
CAMCO INTERNATIONAL LIMITED
(the "Company")

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**AGM**") of the Company will be held in accordance with the Companies (Jersey) Law 1991 (the "**Law**") and the Company's Articles of Association at 85 Strand, London WC2R 0DW, United Kingdom on Monday, 17 May 2010 at 10:00am for the following purposes:

ORDINARY BUSINESS

To consider and if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

1. To receive, consider and adopt the Company's annual accounts for the financial year ended 31 December, 2009 together with the last directors' report, the last directors' remuneration report and the auditors' report on those accounts and the auditable part of the remuneration report.
2. To elect and reappoint KPMG Audit plc as auditors to hold office from the conclusion of the meeting to the conclusion of the next annual general meeting and to authorise the directors to fix the remuneration of the auditors.
3. To reappoint Herta von Stiegel as a non-executive director to hold office from the conclusion of the meeting in accordance with Article 23.4.1 of the Articles of Association of the Company.

SPECIAL BUSINESS

To consider and, if thought fit, pass the following special resolutions:

4. THAT the existing articles of association of the Company (the "**Old Articles**") be amended as follows:
 - (a) the insertion of the words "Subject to Article 2.13.4" at the beginning of Article 2.13.3;
 - (b) the insertion of a new Article 2.13.4 as follows:

"The requirements of Article 2.13.3 may be disapplied by Special Resolution."
 - (c) the deletion of the existing Article 15.1 and the insertion of a new Article 15.1 as follows:

"At least fourteen Clear Days' Notice shall be given of every general meeting of the Company."
(the articles of association of the Company following such amendments being the "**New Articles**").
5. THAT the directors be and they are hereby empowered to allot and issue equity securities as if the pre-emption provisions relating to, *inter alia*, the allotment of shares in the Company contained in Article 2.9.1 of the Articles of Association of the Company did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities up to a maximum number of 17,633,734 equity securities (representing 10% of the issued share capital of the Company on the date of this resolution). This authority is in substitution for all subsisting authorities conferred to the extent unused.
6. THAT, subject to the passing of Resolution 4 above, the requirements of Article 2.13.3 of the New Articles be and are hereby disapplied in respect of Resolution 5 above in accordance with Article 2.13.4 of the New Articles.
7. THAT, if Resolution 4 above is not passed, Resolution 5 above, when duly passed, is valid, effective and binding on the Company and was properly proposed by the directors of the Company notwithstanding that the directors have not complied with Article 2.13.3 of the Old Articles.

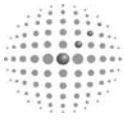
BY ORDER OF THE BOARD

Christopher McFadyen for
Consortia Partnership Limited
Channel House
Green Street
St Helier
Jersey JE2 4UH

Company Secretary
20 April 2010

NOTES:

1. A member entitled to attend and vote at the meeting convened by the notice set out above is entitled to appoint a proxy (or proxies) to attend and, on a poll, to vote in his place. A proxy need not be a member of the Company.
2. A form of proxy is enclosed. To be effective, it must be faxed/mailed/emailed at Computershare Investor Services (Jersey) Limited, 31 Pier Road, St Helier, Jersey, JE4 8PW so as to be received not later than 48 hours before the time appointed for holding the annual general meeting. Completion of the proxy does not preclude a member from subsequently attending and voting at the meeting in person if he or she so wishes.
3. In accordance with Article 40 of the Companies (Uncertificated Securities) (Jersey) Order 1999, only those members entered on the Company's register of members not later than **10 a.m. on Saturday 15 May 2010** or, if the meeting is adjourned, shareholders entered on the Company's register of members not later than 48 hours before the time fixed for the adjourned meeting, shall be entitled to attend and vote at the meeting.
4. To be passed, ordinary resolutions require a majority in favour of the votes cast and special resolutions require a majority of at least two-thirds in favour of the votes cast."
5. In accordance with Article 40 of the Companies (Uncertificated Securities) (Jersey) Order 1999, the Company has fixed the close of business on 12 April 2010 as the record date for determining the uncertificated members entitled to receive this Notice (and the accompanying proxy form), so that such persons entered on the Company's register of members at that time are the persons so entitled.



When you have completed and signed this form, please return it using the envelope enclosed (no stamp required if sent within the UK) addressed to Computershare Investor Services (Jersey) Limited, Queensway House, Hillgrove Street St Helier, Jersey, JE1 1ES.

Please post your completed and signed form by Friday, 7 May 2010 to ensure it arrives in time.

Alternatively, you can return the completed and signed form by fax or email:

Fax: +44 (0) 1534 825 315

Email: sally.morris@computershareci.com

YOU SHOULD ENSURE THAT THIS FORM IS RECEIVED AT COMPUTERSHARE INVESTOR SERVICES (JERSEY) LIMITED NO LATER THAN 10 A.M. ON SATURDAY 15 MAY 2010.

I, We

Name/Company Name

Address

being a shareholder of Camco International Limited (the "Company") hereby appoint Consortia Partnership Limited as Company Secretary or to act as my/our proxy at, and direct my/our proxy to vote on my/our behalf as indicated below on any poll held at, the Annual General Meeting of the Company to be held on Monday, 17 May 2010 and at any adjournment of the meeting. I/We have indicated my/our directions by inserting an "X" in the relevant "For", "Against" or "Abstain" boxes.

Number of Shares Held as at 12 April 2010:

Signature:

Position:

Name (please print):

RESOLUTIONS

Table with 4 columns: Ordinary Business, FOR, AGAINST, ABSTAIN. Rows 1-3 detailing resolutions on accounts, auditors, and directors.

Table with 4 columns: Special Business, FOR, AGAINST, ABSTAIN. Rows 4-7 detailing resolutions on amending articles, equity securities, and the effect of resolutions.

NOTES TO THE PROXY FORM

1. To be effective, this proxy form must be posted/faxed/mailed (together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney) at the registered office of the Company so as to be received not later than 48 hours before the time appointed for holding the Annual General Meeting. Completion of the proxy does not preclude a member from subsequently attending and voting at the meeting in person if he or she so wishes.
2. Consortia Partnership Limited shall act as a proxy unless another proxy is desired, in which case, insert full name of your proxy in the space provided above. A proxy will act in his/her/its discretion in relation to any business, other than that above, at the meeting (including any resolution to amend a resolution or to adjourn the meeting).
3. In the case of a corporation, this form of proxy must be executed under its common seal or under the hand of a duly authorised officer, attorney or other representative.
4. In the case of joint holders, this form of proxy must be signed by that one of the joint holders whose name stands first in the register of members in respect of the joint holding.
5. If two or more valid but differing proxy appointments are received in respect of the same share for use at the same meeting or on the same poll, the one which is last received (regardless of its date or of the date of its execution) shall be treated as replacing and revoking the others as regards that share. If the Company is unable to determine which was last received, none of them shall be treated as valid in respect of that share.
6. An "abstain" vote is not a vote in law and will not be counted in the proportion of votes for or against any resolution.