

13 February 2017

Update regarding Extraordinary General Meeting

Dear Fellow Shareholder,

I am writing to you to provide further information regarding the upcoming Extraordinary General Meeting requisitioned by the Black Prince Private Foundation, a 14.48% shareholder of Bellamy's incorporated in the Caribbean island of Curacao. Details about the time and date of the meeting are outlined below.

The Board continues to have concerns that the proposals requisitioned by Black Prince are not in best interests of Bellamy's shareholders as a whole. This letter includes important information on developments since I wrote to you on 19 January 2017, including:

- the withdrawal of Vaughan Webber (a director candidate proposed by Black Prince);
- a response to various media comments attributed to Jan Cameron in relation to the convertible note proposal; and
- an update on Bellamy's current strategy and details in relation to our half year results release.

The Board unanimously recommends that you vote AGAINST ALL RESOLUTIONS being proposed by Black Prince.

As set out in the Notice of Meeting issued on 19 January 2017, Black Prince has requisitioned the meeting to remove four of Bellamy's independent, non-executive directors and elect new directors nominated by Black Prince.

Black Prince had originally nominated four new directors for election at the meeting, however, on 10 February 2017 one of them, Vaughan Webber, wrote to Bellamy's to withdraw his candidacy. Vaughan Webber did not provide a reason for his withdrawal.

Resolution 1c in the Notice of Extraordinary General Meeting regarding the election of Vaughan Webber has been withdrawn. The withdrawal of Resolution 1c will not affect the validity of the proxy form attached to the Notice of Extraordinary General Meeting or any proxy votes already submitted. Shareholders can continue to use the proxy form they have received by email or post for the upcoming meeting.

I refer you to my 19 January 2017 letter that accompanied the Notice of Meeting, which contained information about:

- Black Prince's failure to advance a strategy or plan for Bellamy's;
- the lack of listed company directorship experience amongst the candidates nominated by Black Prince;
- the skill and experience of Bellamy's current board, including the four independent directors that Black Prince is seeking to remove; and
- independence concerns regarding Jan Cameron and her relationship to Black Prince.

Jan Cameron and Black Prince have on multiple occasions sought the immediate resignation of four of Bellamy's independent directors and the requisition of the upcoming meeting is part of an ongoing campaign against the incumbent board.

Black Prince has still not advanced any strategy or plan for Bellamy's. The current Board and management are progressing a business plan for sustained growth for Bellamy's which is discussed further below.

Black Prince has not explained how it would address the loss of corporate knowledge which would result from removing four of Bellamy's existing independent directors. It has also not addressed the company's concerns about the lack of listed company directorship experience amongst the candidates proposed by Black Prince. Bellamy's notes that the only candidate nominated by Black Prince to have any listed company directorship experience has now withdrawn his candidacy.

The Board continues to have concerns that the interests of shareholders may not be best served by having a majority of Bellamy's directors nominated by a single shareholder.

Since Bellamy's issued the Notice of Meeting on 19 January 2017, the media has reported various comments attributed to Jan Cameron regarding a convertible note proposal, and Bellamy's has received correspondence from Black Prince suggesting that the Chairman's letter dated 19 January 2017 accompanying the Notice of Meeting was misleading or deceptive.

Bellamy's stands by the comments it has made regarding the convertible note proposal and rejects the suggestions made by Black Prince regarding my 19 January 2017 letter.

Any discussions between Bellamy's and Black Prince, including regarding financing, were confidential, incomplete and indicative only, and occurred in the context of Bellamy's seeking to have Black Prince withdraw its requisition.

The Board of Bellamy's is aware of the need to bring to the attention of shareholders material information in a clear, concise and effective manner - and considers that it has done so in the Notice of Meeting and accompanying Chairman's letter.

Regarding the relationship between Jan Cameron and Black Prince, the company notes that Jan Cameron was extensively quoted in the media as denying any connection between herself and Black Prince. Subsequently, Black Prince has confirmed to Bellamy's that there is an expectation that it would act in respect of its Bellamy's shares in accordance with the wishes of the Elsie Cameron Foundation, as expressed by the directors of the trustee of the Elsie Cameron Foundation - Jan Cameron and Rodd Peters. Bellamy's confirms that it has referred the issue to ASIC for investigation.

The Extraordinary General Meeting will be held on Tuesday, 28 February 2017 at 11.00am (AEDT) in the Fairmont Room at the Park Hyatt Melbourne, 1 Parliament Square, Melbourne.

We encourage you to read and consider the documents previously sent to you carefully and vote, in person or by proxy, as the items of business requisitioned by Black Prince have the potential to significantly impact all Bellamy's shareholders.

The outcome of the meeting will depend on you, our valued shareholders, and your Board strongly encourages you to vote at the meeting in person or by proxy.

Proxy forms must be received by Bellamy's online, by fax or by post before 11.00am (AEDT) on Sunday, 26 February 2017 in order to be valid.

Please contact Bellamy's share registry, Link Market Services on 1300 554 474 (within Australia) or +61 1300 554 474 (outside Australia) if you need to request a new proxy form. Proxies and proxy instructions can also be registered online at www.linkmarketservices.com.au.

I understand that some shareholders have been contacted by proxy solicitation firms. Such firms should upon request identify who they are and who they represent. Shareholders are advised that Bellamy's has appointed Global Proxy Solicitation Pty Limited to provide information in relation to the meeting.

If you have any questions in relation to the upcoming Meeting, please contact Bellamy's Shareholder Information Line on 1300 399 491 (callers in Australia) or +61 2 8022 7947 (callers outside Australia) between 9.00am and 5.00pm (AEDT), Monday to Friday.

Bellamy's half year results will be released in the week commencing 20 February 2017.

As previously announced to shareholders, the Board has appointed Andrew Cohen as acting Chief Executive Officer of Bellamy's. Since Andrew's appointment he and the executive team have been developing a business plan for Bellamy's to establish a platform for sustained and profitable growth.

The four key priorities for Bellamy's outlined by Andrew and the executive team are:

- (1) building credibility and stability with trade partners through stable pricing, smaller more frequent orders to a handful of strategic partners, and transparency of trade inventory;
- (2) implementing cost management measures throughout the business, including reducing discretionary costs and undertaking a review of ingredient procurement strategy;
- (3) maximising free cash flow by reducing production levels and converting inventory into sales; and
- (4) protecting Bellamy's brand and margins by reinvesting in its marketing and distribution footprint.

On behalf of the Board, I would like to re-iterate our commitment to rebuilding confidence with Bellamy's key stakeholders – our customers, suppliers and investors. We are working closely with Andrew to deliver on this commitment.

Andrew will provide the market with an update when Bellamy's announces its half year results for the six month period ending 31 December 2016 in the week commencing 20 February 2017.

Yours sincerely

A handwritten signature in dark ink, appearing to read 'Rob Woolley', with a horizontal line underneath.

Rob Woolley
Chairman