

NOTICE OF MEETING

VOLTA FINANCE LIMITED

A closed-ended limited liability company registered in Guernsey under The Companies (Guernsey) Law, 2008 with registered number 45747, and registered with the Netherlands Authority for the Financial Markets pursuant to Section 1:107 of the Dutch Financial Markets Supervision Act (the "Company").

NOTICE OF THE EXTRAORDINARY GENERAL MEETING ("EGM") OF THE COMPANY

In accordance with the Company's Articles of Incorporation, notice is hereby given that an Extraordinary General Meeting of the Company will be held at the Company's registered office, First Floor, Dorey Court, Admiral Park, St Peter Port, Guernsey GY1 6HJ, Channel Islands, at 10:00am (London time) on 23 April 2012.

The main reason for the Directors to call such an EGM is to facilitate the Company entering into a liquidity enhancement contract with a bank or a broker.

Hence, the Directors of the Company wish to notify shareholders of the following:

Agenda

Special Business:

1. To renew the authorisation of the Company unconditionally and generally for the purposes of Section 315 of the Companies (Guernsey) Law, 2008 to make market purchases of ordinary shares in the Company provided that:
 - a. The maximum number of ordinary shares in each class authorised to be purchased is 14.99% of each class of the ordinary shares in issue at any time.
 - b. The minimum price payable by the Company for each ordinary share is 1% of the average of the mid-market values of the ordinary shares of that class in the Company for the five business days prior to the date of the market purchase and the maximum price payable by the Company for each ordinary share will not be more than 105% of the average of the mid-market values of the ordinary shares of that class in the Company for the five business days prior to the date of the market purchase: and
 - Provided always that the market purchase will meet the criteria stipulated in the Commission Regulation (EC) of 22 December 2003 implementing the Market Abuse Directive as regards exemptions for buy-back programmes and stabilisation of financial instruments (No 2273/2003); (unless the purchases would not bear the risk of breaching the market manipulation prohibition);
 - c. Such authority shall expire at the conclusion of the next Annual General Meeting of the Company.
2. To renew the authorisation of the Company to issue an unlimited number of shares in accordance with Article 39 of the Memorandum and Articles of Incorporation of the Company for a further period of five years.
3. To authorise the Company to hold its shares as treasury shares in accordance with The Companies (Guernsey) Law, 2008.

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Notes

1. A copy of the Company's Memorandum and Articles of Incorporation is available for inspection at the Company's registered office during normal business hours from the Company Secretary, State Street (Guernsey) Limited, First Floor, Dorey Court, Admiral Park, St Peter Port, Guernsey. GY1 6HJ (email: volta.finance@ais.statestreet.com).
2. Investors holding ordinary shares via an admitted institution of Euroclear Nederland who wish to attend or to exercise the voting rights attached to the shares at the EGM should contact their admitted institution as soon as possible. Only those investors holding ordinary shares via an admitted institution of Euroclear Nederland as at 10:00am (London time) on 20 April 2012 shall be entitled to attend and/or exercise their voting rights attached to such shares at the EGM.
3. Should the Class B shareholders being entitled to vote wish to attend or exercise the voting rights attached to the shares at the EGM they should contact the Company Secretary as soon as possible.
4. All shareholders maintain the right to elect a proxy to vote on their behalf at the EGM. A proxy need not be a shareholder.
5. The quorum requirements for the conduct of Special Business are set out in Article 16 (3) the Company's Memorandum and Articles of Incorporation. The consideration of Special Business requires a larger quorum than for Ordinary Business. In the event that there exists no quorum for Special Business at the commencement of the EGM, the progression of Special Business thereafter shall be dealt with in accordance with Article 16 (4 – 7).
6. Due to amendments to Dutch regulatory requirements the Notice period for an EGM of the Company is now 42 days.

For and on behalf of

State Street (Guernsey) Limited

Company Secretary

9 March 2012