

THIS LETTER IS PRIVATE AND CONFIDENTIAL AND SHOULD BE READ BY THE ADDRESSEE ONLY.

THIS LETTER AND ITS ACCOMPANYING DECISION FORM ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION.

IF YOU DO NOTHING AND THE SALE IS COMPLETED, YOUR UNAPPROVED OPTION(S) WILL BECOME WORTHLESS WITHOUT ANY COMPENSATION BEING PAID.

Any action you take with respect to your option(s) is a matter for you alone to decide. If you are in any doubt about the action you should take, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant, appropriate tax adviser or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (if you are in the United Kingdom) or from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

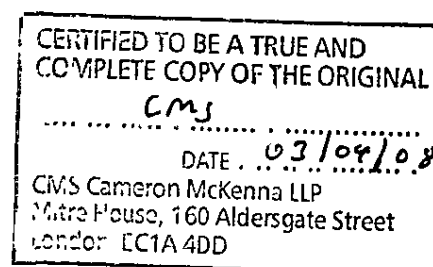
Conchango Limited  
(registered number 03946001)  
Heritage House  
Church Road  
Egham  
Surrey  
TW20 9QD

("Conchango")

Shares in Conchango are referred to in this letter as  
"Conchango Shares"

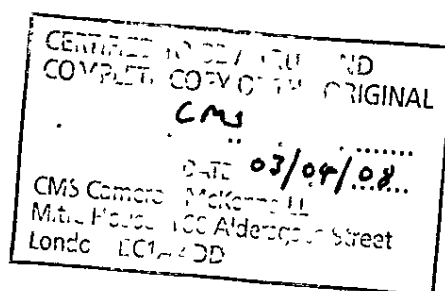
19 December 2007

*To the holders of unapproved options ("Unapproved Options") granted under the Part B of the Conchango (Global) Limited Discretionary Share Option Scheme, Part B of the O S Integration (Holdings) Limited Discretionary Share Option Scheme and the Conchango plc Enterprise Management Incentives Scheme (the "Unapproved Option Schemes") ("Option Holders")*



Dear Option Holder

**Sale of Conchango to Harrier**



**1. Introduction**

On 19 December 2007, the current shareholders of Conchango agreed in principle to sell the entire issued share capital of Conchango to Harrier (the "Sale") Harrier is an investment shell company seeking investments in UK businesses Its assets principally comprise cash

If the Sale happens, Harrier will issue shares ("**Harrier Shares**") to Conchango shareholders in return for them selling their Conchango Shares to Harrier, so that Conchango shareholders will become Harrier shareholders The proposed transaction is also being referred to as a "reverse takeover" in consequence of the fact that Conchango is a larger company than Harrier Harrier Shares will on Completion of the Sale be admitted to trading on the AIM Market of the London Stock Exchange ("**AIM**") On completion of the Sale Harrier will be re-named Conchango PLC

The purpose of this letter is to advise you that your Unapproved Option(s) will be affected by the Sale This letter and the enclosed form (the "**Decision Form**") (a) explain the effect the Sale will have on your Unapproved Option(s) and (b) provide a proposal in relation to your Unapproved Option(s) The aim of the proposal is to make it easier for you to realise value from your Unapproved Option(s) and to fund the income tax and National Insurance contributions liability which will arise in respect of your Unapproved Option(s) without you having to provide cash from your own resources

Please read both this letter and the Decision Form carefully because you will need to take some action to receive the value in your Unapproved Option(s) if the Sale takes place

Separate letters and forms are being provided to holders of options under Conchango's other options schemes for them to take decisions affecting those options This letter only deals with Unapproved Option(s) and shares acquired through Unapproved Options(s) using the Decision Form

**2. Terms of the Sale**

The terms of the Sale are that Harrier will issue 25 4586 Harrier Shares for every one Conchango Share held by each Conchango shareholder Any fractional entitlements to Harrier Shares, which would otherwise arise, are ignored

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DATE 03/09/08

CMS Cameron McKenna LLP  
11th Floor, 100 Aldersgate Street  
London EC1A 4DD

The Sale will only take place if various conditions are satisfied within a pre-set time frame. These include the passing of certain resolutions at an extraordinary general meeting of Harrier shareholders and admission to AIM of the Harrier Shares issued in exchange for the Conchango Shares in both cases becoming effective before 31 March 2008. The date when the Sale actually takes place is known as "Completion". It is not possible at the moment to know with certainty when Completion will be, but it is expected that it will occur in early 2008. However, it may be that Completion occurs later or it becomes clear that Completion will never occur. In this case, the Sale will not take effect.

**You should therefore note that there is no guarantee that the Sale will take place.**

Harrier Shares are currently traded on PLUS Markets but on Completion Harrier Shares will be admitted to trading on AIM (although you may not be able to sell your Harrier Shares for some time after Completion for the special reasons set out below (see "Holding Harrier Shares")). For further information about AIM, please see [http://www.londonstockexchange.com/en-gb/products/companyservices/ourmarkets/aim\\_new/](http://www.londonstockexchange.com/en-gb/products/companyservices/ourmarkets/aim_new/). On Completion of the Sale, Harrier will be re-named Conchango PLC.

### **3. Implications of the Sale for Option Holders**

The rules of the Unapproved Option Schemes provide that an Unapproved Option may be exercised just before Completion with exercise only taking effect if Completion actually takes place. However, if you do not exercise your Unapproved Option(s) before Completion, the time at which your Unapproved Option(s) lapse varies depending on the Unapproved Option Scheme pursuant to which your Unapproved Option(s) were granted.

Please note that if you do not accept one of the option proposals set out below or exercise your Unapproved Option(s) just before Completion, your Unapproved Option(s) will lapse at, or shortly after, Completion, which means that they will cease to have any value and no compensation will be payable.

However, if Completion does not occur, the proposals outlined in this letter will be of no effect, as Harrier will not acquire Conchango and you will therefore continue to hold your Unapproved Option(s) on their existing terms.

### **4. The Option Proposals**

As part of the Sale arrangements, you are being offered two proposals (the "Option Proposals")

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CMS

DATE 03/04/08

CMS Cameron McKenna LLP  
Mitre House 100 Aldersgate Street  
London EC1A 3DD

Normally, if you wished to participate in the Sale, you would

- (a) have to provide a cheque for your exercise price and complete an exercise form just before you wanted to exercise your Unapproved Option(s),
- (b) have an income tax and National Insurance contributions ("NICs") charge when you exercise your Unapproved Option(s) which you would also need to provide a further cheque for to Conchango when you exercise your Unapproved Option(s). The amount on which you would be subject to income tax and NICs is the difference between the market value of the Conchango Shares you acquire and the price you paid for them,
- (c) have to complete separate paperwork to sell your Conchango Shares to Harrier

However, Harrier and Conchango have agreed a way to make it easier for you to agree now to participate in the Sale and receive Harrier Shares (and so that you do not have to be contacted again nearer the time of Completion, when action might otherwise have to be taken very quickly). However, if Completion does not occur, the Sale will not take place and the arrangements set out in this letter and the Decision Form will be of no effect and you will continue to hold your Unapproved Option(s) on their existing terms and will not be entitled to exercise your Unapproved Option(s).

#### **Cash-Free Proposal**

The first proposal enables you to acquire Harrier Shares without having to provide cash out of your own resources, to fund either the exercise price or the tax arising on the exercise of your Unapproved Option(s), under a proposal known as the "Cash-Free Proposal".

If you wish to take advantage of the Cash-Free Proposal

- (a) you must accept the Cash-Free Proposal using the Decision Form and return it to Conchango so as to be received by 5.00 p.m. on Wednesday 9 January 2008
- (b) you must agree that, rather than exercising your Unapproved Option(s) and transferring your Conchango Shares to Harrier, you will surrender your Unapproved Option(s), immediately following Completion and conditional on the admission of Harrier Shares to AIM, in return for a combination of Harrier Shares and cash. You will not be required to pay anything for the Harrier Shares
- (c) The total value of the Harrier Shares and cash you receive will be equal to the net gain in your Unapproved Option(s) (ie the aggregate value of the total number of

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COMPLETE COPY OF THE ORIGINAL

CM

DATE 03/04/08

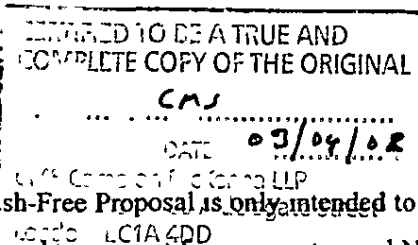
CMS Cameron McKenna LLP  
100 Aldersgate Street  
London EC1A 3DF

Conchango shares over which your Unapproved Option(s) was granted less the exercise price which would be payable if you exercised your Unapproved Option(s))

- (d) You will be subject to income tax and NICs on the market value of the Harrier Shares you receive plus the amount of cash you receive (the "Tax Liability") (which should be the same amount of income tax and NICs you would pay if you exercised your Unapproved Option(s) at the same time)
- (e) The amount of cash payable by Harrier will be determined by reference to a value of 18 91 pence per Harrier Share and will be such amount as is sufficient to cover the amount of income tax and NICs payable under the pay-as-you-earn system in respect of the Harrier Shares and cash you receive (see paragraph (c) below) You will receive the balance in cash on the basis of 25 4586 Harrier Shares for every one Conchango Share you would have received had you exercised your Unapproved Option(s) (with any fractional entitlements being rounded down) less the number of Harrier Shares which equals the amount of cash paid by Harrier for the surrender of your Unapproved Option(s) (on the basis that a Harrier Share is worth 18 91 pence) You will be provided with a share certificate for those Harrier Shares
- Harrier will pay the amount of cash payable in respect of the surrender of your Unapproved Option(s) to Conchango on your behalf to pay the estimated Tax Liability
- (f) You will be required to enter into a restricted securities election with your employer (or former employer or you are a former employee) prior to surrendering your Unapproved Option(s) in respect of the Harrier Shares you acquire on the surrender of your Unapproved Option(s) which will ensure that any future growth in value of the Harrier Shares you acquire on Completion will be subject to capital gains tax, rather than income tax and National Insurance Contributions In signing and returning the Decision Form you authorise a director of Conchango or Harrier to sign a restricted securities election on your behalf

You therefore do not have to pay cash for your exercise price (as you will not exercise your Unapproved Option(s)) or the estimated Tax Liability as it will be provided to Conchango out of the cash paid by Harrier for the surrender of your Unapproved Option(s)

If the actual Tax Liability is more than the estimated Tax Liability, you will be required to pay the additional amount of the Tax Liability You will be contacted if this situation arises If the actual Tax Liability is less than the estimated Tax Liability, the excess will be repaid to you



However, please note that the Cash-Free Proposal is only intended to cover the Tax Liability to the extent that Conchango is required to account for income tax and NICs under the pay-as-you-earn system. If you are a former employee of Conchango but continue to hold Unapproved Option(s), Conchango will only be required to deduct income tax at the basic rate of tax. If you are a higher rate taxpayer, you will be required to pay additional income tax, up to the higher rate of tax, under self-assessment. However, such additional amount is not included in the Cash-Free Proposal to fund the Tax Liability and you will have to fund such additional sums from your own cash resources (which you may not, for example, be able to raise by selling your Harrier Shares if dealing restrictions apply).

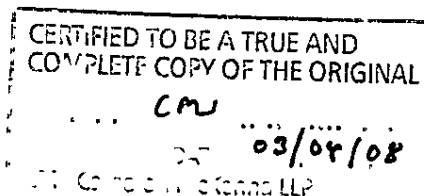
### **Tax Self-Funding Proposal**

Alternatively, if you want to surrender your Unapproved Option(s) in return for Harrier Shares but acquire the full number of Harrier Shares which is equivalent to the net gain in your Unapproved Option(s) (instead of receiving cash from Harrier to pay the estimated Tax Liability) you can pay you the Tax Liability arising on your acquisition of Harrier Shares yourself, but you will be required to pay the estimated Tax Liability in full before Completion under the "Tax Self-Funding Proposal".

If you wish to take advantage of the Tax Self-Funding Proposal

- (a) you must agree that, rather than exercising your Unapproved Option(s) and transferring your Conchango Shares to Harrier, you will surrender your Unapproved Option(s) in return for Harrier Shares immediately following Completion and conditional on the admission of Harrier Shares to AIM. You will not be required to pay anything for the Harrier Shares. You will receive 25 4586 Harrier Shares for every one Conchango Share you would have received had you exercised your Unapproved Option(s) (with any fractional entitlements being rounded down).

However, the number of Harrier Shares you receive will be reduced to reflect the fact that you are not being required to pay the exercise price which would be payable had you exercised your Unapproved Option(s). Accordingly, the number of Harrier Shares you receive will be determined by reference to the net gain in your Unapproved Option (ie the aggregate value of the total number of Conchango shares over which your Unapproved Option(s) was granted less the exercise price which would be payable if you exercised your Unapproved Option(s)) (with any fractional entitlements being rounded down).



- (b) you must accept the Tax Self-Funding Proposal using the Decision Form and return it to Conchango so as to be received by 5.00 p.m. on Wednesday 9 January 2008 together with a cheque for the estimated Tax Liability
- (c) you will then be issued with a share certificate for all your Harrier Shares
- (d) you will be required to enter into a restricted securities election with your employer (or former employer, if you are a former employee) prior to surrendering your Unapproved Option(s) which will ensure that any future growth in value of the Harrier Shares you acquire on Completion will be subject to capital gains tax, rather than income tax and National Insurance contributions. By signing and returning the Decision Form you authorise a director of Conchango or Harrier to sign a restricted securities election on your behalf

Your cheque will be cashed immediately prior to Completion

If the actual Tax Liability is more than the estimated Tax Liability, you will be required to pay the additional amount of the Tax Liability. You will be contacted if this situation arises. If the actual Tax Liability is less than the estimated Tax Liability, the excess will be repaid to you.

### **Holding Harrier Shares**

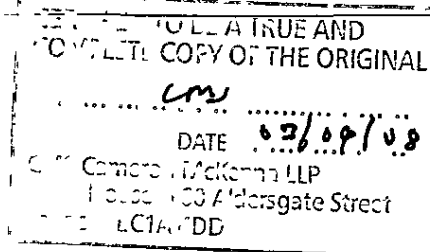
Under either Option Proposal, you will end up holding Harrier Shares, although you will end up holding more Harrier Shares under the Tax Self-Funding Proposal.

Under the terms on which Harrier Shares are to be admitted to AIM, you may not sell, transfer or dispose of any of your Harrier Shares except in compliance with the dealing code of conduct to be adopted by Harrier prior to admission to AIM. A copy of the dealing code adopted by Harrier will be available shortly before Completion.

### **Example showing the differences between the two Option Proposals**

The example below uses low numbers for the purposes of illustration. A further illustration is set out in the appendix to this letter.

You should therefore use your actual numbers to work out how many Harrier Shares you would receive and also consider whether you can afford to fund the Tax Liability in time yourself if you were to choose the Tax Self-Funding Proposal. Enclosed with this letter and the Decision Form is an appendix showing the number of Conchango Shares in respect of which you hold Unapproved Option(s), your estimated Tax Liability and the number of Harrier Shares, you



should receive (assuming Completion occurs) if you accept the Cash-Free Proposal or the Tax Self-Funding Proposal

Assume in this example that Employee A and Employee B both hold an Unapproved Option over 1,000 Conchango Shares with an exercise price of £0.70 per Conchango Share. Each therefore has a total exercise price of £700. Assume also that both Employee A and Employee B are higher rate taxpayers.

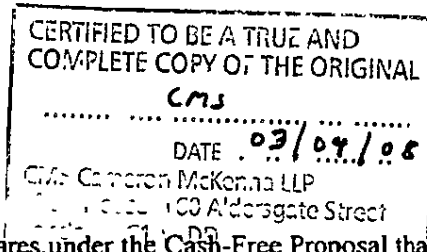
If Employee A accepts the Cash-Free Proposal, he will surrender his Unapproved Option in return for Harrier Shares. Employee A's estimated Tax Liability is £1,687. The number of Harrier Shares issued directly by Harrier to Employee A is 12,834 Harrier Shares; this is because he receives 25,456 Harrier Shares for every one Conchango Share but the number of Harrier Shares he receives is reduced (a) by 3,702 Harrier Shares (i.e. £700 worth of Harrier Shares) because he is not paying the exercise price of £700 which he would have had to pay had he exercised his Unapproved Option and (b) by 8,922 Harrier Shares because, rather than issuing those Harrier Shares, Harrier pays cash of £1,687.15 which is paid to Conchango on Employee A's behalf to pay the estimated Tax Liability (the surplus £0.15 will be donated to charity). Employee A will not be able to sell his Harrier Shares except in compliance with the share dealing code of conduct adopted by Harrier.

If Employee B accepts the Tax Self-Funding Proposal, he will also surrender his Unapproved Option for Harrier Shares and have an estimated Tax Liability of £1,687. The number of Harrier Shares issued directly to Employee A will also be reduced by 3,702 Harrier Shares (i.e. £700 worth of Harrier Shares) to reflect the fact that he is not paying the exercise price of £700 which he would have had to pay had he exercised his Unapproved Option. As Employee B has accepted the Tax Self-Funding Proposal, he will receive 21,756 Harrier Shares when he surrenders his Unapproved Option. However, he will have to write a cheque for £1,687 (i.e. the estimated Tax Liability), which will be cashed before Completion, and so will pay his Tax Liability out of his own funds but will keep the full 21,756 Harrier Shares he receives for the surrender of his Unapproved Option. Employee B will not be able to sell his Harrier Shares except in compliance with the share dealing code of conduct adopted by Harrier.

The key differences are therefore that

- under the Cash-Free Proposal you do not have to provide money before Completion to pay for your estimated Tax Liability, whereas you will have to provide cleared funds under the Tax Self-Funding Proposal. You should therefore think carefully about whether you are able to provide the cash outlay for this from your own resources.





- you will receive fewer Harrier Shares under the Cash-Free Proposal than you will receive under the Tax Self-Funding Proposal because you agree to surrender your Unapproved Option for a combination of Harrier Shares and cash and that cash will be paid to Conchango for the estimated Tax Liability

**WARNING:**

**You should be aware that the value of Harrier Shares may go up or down, and the closing mid-price of Harrier Shares on 14 December 2007 (£0.1950) may change and so should not be used as a guide.**

**5. Procedure for accepting the Option Proposals**

You will need to decide

- (a) Whether, in principle, you wish to exercise your Unapproved Option(s) ultimately to acquire Harrier shares
- (b) If so, whether you wish to accept
  - (i) the Cash-Free Proposal or
  - (ii) the Tax Self-Funding Proposal

It is a term of the Option Proposals that you choose one Option Proposal to cover all your Unapproved Options(s). You should use one Decision Form to cover all your Unapproved Option(s).

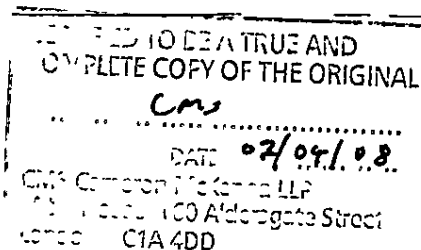
Depending on your decision, you will need to tick the following boxes on the Decision Form

**Box A** – If you wish to surrender your Unapproved Option(s) and accept the Cash-Free Proposal

**Box B** – If you wish to surrender your Unapproved Option(s) and accept the Tax Self-Funding Proposal

After reading the Option Holder's declaration, you should then sign the Decision Form in the presence of a witness, who should also sign, as instructed on the Decision Form

If you wish to accept the Tax Self-Funding Proposal rather than the Cash-Free Proposal, you will need to pay the estimated Tax Liability payable on the acquisition of your Harrier Shares



You should do this by enclosing with your ~~Decision Form~~ a cheque made payable to "Conchango (UK) plc" in respect of the total estimated Tax Liability payable

The Decision Form has been specifically designed for your Unapproved Option(s) in the circumstances of the Sale. You do not therefore need to use any exercise form you were given when you were granted your Unapproved Option(s). Nor do you need to return any option agreement or option certificate with the Decision Form.

The Decision Form has been designed so that you do not have to be contacted again immediately before or at Completion – your choices will take effect automatically. However, the Decision Form will not take effect unless Completion occurs. If your cheque for your Tax Liability has been cleared in anticipation of Completion taking place, and Completion does not occur, your monies will be returned to you.

If you wish to accept an Option Proposal for your Unapproved Option(s) you should therefore complete the enclosed Decision Form in accordance with the instructions on it and return it to Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD as soon as possible and, in any event, so as to be received no later than 5.00 p.m. on Wednesday 9 January 2008.

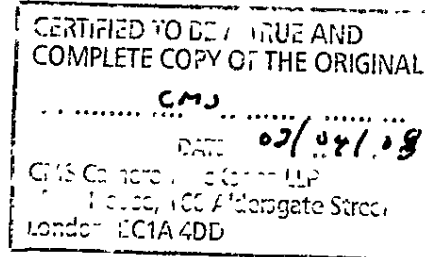
**6. If you do not use the Decision Form**

You do not have to accept the Option Proposals. However, if you do not accept one of the Option Proposals using the Decision Form and still wish to exercise your Unapproved Option(s), you should not use the Decision Form and you will need to use the notice of exercise you received when you were granted your Unapproved Option(s) and you will have to provide a cheque for your own exercise price and Tax Liability arising on the exercise of your Unapproved Option(s) and there is a risk that the Sale as a whole may not go ahead. While you will be issued with Conchango Shares (provided you exercise in time before your Unapproved Option(s) lapse), Harrier will be able compulsorily to acquire your Conchango Shares in exchange for Harrier Shares pursuant to Conchango's articles of association.

You should also note that if you do not exercise your Unapproved Option(s) before Completion, the time at which your Unapproved Option(s) lapse varies depending on the Unapproved Option Scheme pursuant to which your Unapproved Option(s) were granted. If your Unapproved Option(s) were granted under

- the Conchango (Global) Limited Discretionary Share Option Scheme your Unapproved Option(s) will lapse at Completion,





**9. UK Taxation**

Taxation is an important consideration for you to take into account and understand

A summary of the likely tax consequences for you if you are resident and ordinarily resident for tax purposes in the UK is set out in the Tax Appendix to this letter. You are strongly advised to refer to the Tax Appendix and, if you are in any doubt as to your own position, obtain advice from an appropriate independent adviser before deciding what action to take. **If you are resident in a jurisdiction other than the UK you should consult a suitably qualified professional adviser to determine your tax position before you decide what action to take.**

**10. Action**

Please complete the enclosed Decision Form if you wish to take advantage of an Option Proposal and return the Decision Form to Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD by 5 00 p m on Wednesday 9 January 2008

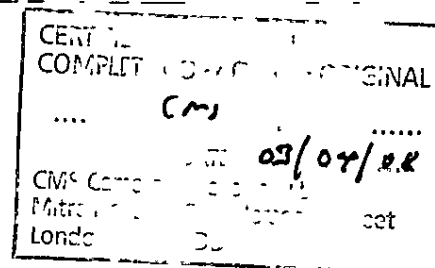
**If you use the Decision Form, your acceptance of an Option Proposal cannot subsequently be withdrawn. However, your acceptance only takes effect if Completion occurs.**

**11. Further explanation**

If you have queries on the arrangements set out in this letter please contact Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD or by telephone on (44) (0)1784 222244 or by email at alan.griffin@conchango.com. Please note that neither Alan Griffin nor any other representative of Conchango will be able to give you advice on what choices you should make in relation to your Unapproved Option(s) or any taxation advice.

Yours faithfully

**Alan Griffin  
Company Secretary  
Conchango Limited**



## TAX APPENDIX

Summarised below are the generally applicable UK tax implications for Option Holders who hold Unapproved Option(s), who are resident and ordinarily resident for tax purposes in the UK and who accept the Option Proposals. **If you are resident in a jurisdiction other than the UK you should consult a suitably qualified professional adviser to determine your tax position before you decide what action to take.** The information contained below is for guidance only. The precise consequences will depend on your particular circumstances and, if you are in any doubt, you should consult an appropriate independent adviser.

If you already hold Conchango Shares, you should also seek independent advice as your tax position will be different from that set out below.

### *Surrender of Unapproved Options*

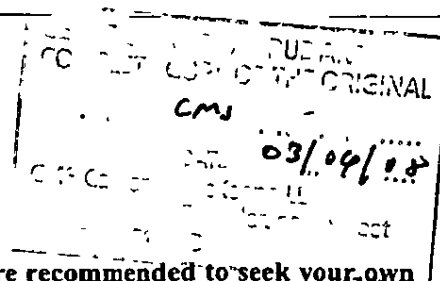
If you accept the Cash-Free Proposal and agree to surrender your Unapproved Option(s) for a combination of Harrier Shares and cash, you will be subject to an income tax and NICs charge on the aggregate of the cash paid by Harrier and the market value of the Harrier Shares which are issued to you in return for the surrender of your Unapproved Option(s).

If you accept the Tax Self-Funding Proposal and agree to surrender your Unapproved Option(s) for Harrier Shares, you will be subject to an income tax and NICs charge on the aggregate of the market value of the Harrier Shares which are issued to you in return for the surrender of your Unapproved Option(s).

If you are a former employee of Conchango, please refer to the comments at paragraph 7 of the letter regarding the amount of income tax payable under the pay-as-you-earn system and the amount which may, in addition, be payable under self-assessment.

### *Future Sale of Harrier Shares*

Any Harrier Shares which you acquire on the surrender of your Unapproved Option(s), whether under the Cash-Free Proposal or the Tax Self-Funding Proposal, may be subject to CGT on sale as and when you dispose of them.



If you are in any doubt about the action you should take, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant, appropriate tax adviser or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (if you are in the United Kingdom) or from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

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**Sale**  
  
**of**  
  
**Conchango Limited**  
  
**to**  
  
**Harrier Group plc**

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**DECISION FORM**

**For use by Option Holders holding Unapproved Options**

Before completing this Decision Form you should read the accompanying letter dated 19 December 2007 from Conchango (the "Unapproved Option Proposal Letter") carefully. You are also strongly recommended to consider tax consequences before making your decision. Unless separately defined in this Decision Form, capitalised terms used in this Decision Form have the same meaning as in the Unapproved Option Proposal Letter.

This Decision Form will be of no effect unless it is duly completed and received by Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD by no later than 5.00 p.m. on Wednesday 9 January 2008. If you have any queries relating to this Decision Form, you should contact Alan Griffin at Conchango on (44) (0)1784 222244 or by email at [alan.griffin@conchango.com](mailto:alan.griffin@conchango.com).

ORIGINAL  
 02/04/08  
 Street

**TO CONCHANGO LIMITED AND HARRIER GROUP PLC**

**1 PLEASE TICK THE RELEVANT BOX BELOW IF YOU USE THIS DECISION FORM, YOU MUST MAKE THE SAME CHOICE FOR ALL YOUR UNAPPROVED OPTIONS**

<input type="checkbox"/>	Ticking this box ( <b>Box A</b> ) indicates that you agree to surrender your Unapproved Option(s) in full and accept the Cash-Free Proposal for all your Unapproved Option(s), to receive Harrier Shares and cash in return for the surrender of your Unapproved Option(s)
<input type="checkbox"/>	Ticking this box ( <b>Box B</b> ) indicates that you agree to surrender your Unapproved Option(s) in full and accept the Tax Self-Funding Proposal in respect of all your Unapproved Option(s) and to receive Harrier Shares only in return for the surrender of your Unapproved Option(s)

**2 PLEASE THEN SIGN THE OPTION HOLDER'S DECLARATION BELOW IN THE PRESENCE OF A WITNESS**

***Option Holder's Declaration***

I *[insert your name]* have read and understood the accompanying Unapproved Option Proposal Letter, agree to the terms and conditions contained in this Decision Form (including the further terms and conditions set out below) and the accompanying Unapproved Option Proposal Letter and irrevocably made the decision indicated by ticking Box A or B above

In witness of which I have executed this Decision Form as a deed and have delivered it upon dating it

Signed as a deed by )

(Insert your name) )

Date )

Address of Option Holder )

)

)

)

in the presence of )

Option Holder signature

Name of witness\*\*

Witness signature

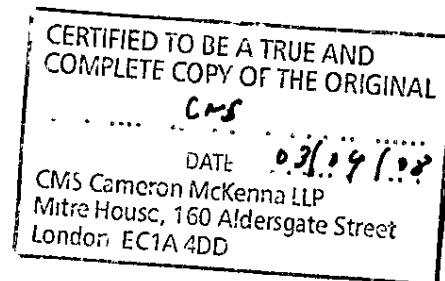
Address

Occupation

**\*\* The witness should not be your spouse/civil partner or otherwise related to you and should be aged 18 or over**

This Decision Form will be of no effect unless it is duly completed and received by Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD by no later than 5.00 p.m. on Wednesday 9 January 2008. If you have any queries relating to this Decision Form, you should contact Alan Griffin at Conchango on (44) (0)1784 222244 or by email at alan.griffin@conchango.com.

**PLEASE REMEMBER TO INCLUDE YOUR CHEQUE IF YOU HAVE CHOSEN THE TAX SELF-FUNDING PROPOSAL.**





CERTIFIED TO BE A TRUE AND  
COMPLETE COPY OF THE ORIGINAL

DATE 13/04/08  
CMS Cameron McKenna LLP  
Mitre House, 160 Aldersgate Street  
London EC1A 4DD

## Further Terms and Conditions

### 1. General

I confirm that I have read the Unapproved Option Proposal Letter dated 19 December 2007 and have had the opportunity to seek independent professional advice

I note that if Completion does not occur by 31 March 2008, my agreement to surrender my Unapproved Option(s) using this Decision Form will be of no effect. I agree that this Decision Form will be of no effect unless it is duly completed and received by Alan Griffin at Conchango Limited, Heritage House, Church Road, Egham, Surrey TW20 9QD by no later than 5.00 p.m. on Wednesday 9 January 2008. However, I understand that Harrier and Conchango reserve the right, at their discretion, to accept and interpret the Decision Forms which are incorrectly completed and/or received after this time.

In the event of any conflict between the Unapproved Option Proposal Letter, this Decision Form or the relevant Unapproved Option Scheme, or any applicable legislation, the relevant Unapproved Option Scheme or legislation (as appropriate) will take precedence.

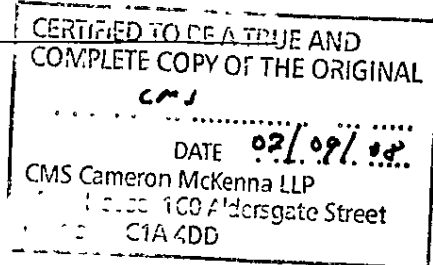
### 2. Surrender of Unapproved Option(s) in return for Harrier Shares and cash

2.1 By ticking Box A in the Decision Form (Cash-Free Proposal), I have irrevocably elected to surrender all my Unapproved Option(s) in full in return for Harrier Shares and cash immediately following Completion conditional on the admission of Harrier Shares to trading on AIM and otherwise on the terms of the Unapproved Option Proposal Letter and

(a) authorised and directed Harrier that the cash proceeds payable by Harrier for the surrender of my Unapproved Option(s) shall be paid by Harrier to Conchango to satisfy the aggregate estimated Tax Liability payable by me in relation to the surrender of my Unapproved Option(s) for Harrier Shares and cash, with any excess being donated by Harrier on my behalf to a charity of Conchango's choice,

(b) agreed that if Harrier and Conchango agree that alternative arrangements to fund the Tax Liability arising in relation to the surrender of my Unapproved Option(s) are appropriate and are not materially prejudicial to me (including, for the avoidance of doubt, Harrier issuing to investors for cash some of the Harrier Shares which would have been issued to me if I had not accepted the Cash-Free Proposal, with such cash being paid to Conchango on my behalf to pay the total Tax Liability payable by me in relation to the surrender of my Unapproved Option(s)), I have authorised Harrier and Conchango to implement such alternative arrangements and to use the cash resulting from such arrangements to pay the Tax Liability payable by me in relation to the surrender of my Unapproved Option(s).

2.2 By ticking Box B in the Decision Form (Self-Funding Proposal), I have irrevocably elected to surrender all my Unapproved Option(s) in full in return for Harrier Shares immediately following Completion and conditional on the admission of Harrier Shares to AIM and warrant that my cheque given for my Tax Liability will be met on first presentation, which will be in time for cleared funds to be received by Completion. If cleared funds are not received in time for Completion, I accept that I will not be treated as having surrendered my Unapproved Option(s) and my Unapproved Option(s) shall either lapse at Completion (if granted pursuant to the Conchango (Global) Limited



- Discretionary Share Option Scheme) or be exercisable in respect of Conchango Shares for a limited period following Completion in which case Harner will have no obligation to acquire my Conchango Shares and if it does acquire my Conchango Shares is not obliged to do so on the same terms as those on which Conchango Shares are sold to Harner at Completion

23 By ticking either Box A or Box B on the Decision Form, I have irrevocably

- (a) confirmed that my Unapproved Option(s) are still outstanding and agreed that if any of my Unapproved Option(s) have lapsed or lapse before the surrender takes effect, completion of this Decision Form will be of no effect in respect of lapsed Unapproved Option(s),
- (b) agreed that I have no further claims in respect of my Unapproved Option(s),
- (c) agreed to waive any entitlement to receive any instrument of ownership or title in respect of Conchango Shares,
- (d) agreed to surrender my Unapproved Option(s) in full on the terms set out in the Unapproved Option Proposal Letter in consideration for the issue to me of 25 4586 Harner Shares for each one Conchango Share transferred to Harner (with fractional entitlements to be disregarded), save that (if I have accepted the Cash-Free Proposal) I will receive cash instead of some of those Harner Shares,
- (e) agreed to enter into a restricted securities election in respect of the Harner Shares I acquire on the surrender of my Unapproved Option(s),
- (f) undertaken that I will not sell, transfer, charge, mortgage or grant any third party interests over or do or procure anything which may hinder the surrender of my Unapproved Option(s) in return for Harner Shares,
- (g) agreed not to sell, transfer or dispose of any Harner Shares issued to me except in compliance with the share dealing code of conduct to be adopted by Harner to admission of Harner Shares to AIM,
- (h) agreed that a share certificate for the Harner Shares issued to me will be posted to the address shown on the Decision Form as soon as practicable after Completion,
- (i) appointed any director of Conchango or Harner from time to time as my attorney and authorise such attorney to execute any documentation required to
  - (i) surrender my Unapproved Option(s) in return for Harner Shares or (if I have accepted the Cash-Free Proposal) Harner Shares and cash, and
  - (ii) enter into a restricted securities election pursuant to section 431 Income Tax (Earnings & Pensions) Act 2003 in respect of the Harner Shares I acquire on the surrender of my Unapproved Options)

and deliver any document and do any act or thing which the attorney, in his absolute and unfettered discretion, considers necessary or desirable in order to give effect to my

instructions on this Decision Form or otherwise in connection the surrender of my Unapproved Option(s) and/or Harrier Shares, or to make such amendments as he deems reasonable, including without limitation giving warranties as to title and similar matters on my behalf and executing a stock transfer form on my behalf. All powers of attorney and authorities conferred by this Decision Form are given by way of security for the performance of my obligations and are irrevocable in accordance with section 4 of the Powers of Attorney Act 1971. I confirm and accept that the execution of this Decision Form constitutes my undertaking to ratify and confirm any action properly taken on my behalf by my attorney appointed under this Decision Form,

- (j) agreed to provide promptly to Harrier, Conchango or any of their professional advisers such evidence of my identity as they may reasonably require for the purposes of their compliance with the Money Laundering Regulations 2003 or otherwise, warranted that neither Conchango, Harrier, their directors nor professional advisers shall have any obligations in relation to securities law in any jurisdiction relevant to me by issuing and acquiring Conchango Shares to and from me, and issuing, selling and acquiring Harrier Shares to, for and from you, and indemnified them in full for any breaches thereof, and authorised delay in implementing any Option Proposal until the position on any point has been established to the reasonable satisfaction and protection of Conchango and Harrier,
- (k) acknowledge that Harrier, Conchango or their employees, directors, agents or any person acting on behalf of any of them shall not be responsible for any consequential loss if this Decision Form is incorrectly completed or if any of them is unable to obtain clarification of any of my instructions pursuant to the Decision Form,
- (l) authorise the sending of any correspondence, consideration, document or other item that is sent to me as a consequence of the acceptance of an Option Proposal to me, at my own risk, at the address inserted in the Decision Form,
- (m) agreed that the terms of this Decision Form shall be enforceable by Harrier

