

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document and/or as to what action you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised pursuant to the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if not, from another appropriately authorised independent adviser.

If you have sold or otherwise transferred all of your Ordinary Shares, please forward this document, together with the accompanying Form of Proxy, at once to the purchaser or transferee or to the stockbroker, banker or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. Such documents should not, however, be forwarded or transmitted in or into any jurisdiction in which such act would constitute a violation of the relevant laws in such jurisdiction. If you have sold or transferred only part of your holding of Ordinary Shares, you should retain these documents.

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# SAVANNAH PETROLEUM PLC

(Incorporated in England and Wales under the Companies Act 2006 with registered number 9115262)

## NOTICE OF ANNUAL GENERAL MEETING 2018

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Notice is hereby given that the Annual General Meeting of Savannah Petroleum PLC ("Savannah" or the "Company") will be held on Thursday 3 May 2018 at 11.00a.m. at the Hilton London, Canary Wharf, Marsh Wall, London E14 9SH, to consider and, if thought fit, to pass resolutions 1 to 8.

Members of the Company are entitled to appoint a proxy to exercise all or part of their rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. A member may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different Ordinary Share or Ordinary Shares held by that member. Members entitled to appoint a proxy should have received a Form of Proxy with this Notice. This may be used to appoint a proxy and give proxy instructions. If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact the Company's Registrar using the contact details set out in Note 23 on page 9 of this document.

To be valid, any Form of Proxy or other instrument appointing a proxy must be received by post or (during normal business hours only) by hand by the Company's Registrar, at the address shown on the Form of Proxy or, in the case of shares held through CREST, via the CREST system. Alternatively, a duly completed Form of Proxy may be scanned and sent by email to [externalproxyqueries@computershare.co.uk](mailto:externalproxyqueries@computershare.co.uk). In each case, for proxy appointments to be valid, they must be received no later than 11.00 a.m. on **Tuesday 1 May 2018**.

## To Savannah Petroleum PLC shareholders

Directors:

Stephen (Steve) Ian Jenkins (Non-executive Chairman)

Sir Stephen O' Brien (Non-executive Vice Chairman)

Andrew Allister Knott (Chief Executive Officer)

Isatou Semega-Janneh (Chief Financial Officer)

David Clarkson (Non-executive Director)

David Lawrence Jamison (Non-executive Director)

Marco (Mark) Iannotti (Non-executive Director)

Michael Wachtel (Non-executive Director)

3 April 2018

Dear Shareholder,

### ANNUAL GENERAL MEETING 2018

I am pleased to inform you that the Company's Annual General Meeting (the "AGM") will be held on Thursday 3 May 2018 at 11.00 a.m. at the Hilton London, Canary Wharf, Marsh Wall, London E14 9SH. The formal notice convening the AGM (the "Notice of AGM" or "Notice") on pages 5 and 6 of this document sets out the business to be considered at the meeting. The purpose of this letter is to explain certain elements of that business to you.

An explanation of each of the resolutions to be proposed at the AGM is set out below. Resolutions 1 to 5 will be proposed as ordinary resolutions; this means that for each of those ordinary resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 6 to 8 will be proposed as special resolutions; this means that for each of those resolutions to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Each of the resolutions to be considered at the AGM will be voted on by way of a poll. This ensures that shareholders who are unable to attend the AGM but who have appointed proxies have their votes fully taken into account.

### ORDINARY RESOLUTIONS

#### Resolution 1 – To receive the Annual Report and Accounts

The Directors are required to present the strategic report, directors' report and auditor's report and annual accounts of the Company to the meeting. These are contained in the Company's annual report and financial statements for the period ended 31 December 2017 (the "Annual Report").

#### Resolution 2 – To re-appoint Grant Thornton as auditor

At each meeting at which the Company's accounts are presented to its Members, the Company is required to appoint an auditor to serve until the next such meeting. This resolution proposes the re-appointment of Grant Thornton UK LLP as auditor of the Company, to hold office until the conclusion of the next general meeting of the Company at which accounts are laid before its Members.

#### Resolution 3 – To authorise the Audit Committee to determine the remuneration of the auditor

This resolution gives authority to the Audit Committee to determine the auditor's remuneration.

#### Resolution 4 – To authorise the Directors to allot Ordinary Shares

The purpose of this resolution is to give the Directors powers to allot shares in place of the existing authority approved at the annual general meeting of the Company held on 28 June 2017, which expires at the end of the 2018 annual general meeting.

The authority in paragraph (a) of this resolution will provide the Directors with a general authority to allot new shares and grant rights to subscribe for, or convert other securities into, shares up to a nominal amount of £272,323.14, which is equal to approximately one-third of the issued share capital of the Company as at 3 April 2018, being the latest practicable date before the publication of this Notice.

The authority in paragraph (b) of this resolution will grant the Directors additional authority to allot new shares and grant rights to subscribe for, or convert other securities into, shares only in connection with a rights issue up to a further nominal amount of £544,646.28, which is equal to approximately two-thirds of the issued share capital of the Company as at 3 April 2018, being the latest practicable date before the publication of this Notice (such amount to be reduced by the amount of relevant securities issued under the authority conferred by paragraph (a) of this resolution).

As at 3 April 2018, the Company did not hold any shares in treasury.

The extent of the authorities set out in this resolution follows the guidelines issued by UK institutional investors. The Directors have no present intention of exercising these authorities. However, the Directors believe it is in the best interests of the Company to have these authorities, to allow the Directors the maximum flexibility permitted by investor guidelines to respond to market developments at short notice.

These authorities are without prejudice to allotments made under previous authorities, and will only be valid until the earlier of the conclusion of the Company's next AGM and 30 June 2019. It is the intention of the Directors to seek to renew this authority every year.

#### Resolution 5 – To approve the grant of nil cost share options over up to 21,312,418 existing ordinary shares to the Company's Chief Executive Officer

The Board believe that the success of the Company will depend to a significant degree on the future performance of the Company's senior management team, in particular its CEO, Andrew Knott, and therefore that it is important to ensure that the members of the senior management team are well motivated and identify closely with the success of the Company.

As was disclosed in the Company's Admission Document published on 22 December 2017, the Company's Remuneration and Nomination Committee intends to incentivise certain existing and future senior management by offering them the option of participating in a new share incentive scheme (the "New Share Scheme"). The Company's Remuneration and Nomination Committee engaged New Bridge Street, part of AON plc, to advise on potential structures for the New Share Scheme.

Awards under the New Share Scheme will take the form of nil cost options over a total of 42,624,837 existing ordinary shares in the Company currently held in an employee benefit trust. Vesting of the awards to participants will be linked to total shareholder return (based on share price performance and dividends), measured against the 30 day volume weighted average price ("VWAP") of the Company's shares during a 5 year period.

For initial participants, the awards will vest on a straight-line basis should the VWAP at any point during the 5 year period exceed a hurdle price of 47p, with 100 per cent. vesting on the VWAP reaching 68p. Participants who receive shares pursuant to the awards will be subject to a 3 month lock-in period during which they will not be permitted to deal in such shares, subject to certain limited exceptions.

All awards under the New Share Scheme will be subject to the participant's continued employment or other engagement with the Company, and malus provisions. To further align the interests of the Company's senior management team and those of shareholders, the Company's share dealing code will be amended such that employees who are participants in the New Share Scheme who are awarded shares will only be permitted to dispose of such shares if, post-disposal, their residual shareholding will be valued at an amount equal to at least 200 per cent. of their base salary (based on the VWAP on the date of such disposal).

#### **Related Party Transaction**

As was disclosed in the Company's Admission Document published on 22 December 2017, it is proposed that the Company's Chief Executive Officer, Andrew Knott, will be awarded options over 21,312,418 existing ordinary shares currently held in the employee benefit trust under the terms of the New Share Scheme.

The Directors, with the exception of Andrew Knott as the beneficiary, having consulted with Strand Hanson Limited, the Company's nominated adviser, consider that the terms of the proposed award to Andrew Knott is fair and reasonable insofar as shareholders are concerned.

The purpose of this resolution is for shareholders to approve the proposed share award under the terms of the New Share Scheme to the Company's Chief Executive Officer, Andrew Knott. In accordance with good corporate governance practice, Andrew Knott, his associates and family members, Aralia Capital SA (which also includes the holding of Peleng Holding Corporation, wholly owned by the same investor as Aralia Capital SA) and Luzon Investments S.A. (which also includes the personal holding of Turab Musayev, the beneficial owner of Luzon Investments S.A.) and the Company's Board and senior management team who hold shares in the Company shall be precluded from voting on this resolution. The shares held by the EBT will also be precluded from voting on this resolution.

## **SPECIAL RESOLUTIONS**

### **Resolution 6 – To authorise the Directors to dis-apply pre-emption rights**

Resolution 6, if passed, would allow the Directors to allot equity securities and sell treasury shares for cash: (i) under the authority granted under paragraph (b) of Resolution 4 to ordinary shareholders in proportion to their existing shareholdings and to holders of other equity securities as required by the rights of those securities or as the Directors consider necessary and to deal with, amongst other things, treasury shares, fractional entitlements and legal and practical problems in any territory, for example in the case of a rights issue or other similar share issue; and (ii) otherwise, up to an aggregate nominal amount of £81,696.94, which is equal to approximately 10% of the issued share capital of the Company as at 3 April 2018, being the latest practicable date before the publication of this Notice.

These authorities are without prejudice to allotments made under previous authorities, and will only be valid until the earlier of the conclusion of the Company's next AGM and 30 June 2019. It is the intention of the Directors to seek to renew these authorities every year.

### **Resolution 7 – To approve the purchase of the Company's own shares**

This resolution would, if passed, authorise the Company to make market purchases of up to 122,545,414 of its own Ordinary Shares, representing 15% of the Company's issued share capital as at 3 April 2018, being the latest practicable date before the publication of this Notice. The resolution specifies the minimum and maximum prices at which the Ordinary Shares may be bought under this authority. This authority will expire at the conclusion of the Company's next AGM. It is the intention of the Directors to seek to renew this authority every year.

The Directors have no present intention to exercise the authority granted by this resolution, but the authority provides the flexibility to allow them to do so in future. The Directors would not exercise the authority unless they believed that the expected effect would promote the success of the Company for the benefit of its shareholders as a whole. Any shares purchased would be effected by a purchase in the market and may either be cancelled or held as treasury shares, which may then be cancelled, sold for cash or used to meet the Company's obligations under any employee share scheme.

As at 3 April 2018, being the latest practicable date before the publication of this Notice, Company did not hold any shares in treasury.

### **Resolution 8 – To approve the cancellation of the Company's share premium account**

The Board considers it highly desirable that the Company has the maximum flexibility to consider the payment of dividends and otherwise return value to shareholders. However, the Company is generally precluded from the payment of any dividends or other distributions or the redemption or buy back of its shares in the absence of sufficient distributable reserves.

The Company's share premium account currently stands at approximately US\$407.755 million. As at 31 December 2017, the Company had a retained earnings deficit of approximately £35.565 million. It is proposed that the Company's share premium account be cancelled.

The purpose of the Company's cancellation of its share premium account is to create distributable reserves in the Company to facilitate the future consideration of payment of dividends (in cash or otherwise) to shareholders, where justified by the profits of the Company, or to allow the redemption or buy back of the Company's shares or other distributions to shareholders. As the Company currently has negative distributable reserves, it is prohibited from returning money or distributing assets to its shareholders including by way of dividends or carrying out buy backs of the Company's shares (if considered appropriate). The proposed cancellation of the Company's share premium account will create sufficient distributable reserves to enable such distributions or buy-backs (if considered appropriate by the Board) to be made.

If the proposed cancellation of the Company's share premium account is approved by Members at the AGM, it will be subject to the scrutiny of, and confirmation by, the High Court of England and Wales to ensure that the interests of existing creditors are protected and, subject to that confirmation and registration by the Registrar of Companies in England and Wales of the order of the High Court, is expected to take effect by the end of June 2018. Assuming that there is no material change in the financial position or prospects of the Company, and subject to any undertakings which the Company may be required to offer the High Court for the protection of its creditors, the Board anticipates that the cancellation of the Company's share premium account will result in the creation of distributable reserves. This will give the Company the maximum flexibility to consider the payment of dividends and otherwise return value to shareholders, should the Board consider it appropriate. It should however be noted that if the Company is required to give undertakings to the High Court, this may delay the Company's ability to pay dividends and otherwise return value to shareholders.

## RECOMMENDATION

The Directors (excluding Andrew Knott, as an interested party, for the purposes of Resolution 5 only) believe that the resolutions contained in the Notice are in the best interests of the Company and shareholders as a whole and unanimously recommend that shareholders vote in favour of them, as the Directors intend to do in respect of their beneficial shareholdings (save for Resolution 5 on which the Directors are excluded from voting for the reasons detailed in this notice).

## ACTION TO BE TAKEN

If you would like to vote on the resolutions but will not be attending the AGM, you may appoint a proxy by completing and returning the enclosed Form of Proxy. Alternatively, a duly completed Form of Proxy may be scanned and sent by email to [externalproxyqueries@computershare.co.uk](mailto:externalproxyqueries@computershare.co.uk) or, if you hold your shares in CREST, you can appoint a proxy via the CREST system. In each case, notice of your appointment of a proxy should reach the Company's Registrar, Computershare Investor Services PLC, at the address shown on the Form of Proxy, no later than **11.00 a.m. on Tuesday 1 May 2018**. If you hold your shares through a nominee service, please contact the nominee service provider regarding the process for appointing a proxy.



**Steve Jenkins**  
Chairman

## **SAVANNAH PETROLEUM PLC**

### **Notice of Annual General Meeting**

Notice of is hereby given that the Annual General Meeting of Savannah Petroleum PLC ("Savannah" or the "Company") will be held on Thursday 3 May 2018 at 11.00a.m. at the Hilton London, Canary Wharf, Marsh Wall, London E14 9SH, to consider and, if thought fit, to pass the resolutions set out below.

Voting on all resolutions will be by way of a poll. Resolutions 1 to 5 will be proposed as ordinary resolutions. For an ordinary resolution to be passed, more than 50% of the votes cast must be in favour of the resolution. Resolutions 6 to 8 will be proposed as special resolutions. For special resolutions to be passed at least 75% of the votes cast must be in favour of the resolution.

### **ORDINARY RESOLUTIONS**

#### **Report and Accounts**

1. To receive the Company's annual accounts for the year ended 31 December 2017 together with the Strategic Report, Directors' Report and the Auditor's Report on those accounts.

#### **Appointment of auditor**

2. To re-appoint Grant Thornton UK LLP as auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at which the Company's accounts are laid before the Company.

#### **Auditor's remuneration**

3. To authorise the Audit Committee to determine the remuneration of the auditor.

#### **Authority to allot Ordinary Shares**

4. THAT the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the Company to allot Ordinary Shares or grant rights to subscribe for or to convert any security into Ordinary Shares:
  - (a) up to an aggregate nominal amount of 272,323.14 (such amount to be reduced by any allotments or grants made under paragraph (b) below in excess of such sum); and
  - (b) comprising equity securities (as defined in the Act) up to a nominal amount of £544,646.28 (such amount to be reduced by any allotments or grants made under paragraph (a) above) in connection with an offer by way of a rights issue:
    - (i) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
    - (ii) to holders of other equity securities as required by the rights of those securities or as the Board otherwise considers necessary,

and so that the Board may impose any limits or restrictions and make any arrangements which it considers necessary, expedient or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

The authorities in this resolution shall apply in substitution for all previous authorities pursuant to Section 551 of the Act, other than those authorities granted at the general meeting of the Company held on 8 January 2018, and shall expire at the conclusion of the next annual general meeting of the Company or on 30 June 2019 whichever is the earlier, but, in each case, so that the Company may before such expiry, make offers and enter into agreements which would or might require shares to be allotted or rights to subscribe for or to convert securities into shares to be granted after such expiry and the Directors may allot shares or grant such rights in pursuance of such an offer or agreement as if the authorities granted by this resolution had not expired.

#### **Award of options**

5. To approve the grant of nil cost share options over up to 21,312,418 existing ordinary shares to Andrew Knott, the Company's Chief Executive Officer.

### **SPECIAL RESOLUTIONS**

#### **Authority to dis-apply pre-emption rights**

6. THAT subject to the passing of resolution 4 above, the Board be given power to allot equity securities (as defined in the Act) for cash under the authority given by that resolution and/or to sell Ordinary Shares held by the Company as treasury shares for cash as if section 561 of the Act did not apply to any such allotment or sale, such power to be limited:
  - (a) to the allotment of equity securities and sale of treasury shares in connection with an offer of, or invitation to apply for, equity securities (but in the case of the authority granted under paragraph (b) of Resolution 5, by way of a rights issue only):
    - (i) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
    - (ii) to holders of other equity securities, as required by the rights of those securities, or as the Board otherwise considers necessary,and so that the Board may impose any limits or restrictions and make any arrangements which it considers necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter; and
  - (b) in the case of the authority granted under paragraph (a) of Resolution 5 and/or in the case of any sale of treasury shares, to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) above) up to a nominal amount of £81,696.94,

such authority to expire at the conclusion of the next annual general meeting of the Company or on 30 June 2019 whichever is the earlier but, in each case, so that the Company may, before such expiry, make offers and enter into agreements, which would or might require equity securities to be allotted (and treasury shares to be sold) after such expiry and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

#### **Authority to purchase Company's own shares**

7. THAT the Company be generally and unconditionally authorised for the purpose of Section 701 of the Act to make market purchases (within the meaning of Section 693(4) of the Act) of Ordinary Shares, on such terms and in such manner as the Directors may from time to time determine provided that:

- (a) the maximum number of Ordinary Shares which may be purchased is 122,545,414;
- (b) the minimum price, exclusive of any expenses, which may be paid for each Ordinary Share is £0.001, being the nominal value of each Ordinary Share;
- (c) the maximum price, exclusive of any expenses, which may be paid for each Ordinary Share is an amount equal to the higher of:
  - (i) 105% of the average market value of an Ordinary Share, as derived from the London Stock Exchange Daily Official List for the five business days prior to the day on which the purchase is made; and
  - (ii) an amount equal to the higher of the price of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share,

unless previously revoked, renewed, extended or varied, the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company or on 30 June 2019 whichever is the earlier, but, in each case, provided that the Company may, before such expiry, enter into a contract or contracts to purchase shares which will or may be executed wholly or partly after the expiry of such authority and the Company may make a purchase of shares under such contract or contracts as if the authority had not expired.

#### **Approve the cancellation of the Company's share premium account**

8. THAT, subject to court approval, the share premium account of the Company be cancelled.

By order of the Board



**Andrew Knott**  
Chief Executive Officer

3 April 2018

Savannah Petroleum PLC  
Registered Office: 40 Bank St, London E14 5NR

## IMPORTANT NOTES

The following notes explain your general rights as a shareholder and your right to attend and vote at this AGM or appoint someone else on your behalf.

1. To be entitled to attend and vote at the AGM (and for the purpose of the determination by the Company of the votes you may cast), you must be registered in the Register of Members of the Company at close of trading on Tuesday 1 May 2018 (or, in the event of any adjournment, close of business on the date which is 48 hours before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting. There are no other procedures or requirements for Members to comply with in order to attend and vote at the AGM.
2. It is the current intention that voting at the AGM will be conducted by way of a poll and not by a show of hands. The Company believes that a poll is more representative of shareholders' voting intentions because shareholder votes are counted according to the number of Ordinary Shares held and all votes tendered are taken into account.
3. The doors will open at 10.30 a.m. and you may wish to arrive by 10:45 a.m. to enable you to register and take your seat in good time. If you have any special needs or require wheelchair access to the premises where the AGM is held, in advance of the meeting, please contact the Company's Registrar using the contact details set out in Note 23 below. Mobile phones may not be used in the meeting hall and cameras and recording equipment are also not allowed in the meeting hall.
4. If you are a Member at the time set out in Note 1 above, you are entitled to appoint a proxy to exercise all or part of your rights to attend, speak and vote at the meeting and you should have received a Form of Proxy with this Notice. You can only appoint a proxy using the procedures set out in these notes and the notes to the Form of Proxy. If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact the Company's Registrar using the contact details set out in Note 23 below. A proxy need not be a Member but must attend the meeting to represent you. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
5. You may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to different Ordinary Shares. You may not appoint more than one proxy to exercise the rights attached to any one Ordinary Share. To appoint more than one proxy, please contact the Company's Registrar using the contact details set out in Note 23 below.
6. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's Register of Members in respect of the joint holding (the first named being the most senior).
7. Any person to whom this Notice is sent who is a person nominated under Section 146 of the Act to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the Member by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the AGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the Member as to the exercise of voting rights.
8. The statement of the rights of shareholders in relation to the appointment of proxies in Notes 4, 6 and 11 do not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by Members of the Company.
9. The notes to the Form of Proxy explain how to direct your proxy on how to vote on each resolution or withhold their vote. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the AGM.
10. The return of a completed form of proxy, other such instrument or any CREST Proxy Instruction (as described in Note 13 below) will not prevent a shareholder attending the AGM and voting in person if he/she wishes to do so.
11. To be valid, any Form of Proxy or other instrument appointing a proxy must be received by post or (during normal business hours only) by hand at the Company's Registrar, at the address shown on the Form of Proxy or, in the case of shares held through CREST, via the CREST system (see Note 12 below). Alternatively, a duly completed Form of Proxy may be scanned and sent by email to [externalproxyqueries@computershare.co.uk](mailto:externalproxyqueries@computershare.co.uk). In each case, for proxy appointments to be valid, they must be received no later than 11.00 a.m. on Tuesday 1 May 2018. Electronic communication facilities are open to all shareholders and those who use them will not be disadvantaged. If you return more than one proxy appointment, either by paper or electronic communication, the proxy appointment received last by the Company's Registrar before the latest time for the receipt of proxies will take precedence.

12. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM (and any adjournment of the AGM) by using the procedures described in the CREST Manual (available from <https://euroclear.com>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
13. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuers' agent (ID 3RA50) by 11.00 a.m. on Tuesday 1 May 2018. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST application host) from which the issuers' agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
14. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001.
15. In the case of a Member which is a company, the Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney of the company. Any power of attorney or any other authority under which the Form of Proxy is signed (or a duly certified copy of such power or authority) must be included with the Form of Proxy.
16. Any corporation which is a Member may, by resolution of its directors or other governing body appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that no more than one corporate representative exercises powers in relation to the same shares. Corporate representatives should bring with them either an original or certified copy of the appropriate board resolution or an original letter confirming the appointment, provided it is on the corporation's letterhead and is signed by an authorized signatory and accompanied by evidence of the signatory's authority.
17. Under Section 527 of the Act, shareholders meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the Auditor's Report and the conduct of the audit) that are to be laid before the AGM; or (ii) any circumstances connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with Section 437 of the Act. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with Sections 527 or 528 of the Act. Where the Company is required to place a statement on a website under Section 527 of the Act, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required under Section 527 of the Act to publish on a website.
18. Any shareholder attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
19. Copies of the service contracts of the Executive Director and the letters of appointment of the Chairman and Non-Executive Directors are available for inspection during normal business hours at the registered office of the Company and may also be inspected at the AGM venue for 15 minutes prior to and during the meeting.
20. As at 3 April 2018 (being the last practicable business day prior to the publication of this Notice), the Company's ordinary issued share capital consists of 816,969,427 Ordinary Shares, carrying one vote each. No shares were held in treasury. Therefore, the total voting rights in the Company as at 3 April 2018 were 816,969,427.

21. Information regarding the Company's AGM can be found at [www.savannah-petroleum.com](http://www.savannah-petroleum.com)
22. You may not use any electronic address provided in either this Notice or any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.
23. Members who have general queries about the meeting should call the Company's Registrar, Computershare Investor Services PLC on 0370 707 1133 (or, if calling from outside the UK, on +44 (0) 370 707 1133). Calls from within the UK cost 12 pence per minute plus network extras, lines are open 8.30 a.m.–5.30 p.m., Monday to Friday. Calls from outside the UK will be charged at the applicable international rate. Different charges may apply to calls made from mobile telephones and calls may be recorded and randomly monitored for security and training purposes. Please note that Computershare Investor Services PLC cannot provide investment advice, nor advise you how to cast your vote on the resolutions.

## DEFINITIONS

The following definitions apply in this document, unless the context otherwise requires:

|                                       |  |
|---------------------------------------|--|
| “Act”                                 | the Companies Act 2006 (as amended)  |
| “AIM”                                 | the market of that name operated by London Stock Exchange plc  |
| “AIM Rules”                           | the London Stock Exchange’s rules and guidance notes contained in its “AIM Rules for Companies” publication relating to companies whose securities are traded on AIM, as amended from time to time |
| “Annual General Meeting” or “AGM”     | the annual general meeting of the Members of the Company called pursuant to the notice of Annual General Meeting set out on pages 5 and 6 of this document   |
| “Company” or “Savannah”               | Savannah Petroleum PLC registered in England and Wales with company number 9115262   |
| “Directors” or “Board”                | all of the directors of the Company, whose names are set out on page 2 of this document  |
| “Form of Proxy”                       | the form of proxy accompanying this document for use by Members in connection with the Annual General Meeting  |
| “Group”                               | the Company and its subsidiaries   |
| “London Stock Exchange”               | London Stock Exchange plc  |
| “Members”                             | the holders of Ordinary Shares registered in the Register of Members of the Company from time to time  |
| “Nominated Person”                    | a person nominated under Section 146 of the Act to enjoy information rights  |
| “Ordinary Share” or “Ordinary Shares” | the Ordinary Shares of £0.001 each in the capital of the Company   |
| “Registrar”                           | Computershare Investor Services PLC  |
| “RNS”                                 | regulatory news service  |



