

25 January 2010

To : Blue City Investments 1 Limited
Walker House, 87 Mary Street
George Town, Grand Cayman KY1-9002
Cayman Islands

Attention : Mr. David Lloyd

To : The Bank of New York
101 Barclay Street
New York, NY 10286
United States of America

Attention : Mr. Anthony Bausa / Mr. David Kerr
Corporate Trust Administration – Global Structured Finance

Ref : BC/A10/BoNY/RR/10/LTR0962

Subj. Notice received from Al Sawadi Investment and Tourism Co. LLC

Dear Sir

Please note the contents of Notice received from Al Sawadi Investment & Tourism Company LLC.

Yours faithfully,
For and on behalf of **Blue City Company 1. SAOC**



Richard P. Russell, P.E
Managing Director & CEO

Encl : ASIT Notice (2 pages)

Cc : Bank Muscat S. A. O. G.
AXIS Speciality Limited
Latham & Watkins (representative of certain Class A Note holders, namely, Merrill Lynch International,
Mizuho International Plc, Nomura International Plc and UBS Investment Bank AG)
Essdar Investments Limited



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CR : 1/836277

المدينة الزرقاء

AL MADINA A'ZARQA

شركة المدينة الزرقاء الأولى بش. م. ج. م.
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NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that Al Sawadi Investment & Tourism Company L. L. C. (the "Company") has called a Meeting of the Board of Directors to be held on Wednesday, 3rd February, 2010 at 4:30 p.m.

AGENDA

1. Roll Call
2. Consider the following resolution to file a petition for dissolution of the Company and each of its subsidiaries.

"WHEREAS, at this meeting and at prior meetings, the Board of Directors (the "Board") of Al Sawadi Investment & Tourism Company L. L. C. (the "Company") has extensively reviewed the alternatives available to the Company and its direct and indirect subsidiaries incorporated in the Sultanate of Oman, namely, Blue City Company 1 S. A. O. C., Blue City Company 2 S.A.O.C., Blue City Company 3 S.A.O.C., Blue City Company 4 S.A.O.C., Blue City Company 5 S.A.O.C., Blue City Company 6 S.A.O.C and Blue City Company 7 S. A. O. C. (the "Filing Subsidiaries") and has determined that the commencement of a dissolution of the Company and the Filing Subsidiaries presents the only opportunity for preserving and maximizing the value of these entities for the benefit of the Company's stakeholders and other interested parties in accordance with Article 14 (D) of the Commercial Companies Law issued by the Royal Decree 4/74 as amended from time to time (the "Act") since the Company (including Filing Subsidiaries) has lost all of its capital and have no reasonable expectation to meet their debt payment obligations when due.

The Board of Directors should take note of certain important provisions of the Act:

1. In accordance, Article 16 of the Act, the powers of the Board of Directors of the Company shall cease upon the dissolution of the Company. However, the Board of Directors are required to continue their work and consequently shall be liable as trustees of the Company's assets until a liquidator is appointed and assumes his functions.
2. The Chairman should make an application to the Authority for the Settlement of Commercial Disputes to appoint a Liquidator of the Company in accordance with Article 17 of the Act.
3. All contracts, receipts, notices and any other documents issued by the Company after its dissolution shall indicate that the Company is "under liquidation" in accordance with Article 20 of the Act.



شركة السواحي للإستثمار والسياحة ش.م.م. Al Sawadi Investment & Tourism Co. LLC

RESOLVED, that the a meeting be called for the Partners of the Company in accordance with Article 168 of the Act to dissolve the Company and each of the Filing Subsidiaries under the Act and liquidate all subsidiaries incorporated outside the Sultanate of Oman in accordance with applicable laws upon favourable vote of a majority of members representing, at least, three quarters of the Company's capital."

Mr. Anees Issa Mohamed al Zadjali
Chairman