

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 immediately seek your own personal financial advice from your stockbroker, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all of your shares in Delta plc, please forward this document and the accompanying Notice of General Meeting 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.

DELTA PLC

Proposed Re-registration as a Private Limited Company

Notice of General Meeting

Notice is hereby given that a General Meeting of Delta plc (the “**Company**”) will be held at the offices of the Company, Bridewell Gate, 9 Bridewell Place, London EC4V 6AW, on 15 September 2010 at 3 pm to consider, and if thought fit, to pass the following special resolution:

THAT

- (A) the Company be re-registered as a private limited company under the Companies Act 2006;
- (B) the name of the Company be changed to Valmont UK Holdings Limited; and
- (C) the regulations contained in the document produced to the meeting and for the purposes of identification initialled by the chairman of the meeting be approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

By order of the board of directors of Delta plc.

The Company Secretary
20 August 2010

Registered Office: Bridewell Gate, 9 Bridewell Place, London EC4V 6AW
Registered in England and Wales No. 26077

NOTES TO THE NOTICE OF GENERAL MEETING

Voting arrangements

1. To be entitled to attend and vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at 6 pm on 14 September 2010 (or, in the event of any adjournment, on the date which is two days before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting. Preference shareholders are reminded that under the Company's articles of association they are not entitled to vote at the General Meeting.

Proxies

2. Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. To appoint more than one proxy, additional proxy forms may be obtained by contacting the Company Secretary at Delta plc, Bridewell Gate, 9 Bridewell Place, London EC4V 6AW. A proxy need not be a shareholder of the Company. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice.
3. To be valid any proxy form or other instrument appointing a proxy must be received by post or (during normal business hours only) by hand at the offices of Delta plc at Bridewell Gate, 9 Bridewell Place, London EC4V 6AW, no later 3 pm on 13 September 2010. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer, attorney or other person authorised in that behalf for the company.
4. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
5. The return of a completed proxy form will not prevent a member attending the General Meeting and voting in person if he/she wishes to do so.
6. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

Nominated persons and corporate representatives

7. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the

exercise of voting rights. The statement of the rights of shareholders in relation to the appointment of proxies in paragraphs 1 to 4 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.

8. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its power as a member provided that they do not do so in relation to the same shares.

Issued share capital and total voting rights

9. As at 19 August 2010 (being the last business date prior to the publication of this Notice) the Company's issued share capital consists of:
 - (A) 153,763,755 ordinary shares carrying one vote each; and
 - (B) 866,152 first cumulative preference shares and 1,940,000 second cumulative preference shares.

Enquiries

10. Members who have general queries about the General Meeting should address these to the Company Secretary at the following address: Delta plc, Bridewell Gate, 9 Bridewell Place, London EC4V 6AW.
11. You may not use any electronic address provided either in this Notice of General Meeting or any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.
12. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the company or the good order of the meeting that the question be answered.

Documents available

13. A copy of this notice, and the form of articles of association to be adopted by the Company at the General Meeting, will be available for inspection on Delta's website at www.deltapl.com and at the offices of Slaughter and May, One Bunhill Row, London EC1Y 8YY, during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted) from the date of this notice until the end of the General Meeting.