

Notes:

1. In accordance with Regulation 22 of the Uncertificated Securities Regulations 2006 (Isle of Man), only those members registered in the register of members of the Company as at 20 November 2009 or, in the event that the meeting is adjourned, in the register of members 48 hours before the time of any adjourned meeting shall be entitled to attend or vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries in the register of members after 20 November 2009 or, in the event that the meeting is adjourned, after 48 hours before the time of any adjourned meeting shall be disregarded in determining the rights of any person to attend or vote at the meeting.
2. A member is entitled to appoint one or more persons as proxies to exercise all or any of his rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. A member may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him. To appoint more than one proxy, you will need to complete a separate proxy form in relation to each appointment. Additional proxy forms may be obtained by contacting the Company's registrars, Capita Registrars Limited, Proxy Department, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU or by telephone number 0871 664 0300 (calls cost 10p per minute plus network extras) or you may photocopy the proxy form. You will need to state clearly on each proxy form the number of shares in relation to which the proxy is appointed. A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by the member may result in the proxy appointment being invalid. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. The appointment of a proxy will not preclude a member from attending and voting in person at the meeting if he or she so wishes.
3. A form of proxy is enclosed. To be valid, it must be completed, signed and returned to the Company's registrars, Capita Registrars Limited, Proxy Department, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, fax +44 (0)20 8639 2180 so as to arrive no later than 10.00 a.m. on 22 November 2009 (or, in the event that the meeting is adjourned, no later than 48 hours before the time of any adjourned meeting).
4. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent RA10 by 10.00 a.m. on 22 November 2009. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members, and those CREST Members who have appointed voting service provider(s), should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual. The Company may treat as valid a proxy appointment sent by CREST in the circumstances set out in Regulation 18(4) (a) of the Uncertificated Securities Regulations 2006 (Isle of Man). In any case your proxy form must be received by the Company's registrars no later than 10.00 a.m. on 22 November 2009.

requirements of, any recognised regulatory body or any stock exchange in any territory;
and

- (c) otherwise than pursuant to paragraphs (a) and (b) above, the allotment of Ordinary Shares up to an aggregate nominal amount equal to 20 per cent. of the aggregate nominal amount of all Ordinary Shares in issue and fully paid immediately following the date of Admission.

Registered office:

11 Hope Street
Douglas
IM1 1AQ
Isle of Man
British Isles

By order of the Board

Stephen Pickup

Dated: 28 October 2009

LANDKOM INTERNATIONAL PLC

(Incorporated in the Isle of Man with registered number 737V)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Landkom International Plc (the "**Company**") will be held at College Hill, The Registry, Royal Mint Court, London EC3N 4QN on 24 November 2009 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following Resolutions of which Resolutions 1 and 3 will be proposed as special resolutions and Resolution 2 will be proposed as an ordinary resolution:

1. THAT, subject to and conditional upon (but effective immediately prior to) Admission (as defined in a Circular dated 28 October 2009 to shareholders of the Company (the "**Circular**")):
 - (i) the share capital of the Company be increased from £500,000 to £600,000 by the creation of an additional 100,000,000 ordinary shares of £0.001 each ("**Ordinary Shares**");
 - (ii) in addition to all previous authorities, the Directors be and they are hereby generally and unconditionally authorised for the purposes of article 5.1 of the articles of association of the Company ("**Articles**") to exercise all the powers of the Company to allot Ordinary Shares up to an aggregate nominal amount of £195,000 in connection with the Placing (as defined in the Circular) provided that this authority shall expire (unless previously revoked, varied or extended by the Company in general meeting) at the conclusion of the next annual general meeting of the Company after the passing of this resolution; and
 - (iii) in addition to all previous authorities, the Directors be and they are hereby authorised to allot Ordinary Shares as if article 5.2 of the Articles does not apply to any such allotment, provided that this power shall be limited to the allotment of Ordinary Shares up to an aggregate nominal amount of £195,000 in connection with the Placing provided that this authority shall expire (unless previously revoked, varied or extended by the Company in general meeting) at the conclusion of the next annual general meeting of the Company.
2. Subject to and conditional upon Admission, in substitution for all existing authorities in respect of article 5.1 of the Articles (save for those granted pursuant to Resolution 1), to authorise the Directors, for the purposes of article 5.1 of the Articles, to allot Ordinary Shares up to an aggregate nominal amount equal to one-third of the aggregate nominal amount of all Ordinary Shares in issue and fully paid immediately following the date of Admission provided that this authority shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution save that the Company may make an offer or agreement before the expiry of this authority which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to any such offer or agreement as if the authority conferred by this resolution had not expired.
3. Subject to and conditional upon Admission, in substitution for all existing authorities in respect of article 5.2 of the Articles (save for these granted pursuant to Resolution 1), to authorise the Directors to allot Ordinary Shares as if article 5.2 of the Articles did not apply to such allotment(s), provided such allotment(s) are limited to:
 - (a) such number of Ordinary Shares as represent up to 10 per cent. of the aggregate nominal amount of the Ordinary Shares in issue from time to time in connection with share options granted and to be granted pursuant to the terms of the Landkom Unapproved Company Share Option Scheme;
 - (b) the allotment of Ordinary Shares in connection with a rights issue or any other pre-emptive offer in favour of holders of Ordinary Shares, on a record date fixed by the Directors, in proportion (as nearly as practicable) to their respective holdings but subject to such exclusions or other arrangements as the Directors may deem necessary or appropriate to deal with fractional entitlements or legal or practical problems under the law of, or

Resolution 3 - Authority to allot Ordinary Shares on a non pre-emptive basis

At the AGM, a resolution was also passed authorising the Directors to allot, on a non pre-emptive basis, Ordinary Shares up to an aggregate nominal amount equal to 20 per cent. of the aggregate nominal amount of the issued share capital of the Company immediately following the date of the AGM.

Resolution 3 seeks a similar authority (in substitution for the authority granted at the AGM) in respect of an aggregate nominal amount equal to 20 per cent. of the Enlarged Issued Share Capital. This resolution will only become effective if Admission takes place.

Shareholders are encouraged to vote in favour of Resolution 1 whether or not they intend to vote in favour of Resolutions 2 and 3 as the Placing cannot be implemented unless Resolution 1 is passed.

While the Directors have no present intention to allot Ordinary Shares pursuant to the authorities proposed to be granted pursuant to Resolutions 2 and 3 (save in respect of any exercise of options over Ordinary Shares, as appropriate), the authorities described above would provide flexibility for raising additional funds or making acquisition should suitable opportunities arise.

8. Action to be taken

In view of the potential consequences of the Placing not completing as outlined in paragraph 2 above, Shareholders are urged to vote in favour of Resolution 1. A Form of Proxy for use at the General Meeting is enclosed. Whether or not you intend to be present at the meeting, you are requested to complete and return the Form of Proxy either by post, by hand or by fax in accordance with the instructions printed on it, to Capita Registrars Limited at Proxy Department, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, fax +44 (0)20 8639 2180 as soon as possible but in any event so as to be received no later than 10.00 a.m. on 22 November 2009. The completion and return of a Form of Proxy will not prevent you from attending the General Meeting and voting in person if you wish to do so.

9. Recommendation

Since the Placing will be a related party transaction pursuant to the AIM Rules, the Independent Directors, having consulted with Liberum, the Company's nominated adviser, consider that the terms of the Placing are fair and reasonable insofar as Shareholders are concerned.

The Independent Directors also consider that the Proposals are in the best interests of the Company and the Shareholders as a whole and, accordingly, both Independent Directors recommend that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting (as I intend to do in respect of my own shareholding which amounts to 100,000 Existing Shares (representing approximately 0.04 per cent. of the existing issued share capital)).

Yours faithfully



Laurence Holyoake
Independent Director

The New Ordinary Shares have not been marketed in whole or in part to the public in conjunction with the application for Admission.

6. Related party transactions

Under the AIM Rules a non pre-emptive issue of shares to a "related party" which exceeds specified class tests is subject to certain disclosure requirements. Due to their holding of over 10 per cent. of the Company's current issued share capital, the participation in the Placing of companies and trusts managed by Hunter Hall Investment Management Limited (which has previously notified Landkom that the aggregate holding of these companies and trusts was 43,318,460 Ordinary Shares, representing approximately 18 per cent. of the Company's current issued share capital) is deemed to be a transaction with a related party under the AIM Rules. Companies and trusts managed by Hunter Hall Investment Management Limited have agreed conditionally to subscribe for 35.1 million New Ordinary Shares under the Placing which will result, following completion of the Placing, in the aggregate holding of such companies and trusts continuing to represent approximately 18 per cent. of the Enlarged Issued Share Capital. In accordance with the AIM Rules the Independent Directors consider, having consulted with Liberum, the Company's nominated adviser, that the terms of the Placing are fair and reasonable insofar as Shareholders are concerned.

Certain Directors have conditionally agreed to subscribe for New Ordinary Shares under the Placing as follows:

Director	Percentage of existing issued share capital	Number of New Ordinary Shares conditionally subscribed for	Percentage of Enlarged Issued Share Capital
Neil Balfour	0%	3,000,000	0.69%
Ben Adams	0%	1,000,000	0.23%
Stephen Pickup	0%	240,000	0.06%
Gerald Howarth	0%	40,000	0.01%

7. General Meeting

The General Meeting is to be held at 10.00 a.m. on 24 November 2009 at College Hill, The Registry, Royal Mint Court, London EC3N 4QN at which the Resolutions will be proposed. Resolutions 1 and 3 are to be proposed as special resolutions and Resolution 2 is to be proposed as an ordinary resolution.

Resolution 1 - Authority to increase the Company's share capital and to allot the New Ordinary Shares on a non pre-emptive basis pursuant to the Placing

In order to provide the Company with headroom in its unissued share capital following the Placing, Resolution 1 seeks Shareholder approval to increase the share capital of the Company from £500,000 to £600,000 representing an increase of 100,000,000 Ordinary Shares having the same rights and ranking pari passu with the Existing Shares.

In addition, the Directors do not have sufficient Shareholder authority for the allotment of the New Ordinary Shares pursuant to the Placing and for the disapplication of pre-emption rights in relation to the New Ordinary Shares. Accordingly, Resolution 1 authorises the Directors to allot the New Ordinary Shares under the terms of the Placing on a non pre-emptive basis.

Resolution 2 - Authority to allot Ordinary Shares up to one third of the Enlarged Issued Share Capital

At the AGM, a resolution was passed authorising the Directors to allot Ordinary Shares having an aggregate nominal amount of up to one-third of the issued share capital of the Company immediately following the date of the AGM. Resolution 2 seeks a similar authority (in substitution for the authority granted at the AGM) to allow the Directors to issue Ordinary Shares representing one third of the Enlarged Issued Share Capital. This resolution will only become effective if Admission takes place.

Even if next summer's crops are sold at the current depressed agricultural commodity prices, the combination of revenue from the 2010 harvest and funds raised through the Placing should enable the Group to expand planting to approximately 46,000ha in the autumn of 2010 / spring 2011.

The Group also intends to continue to pursue the recovery of the outstanding VAT credit due to it and to generate additional cash by leasing its logistics fleet and other farm equipment, when not in use by the Group. The Board also expects to make further material reductions to its administration expenses.

The Board believes that the Placing will enable Landkom to exploit its strategic potential in the Ukrainian farm sector.

4. Board and management changes

One of the key actions implemented during the last 12 months has been a complete change of management at all levels. The business is now effectively managed and run by Ukrainians reporting to a PLC Board, made up of international directors.

Vitaliy Skotsyk, who was appointed an executive director on 28 September 2009, has agreed to accept the position of Chief Executive. A Ukrainian, he has considerable local and international experience in the agricultural sector. He has already implemented important operational changes to improve the Group's efficiencies. The Group intends to grant Mr. Skotsyk, subject to completion of the Placing, options to acquire shares equivalent to 2 per cent. of the Company's Enlarged Issued Share Capital. These options will be exercisable at the market price at the time of grant. This grant will, subject to completion of the Placing, be in substitution of the previously announced intended option grant.

Stephen Pickup, who has been interim Chief Executive as well as Chief Financial Officer, has agreed to relinquish the interim role.

5. Details of the Placing

Subject to the Placing becoming unconditional, the Placing will raise proceeds of £9.75 million (approximately US\$16 million) before expenses for the Company. The New Ordinary Shares will represent approximately 45 per cent. of the Enlarged Issued Share Capital. The New Ordinary Shares will be in registered form and capable of being held in certificated form or uncertificated form in CREST.

The Placing Price represents a discount of approximately 30 per cent. to the closing mid market price of an Ordinary Share on 21 October 2009 (being the latest practicable date prior to the announcement of the Placing on 22 October 2009). In setting the Placing Price, the Independent Directors, have considered the price at which the New Ordinary Shares need to be offered to attract investors and ensure the success of the Placing. The Independent Directors believe that the Placing Price and the discount it bears to the recent trading price of the Ordinary Shares are appropriate.

The Company announced on 22 October 2009 that Liberum, as agent for the Company and pursuant to the terms of the Placing Agreement, had conditionally placed the New Ordinary Shares at the Placing Price, with certain institutional and other investors.

The Placing is conditional, *inter alia*, upon the passing (without amendment) of Resolution 1, the Placing Agreement otherwise becoming unconditional and not being terminated in accordance with its terms and Admission, in each case by no later than 25 November 2009 (or such time and date as the Company and Liberum may agree, being not later than 3 December 2009).

In the Placing Agreement the Company has given Liberum warranties and other undertakings and an indemnity which applies in certain circumstances and which are usual for a transaction of this nature. In addition, Liberum is also entitled to terminate the Placing Agreement at its absolute discretion, in certain specific circumstances prior to Admission including, *inter alia*, a material breach by the Company of the terms of the Placing Agreement or of any of the warranties contained therein or in the case of an event of *force majeure* arising (as defined in the Placing Agreement).

on 25 November 2009.

You will find set out at the end of this document a Notice of General Meeting to be held on 24 November 2009 at which the Resolutions will be proposed.

2. Background to and reasons for the Proposals

As stated in the Group's interim results published on 28 September 2009, Landkom has continued to operate in challenging market conditions during 2009. Despite this, the Group has made good progress with its restructuring programme by reducing its land bank and operating costs and focusing on cash conservation. Even with these substantial improvements in the efficiencies and operations, the Group's overall financial performance has been disappointing. This is mostly due to the sharp reduction in agricultural commodity prices and reduced yields across western Ukraine from this summer's harvest, which was partly due to the drier than usual spring. This resulted in significantly lower revenues than expected with the associated impact on margins and the Group's cash position.

As previously stated, Landkom has been in discussions with a number of international farming operations with a view to completing a substantial merger of farming activities and/or securing both farming expertise and additional funding. The Board's aim was to position Landkom for its next stage of development in a market going through a period of rapid consolidation and at a time of low agricultural commodity prices.

The Board has considered a number of potential corporate transactions and, having consulted with its larger institutional shareholders, has decided not to proceed with these as they did not sufficiently recognise the inherent value of the Group's position as an attractive farming platform for growth in Ukraine. In order to fund the next stage of the Group's development and meet its current financial obligations, Landkom is proposing to raise additional funds from certain Shareholders and new investors.

Despite the global downturn, the world's population continues to grow and the fundamentals of the Group's strategy to develop a substantial enterprise introducing Western farming techniques into a fertile and underdeveloped part of Europe remain sound. Food and energy security trends also continue to support this strategy.

The Placing not completing would require the Company to pursue alternative strategic options and/or implement a programme of asset realisations in order to be in a position to satisfy the Group's working capital needs, which include supporting the Group's crop and planting programmes, the effect of which could be damaging to the Group's value and/or its prospects. There is also no certainty that such strategic options or programmes could be implemented and within satisfactory timescales. If they were not, it could result in a material adverse effect on the value of the Company.

The New Ordinary Shares have not been and will not be offered generally to Shareholders, whether on a pre-emptive basis or otherwise. The Directors have taken the view that the Placing should achieve a fundraising in a timescale that would not be possible if the Company sought to undertake a pre-emptive issue which would require a prospectus to be published and which would be much more costly. Subject to it completing, the Placing will enable the Company to meet its current financial obligations and implement its planting plans.

3. Use of funds and planting strategy

The Net Proceeds of the Placing are expected to amount to approximately £9.27 million (approximately US\$15 million). The Net Proceeds will enable Landkom to meet its current financial obligations and ensure that the approximately 23,000 hectares (ha) of crops already planted can be properly maintained to harvest. In addition, the Net Proceeds will allow the Group to plant over 8,000 ha of crops next spring. The spring planting is intended to consist of maize and soybean.

In subsequent years the Group expects to increase its spring crops planting levels to some 40 per cent. of total land planted, given working capital advantages, decreased winter kill risk and reduced dependence on any given crop price which spring planting brings.

**LETTER FROM MR. LAURENCE HOLYOAKE, INDEPENDENT
DIRECTOR OF THE COMPANY**

Landkom International Plc

(Incorporated and registered in the Isle of Man with registered number 737V)

Directors:

Neil Balfour *(Non-Executive Chairman)*
Vitaliy Skotsyk *(Chief Executive Officer)*
Stephen Pickup *(Chief Financial Officer)*
Ben Adams *(Farming Director)*
Laurence Holyoake *(Non-Executive Director)*
Gerald Howarth *(Non-Executive Director)*

Registered Office:

11 Hope Street
Douglas
IM1 1AQ
Isle of Man

28 October 2009

To Shareholders and, for information only, to holders of options over Ordinary Shares

Dear Shareholder

Proposals for

Placing of 195,000,000 New Ordinary Shares at 5 pence per share

and

Notice of General Meeting

1. Introduction

The Directors, other than the Independent Directors, are participating in the Placing. As an Independent Director, I am writing to you to explain the background to and the reasons for the Proposals and to recommend that you vote in favour of the Resolutions to be proposed at the General Meeting.

The Company announced on 22 October 2009 that it proposes to raise £9.75 million (approximately US\$16 million) (before expenses) by the issue of the New Ordinary Shares which have been conditionally placed at the Placing Price with existing institutional shareholders and other new investors including certain Directors. The Placing Price represents a discount of approximately 30 per cent. to the closing mid market price of an Ordinary Share on 21 October 2009 (being the latest practicable date prior to the announcement of the Placing on 22 October 2009). The Placing is not being underwritten.

The purpose of this document is to provide you with information about the background to and the reasons for the Proposals, to explain why the Independent Directors consider the Placing to be in the best interests of the Company and its Shareholders as a whole and why both the Independent Directors recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, notice of which is set out at the end of this document.

The Placing is conditional upon, *inter alia*, the passing of Resolution 1 and Admission becoming effected (as further described in paragraph 5 below).

The New Ordinary Shares will be issued credited as fully paid and will rank *pari passu* with the Existing Shares (including the right to receive all dividends or other distributions declared, made or paid thereon after the date of Admission). It is expected that, subject to Resolution 1 being passed, Admission will become effective and dealings in the New Ordinary Shares will commence at 8.00 a.m.

“London Stock Exchange”	London Stock Exchange plc
"New Ordinary Shares"	195,000,000 new Ordinary Shares to be issued pursuant to the Placing
"Net Proceeds"	the net proceeds of the Placing estimated to be approximately £9.27m (approximately US\$15 million)
"Notice of General Meeting"	the notice of General Meeting set out at the end of this document
“Ordinary Shares”	ordinary shares of £0.001 each in the capital of the Company
“Placing”	the conditional placing to certain institutional and other investors of the New Ordinary Shares at the Placing Price pursuant to the Placing Agreement
“Placing Agreement”	the conditional agreement, dated 22 October 2009, between the Company and Liberum relating to the Placing
“Placing Price”	5 pence per New Ordinary Share
“Proposals”	the Placing and the approval of the Resolutions
“Resolutions”	the resolutions to be proposed at the General Meeting and set out in the Notice of General Meeting
“Shareholder”	a holder of Existing Shares
"subsidiary"	has the meaning given to it in section 1 of the Companies Act 1974 (Isle of Man)
“UK” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland
"UK Listing Authority"	the Financial Services Authority acting in its capacity as the competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000
"US" or "United States"	the United States of America, its territories and possessions, any state of the United States of America, the District of Columbia and all other areas subject to its jurisdiction
"US\$"	US Dollars

DEFINITIONS

In this document, the following expressions have the following meanings, unless the context requires otherwise:

“Admission”	the admission of the New Ordinary Shares to trading on AIM becoming effective in accordance with the AIM Rules
"AGM"	the last annual general meeting of the Company held on 26 June 2009
“AIM”	the AIM Market operated by the London Stock Exchange
“AIM Rules”	the rules for companies whose securities are admitted to trading on AIM as published by the London Stock Exchange from time to time
“Board” or “Directors”	the board of directors of the Company from time to time
"Business Day"	a day (other than a Saturday or Sunday) when banks are usually open for business in London
"certificated" or in "certificated form"	the description of a share or security which is not in uncertificated form (that is, not in CREST)
“Company” or “Landkom”	Landkom International Plc, a company incorporated and registered in the Isle of Man with registered number 737V
“CREST”	the computerised settlement system (as defined in the CREST Regulations) operated by Euroclear UK & Ireland Limited which facilitates the transfer of title to shares in uncertificated form (as defined in the CREST Regulations)
"CREST Regulations"	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), including (i) any enactment or subordinate legislation which amends or supersedes those regulations and (ii) any applicable rules made under those regulations or any such enactment or subordinate legislation for the time being in force
“Enlarged Issued Share Capital”	the enlarged issued share capital of the Company immediately following the Placing
"Existing Shares"	the 240,008,935 Ordinary Shares in issue at the date of this document, all of which are admitted to trading on AIM
“Form of Proxy”	the form of proxy for use by Shareholders in connection with the General Meeting, which is enclosed with this document
“General Meeting”	the general meeting of the Company convened for 10.00 a.m. on 24 November 2009 at which the Resolutions will be proposed, notice of which is set out at the end of this document
“Group”	the Company and its subsidiaries
"Independent Directors"	Laurence Holyoake and Vitaliy Skotsyk, being the two Directors who are not participating in the Placing
"Liberum"	Liberum Capital Limited of Citypoint, 10th Floor, One Ropemaker Street, London EC2Y 9HT

PLACING STATISTICS

Placing Price	5p
Number of Existing Shares	240,008,935
Number of New Ordinary Shares being placed on behalf of the Company*	195,000,000
Estimated net proceeds of the Placing receivable by the Company*	£9.27 million (approximately US\$15 million)
Number of Ordinary Shares in issue following Admission	435,008,935
Number of New Ordinary Shares as a percentage of the Enlarged Issued Share Capital*	approximately 45 per cent.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	28 October 2009
Latest time and date for receipt of Forms of Proxy for the General Meeting	10.00 a.m. on 22 November 2009
Date and time of General Meeting	10.00 a.m. on 24 November 2009
Admission and commencement of dealings in New Ordinary Shares	8.00 a.m. on 25 November 2009
CREST accounts credited with New Ordinary Shares	25 November 2009
Despatch of definitive share certificates for New Ordinary Shares	by 9 December 2009

Note: All references in this document are to London times

The illustrative exchange rate as of 21 October 2009 of £1 : US\$1.635 has been used in this document. However this rate may fluctuate.

* Assuming Admission becomes effective.

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The New Ordinary Shares will not be registered under the United States Securities Act of 1933 (as amended) or under the securities laws of any state of the United States and, absent registration or an exemption therefrom, may not be offered or sold in the United States. The New Ordinary Shares will not be registered under any of the relevant securities laws of Canada, Australia, Japan or the Republic of South Africa. Accordingly, unless otherwise determined by the Company and permitted by applicable law and regulations, the New Ordinary Shares may not be, directly or indirectly, offered, sold, taken up, delivered or transferred in or into the United States, Canada, Australia, Japan or the Republic of South Africa.

Forward looking statements

This document includes statements that are, or may be deemed to be, forward-looking statements that are based on current expectations or beliefs, as well as assumptions about future events. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "anticipates", "targets", "aims", "continues", "expects", "intends", "hopes", "may", "will", "would", "could" or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include matters that are not facts. They appear in a number of places throughout this document and include statements regarding the Directors' intentions, beliefs or current expectations concerning, amongst other things, the Company's results of operations, financial condition, liquidity, prospects, growth and strategies. By their nature, forward-looking statements contained in this document based on past trends or activities should not be taken as a representation that such trends or activities will continue in the future. Subject to any requirement under the AIM Rules or other applicable legislation or regulation, neither the Company nor Liberum undertakes any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Undue reliance should not be placed on forward-looking statements, which speak only as of the date of this document. There are several factors which could cause actual results to differ materially from those expressed or implied in forward-looking statements. Among the factors that could cause actual results to differ materially from those described in the forward-looking statements are changes in expectations and assumptions used and changes in the global, political, economic, business, competitive, market and regulatory forces, future exchange and interest rates, changes in tax rates and future business combinations or dispositions.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the Resolutions to be voted on at a General Meeting of Landkom International Plc (the "Company") to be held at College Hill, The Registry, Royal Mint Court, London EC3N 4QN on 24 November 2009. If you are in any doubt about the contents of this document or the action you should take, you should consult an independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom or, if you are resident outside the United Kingdom, from another appropriately authorised independent financial adviser.

If you sell or otherwise transfer, or have sold or otherwise transferred, all of your holding of Existing Shares, please forward this document together with the accompanying Form of Proxy as soon as possible to the purchaser or transferee, or to the agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you sell or otherwise transfer, have sold or otherwise transferred only part of your holding of Existing Shares, please retain these documents and consult the stockbroker, banker or other agent through whom the sale or transfer was made.

The issue of the New Ordinary Shares pursuant to the Placing will not constitute an offer to the public requiring an approved prospectus under section 85 of the Financial Services and Markets Act 2000 (as amended) and accordingly this document does not constitute a prospectus.

Application will be made for the New Ordinary Shares to be admitted to trading on AIM. AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the UK Listing Authority. Neither the UK Listing Authority nor the London Stock Exchange has examined or approved the contents of this document. Neither the Existing Shares nor the New Ordinary Shares are or will be traded on any other recognised investment exchange and no applications have been or will be made for the Existing Shares or New Ordinary Shares to be admitted to trading on any such exchange.

LANDKOM INTERNATIONAL PLC

(Incorporated and registered in the Isle of Man with registered number 737V)

Placing of 195,000,000 New Ordinary Shares at 5 pence per share

and

Notice of General Meeting

Liberum, which is regulated in the United Kingdom by the Financial Services Authority, is acting exclusively as nominated adviser and broker for the Company in connection with the Placing, and will not be responsible to anyone other than the Company for providing the protections afforded to customers of Liberum or for providing advice in relation to the Placing or any other matter in relation to the contents of this document.

Your attention is drawn to the letter from Laurence Holyoake, a non-executive director of the Company, set out on pages 7 to 11 of this document, and which recommends that you vote in favour of the Resolutions to be proposed at the General Meeting.

Set out at the end of this document is the Notice of a General Meeting, to be held at College Hill, The Registry, Royal Mint Court, London EC3N 4QN at 10.00 a.m. on 24 November 2009. A Form of Proxy for use at the General Meeting is enclosed and, to be valid, should be completed and returned in accordance with the instructions printed on it, as soon as possible but in any event so as to be received by Capita Registrars Limited, Proxy Department, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU no later than 10.00 a.m. on 22 November 2009. The return of a completed Form of Proxy will not preclude a member from attending and voting in person at the General Meeting.

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