

Camper & Nicholsons Marina Investments Limited

Notice of Annual General Meeting



NOTICE IS HEREBY GIVEN that an Annual General Meeting will be held at Island House, Grande Rue, St Martins, Guernsey, Channel Islands, Great Britain GY4 6RU on Thursday, 16 June 2011 at 09.30am for the following purposes:

1. To receive and adopt the audited financial statements and the reports of the Directors and Auditors for the period ended 31 December 2010.
2. To approve the Directors' report on remuneration as set out on pages 24 and 25 of the Consolidated Financial Statements.
3. To consider the re-appointment of KPMG Channel Islands Limited as Auditors of the Company and to authorise the Audit Committee to determine the Auditors' remuneration.
4. To elect two directors:
 - a. Mr Trevor Ash
 - b. Mr John Hignett
5. **SPECIAL RESOLUTION**
 THAT the Company be authorised in accordance with The Companies (Purchase of Own Shares) Ordinance, 1998, to make market purchases (as defined in section 5 of the said Ordinance) of its own shares provided that:
 - a. The maximum number of shares hereby authorised to be purchased is 14.99% of the shares in issue as at the date of the passing of this resolution;
 - b. This authority shall expire at the conclusion of the next annual general meeting of the Company (although the Company may, prior to the expiry of such authority, enter into a contract to purchase shares under such authority and make a purchase of shares pursuant to any such contract).
6. To consider any other business of the Company.

By order of the Board

Shaftesbury Limited
Company Secretary

Registered office:
Island House, Grande Rue, St Martins, Guernsey GY4 6RU

Dated this 3 May 2011

N.B. Every member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote instead of him/her. A proxy need not be a member of the Company.

Camper & Nicholsons Marina Investments Limited

Form of proxy



I/We

(NAME IN BLOCK LETTERS)

of

(ADDRESS IN BLOCK LETTERS)

being a shareholder(s) of Camper & Nicholsons Marina Investments Limited and entitled to vote hereby appoint

1. _____ or, failing him/her _____
2. _____ or, failing him/her _____

the Chairman of the Annual General Meeting

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of shareholders to be held at 09.30am on Thursday, 16 June 2011, at Island House, Grande Rue, St Martins, Guernsey, Channel Islands, Great Britain, and at any adjournment thereof, as follows:

		FOR	AGAINST	ABSTAIN
1	To receive and adopt the audited financial statements and the reports of the Directors and Auditors for the period ended 31 December 2010			
2	To approve the Directors' report on remuneration			
3	To re-appoint KPMG Channel Islands Limited as Auditors of the Company and to authorise the Audit Committee to determine the Auditor's remuneration			
4	To elect two directors:			
	a) Mr Trevor Ash			
	b) Mr John Hignett			
	SPECIAL RESOLUTION			
5	To authorise the Company to make market purchases of its own shares as described in the Notice of Meeting			

*Insert a cross or tick. If no options are marked, the proxy can vote as he/she deems fit.

Signed on the _____ Day of _____ 2011

Signature _____

Please provide contact details:

Telephone _____ Facsimile _____

Email _____

PLEASE RETURN THIS PROXY BY FACSIMILE TO +44 1481 729829 AND BY POST TO:
Anson Registrars Limited, PO Box 426, Anson Place, Mill Court, La Charroterie, St Peter Port, Guernsey GY1 3WX

Notes to the proxy form
A shareholder may insert the name of a proxy or the names of two alternative proxies of his/her choice in the space provided. The person whose name stands first on the proxy form and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow.

To be effective, completed proxy forms must be lodged by no later than 48 hours prior to the meeting.

The completion and lodging of this form of proxy will not prevent the relevant shareholder from attending the annual general meeting and speaking and voting in person at the annual general meeting instead of the proxy.

The chairman of the annual general meeting may accept or reject any proxy form which is completed and/or received other than in compliance with these notes.

The signatories must initial any alteration to this proxy form, other than the deletion of alternatives.

Documentary evidence establishing the authority of a person signing the proxy form in a representative capacity must be attached to this proxy form unless previously recorded by the Company.

Where there are joint holders of shares:

any one holder may sign the proxy form; and

the vote of the senior shareholder (for that purpose seniority will be determined by the order in which the names of the shareholders who tender a vote (whether in person or by proxy) appear in the Company's register) will be accepted as to the exclusion of the vote(s) of the other joint shareholders.



BUSINESS REPLY SERVICE
Licence No. GU170



Anson Registrars Limited
PO Box 426
Anson Place
Mill Court
La Charroterie
St Peter Port
Guernsey
GY1 3WX