

To Torex Shareholders: Please complete and sign the form below and then return it to The UK Shareholders' Association, PO Box 62, Chislehurst, BR7 5YB (not to Torex).

FAO Directors  
Torex Retail Plc  
Telfer House  
Range Road  
Witney  
Oxfordshire  
OX29 0YN

Date: 11 June 2007

Dear Sirs

**Requisition of Extraordinary General Meeting of Torex Retail PLC (the "Company")**

We, the undersigned, along with others holding no less than 10% of the paid up capital of the Company as at today's date, requisition that an extraordinary general meeting of the Company be convened pursuant to Section 368 of the Companies Act 1985 and Clause 63 of the Company's Articles of Association.

The purpose of the extraordinary general meeting of the Company to be convened would be to approve a resolution for the removal of Steven Marshall and Michael John Grant and the appointment of David Lovett, Donald Featherstone and Roger William Lawson.

We have enclosed a draft resolution to be put to the members of the Company at the EGM.

You will no doubt be aware of the requirements for a special notice, namely 28 days, for the resolution proposing the removal of directors and we hope that the necessary notices will be passed on to the directors within the time specified by the Companies Act 1985.

Yours faithfully

| Full Name of Member | Postal Address | Signature       | Number of Shares Held |
|---------------------|----------------|-----------------|-----------------------|
|                     |                |                 |                       |
|                     |                |                 |                       |
|                     |                |                 |                       |
|                     |                |                 |                       |
|                     |                |                 |                       |
|                     |                | Total of Shares |                       |

Please supply a telephone number in case of queries AND a contact person name if only a corporate name is given above: \_\_\_\_\_

**Company Number 5034556**

**THE COMPANIES ACT 1985/1989**

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**COMPANY LIMITED BY SHARES**

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**RESOLUTIONS**  
of  
**TOREX RETAIL PLC**

At an extraordinary general meeting of the Company duly convened and held on \_\_\_\_\_ the following resolutions were duly passed as indicated below.

**ORDINARY RESOLUTION**

- 1 That, pursuant to the provisions of section 303 of the Companies Act 1985 (the “Act”) and clause 109 of the Company’s Articles of Association:
  - 1.1 Steven Marshall be removed as a director of the Company with effect from the date this resolution was passed;
  - 1.2 Michael John Grant be removed as a director of the Company with effect from the date this resolution was passed;
  
- 2 That, pursuant to clause 108 of the Company’s Articles of Association:
  - 2.1 having given notice in writing to the Company of his willingness to act as director, David Lovett be appointed as director of the Company with effect from \_\_\_\_\_
  - 2.2 having given notice in writing to the Company of his willingness to act as director, Donald Featherstone be appointed as director of the Company with effect from \_\_\_\_\_
  - 2.3 having given notice in writing to the Company of his willingness to act as director, Roger William Lawson be appointed as director of the Company with effect from \_\_\_\_\_

.....  
**Director**