



ATTENDANCE CARD

Please bring this card with you to the meeting and present it at shareholder registration/accreditation.

The Chairman of PetroNeft Resources plc invites you to attend the Extraordinary General Meeting of the company to be held at The Herbert Park Hotel, Ballsbridge, Dublin 4, Ireland on 19 November 2012 at 11.00am.

Shareholder Reference Number

FORM OF PROXY

Extraordinary General Meeting ('EGM') of PetroNeft Resources plc ('the Company') to be held on 19 November 2012



Cast your Proxy online 24 hours a day...It's fast, easy and secure!
www.eproxyappointment.com

You will be asked to enter the Control Number, the Shareholder Reference Number (SRN) and PIN below and agree to certain terms and conditions.

Control Number: 911479

SRN.

PIN.

To view PetroNeft's EGM Circular, including the EGM Notice, online log on to www.petroneft.com

To be effective, all votes must be lodged at the office of the Company's registrars at:
Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18
by 17 November 2012 at 11.00am.

EXPLANATORY NOTES:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). A Shareholder may appoint more than one proxy to attend and vote at the meeting provided each proxy is appointed to exercise rights attached to different shares held by that Shareholder. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). Where a poll is taken at the EGM, a Shareholder, present in person or proxy, holding more than one share is not required to cast all their votes in the same way.
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on +353 1 216 3100 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- The Company, pursuant to Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations, 1996, specifies that only those Shareholders registered in the register of members of the Company as at 6.00 p.m. on 17 November 2012 (or in the case of an adjournment as at close of business on the day which is two days before the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of Ordinary Shares registered in their names at the time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 11.00am on 17 November 2012. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Companies Act, 1990 (Uncertificated Securities) Regulations 1996.
- The above is how your address appears on the Register of Members. If this information is incorrect please ring the registrar's helpline on +353 1 216 3100 to request a change of address form or go to www.investorcentre.com/ie to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The appointment of a proxy will not preclude a member from attending the meeting and voting in person.
- In the case of joint shareholders, the signature of the first named shareholder will suffice.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders:

POLL CARD To be completed only at the EGM if a Poll is called.

Resolutions:

1. To dis-apply pre-emption rights in relation to the allotment of the Second Tranche Shares and Macquarie Shares.

	For	Against	Vote Withheld
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. To dis-apply statutory pre-emption rights in respect of the allotment of equity Securities (as defined by Section 23 of the Companies (Amendment) Act, 1983) up to a maximum aggregate nominal value of €644,921.

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Signature

FORM OF PROXY

Please use a black pen. Mark with an X inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).*

as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of PetroNeft Resources plc to be held at the Herbert Park Hotel, Ballsbridge, Dublin 4 on Monday 19 November 2012 at 11.00am and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an X in the appropriate spaces.

Resolutions:

1. To dis-apply pre-emption rights in relation to the allotment of the Second Tranche Shares and Macquarie Shares.

	For	Against	Vote Withheld
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. To dis-apply statutory pre-emption rights in respect of the allotment of equity Securities (as defined by Section 23 of the Companies (Amendment) Act, 1983) up to a maximum aggregate nominal value of €644,921.

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Signature

I/we would like my/our proxy to vote on the resolutions proposed at the Meeting as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).



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