

CAMCO INTERNATIONAL LIMITED

(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of the Company will be held at 4th Floor, Woolverstone House, 61-62 Berners Street, London W1T 3NJ, on Wednesday 31 October 2012 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following special resolution:

That the name of the Company be changed from Camco International Limited to Camco Clean Energy plc.

BY ORDER OF THE BOARD
Corporate Company Secretary
Consortia Partnership Limited
Channel House
Green Street
St Helier
Jersey
JE2 4UH

16 October 2012

Right to attend and vote at the EGM

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 **10.00 a.m. on 29 October 2012** 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 EGM in respect of the number of shares registered in their name at that time. In each case, changes to entries on the Register of Members after such time shall be disregarded in determining the rights of any person to attend or vote at the EGM.

A form of ID and the Shareholder Reference Number printed on the Form of Proxy will be required to if shareholders intend to vote at the EGM.

Proxy appointment

Any shareholder of the Company entitled to attend and vote at the EGM may appoint one or more proxies to attend, speak and vote instead of him or her provided that each proxy is appointed to attend, speak and vote in respect of a different share or shares. A proxy need not be a member of the Company. Appointing a proxy will not prevent a shareholder from attending in person and voting at the EGM. If a share is held by joint shareholders and more than one of the joint shareholders votes (including by way of proxy), the only vote that will count is the vote of the person whose name is listed before the other voter(s) on the Register of Members.

To be effective, the enclosed proxy form must be posted / faxed / emailed at the addresses set out in the proxy form not later than 48 hours before the time appointed for holding the EGM. 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. 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. 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.

The Chairman 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). 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. An "abstain" vote is not a vote in law and will not be counted in the proportion of votes for or against any resolution.

Total voting Rights

The total voting rights in the Company as at 15 October 2012 were 189,678,093. To be passed, the resolution requires a majority of at least two thirds in favour of the votes cast. In accordance with Article 40 of the Companies (Uncertificated Securities) (Jersey) Order 1999, the Company has fixed 10 a.m. on 29 October 2012 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.

LETTER FROM THE CHAIRMAN

CAMCO INTERNATIONAL LIMITED

(Registered in Jersey with registered number 92432)

Directors

Jeff Kenna (Non-executive Chairman)
Scott McGregor (Chief Executive Officer)
Jonathan Marren (Chief Financial Officer)
Michael Farrow (Non-executive Director)
Herta Von Stiegel (Non-executive Director)
Paolo Pietrogrande (Non-executive Director)
Zainul Rahim (Non-executive Director)

Registered Office:

Channel House
Green Street
St Helier
Jersey
JE2 4UH

16 October 2012

Dear Shareholder,

PROPOSED CHANGE OF NAME

Introduction

On 15th October, the Board announced that the Company intends to change its name to Camco Clean Energy plc. The name change reflects the broadening focus from not just assisting its partners in developing clean energy project solutions to also becoming an owner and operator of projects in its own right, drawing on the Company's 20 year heritage in the sector.

Camco is passionate about clean energy and reducing emissions to build a sustainable future and has always been proud of its ability to adapt to new market dynamics which has been demonstrated successfully in recent years with the entry into project development as a core business. Camco has proven project development expertise, a strong pipeline, a network of local partners and the ability to implement projects successfully, which gives the Board confidence that Camco Clean Energy plc will now accelerate its portfolio in the months and years ahead and continue to enjoy a leading position in the markets in which it operates.

The Board sees significant opportunities in North America, Asia and Africa where new markets are rapidly developing with carbon emissions policies integrally linked with the clean energy market. Carbon credits, Camco's dominant revenue stream in recent years, is only one source of revenue from clean energy projects with other revenue derived from sales of electricity, green certificates, gas and other by-products. The growth in these regulatory incentives and falling technology costs are making clean energy projects increasingly commercially attractive.

The proposed name change is to better represent Camco's activities which revolve around clean energy projects, both developing energy and offsetting emissions, to build a sustainable future.

In January, Camco announced that its first 4.5 MW anaerobic digester plant at a 15,000 head dairy farm in Jerome, Idaho had commenced operations. This plant has been completed on schedule and within budget. The anaerobic digester produces biogas from cow manure that is used to produce renewable electricity sold on to local utilities through long-term power purchase agreements.

In August, Camco's strategy of developing, owning and operating clean energy assets was further demonstrated in Southeast Asia with the acquisition, of a 2MW biogas project at a leading palm oil mill in Palong, Pahang state, Malaysia. Once operational, the plant will generate revenue from the sale of electricity to the grid as well as from the sale of carbon credits.

Change of name

The Board proposes that the name of the Company be changed to "Camco Clean Energy plc". Following the approval by shareholders of the change in name, the Company also intends to change its EPIC/TIDM from "CAO" to "CCE".

Extraordinary General Meeting

A notice convening the Extraordinary General Meeting, to be held at 4th Floor, Woolverstone House, 61-62 Berners Street, London W1T 3NJ , on Wednesday 31 October 2012 at 10.00 a.m. is set out at the front of this document.

A special resolution (being the Resolution) to change the name of the Company will be proposed at the General Meeting.

Action to be taken

You will find enclosed with this document a Form of Proxy for use at the General Meeting. Whether or not you intend to be present at the meeting, you are requested to complete the Form of Proxy and return it in accordance with the instructions printed thereon so that it is received as soon as possible and in any event not later than 10.00 a.m. on 29 October 2012.

Completion and return of a Form of Proxy will not prevent you from attending the meeting and voting should you wish to do so.

Directors' recommendation and intentions

The Board believes that the proposed change of name described in this document is in the best interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends that you vote in favour of the Resolution to be proposed at the General Meeting, as they intend to do in respect of their aggregate beneficial holding of Ordinary Shares in the capital of the Company.

Yours faithfully



Jeff Kenna

Chairman

Shareholder Reference Number:

Extraordinary General Meeting Proxy Voting Form

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) Ltd, c/o The Pavilions, Bridgwater Road, BRISTOL BS99 6ZY.

Please post your completed and signed form by 26th October 2012 to ensure it arrives in time.

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

Fax: 0870 703 6076

Email: externalproxyqueries@computershare.co.uk

YOU SHOULD ENSURE THAT THIS FORM IS RECEIVED AT COMPUTERSHARE INVESTOR SERVICES (JERSEY) LIMITED NO LATER THAN 10.00 A.M. ON 29 OCTOBER 2012.

I / We:
Name / Company Name:
Address:
being a shareholder of Camco International Limited (the "Company") hereby appoint the Chairman 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 4th Floor, Woolverstone House, 61-62 Berners Street, London W1T 3NJ , on 31 October 2012 at 10.00 a.m. 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.
Signature :
Position:
Name (please print):
Date:

RESOLUTION	FOR	AGAINST	ABSTAIN
Special business:			
1. To change the Company's name from Camco International Limited to Camco Clean Energy plc	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



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