## Strictly Private and Confidential

The Directors Stellar Diamonds Plc 40 Bloomsbury Way Lower Ground Floor London WC1A 2SE



Cairn Financial Advisers LLP Cheyne House Crown Court 62-63 Cheapside London EC2V 6AX

26 March 2018

**Dear Sirs** 

## Scheme Circular

Cairn Financial Advisers LLP ("Cairn") has been appointed by Stellar Diamonds Plc (the "Company" or "Stellar") for the purposes of acting as the Company's independent Rule 3 adviser in respect of an offer (to be made in accordance with the requirements of the City Code on Takeovers and Mergers (the "Takeover Code")) by Newfield Resources Limited ("NWF") to acquire the whole of the issued share capital of the Company (the "Combination").

The Company is posting today a scheme document ("Scheme Circular") setting out the terms of a recommended Combination of Stellar with NWF, pursuant to which NWF will acquire the entire issued and to be issued ordinary share capital of Stellar in exchange for New NWF Shares (as defined in the Scheme Document), implemented by means of a Court-sanctioned scheme of arrangement of Stellar under Part 26 of the Companies Act 2006.

Cairn hereby consents to the issue of the Scheme Circular with the inclusion of the references to its name in the form and context in which they appear.

Yours faithfully

For and on behalf of

Cairn Financial Advisers LLP

Partner

Fol and on behalf of

Cairn Financial Advisers LLP

Partner