



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. This document gives notice of the 2019 Annual General Meeting of Hague and London Oil PLC and sets out the resolutions to be voted on at the meeting. If you are in any doubt about the contents of this document or as to what action to take you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent adviser authorised pursuant to the Financial Services and Markets Act 2000.

If you sell or have sold or otherwise transferred all of your ordinary shares in Hague and London Oil PLC ("HALO" or the "Company") please send this document, together with the accompanying form of proxy, immediately to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

HAGUE AND LONDON OIL PLC

(Incorporated and registered in England & Wales with Registered No. 03793723)

NOTICE OF 2019 ANNUAL GENERAL MEETING

A letter from the Chairman of the Company explaining the background to and the reasons for the proposed resolutions, including granting authority to the Directors to allot relevant securities and the disapplication of pre-emption rights, is set out on pages 3 to 4 of this document. **You are recommended to vote in favour of the Resolutions to be proposed at the Annual General Meeting as the Directors intend to do in respect of shares beneficially owned by them.**

The notice convening the Annual General Meeting of the Company is set out at the end of this document. The Annual General Meeting will be held at Jurys Inn Aberdeen, Union Square, Guild Street, Aberdeen, AB11 5RG on Tuesday 18 June 2019 at 11.00 a.m.

The Company no longer posts proxy voting cards to shareholders to reduce its impact on the environment. In order to vote at the AGM, shareholders should use the electronic proxy appointment service offered by the Company's registrars, Link Asset Services, at www.signalshares.com. This represents a faster and more secure method of voting. You may need to register for the Share Portal Service if you have not already done so. All such votes must be received by 11.00 a.m. on 14 June 2019. Although the Company will no longer be producing hard copy proxy forms, a paper copy may be requested by contacting Link Asset Services on 0871 664 0391. Calls cost 12p per minute plus your phone company's access charge. From overseas please call +44 (0) 371 664 0391. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. and 5.30 p.m. Monday to Friday excluding public holidays in England and Wales.

To register for the electronic proxy appointment service you will need your Investor Code ('IVC') which can be found on your share certificates. Once registered, you will immediately be able to vote. Voting by proxy prior to the AGM does not affect your right to attend the AGM and vote in person, should you so wish.

This document does not comprise or form part of any offer or invitation to acquire or to dispose of or to subscribe for any interests in shares or securities in the Company and none of its contents nor the fact of its existence may be relied on in connection with any contract therefor.

DEFINITIONS

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| the “Act” | the Companies Act 2006; |
| “Annual General Meeting” or “AGM” | the annual general meeting (and any adjournment of that meeting) of the Company to be held at Jurys Inn, Union Square, Guild Street, Aberdeen, AB11 5RG at 11.00 a.m. on Tuesday 18 June 2019 and convened by the notice which is set out at the end of this document; |
| “Articles” | the Articles of Association of the Company; |
| “Chairman” | the Chairman of the Company; |
| the “Company” or “HALO” | Hague and London Oil PLC, registered number 03793723 and having its registered office at 6 Charlotte Street, Bath, BA1 2NE; |
| “Directors” | the directors of the Company whose names are set out on page 3 of this document; |
| “Notice of Annual General Meeting” | the notice of the Annual General Meeting set out at the end of this document; |
| “Ordinary Shares” | ordinary shares of 4 pence each in the capital of the Company; |
| “Resolutions” | together the ordinary resolutions and the special resolutions proposed at the Annual General Meeting; |
| “Shareholders” | the persons who are registered as holders of Ordinary Shares from time to time. |

LETTER FROM THE CHAIRMAN

Hague and London Oil PLC

(Incorporated and registered in England & Wales with Registered No. 03793723)

Directors:

Andrew Cochran (Executive Chairman and Interim Chief Executive Officer)
William Phelps (Non-Executive Director)
Rasik Valand (Non-Executive Director)

Registered Office:

6 Charlotte Street
Bath
BA1 2NE

23 May 2019

Dear Shareholder,

Notice of Annual General Meeting

Introduction and Background

I am pleased to invite you to the Company's 2019 Annual General Meeting, which will be held at Jurys Inn Aberdeen, Union Square, Guild Street, Aberdeen, AB11 5RG on Tuesday 18 June 2019 at 11.00 a.m.

By way of an explanation of the business to be put before the meeting, the proposed resolutions are as follows (Resolutions 1 to 6 being Ordinary Resolutions and Resolution 7 being a Special Resolution).

Ordinary Business

Resolution 1: To receive and adopt the audited report and accounts of the Company for the period ended 31 December 2018.

Resolution 2: To re-appoint Andrew Cochran, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.

Resolution 3: To re-appoint William Phelps, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.

Resolution 4: To re-appoint Rasik Valand, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.

Resolution 5: To reappoint Nexia Smith & Williamson Audit Limited as the Company's auditors. The Company is required to appoint an auditor at each Annual General Meeting at which accounts are laid before shareholders, to hold office until the next such meeting. The Resolution proposes that Nexia Smith & Williamson Audit Limited be re-appointed as auditor for the current year and that the Directors be authorised to set their fees.

Special Business

Resolution 6: To grant the Directors power to allot shares and rights to subscribe for shares. This resolution grants the Directors authority to allot shares in the capital of the Company and other relevant securities up to an aggregate nominal value of £1,195,473.48 (being 29,886,837 Ordinary Shares) representing approximately 100% of the nominal value of the issued Ordinary Share capital of the Company as at 20 May 2019, being the last practical date prior to the publication of this notice.

The directors have no current plans to exercise such authority but consider it desirable that the specified amount of unissued share capital is available for issue so that they can more readily take advantage of possible opportunities should they arise. Unless revoked, varied or extended, this authority will expire at the conclusion of the next AGM of the Company.

Resolution 7: To authorise the directors in certain circumstances to allot equity securities for cash other than in accordance with statutory pre-emption rights (which require a company to offer all allotments for cash first to existing shareholders in proportion to their holdings). The relevant circumstances are where the allotment takes place in connection with (i) an open offer or rights issue; or (ii) the allotment of shares under the Company's unapproved share option plan up to an aggregate nominal amount not exceeding £35,500 (being 887,500 Ordinary Shares; or (iii) the Allotment of shares on such terms and to such persons as the Board may determine up to an aggregate nominal amount not exceeding £1,195,473.48 (being 29,886,837 Ordinary Shares). Any allotment is limited to a maximum nominal amount of £1,195,473.48 representing approximately 100% of the nominal value of the issued Ordinary Share capital of the Company as at 20 May 2019, being the last practical date prior to the publication of this notice. Unless revoked, varied or extended, this authority will expire at the conclusion of the next AGM of the Company.

Action to be taken in respect of the Annual General Meeting by the holders of Ordinary Shares

Set out at the end of this document is the notice convening the Annual General Meeting of the Shareholders to be held at Jurys Inn Aberdeen, Union Square, Guild Street, Aberdeen, AB11 5RG on Tuesday 18 June 2019 at 11.00 a.m., at which the Resolutions will be proposed.

The Company no longer posts proxy voting cards to shareholders to reduce its impact on the environment. In order to vote at the AGM, shareholders should use the electronic proxy appointment service offered by the Company's registrars, Link Asset Services, at www.signalshares.com. This represents a faster and more secure method of voting. You may need to register for the Share Portal Service if you have not already done so. All such votes must be received by 11.00 a.m. on 14 June 2019. Although the Company will no longer be producing hard copy proxy forms, a paper copy may be requested by contacting Link Asset Services on 0871 664 0391. Calls cost 12p per minute plus your phone company's access charge. From overseas please call +44 (0) 371 664 0391. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. and 5.30 p.m. Monday to Friday excluding public holidays in England and Wales.

To register for the electronic proxy appointment service you will need your Investor Code ('IVC') which can be found on your share certificates. Once registered, you will immediately be able to vote. Voting by proxy prior to the AGM does not affect your right to attend the AGM and vote in person, should you so wish.

Recommendation

The Directors consider that the Resolutions are in the best interests of the Company and its Shareholders as a whole and accordingly unanimously recommend that you vote in favour of the Resolutions as set out in the Notice of the Annual General Meeting, as your Directors intend to do or procure to be done in respect of their legal and beneficial holdings of Ordinary Shares.

Yours faithfully

Andrew Cochran,
Chairman

Company Number: 03793723

HAGUE AND LONDON OIL PLC

(the "Company")

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **ANNUAL GENERAL MEETING ("AGM")** of the Company will be held at Jurys Inn, Union Square, Guild Street, Aberdeen, AB11 5RG on Tuesday 18 June 2019 at 11.00 a.m. for the purposes of transacting the following business.

Ordinary Business

To consider and, if thought fit, pass the following resolutions as Ordinary Resolutions:

- 1 To receive and adopt the Report of the Directors and the audited accounts for the period ended 31 December 2018.
- 2 To re-appoint Andrew Cochran, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.
- 3 To re-appoint William Phelps, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.
- 4 To re-appoint Rasik Valand, who has been appointed by the Board and retires in accordance with the Articles of Association of the Company, as a Director of the Company.
- 5 To re-appoint Nexia Smith & Williamson Audit Limited as auditors of the Company and to authorise the directors to fix their remuneration.

Special Business

To consider and, if thought fit, pass Resolution 6 as an Ordinary Resolution

- 6 That, in substitution for any equivalent authorities and powers granted to the directors prior to the passing of this resolution, other than in respect of any allotments made prior to the passing of this resolution, the directors be and they are generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to issue and allot shares in the Company, and grant rights to subscribe for or to convert any security into shares of the Company (such shares, and rights to subscribe for or to convert any security into shares of the Company (being "relevant securities") up to an aggregate nominal amount of £1,195,473.48 (being 29,886,837 Ordinary Shares) of 4 pence each in the capital of the Company ("Ordinary Shares") provided that, unless previously revoked, varied or extended, this authority shall expire on the conclusion of the AGM of the Company to be held in 2020, except that the Company may at any time before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such an offer or agreement as if this authority had not expired.

To consider and, if thought fit, pass Resolution 7 as a Special Resolution:

- 7 That the directors are empowered pursuant to Section 570(1) of the Act to allot equity securities (as defined in Section 560(1) of the Act) of the Company wholly for cash pursuant to the authority of the directors under Section 551 of the Act conferred by resolution 3, in each case as if Section 561(1) of the Act did not apply to such allotment, provided that:
- a. the power conferred by this resolution shall be limited to the allotment of:
 - i. equity securities in connection with a rights issue, open offer or pre-emptive offer to holders on the register of the Ordinary Shares on a date fixed by the directors where the equity securities respectively attributed to the interests of all those shareholders are proportionate (as nearly as practicable) to the respective numbers of Ordinary Shares held by them on that date but the directors of the Company may make such exclusions or other arrangements as the directors may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising under the laws or requirements of any overseas territory or by virtue of shares being represented by depository receipts or the requirements of any regulatory body or stock exchange or any other matter whatsoever;
 - ii. (other than under paragraph (a)(i) above) equity securities up to an aggregate nominal amount not exceeding £35,500 (being 887,500 Ordinary Shares under the Company's unapproved share option plan in relation to options previously granted);
 - iii. (other than under paragraphs (a) (i) and (ii) above) equity securities wholly for cash or otherwise up to an aggregate nominal amount not exceeding £1,195,473.48 (being 29,886,837 Ordinary Shares) on such terms and to such persons as the Board may determine such authority to allot being in addition to any authority given in the Company's Articles of Association or otherwise to allot equity securities without any rights of pre-emption; and
 - b. unless previously revoked, varied or extended, this power shall expire on the earlier of 15 months from the passing of this resolution and conclusion of the AGM of the Company to be held in 2020 except that the Company may before the expiry of this power make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if this power had not expired.

By order of the Board

Matthew Small
Company Secretary

23 May 2019

Registered Office:
6 Charlotte Street,
Bath BA1 2NE

Notes:

1. To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the number of votes they may cast), shareholders must be registered in the Register of Members of the Company at close of trading on Friday 14 June 2019. 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.
 2. Shareholders, or their proxies, intending to attend the Meeting in person are requested, if possible, to arrive at the Meeting venue at least 20 minutes prior to the commencement of the Meeting at 11.00am (UK time) on Tuesday 18 June 2019 so that their shareholding may be checked against the Company's Register of Members and attendances recorded.
 3. Shareholders are entitled to appoint another person as a proxy to exercise all or part of their rights to attend and to speak and vote on their behalf at the Meeting. A shareholder may appoint more than one proxy in relation to the Meeting provided that each proxy is appointed to exercise the rights attached to a different ordinary share or ordinary shares held by that shareholder. A proxy need not be a shareholder of the Company.
 4. 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).
 5. 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 Meeting.
 6. You can vote either:
 - by logging on to www.signalshares.com and following the instructions;
 - You may request a hard copy form of proxy directly from the registrars, Link Asset Services on Tel: 0371 664 0300. Calls cost 12p per minute plus your phone company's access charge. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales.
 - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below.
- In each case the appointment of a proxy must be received by Link Asset Services at 34 Beckenham Road, Beckenham, Kent, BR3 4TU by 11.00 am on Friday 14 June 2019.
7. If you return more than one proxy appointment, either by paper or electronic communication, the appointment received last by the Registrar before the latest time for the receipt of proxies will take precedence. You are advised to read the terms and conditions of use carefully. Electronic communication facilities are open to all shareholders and those who use them will not be disadvantaged.
 8. The return of a completed form of proxy, electronic filing or any CREST Proxy Instruction (as described in note 11 below) will not prevent a shareholder from attending the Meeting and voting in person if he/she wishes to do so.
 9. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Meeting (and any adjournment of the Meeting) by using the procedures described in the CREST Manual (available from www.euroclear.com/site/public/EUI). 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.
 10. In order for a proxy appointment or instruction 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 issuer's agent (ID RA10) by 11.00am on Friday 14 June 2019. For this purpose, the time of receipt will be taken to mean the time (as determined by the timestamp applied to the message by the CREST application host) from which the issuer's 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.
 11. 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.
 12. Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that no more than one corporate representative exercises powers in relation to the same shares.
 13. As at 20 May 2019 (being the latest practicable business day prior to the publication of this Notice), the Company's ordinary issued share capital consists of 29,886,836 ordinary shares, carrying one vote each. Therefore, the total voting rights in the Company as at 20 May 2019 are 29,886,836.
 14. 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.

15. The following documents are available for inspection during normal business hours at the registered office of the Company on any business day from the date of this Notice until the time of the Meeting and may also be inspected at the Meeting venue, as specified in this Notice, from xxx am on the day of the Meeting until the conclusion of the Meeting:

copies of the Directors' letters of appointment or service contracts.

16. You may not use any electronic address (within the meaning of Section 333(4) of the Companies Act 2006) 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.

A copy of this Notice, and other information required by Section 311A of the Companies Act 2006, can be found on the Company's website at www.haloil.co.uk