

FIELD BURY PLC

(Incorporated and registered in England and Wales with No: 4220065)

Directors

Roderick Morton Stear (*Chairman*)
Thomas Gordon Roddick (*Non-executive director*)
Andy Polansky (*Non-executive director*)

Registered Office:

2 Stone Buildings
Lincoln's Inn
London
WC2A 3TH

Company Secretary: Russel Charles Shear

11 September 2009

Dear Shareholder,

You will recall that a General Meeting of shareholders was held on 24 July 2009 to approve the disposal of Dixie Sales. A Capital Reduction was also proposed in order to eliminate the deficit on the Company's profit and loss account and to create capital reserves.

Although all resolutions were passed at the General Meeting held on 24 July 2009, it has come to my attention that some of the numbers concerning the Company's share capital in Special Resolution No. 7 set out in the Notice of General Meeting which was appended to the circular to shareholders dated 9 July 2009 were incorrectly stated.

The Company has been advised that it would be possible to apply to the Court for rectification of the mistake at the time of application for approval of the Capital Reduction, but that it would be more prudent to convene a further General Meeting of shareholders to ratify the Resolution with the numbers correctly stated. In addition, new articles of association of the Company should be adopted to reflect the correct share capital of the Company.

Accordingly, attached to this letter is a Notice of General Meeting convened for 11.30 am on 28 September 2009, dealing with the proposed reduction of share capital, the cancellation of the deferred shares of 45p each and the deferred B shares of 5p each and the adoption of new articles of association. A copy of the proposed new articles of association will be available for review on the Company's website.

Assuming the passing of the Resolution set out in the Notice of General Meeting, the Company will apply to the Court as soon as practicable. The Application to the Court is in the process of being prepared and will be submitted to the Court for consideration after the Resolution has been passed.

The purpose of the Capital Reduction is to eliminate the deficit on the profit and loss account of the Company (which, at 31 December 2008, stood at US\$29,039,000 and which has arisen as a result of the past losses incurred) and to create distributable reserves.

The Capital Reduction involves the following four steps which requires confirmation by the Court:

- Cancellation of the Company's share premium account;
- Capitalisation of the Merger Reserve creating new Deferred Shares ranking *pari passu* with the existing Deferred Shares;
- The cancellation of the Deferred Shares so created and the existing issued Deferred Shares by way of a reduction of capital; and

- The cancellation of the Deferred B Shares which are now held by the purchasers of Dixie Sales.

The result of the cancellation of the Share Premium Account, the capitalisation of the Merger Reserve and the cancellation of the Deferred Shares and the Deferred B Shares, once confirmed by the Court, will be to eliminate the current deficit on the Company's profit and loss Account and to create a distributable reserve which the Company may use in due course to pay dividends to shareholders, to distribute surplus cash and for other corporate purposes.

Shareholders will find a form of proxy enclosed for use at the General Meeting. Whether or not you intend to be present at the General Meeting you are requested to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible. To be valid, completed forms of proxy must be received by the Company's Registrars, Capital Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU not later than 11.30 a.m. on 26 September 2009, being 48 hours before the time appointed for holding the General Meeting. Completion of the form of proxy will not preclude you from attending the meeting and voting in person if you so wish.

The directors believe that the Capital Reduction is in the best interests of the Company and shareholders as a whole. Accordingly, the directors unanimously recommend that you vote in favour of the resolutions.

Yours faithfully

RORY STEAR
Chairman