

SODA BRANDS LIMITED

ACN 081 149 635

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting of Soda Brands Limited will be held on 9 September, 2008 at 10.30am to be held at 179 Palmer Street Darlinghurst, NSW 2020.

ITEM 1. Issues Of Shares and options to Kistani Holdings Pty Limited

To consider and if thought fit, pass the following as an ordinary resolution:

“For the purposes of section 611 item 7 of the Corporations Act 2001, National Stock Exchange Listing Rules 6.25 and for all other purposes:

- (a) *8,591,282 ordinary shares in the capital of the Company be issued to Kistani Holdings Pty Limited;*
- (b) *a further 2,777,778 ordinary shares in the capital of the Company be issued to either Kistani Holdings Pty Limited or Twincare International Pty Ltd at an issue price of \$0.18 per share;*
- (c) *a further 2,880,000 ordinary shares in the capital of the Company be issued to Kistani Holdings Pty Limited after 31 July 2011, subject to agreed performance targets, as set out in the Explanatory Memorandum;*
- (d) *a further 5,760,000 ordinary shares in the capital of the Company be issued to Kistani Holdings Pty Limited after 31 July 2012, subject to agreed performance targets, as set out in the Explanatory Memorandum;*
- (e) *11,831,673 options over unissued ordinary shares, exercisable at \$0.20 each after 31 July 2008 and before 31 January 2010, in the capital of the Company be granted to Kistani Holdings Pty Ltd; and*
- (f) *a further 100,000 options over unissued ordinary shares, exercisable at \$0.25 each after 31 July 2009 and before 1 August 2012, in the capital of the Company be granted to Kistani Holdings Pty Ltd.*

Voting Exclusion Statement:

The Company will disregard any votes cast on this resolution by Kistani Holdings Pty Limited and Twincare International Pty Ltd or their associates

each pursuant to a share purchase agreement dated 6 June 2008 for the

ITEM 2. Issue of Options

That subject to passage of the resolution in item 1 above, to consider and if thought fit, pass the following as an ordinary resolution:

For the purposes of section 611 item 7 of the Corporations Act 2001, National Stock Exchange Listing Rules 6.25 and for all other purposes 500,000 options over unissued ordinary shares, exercisable at \$0.25 each after 31 July 2009 and before 1 August 2012, in the capital of the Company be granted to Maximize Equity Pty Ltd

Voting Exclusion Statement:

The Company will disregard any votes cast on this resolution by Maximize Equity Pty Ltd or their associates

ITEM 3. Issue of Options

That subject to passage of the resolution in item 1 above, to consider and if thought fit, pass the following as an ordinary resolution:

For the purposes of National Stock Exchange Listing Rules 6.25 and for all other purposes 500,000 options over unissued ordinary shares, exercisable at \$0.25 each after 31 July 2009 and before 1 August 2012, in the capital of the Company be granted to Mr Stavros Dimitriadis

Voting Exclusion Statement:

The Company will disregard any votes cast on this resolution by Stavros Dimitriadis or his associates

ITEM 4. Issue of Options

That subject to passage of the resolution in item 1 above, to consider and if thought fit, pass the following as an ordinary resolution:

For the purposes of National Stock Exchange Listing Rules 6.25 and for all other purposes 150,000 options over unissued ordinary shares, exercisable at \$0.25 each after 31 July 2009 and before 1 August 2012, in the capital of the Company be granted to Mr Richard Stanley

Voting Exclusion Statement:

The Company will disregard any votes cast on this resolution by Richard Stanley or his associates

ITEM 5. Appointment Of Director

That subject to passage of the resolution in item 1 above, to consider and if thought fit, pass the following as an ordinary resolution:

“Mr Stavros Dimitriadis be appointed as Director of the Company with effect from the close of this meeting.”

ITEM 6. Appointment Of Director

That is subject to passage of the resolution in item 1 above, the following be considered and if thought fit, pass the following as an ordinary resolution:

“Mr Maxim Krok be appointed as Director of the Company with effect from the close of this meeting.”