New World Oil and Gas Plc

Registered company no 105517

(Company)

Notice of annual general meeting

Notice is hereby given that the annual general meeting of the Company will be held at 44 Esplanade, St Helier, Jersey, JE4 9WG on 29 October 2014 at 1.15 pm to consider and, if thought fit, pass, with or without amendments, the following resolutions:

Ordinary business

1 Accounts

To receive and consider the balance sheet, profit and loss account and reports of the directors and auditors for the financial year ended 31 December 2013.

2 Election of auditors

To elect Chapman Davis LLP as auditor of the Company to hold office until the conclusion of the next annual general meeting is approved.

3 Election of directors

To elect as directors:

- (a) Roland Frederick Hodder, who retires as a director pursuant to Article 33 of the Articles, being eligible, offers himself for re-election.
- (b) Christopher Einchcomb, who retires as a director pursuant to Article 33 of the Articles, being eligible, offers himself for re-election.

Dated 8 October 2014

By order of the board,

Elian Corporate Services (Jersey) Limited

.......

Secretary

Proxies

A member entitled to attend and vote at the meeting may appoint a proxy or proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights.

A blank proxy form is attached. Please consider carefully the conditions attaching to appointment of a proxy.

Proxy forms in hard copy must be delivered to the Company's registered office, Elian Corporate Services (Jersey) Limited, 44 Esplanade, St Helier, Jersey, JE4 9WG. Please see the conditions attaching to the appointment of a proxy for the time of such delivery.]

Alternatively, a proxy form may be delivered electronically by sending a scanned PDF version of the original by email to this address: tom.illing@elian.com. Once again, please see the conditions attaching to the appointment of a proxy for the time of such delivery.

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Registered company no 105517

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Proxy form

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of	member/members of the Company and the holder/h	olders of	t Millordran mattermes rabilities statilities	
being a		and class of	shares)2	
appoint	as my/our proxy ³		,	
	/her absence ⁴			
or in his	/ner absence			
	nnual general meeting of the Company to be held a			er, Jersey,
9WG or	n 29 October 2014 at 1.15 pm and at any adjournme	nt of that m	eeting.	
Please	indicate with a tick mark in the spaces opposite to e	ach resoluti	on how you	wish the pr
to vote	on your behalf. In the absence of any such indicat			
the reso	olutions or may abstain at his/her discretion.			
Resolu	tions	For	Against	Abstain
1	That the balance sheet, profit and loss account	0		0
	and reports of the directors and auditors for the financial year ended 31 December 2013 be			
	received and considered			
2	That Chapman Davis LLP be re-elected as			
	auditor of the Company	_		
3(a)	That Roland Frederick Hodder be re-elected as			
	a director of the Company			
3(b)	That Christopher Einchcomb be re-elected as a			
3(0)	director of the Company			
Dated:			. ,.,.	1

¹Full name(s) and address(es) (as appearing in the Company's register of members) to be inserted in BLOCK LETTERS. In the case of joint holdings, the names of all holders (as appearing in the Company's register of members) must be inserted.

²If multiple proxies are to be appointed, insert the number of your shares in respect of which a proxy is to be appointed and complete multiple forms as necessary duplicates of which can be obtained from the Company.

³Insert name and address of the desired proxy in the spaces provided. If you wish to appoint the chairperson, write "The chairperson" without inserting an address.

⁴If desired, insert name and address of an alternate proxy, should the initial appointee be unable to attend the meeting.

Proxy instructions

What happens if you do not follow these instructions?

1 If you do not follow these instructions, any instrument you make appointing a proxy may be invalid.

Eligible members

- If you are a member entitled to attend and vote at this meeting of the Company, you may appoint a proxy or proxies to vote on your behalf.
- 3 A proxy need not be a member of the Company.

If you complete a proxy form, can you still attend and vote at the meeting?

4 Completion of a proxy form does not preclude a member from subsequently attending and voting at the meeting in person if he or she so wishes.

Multiple proxies

If you are a member entitled to cast two or more votes at the meeting, you may appoint two or more proxies and may specify the proportion of votes each proxy is appointed to exercise. If no proportion or number is specified, only the first form received by the Company will be accepted or, if all forms are received at the same time, the chairperson of the meeting may decide at his sole discretion which form to accept.]

Joint shareholders

In the case of jointly held shares, if more than one joint holder purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. For this purpose, seniority will be determined by the order in which the names of the joint holders appear in the register of members (the first-named being the most senior).

How to appoint a proxy

- If you are an eligible member and a natural person, the appointment of your proxy must be in writing and signed by you or your authorised attorney.
- If you are an eligible member and a corporation, the appointment of your proxy must be in writing and executed in any of the following ways: (i) under the corporation's common seal; (ii) not under the corporation's common seal but otherwise in accordance with its articles of association or constitution; or (iii) under the hand of the corporation's authorised attorney.
- Despite paragraphs 7 and 8, the Company will accept an electronic record of your proxy if:
 - (a) the original is in writing and signed in one of the ways referred to in those paragraphs; and

(b) the Company permits receipt of electronic records by giving an electronic address for that purpose.

Delivery of proxy form to Company

- For an appointment of a proxy to be effective, the following documents must be received by the Company at least 48 hours before the time for the holding of the meeting or adjourned meeting at which the proxy proposes to vote:
 - (a) the proxy form;
 - (b) if the proxy form is executed by a corporation otherwise than under its common seal - an extract of its articles of association or constitution that evidences that it may be duly executed in that way; and
 - (c) if the proxy form is signed by your attorney the authority under which it was signed or a certified copy of the authority.
- 11 Those documents may be delivered in either of the following ways:
 - (a) In the case of hard-copy documents they must be left at or sent by post to the Company's registered office or the other place, if any, specified by the Company for the purpose of the meeting.
 - (b) In the case of documents comprised in an electronic record they must be sent to an address specified by the Company for the purpose of receiving electronic records.
- 12 If a poll is to take place within 48 hours after it has been demanded then, in addition to the ways specified in the preceding paragraph, the documents may be delivered to the chairperson or to the Company secretary or to any director at the meeting at which the poll was demanded.