

THE COMPANIES ACT 1985

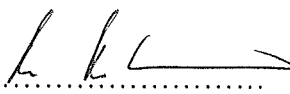
PUBLIC COMPANY LIMITED BY SHARES

R.E.A. HOLDINGS PLC

At an annual general meeting of R.E.A. Holdings PLC, duly convened and held on 4 June 2009, the following resolution was passed as an ordinary resolution:

ORDINARY RESOLUTION

That the directors of the company be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to exercise all the powers of the company to allot relevant securities (as defined in subsection (2) of section 80 of the Companies Act 1985), other than 9 per cent cumulative preference shares, up to an aggregate nominal amount of £2,106,536, such authority to expire at the conclusion of the annual general meeting to be held in 2010 (or on 31 August 2010, whichever is the earlier), save that the company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry.


.....
Director

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

R.E.A. HOLDINGS PLC

At an annual general meeting of R.E.A. Holdings PLC, duly convened and held on 4 June 2009, the following resolution was passed as an ordinary resolution:

ORDINARY RESOLUTION

That the directors of the company be and are hereby further generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 to exercise all the powers of the company to allot 9 per cent cumulative preference shares up to an aggregate nominal amount of £2,597,046, such authority to expire at the conclusion of the annual general meeting to be held in 2010 (or on 31 August 2010, whichever is the earlier), save that the company may before such expiry make an offer or agreement which would or might require 9 per cent cumulative preference shares to be allotted after such expiry.



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Director

THE COMPANIES ACT 1985
PUBLIC COMPANY LIMITED BY SHARES


R.E.A. HOLDINGS PLC

At an annual general meeting of R.E.A. Holdings PLC, duly convened and held on 4 June 2009, the following resolution was passed as a special resolution:

SPECIAL RESOLUTION

That, subject to the passing of resolution 12 set out in the notice of annual general meeting of the company convened for 4 June 2009,

- (i) the directors of the company be and are hereby empowered in accordance with section 95 of the Companies Act 1985 (I) to allot equity securities (as defined in sub-section (2) of section 94 of the Companies Act 1985) and (II) to sell relevant shares (as defined in sub-section (5) of section 94 of the Companies Act 1985) held by the company as treasury shares for cash pursuant to the authority conferred on them by such resolution 12 as if sub-section (1) of section 89 of the Companies Act 1985 did not apply to the allotment or sale, such power to expire at the conclusion of the annual general meeting of the company to be held in 2010 (or on 31 August 2010, whichever is the earlier) provided that this power is limited to:
 - (a) the allotment of equity securities in connection with or pursuant to an offer or invitation by way of a rights issue in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment but subject to such exclusions or other arrangements as the directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of, any regulatory body or stock exchange in any territory; and
 - (b) the allotment (otherwise than pursuant to (a) above) of equity securities up to an aggregate nominal value of £407,173; and
- (ii) the power conferred on the directors by paragraph (i) above includes the power to make an offer or agreement which would or might require equity securities to be allotted after the power has expired.


.....
Director

No 671099

THE COMPANIES ACT 1985

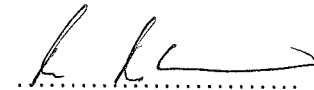
PUBLIC COMPANY LIMITED BY SHARES

R.E.A. HOLDINGS PLC

At an annual general meeting of R.E.A. Holdings PLC, duly convened and held on 4 June 2009, the following resolution was passed as a special resolution:

SPECIAL RESOLUTION

That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.


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Director