



## NOTICE OF THE ANNUAL GENERAL AND SPECIAL MEETING TO BE HELD ON APRIL 19, 2016

Notice is hereby given that the Annual General and Special Meeting (the "Meeting") of shareholders of Africa Oil Corp. ("Africa Oil" or the "Corporation") will be held at 9:00 am (Pacific Daylight Time) at the Fairmont Hotel Vancouver, 900 West Georgia Street, Vancouver, BC for the following purposes:

1. To receive the consolidated audited financial statements of the Corporation for the year ended December 31, 2015, together with the report of the auditors thereon.
2. To appoint PricewaterhouseCoopers, LLP as auditor of the Corporation to hold office until the next Annual General Meeting, at a remuneration to be fixed by the directors of the Corporation.
3. To fix the number of directors at five (5).
4. To elect directors to hold office for the ensuing year.
5. To consider and, if deemed advisable, to approve an advisory resolution to accept the Corporation's approach to executive compensation.
6. To consider and, if thought fit, approve an ordinary resolution ratifying and confirming the Corporation's new Long Term Incentive Plan, as more particularly described in the accompanying management information circular.
7. To approve, ratify and confirm the grant of an aggregate of 246,000 restricted share units to certain non-executive directors, and 1,024,000 restricted share units and 1,024,000 performance share units to certain senior executives of the Corporation, as previously approved by the Board and as more particularly described in the accompanying management information circular.
8. To consider and, if thought fit, approve an ordinary resolution ratifying and confirming the Corporation's Proposed Stock Option Plan, as more particularly described in the accompanying management information circular.
9. To approve, ratify and confirm the grant of an aggregate of 2,579,000 stock options to certain Eligible Plan Participants, as previously approved by the Board, subject to shareholder approval, under the Corporation's Proposed Stock Option Plan and as more particularly described in the accompanying management information circular.
10. To transact such other business as may properly be brought before the meeting or at any adjournments or postponements thereof.

Accompanying this Notice of Meeting are: (i) a Management Information Circular (the “Circular”); (ii) an Instrument of Proxy and Notes thereto; and (iii) a reply card for use by shareholders who wish to receive the Corporation’s interim financial statements. Reference is made to the Circular for details of the matters to be considered at the Meeting.

If you are a *registered shareholder* of the Corporation and are unable to attend the Meeting in person, please complete, sign, date and return the enclosed form of Proxy either in the addressed envelope enclosed to Proxy Department, Computershare Investor Services Inc., 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, or by fax to 1-866-249-7775. Proxies must be received not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment thereof.

If you are a *non-registered shareholder* of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. **If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting, either in person or by proxy.**

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of proxy, you should contact Computershare Investor Services Inc. by telephone (toll free) at 1-800-564-6253, by fax at 1-866-249-7775 or by e-mail at [service@computershare.com](mailto:service@computershare.com).

DATED at Vancouver, British Columbia the 16<sup>th</sup> day of March, 2016.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Keith C. Hill”*

President and Chief Executive Officer