

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you are advised to consult your stockbroker, solicitor, accountant, or other professional adviser. If you have sold or otherwise transferred all your shares in Alpha Pyrenees Trust Limited, please pass this document, together with the accompanying documents, to the purchaser or transferee, or to the person who arranged the sale or transfer for transmission to the person who now holds shares in Alpha Pyrenees Trust Limited.

Please keep hold of Appendix 1 (Alpha Pyrenees Trust Limited Scrip Dividend Scheme Terms and Conditions) of this document, as it applies to all future dividend payments unless we inform you otherwise. You will not automatically be sent another copy at the next dividend unless there has been a material change to the terms and conditions.

Alpha Pyrenees Trust Limited

Registered Office:
Isabelle Chambers
Route Isabelle
St Peter Port
Guernsey

Registered in Guernsey
No. 43932

9 June 2010

Dear Shareholder,

SCRIP DIVIDEND SCHEME

Subject to the passing of Resolution 6 (Amendments to articles of incorporation) and Resolution 7 (Scrip dividend scheme) at this year's Annual General Meeting (the 'AGM'), further details of which are set out in the AGM circular accompanying this letter, the Directors are proposing to offer a scrip dividend scheme (the '**Scrip Dividend Scheme**') which will, if the Directors choose to apply the Scrip Dividend Scheme in respect of a dividend declared by the Company, enable Shareholders to choose whether to receive all or part of their dividends in new, fully paid, ordinary shares in the Company (the '**New Shares**') instead of in cash.

The Scrip Dividend Scheme enables you to increase your shareholding in the Company in a simple manner without paying any dealing costs, whilst benefiting the Company by the retention of cash, which would otherwise be paid as a dividend. However, you should bear in mind that the price of the Company's shares can go down, as well as up, and whether you elect to participate in the Scrip Dividend Scheme is a matter for your own decision depending on your individual circumstances. If you are in any doubt as to the action you should take, you are advised to consult your appropriate independent professional adviser.

In order to implement the Scrip Dividend Scheme, the following resolutions will be proposed at the AGM: Resolution 6 to amend the Company's articles of incorporation to allow the Board to offer a scrip dividend alternative to Shareholders; and Resolution 7 to authorise the Directors to issue New Shares in lieu of cash in respect of dividends, in accordance with the Company's amended articles of incorporation. If either of these resolutions are not passed (or if the other conditions referred to in paragraph 3 of Appendix 1 are not satisfied), no New Shares will be issued under the Scrip Dividend Scheme and future dividends of the Company will be paid in cash to all Shareholders.

The terms and conditions of the Scrip Dividend Scheme are set out in Appendix 1 to this letter. and a summary of certain UK and US taxation consequences of electing to participate in the Scrip Dividend Scheme is set out in Appendix 2 to this letter. The attention of Shareholders not resident in the United Kingdom or Guernsey is drawn to paragraph 4 of Appendix 1.

Subject to the passing of Resolution 6 (Amendments to articles of incorporation) and Resolution 7 (Scrip dividend scheme), the Company's Shareholders will be sent a scrip dividend mandate form which they should complete if they wish to receive all or part of their dividends in New Shares instead of cash in the event that the Directors apply the Scrip Dividend Scheme to the relevant dividend. If Shareholders' do not wish to receive New Shares in lieu of cash in respect of dividends, they need take no action.

If you have any questions in relation to the Scrip Dividend Scheme or wish to obtain further copies of this letter, please contact the Company's Registrar at the address or telephone number set out in paragraph 17 of Appendix 1.

Yours faithfully

Dick Kingston

Chairman

PLEASE KEEP HOLD OF THIS DOCUMENT AS IT APPLIES TO ALL FUTURE DIVIDEND PAYMENTS UNLESS WE INFORM YOU OTHERWISE. YOU WILL NOT AUTOMATICALLY BE SENT ANOTHER COPY AT THE NEXT DIVIDEND UNLESS THERE HAS BEEN A MATERIAL CHANGE TO THE TERMS AND CONDITIONS.

APPENDIX 1

ALPHA PYRENEES TRUST LIMITED SCRIP DIVIDEND SCHEME TERMS AND CONDITIONS

1. Definitions

‘Applicable Dividends’	means those Dividends to which the Company chooses to apply the Scrip Dividend Scheme;
‘Company’	means Alpha Pyrenees Trust Limited;
‘Dividends’	means any dividends declared and/or paid by the Company in respect of the Shares and ‘Dividend’ will be construed accordingly;
‘Dividend Election Message’	Input means the dividend election input message transferred through CREST by any CREST Shareholder wishing to elect to participate in the Scrip Dividend Scheme;
‘Mandate Form’	means the Scrip Dividend Scheme mandate form provided by the Company or Computershare to Shareholders, either on request or otherwise, pursuant to which a Shareholder can elect to participate in the Scrip Dividend Scheme and ‘Mandate Forms’ will be construed accordingly;
‘New Shares’	means new, fully paid, ordinary shares in the capital of the Company and ‘New Share’ will be construed accordingly;
‘Participant’	means a Shareholder who has elected to participate in the Scrip Dividend Scheme by properly completing a Mandate Form and returning it to Computershare and ‘Participants’ will be construed accordingly;
‘Purchaser Letter’	has the meaning given in paragraph 4 below;
‘Record Date’	means, in respect of any Dividend, the date notified by the Company to Shareholders as the date upon which the Company will determine Shareholders entitled, and those Shareholders’ entitlements, to that Dividend;
‘Computershare’	means Computershare Investor Services (Jersey) Limited, PO Box 329, Queensway House, Hilgrove Street, St Helier, Jersey JE4 9XY;
‘Return Date’	means, in respect of any Dividend, the date notified by the Company to Shareholders as the date by which the Mandate Form or Dividend Election Input Message (as applicable) must be received by Computershare in order for it to be effective in respect of that Dividend;
‘Scrip Dividend Scheme’	means the Company’s scrip dividend scheme comprising these terms and conditions (as may be modified or amended from time to time);
‘Shareholders’	means the holders of the ordinary shares in the Company and ‘Shareholder’ will be construed accordingly;
‘UK’	means the United Kingdom of Great Britain and Northern Ireland; and
‘US’	means the United States of America.

2. Introduction

This Appendix forms the terms and conditions of the Scrip Dividend Scheme.

Subject to the fulfilment of the conditions set out in paragraph 3 of this Appendix 1, if you validly elect to participate in the Scrip Dividend Scheme you will receive New Shares instead of cash in respect of that part of any and all future Applicable Dividends which is specified by you in your Mandate Form, unless and until you cancel

your election to participate in the Scrip Dividend Scheme (please see paragraph 14 below) or the Company suspends or terminates the Scrip Dividend Scheme (please see paragraph 15 below). If you do not elect to participate in the Scrip Dividend Scheme, you will receive Dividends in cash.

3. Conditions to the Scrip Dividend Scheme

The issue of New Shares under the Scrip Dividend Scheme is conditional upon:

- all authorities in respect thereof being in full force and effect, including the passing of any resolution of the Company required by law, regulations or the Company's articles of incorporation; and
- the admission of the New Shares to the Official List of the United Kingdom Listing Authority and to trading on London Stock Exchange plc's main market.

If any of these conditions are not met, no New Shares will be issued under the Scrip Dividend Scheme and dividends will be paid in cash to all Shareholders.

4. Who can join the Scrip Dividend Scheme?

All Shareholders resident in the UK and Guernsey can join the Scrip Dividend Scheme.

Shareholders who are resident outside the UK and Guernsey can only elect to participate in the Scrip Dividend Scheme if the New Shares can lawfully be offered to, and be accepted by, them under the laws of the relevant jurisdiction and, in both cases, without further obligation on the part of the Company. It is the responsibility of any Shareholder resident outside the UK and Guernsey to ensure the full observance of the laws of the relevant jurisdiction, including complying with any relevant regulatory or legal procedures, obtaining any relevant government or other consent, and observing any and all other necessary formalities. The Directors reserve the right to refuse to issue New Shares under the Scrip Dividend Scheme to any Shareholders where they believe such issue of New Shares would be contrary to any regulatory or legal provision, have any adverse consequences for the Company or impose any liability on the Company.

Shareholders should note that the New Shares have not been registered under the Securities Act of 1933, as amended (the '**Securities Act**') or under the laws of any state in the US.

5. How do I elect to participate in the Scrip Dividend Scheme?

Sending in your Mandate Form

If you hold your shares in certificated form, you can elect to participate in the Scrip Dividend Scheme by completing a Mandate Form and returning it to Computershare at so as to be received no later than 5.00 pm on the relevant Return Date. No acknowledgement of receipt of the Mandate Form will be given. Any Mandate Form that is received by Computershare after 5.00 pm on the relevant Return Date will only be effective from (and including) the next Applicable Dividend (if any) in respect of which the Scrip Dividend Scheme is offered for which the relevant Return Date has not passed. If you have not been provided with a Mandate Form from the Company or Computershare but wish to elect to participate in the Scrip Dividend Scheme by completing a Mandate Form, please contact Computershare at the address or on the telephone number set out in paragraph 17 below.

CREST

Mandate Forms will not be valid for shares held in CREST. If your shareholding is in uncertificated form in CREST (and was in uncertificated form as at the relevant Record Date), you may elect to participate in the Scrip Dividend Scheme by means of the CREST procedures that require the use of the Dividend Election Input Message in accordance with the CREST Manual. If you are a CREST member or other CREST sponsored member, you should consult your CREST sponsor who will be able to take the appropriate action on your behalf.

The message should be correctly completed in order for a valid election to be made. A valid election made by means of a Dividend Election Input Message will, to the extent it relates to shares held in uncertificated form at the Record Date for the relevant Applicable Dividend, supersede all previous written elections made in respect of holdings in the same member account. By inputting a Dividend Election Input Message as described above, you

confirm your election to participate in the Scrip Dividend Scheme in accordance with the details input and with the terms and conditions of the Scrip Dividend Scheme as amended from time to time.

If part of your shareholding is held in CREST and part in shares in certificated form, you will need to complete, separately, a Dividend Election Input Message in respect of your shares held in uncertificated form and a Mandate Form in respect of your shares held in certificated form.

In respect of any election made by whichever method, the Company and/or Computershare reserve the right to treat as valid an election which is not complete in all respects.

6. What should I do if I do not wish to elect to participate in the Scrip Dividend Scheme?

If you do not wish to elect to participate in the Scrip Dividend Scheme, you need take no further action. Your Dividends will be paid to you in cash in the usual way.

7. What happens if I have more than one shareholding?

If you have more than one shareholding, you should complete a separate Mandate Form in respect of each shareholding in relation to which you wish to elect to participate in the Scrip Dividend Scheme. If you wish to consolidate your shareholdings, please contact Computershare at the address or on the telephone number set out in paragraph 17 below.

8. If I am a Participant, how many New Shares will I receive and what will the Company do with any cash balance?

The number of New Shares that you will receive pursuant to the Scrip Dividend Scheme in respect of any Applicable Dividend will be equal to X in the following formula:

$$X = \frac{((A \times B) \times C) + D}{E}$$

where A equals the number of shares registered in your name as at the relevant Record Date;

B equals the cash amount of that Dividend;

C equals the proportion (expressed as a percentage) notified by you as being the proportion of any and all future Applicable Dividends for which you wish to receive New Shares;

D equals the amount of your cash balance remaining from previous Dividends which were insufficient to permit a whole New Share to be issued pursuant to the Scrip Dividend Scheme (if any); and

E equals the relevant price of a New Share.

The relevant price of a New Share will be calculated using the average of the closing middle market quotations of the shares as derived from London Stock Exchange plc's Daily Official List on such five consecutive dealing days as the Board shall determine, provided that the first of such days shall be on or after the day on which the Shares are first quoted "ex" the relevant dividend, or in such other manner as may be approved by ordinary resolution of the shareholders.

A fraction of a New Share will not be issued. Instead, the cash balance ('D' in the above formula) will be carried forward, in a non-interest bearing account, and added to the amount of the next Applicable Dividend (if any) for the purposes of calculating the number of New Shares that you will receive in respect of that Applicable Dividend. If:

- you cancel your election to participate in the Scrip Dividend Scheme;
- the Company suspends or terminates the Scrip Dividend Scheme;
- you sell or otherwise transfer your shares; or

- you (presuming you are a sole Shareholder) die, suffer from a mental incapacity, become bankrupt or, if you are a corporate Shareholder, go into liquidation,

the Company will pay to you your cash balance (if any) as soon as reasonably practicable, save that any amounts below £5 will not be returned and will instead be donated to charity.

An example, for illustrative purposes only, of how the Company will calculate the number of New Shares that will be issued to a Participant pursuant to the Scrip Dividend Scheme in respect of any Dividend is as follows:

Facts

1,000 shares are registered in your name as at the Record Date ('A' in the above formula). The amount of the Dividend is 5p per share ('B' in the above formula.). You have elected to receive New Shares in respect of a proportion of any and all future Applicable Dividends ("C" in the above formula). You have a cash balance of an amount equal to zero ('D' in the above formula). The relevant price of a New Share is £0.75 ('E' in the above formula).

Calculation

- Total value of dividend: $1,000 \times 5p = £50$
- Proportion to which the Scrip Dividend Scheme applies: 100%
- Number of new shares: $£50 \div £0.75 = 66.66$, rounded down to 66 shares
- Value of new shares: $66 \times £0.75 = £49.50$, leaving a surplus cash balance of £0.50 which would be carried forward to the next dividend payment.

If on any occasion your Dividend entitlement, together with any surplus cash brought forward from previous Dividends, is insufficient to acquire at least one New Share, you will not be issued with any New Shares. You will, however, receive a statement explaining that no New Shares have been issued to you under the Scrip Dividend Scheme and showing how much surplus cash has been carried forward to the next Dividend.

9. If I am a Participant, how will I know how many New Shares I have received?

On each and any Dividend payment date, you will receive a statement detailing the number of New Shares that you have received pursuant to the Scrip Dividend Scheme in respect of the relevant Applicable Dividend. This statement will also detail the cash equivalent of the New Shares and the cash balance carried forward (if any). If you wish to know the number of New Shares that you will receive before this, please contact Computershare at least three business days after the relevant Record Date at the address or on the telephone number set out in paragraph 17 below.

10. When will I receive my New Shares and how will the New Shares rank?

Applications will be made for the New Shares to be admitted to the Official List of the UK Listing Authority and to trading on the main market of London Stock Exchange plc. Subject to these applications being successful, the New Shares are expected to be issued and admitted to listing and trading on the relevant Dividend payment date. Dealings in the New Shares are also expected to commence on the Dividend payment date.

Share certificates in respect of the New Shares will be sent to Participants who hold shares in certificated form as at the relevant Record Date on the same day as dividend cheques are posted to Shareholders who have not elected to participate in the Scrip Dividend Scheme. Participants who hold shares in uncertificated form in CREST as at the relevant Record Date will have their CREST accounts credited in respect of the New Shares on the relevant Dividend payment date, although the Company reserves the right to issue New Shares in certificated form to CREST Shareholders in case of an interruption, failure or breakdown of CREST (or any part of CREST) or on the part of the facilities and/or systems operated by Computershare in connection with CREST.

All documents, including share certificates, that are sent to or by any Participant will be sent at that Participant's own risk.

The New Shares that are issued pursuant to the Scrip Dividend Scheme will rank equally in all respects with the existing issued shares on the date of issue (save as regards participation in the relevant Dividend) and will rank for all future Dividends.

11. Does the Scrip Dividend Scheme apply to shares in joint names?

Yes, but each joint Shareholder must sign the Mandate Form for the election to participate in the Scrip Dividend Scheme to be effective.

12. Can I elect to participate in the Scrip Dividend Scheme in respect of part of my shareholding?

Yes. You can elect to participate in the Scrip Dividend Scheme in respect of the whole of, or any part of, your shareholding. If you complete your Mandate Form and return it to Computershare (or in case of CREST Shareholders, submit a Dividend Election Input Message), without validly specifying the proportion of your shareholding to which your election relates you will be deemed to have elected to participate in the Scrip Dividend Scheme in respect of the total number of Shares registered in your name as at the relevant Record Date.

13. What happens if I buy or sell shares after I have elected to participate in the Scrip Dividend Scheme?

If you buy or sell some (but not all) of your shares after you have elected to participate in the Scrip Dividend Scheme in respect of all of your shares, you will be deemed to have elected to participate in the Scrip Dividend Scheme in respect of your increased or decreased shareholding, provided that such increase or decrease is reflected in the Company's register of Shareholders as at the relevant Record Date.

If you sell all of your shares after you have elected to participate in the Scrip Dividend Scheme, your participation in the Scrip Dividend Scheme will cease, provided that such sale is reflected in the Company's register of Shareholders as at the relevant Record Date.

If you buy or sell some or all of your shares and such increase, decrease or sale is not reflected in the Company's register of Shareholders as at the relevant Record Date, you will be deemed to have elected to participate in the Scrip Dividend Scheme in respect of your original shareholding (i.e. the number of Shares you held prior to you buying more or selling some or all of your shares) and will therefore receive New Shares in respect of your original shareholding.

14. If I am a Participant, can I cancel or amend my election to participate in the Scrip Dividend Scheme?

Yes. You can cancel or amend your election to participate in the Scrip Dividend Scheme by giving written notice to Computershare at the address set out in paragraph 17 below. For a cancellation or amendment to be effective in relation to any Dividend, notice of that cancellation or amendment must be received by Computershare no later than 5.00 pm on the relevant Return Date. If notice of that cancellation or amendment is not so received, the cancellation will be effective from (and including) the next Dividend (if any).

Shareholders who hold their shares in CREST can only revoke an election which has been made by the Dividend Election Input Message by utilising the CREST procedure for deletions described in the CREST Manual. Your deletion must be received and, in accordance with CREST procedures, accepted by the Company, prior to the deadline for receipt of cancellations as set out above. It is recommended that you input any deletion message at least 24 hours in advance of the above deadline to give the Company and Computershare sufficient time to accept the deletion. There is no facility to amend an election which has been made by Dividend Election Input Message. If you wish to change your election details, you must first delete the existing election and then input a new Dividend Election Input Message with the required new details.

15. Can the Company modify, amend, suspend or terminate the Scrip Dividend Scheme?

Yes. The Scrip Dividend Scheme can be modified, amended, suspended or terminated at any time at the discretion of the Company's directors, in which case notice will normally be given to all Participants. In the case of a modification or amendment to the Scrip Dividend Scheme, a Participant will be deemed to have agreed to such

modification or amendment unless and until he cancels his election to participate in the Scrip Dividend Scheme in accordance with these terms and conditions (see paragraph 14 above). If the Scrip Dividend Scheme is suspended or terminated, Participants will receive cash (as opposed to New Shares) in respect of any and all future Dividends (during the period of suspension of the Scrip Dividend Scheme, in the case of a suspension rather than a termination of the Scrip Dividend Scheme).

16. What is the governing law of the Scrip Dividend Scheme?

The Scrip Dividend Scheme, including any election to participate in the Scrip Dividend Scheme is governed by, and its terms are to be construed in accordance with, the laws of the Island of Guernsey. Participants agree to submit to the exclusive jurisdiction of the courts of the Island of Guernsey in relation to any matters arising out of, or in connection with, the Scrip Dividend Scheme.

17. What do I do if I have any questions in relation to the Scrip Dividend Scheme?

If you have any questions in relation to the Scrip Dividend Scheme, please contact Computershare Investor Services (Jersey) Limited, PO Box 329, Queensway House, Hilgrove Street, St Helier, Jersey JE4 9XY or by telephone on +44 (0) 870 707 4040.

APPENDIX 2

TAXATION

The summary below is not exhaustive and is only a general guide. In particular, it does not consider your position if you are not a UK resident individual or company and are not the beneficial owner of the Company's shares. Specifically, the taxation position in relation to certain classes of Shareholders, such as persons who hold their shares in the Company in the course of a trade, Collective Investment Schemes or insurance companies is not considered. This summary does not address the tax treatment of the receipt by you of any cash balance under the Scrip Dividend Scheme. It is based on existing law and practice and is subject to subsequent change therein.

If you are in any doubt as to your tax position or require more detailed information than the general outline below, you should consult your own professional adviser without delay.

UNITED KINGDOM TAXATION

A Shareholder to whom New Shares are issued pursuant to the Scrip Dividend Scheme should not be liable to Income Tax, Capital Gains Tax or Corporation Tax in respect of the receipt of the New Shares.

For the purposes of calculating any future liability to tax on chargeable gains, the New Shares will have no base cost. They will be added to a Shareholder's existing shareholding and will be treated as having been acquired as and when the existing shares were acquired. The cost of acquisition of the existing shares will represent the cost of the acquisition of the increased shareholding.

Stamp duty and stamp duty reserve tax

There will be no stamp duty or stamp duty reserve tax payable on the issue of New Shares pursuant to the Scrip Dividend Scheme.