



ERITH  
GROUP  
LIMITED

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15 June 2010

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt as to the action you should take, you are recommended to seek your own financial advice immediately from your solicitor, accountant, bank manager or other financial adviser authorised under the Financial Services and Markets Act 2000 (if you are a resident in the United Kingdom) or from other appropriate independent financial adviser (if you are resident in any territory outside the United Kingdom).

If you have sold or transferred your ordinary shares of 1 penny nominal value each in Zirax Limited (the Ordinary Shares), please send this document (together with its enclosures) as soon as possible to the purchaser or transferee (or to the agent through which the transfer was effected) for onward transmission to the purchaser or transferee.

**If you hold the Ordinary Shares as a nominee shareholder for the benefit of other(s), please communicate this document without delay to the beneficial owners of the Ordinary Shares. If you are in any doubt as to how to proceed please contact us immediately on +44 (0)207 868 1694 (FAO: Fenlon Dunphy).**

Dear Shareholder

## Purchase of shares in Zirax Limited (the Company)

### 1 Background

- 1.1 At the general meeting of the Company held 8 February 2010 the Company passed resolutions (amongst others) to cancel the admission of its Ordinary Shares to trading on the AIM Market of the London Stock Exchange plc and to re-register as a private limited company.
- 1.2 The circular published by the Company on 22 January 2010 (the **Circular**), stated the intention of Erith Group Limited (**Erith**) to explore the options to accommodate those shareholders of the Company who wish to sell their Ordinary Shares to Erith.

### 2 Invitation to sell

- 2.1 After due consideration we believe that it is appropriate to give certain shareholders the opportunity to sell their Ordinary Shares notwithstanding the costs of so doing and the fact that there is no legal obligation to do so. We now write to you to invite you to offer

Ordinary Shares

(representing your entire shareholding in the Company) for sale to Erith at a price of 2.5 pence per Ordinary Share (the **Purchase Price**). The last trading price of the Ordinary Shares on the AIM Market was 1 penny per Ordinary Share, therefore the Purchase Price represents what we believe is a fair price for the Ordinary Shares.

- 2.2 Please note that we reserve the right not to accept your offer to sell your Ordinary Shares at our discretion and that you may only offer to sell all (and not some) of your Ordinary Shares.
- 2.3 Your offer to sell your Ordinary Shares will remain open for an acceptance period of 30 days from the date of the Offer Letter (as defined below).

### 3 What to do next

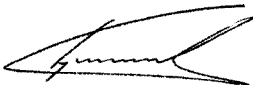
- 3.1 **If you decide to offer your Ordinary Shares for sale to Erith** at the Purchase Price please:

- (a) complete the enclosed FORM OF OFFER LETTER (the **Offer Letter**) as directed; and
- (b) check if the number of Ordinary Shares in the enclosed stock transfer form correctly states your shareholding, the amount of the Purchase Price and, if in order, sign the form where indicated before an independent witness,

and return the signed original of both the Offer Letter and the stock transfer form together with your share certificate to the address set out in the Offer Letter by no later than 17 July 2010. Please note however, that we reserve the right to accept any Offer Letters received after that date at our discretion. If you do not have your share certificate, please let us know and we will send an indemnity letter for you to sign.

- 3.2 If we accept your offer, we will arrange for the Purchase Price to be paid in accordance with the instructions you indicate in your Offer Letter within the 30-day period from the date of your Offer Letter. Please note that payment of the Purchase Price will constitute our acceptance of your offer to sell your Ordinary Shares to Erith on the terms set out in this letter and in the Offer Letter.
- 3.3 The sale of your Ordinary Shares will be completed according to the terms of the Offer Letter upon receipt by you of the Purchase Price.
- 3.4 **If you decide not to offer your Ordinary Shares for sale to Erith** you remain a shareholder in the Company and you may sell or otherwise dispose of your Ordinary Shares to third parties.

Kind regards



Mikhail Baranov  
Director  
for and on behalf of  
**Erith Group Limited**