited accounts of the Company for the year ended 31 December 2013, together with the Directors’ and Auditor’s reports thereon.
- Resolution 2** To re-appoint Grant Thornton to hold office as auditors of the Company until the conclusion of the next Annual General Meeting at which accounts of the Company are presented and authorise the Directors to fix their remuneration.
- Resolution 3** To re-appoint Tim Crowley as a Director who retires by rotation at the commencement of the 2014 Annual General Meeting and submits himself for immediate re-appointment to the Board.

### SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution which will be proposed as an ordinary resolution:

- Resolution 4** THAT the Company shall continue in existence. If the resolution is passed, a similar resolution will be proposed by ordinary resolution to the annual general meeting of the Company in 2017 and to every third annual general meeting thereafter, proposing that the Company should continue to operate for a further three year period, and if any such resolution is not passed at any of those meetings, the Directors shall within three months of the date of the resolution put forward proposals to shareholders to re-organise, unitise, reconstruct or wind up the Company.

By order of the Board

Philip Scales  
Company Secretary  
30 June 2014

Notes:

1. A member of the Company who is entitled to attend and vote at the above-mentioned annual general meeting is entitled to appoint a proxy or proxies to attend and, on a poll, vote instead of him or her in respect of such shares. A proxy need not be a member of the Company.
2. A Form of Proxy is enclosed which, to be valid, must be completed and delivered, sent by post or sent by facsimile to +44 (0) 1624 681392 or to hayleyr@iomagroup.co.im together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of such authority) to the Company's Registrar, IOMA Fund and Investment Management Limited, IOMA House, Hope Street, Douglas, Isle of Man IM1 1AP so as to arrive not later than 10.00 a.m. on 21 July 2014, being 48 hours before the time of the meeting.
- 3 Completion and return of a Form of Proxy does not preclude a member from attending and voting in person should they wish to do so.
4. The Company, pursuant to Regulation 22 of the Uncertificated Securities Regulations 2005 (Isle of Man), specifies that only those members registered in the register of members as at 10.00a.m. on 21 July 2014 shall be entitled to attend or vote at the meeting in respect of the ordinary shares registered in their name at that time. Changes to entries on the register of members after 10.00 a.m. on 21 July 2014 shall be disregarded in determining the rights of any person to attend or vote at the meeting.