



FORM OF PROXY EXTRAORDINARY GENERAL MEETING

For use at the Extraordinary General Meeting (the "Meeting") to be held at the Herbert Park Hotel, Ballsbridge, Dublin 4, Ireland at 10.00 a.m. on 15 October 2009 and any adjournment thereof

I/We, the undersigned, being a member/members of the above named company hereby appoint the Chairman of the Meeting* oras my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held on 15 October 2009 and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the resolutions as indicated by an "X" in the appropriate box. Unless otherwise directed the proxy may vote as he/she thinks fit.

Resolution	For	Against	Withheld
1. To dis-apply pre-emption rights in relation to the allotment of equity securities			

* If it is desired to appoint another person as proxy, please delete the words "the Chairman of the Meeting, or" above and the name and address of the proxy, who need not be a member of the Company inserted. If you are appointing a proxy other than the Chairman or any other officer of the Company, please provide him/her with the ATTENDANCE CARD attached hereto to facilitate his/her admission to the Meeting.

Signature _____

Dated _____ 2009

NOTES

- (1) A member entitled to attend and vote is entitled to appoint a proxy to attend, speak and vote instead of him.
- (2) The form of proxy must be executed under the hand of the shareholder or his attorney duly authorised in writing, or if the shareholder is a body corporate, this form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing. A proxy need not be a member of the Company.
- (3) To be effective, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of such power or authority, should be deposited at the offices of Computershare Services (Ireland) Limited, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland, not later than 48 hours before the time appointed for the meeting.
- (4) In the case of joint holders, the vote of the senior of them who tenders a vote, whether in person or proxy, shall be accepted to the exclusion of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register.
- (5) Completion and return of a proxy form will not preclude a member from attending and voting at the Meeting should he/she so wish.
- (6) 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 at close of business on the day which is two days before the date of the meeting (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 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.



Please bring this card with you to the meeting
You will be asked for it when you arrive

Detach here

Admission Card

PetroNeft Resources plc

Attendance Card for the Extraordinary General Meeting
to be held at the Herbert Park Hotel, Ballsbridge, Dublin 4,
Ireland at 10.00 a.m. on 15 October 2009.

Please do not post the Attendance Card. It should be retained by the member or proxy (if any) and handed in at the shareholders' registration desk at the Extraordinary General Meeting to facilitate attendance.

Shareholder's Signature _____

If you are a proxy:

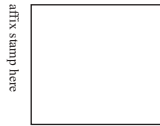
Name of proxy _____

(BLOCK LETTERS)

Signature _____

FOLD 2

Computershare Investor Services (Ireland) Limited
PO Box 954
Heron House
Corrig Road
Sandyford Industrial Estate
Dublin 18
IRELAND



affix stamp here

FOLD 3
(then turn in)

FOLD 1

Detach here

POLL CARD

Resolution	For	Against	Withheld
1. To dis-apply pre-emption rights in relation to the allotment of equity securities			

Signature of Shareholder _____

Date _____

Signature of Proxy (if applicable) _____