

CUBO COMMUNICATIONS GROUP Plc

NOTICE OF MEETING

Notice is hereby given that the annual general meeting (the “AGM”) of Cubo Communications Group Plc (the “Company”) will be held at Devonshire House, 60 Goswell Road, London, EC1M 7AD on 25 June 2013 at 12.00pm for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as Ordinary Resolutions:

1. Report and Accounts

To receive the audited financial statements of the Company for the year ended 31 December 2012, together with the Directors’ report and the auditor’s report on those financial statements.

2. Reappointment of auditors

To reappoint Kingston Smith LLP as auditors of the Company to hold office until the conclusion of the Company’s next AGM.

3. Auditor's remuneration

To authorise the Directors to fix the remuneration of the auditors.

Dated: 24 May 2013

By order of the Board

Ian Mansel-Thomas

Company Secretary

Registered Office:

Holden House

57 Rathbone Place

London W1T 1JU

Notes:

1. Holders of Cubo Communications Group Plc ordinary shares are entitled to attend this meeting. Any member entitled to attend and vote at the meeting may appoint one or more proxies to attend, to speak and to vote on his behalf at the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by the member. A proxy need not be a member of the Company but must attend the meeting to represent him or her.
2. A Form of Proxy is enclosed for holders of Cubo Communications Group Plc ordinary shares. To be valid, the Form of Proxy (together with the power of attorney or other authority (if any) under which it is signed or a duly certified copy of such power of attorney or other authority) must be received, duly completed and signed, by the registrars of the Company, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, not later than 48 hours prior to the meeting. Completion of a Form of Proxy will not preclude a member from attending and voting in person.
3. A shareholder which is a corporation (including a company) (a “corporation”) and which wishes to be represented at the meeting by a person with authority to speak, vote on a show of hands and vote on a poll (a “corporate representative”) must submit a certified copy of the resolution giving the relevant authority to that corporate representative to the registered office (for the attention of the Company Secretary) by the same deadline as in note 2 above. A corporate representative has the same powers on behalf of the corporation he/she represents as that corporation could exercise if it were an individual member of the Company. Alternatively, a corporation may complete and return a Form of Proxy.

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4. In the case of joint shareholders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which their names stand in the register of members in respect of their joint holding. The names of all joint shareholders should be stated on the Form of Proxy, but the signature of one holder will be sufficient.
5. The resolutions will be decided on a show of hands unless a poll is demanded in accordance with the provisions of the articles of association of the Company and of the Companies Act 2006.
6. Any question relevant to the business of the AGM may be asked at the meeting by anyone permitted to speak at the meeting.