

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you are recommended to seek advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorized under the Financial Services and Markets Act 2000.

If you have sold or transferred all of your Common Shares in Clean Air Power Limited please send this document and form of proxy to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Clean Air Power Limited

(Incorporated and registered in the islands of Bermuda under
The Companies Act 1981 with Company registration No. EC37542)

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Clean Air Power Limited for the 2011 calendar year will be held at Clarendon House, 2 Church Street, Hamilton, Bermuda on Thursday 21 July 2011 at 11.00am (Bermuda time) for the following purposes:

1. To receive the audited financial statements for the period ended 31 December 2010.
2. To re-elect Karl Viktor Schaller as a Class III Director for a 2 year term to the 2013 AGM.
3. To re-elect Bernard Lord as a Class II Director for a 3 year term to the 2014 AGM.
4. To re-elect John Pettitt as a Class II Director for a 3 year term to the 2014 AGM.
5. To re-appoint Ernst & Young LLP as auditors to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.
6. To authorise the Directors to agree the remuneration of the auditors.
7. To authorise the Directors to fill any vacancies arising on the Board as and when they occur.
8. To consider and, if thought fit, pass the following resolution:

That the authorized share capital of the Company be and is hereby increased from US\$120,000 to US\$150,000 by the creation of a further 30,000,000 common shares of US\$0.001 each, ranking *pari passu* in all respects with the existing authorized common shares of the Company.

By order of the Board

Codan Services Limited
Secretary
Dated: 24 June 2011

NOTES

1. Under the Company's Bye-laws only the holders of its Common Shares are entitled to attend the meeting and to vote.
2. A member entitled to attend and vote is entitled to appoint one or more proxies to attend and (on a poll) to vote in his or her place. A proxy need not be a member.
3. The appointment of a proxy will not preclude a member from attending the meeting and voting in person.
4. A form of proxy is enclosed for use by shareholders.
5. To be effective, **Forms of Proxy**, or a notarised and legalised copy thereof, must be deposited at Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, England not later than **3:00 pm (London Time) on 19 July 2011**.
6. To be effective, **Forms of Direction for use by Depository Interest holders**, or a notarised and legalised copy thereof, must be deposited at Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, England not later than **3:00 pm (London Time) on 18 July 2011**.