

This document is important and requires your immediate attention. If you are in any doubt about what action to take, you should consult your stockbroker, solicitor, accountant or other professional adviser immediately.

If you have sold or transferred all your ordinary shares in Cambria Automobiles plc please pass this document together with the accompanying Directors Report and Financial Statements and Proxy Form to the person who arranged the sale or transfer for passing on to the purchaser or transferee.

Cambria Automobiles plc

AGM 21 January 2013

Chairman's Letter

and

Notice of AGM

CHAIRMAN'S LETTER

Cambria Automobiles plc

Registered in England and Wales (Company No: 05754547)

Registered Office:
Swindon Motor Park
Dorcan Way
Swindon
Wiltshire
SN3 3RA

To Ordinary Shareholders

27 December 2012

Dear Shareholder

Annual General Meeting 21 January 2013

The Annual General Meeting (the “AGM”) of Cambria Automobiles plc (the “Company”) is to be held at 10 a.m. on 21 January 2013 in the showroom of Grange Aston Martin, Great North Road, Welwyn Garden City, Hertfordshire AL8 7TQ. The notice convening the AGM is set out at the end of this letter.

Action to be taken by Shareholders

Enclosed with this letter is a Proxy Form for use at the AGM.

Shareholders are urged to complete the Proxy Form and return it to the Company's Registrar, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU so as to arrive not later than 10 a.m. on 17 January 2013.

The return of the appropriate Proxy Form will not prevent a shareholder from attending the Meeting and voting in person if he/she is entitled to do so and so wishes.

Recommendation

Your Directors recommend that you vote in favour of the resolutions set out in the notice of the AGM as they intend to do in respect of their own shares in the Company.

Yours sincerely

Philip Swatman
Chairman

Inspection of documents

The following documents will be available for inspection at the offices of Cambria Automobiles plc, Swindon Motor Park, Dorcan Way, Swindon, Wiltshire SN3 3RA from 27 December 2012 until the time of the AGM and at Grange Aston Martin, Great North Road, Welwyn Garden City, Hertfordshire AL8 7TQ from 15 minutes before the AGM until it ends:

- (a) copies of the executive directors' service contracts;
- (b) copies of letters of appointment of the non-executive directors.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (the “AGM”) of Cambria Automobiles plc (the “Company”) will be held at the showroom of Grange Aston Martin, Great North Road, Welwyn Garden City, Hertfordshire AL8 7TQ on 21 January 2013 at 10 a.m. for the following purposes:

As ordinary business to consider and, if thought fit, pass Resolutions 1 to 6 inclusive each of which will be proposed as ordinary resolutions. For ease of reference the formal resolutions are in bold black text.

1. **To receive and approve the Directors’ and Auditors’ Report and Financial Statements for the year ended 31 August 2012.**
2. **To re-elect Philip Swatman as a Director.**
3. **To re-elect Peter Burt as a Director.**
4. **To reappoint KPMG Audit plc as Auditors to hold office from the conclusion of the AGM to the conclusion of the next meeting at which accounts are laid before the Company.**
5. **To authorise the Directors to determine the Auditors’ remuneration.**
6. **To declare a final dividend of 0.3 pence per ordinary share in respect of the year ended 31 August 2012.**

If Resolution 6 is approved by shareholders, the final dividend for year ended 31 August 2012 will be paid on 25 January 2013 to the holders of ordinary shares on 28 December 2012.

By order of the Board

James Mullins
Secretary

27 December 2012

Registered office:
Swindon Motor Park
Dorcan Way
Swindon
Wiltshire
SN3 3RA

Notes:

- (a) Only those shareholders entered on the relevant register of members (the “**Register**”) for certificated or uncertificated shares of the Company (as the case may be) at 10 a.m. on 17 January 2013 (the “**Specified Time**”) will be entitled to attend or vote at the AGM in respect of the number of shares registered in their name at the time. Changes to entries on the Register after the Specified Time will be disregarded in determining the rights of any person to attend or vote at the AGM. Should the AGM be adjourned to a time not more than 48 hours after the Specified Time, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned AGM. Should the AGM be adjourned for a longer period, then to be so entitled, members must be entered on the Register at the time which is 48 hours before the time fixed for the adjourned AGM or, if the Company gives notice of the adjourned AGM, at the time specified in the notice.
- (b) Any member may appoint a proxy to attend, speak and vote on his/her behalf. A member may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares of the member, but must attend the meeting in person. A proxy need not be a member. Proxy Forms should be lodged with the Company’s Registrar not later than 48 hours before the time for which the AGM is convened. Completion of the appropriate Proxy Form does not prevent a member from attending and voting in person if he/she is entitled to do so and so wishes.
- (c) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM and any adjournments of it by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed voting service providers, should refer to their sponsors or voting service providers, who will be able to take the appropriate action on their behalf.

For a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a “**CREST Proxy Instruction**”) must be properly authenticated in accordance with Euroclear UK’s specifications and must contain the information required for those instructions as described in the CREST Manual. The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to the previously appointed proxy, must, to be valid, be transmitted so as to be received by the Company’s agent (RA10) by the latest time for receipt of proxy appointments specified in the notice of meeting. 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 Company’s agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST Personal Member or sponsored member or has appointed voting service providers, to procure that its CREST sponsors or voting service providers take) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

- (d) Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
- (e) Except as provided in this Notice, members who wish to communicate with the Company in relation to the AGM should contact the Company Secretary, James Mullins, on 01707 280851. No other methods of communication will be accepted.