



PureCircle Limited
(Incorporated and registered in Bermuda with registered number 40431)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Fourth Annual General Meeting of the members of PureCircle Limited (“The Company”) will be held on Wednesday, 14th December 2011 at the London Capital Club, 15 Abchurch Lane, London EC4N 7BW, United Kingdom at 9.00 a.m. for the following purposes:

1. To receive the Accounts and Reports of the Directors and of the Auditors for the year ended 30 June 2011.
2. To approve the Directors’ Remuneration Report set out in the Report and Accounts for the year ended 30 June 2011.
3. To re-elect Mr. Peter Lai Hock Meng as non-executive director of the Company who, having retired by rotation, is eligible for re-election in accordance with Article 41 of the Company’s Bye-Laws.
4. To re-elect Mr. Sunny Verghese as non-executive director of the Company who, having retired by rotation, is eligible for re-election in accordance with Article 41 of the Company’s Bye-Laws.
5. To re-appoint PricewaterhouseCoopers (Malaysia) as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid before the Company.
6. To authorize the Board of Directors to determine the remuneration of the Auditors of the Company.

By order of the Board

Mr. Tucker Hall
Secretary

18 November 2011

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Notes:

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only those members registered in the register of members of the Company as at 6.00 p.m. two working days before the AGM shall be entitled to attend or vote at the Meeting in respect of the number of shares registered in their respective names at that time. Changes to entries on the register of members after that time will be disregarded in determining the rights of any person to attend or vote at the Meeting.
2. Registered members of the Company may vote at the Meeting (whether by show of hands or poll) in person or by proxy or corporate representative. A member may appoint one or more persons as his proxy to attend and vote at the Meeting on his behalf. Where more than one proxy is appointed the instrument of proxy must specify the number of shares each proxy is entitled to vote. The instrument appointing the proxy must be executed in substantially the same form as the Form of Proxy accompanying this Notice by the member or, in the case of a corporation, by the officer or other person duly authorised so to do. The instrument of proxy must be delivered in person or by mail, courier, facsimile or electronic file no later than 48 hours before the time fixed for the Meeting or adjourned meeting. The appointment of a proxy will not affect the right of a member to attend and vote in person at the Meeting or adjourned meeting. A member that is a corporation may appoint a representative to attend and vote on its behalf at the Meeting by delivering evidence of such appointment in person or by mail, courier, facsimile or electronic file no later than 48 hours before the time fixed for the Meeting or adjourned meeting.

Instruments of proxy or proof of appointment of representative should be delivered to the following:

Computershare Investor Services (Jersey) Limited, c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY

Fax: +44 (0) 870 703 6076

Tel: +44 (0) 870 707 4040

Email: externalproxyqueries@computershare.co.uk

3. Copies of the Directors' service contracts with the Company will be available for inspection at the registered office of the Company during normal business hours on any weekday (Saturdays and public holidays excluded) from the date of this notice until the date of the Annual General Meeting itself and will be available for inspection at the Meeting and for a period of 15 minutes before it commences. The register of Directors' share interests is available for inspection at the registered office of the Company during normal business hours on any weekday (Saturdays and public holidays excluded).