

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should immediately seek your own financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised pursuant to the Financial Services and Markets Act 2000.

If you have sold or transferred all your Ordinary Shares in Europa Oil & Gas (Holdings) Plc, please forward this document together with the accompanying Form of Proxy to the purchaser or transferee, or to the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



EUROPA OIL & GAS (HOLDINGS) PLC
(Incorporated and registered in England and Wales no. 5217946)

NOTICE OF ANNUAL GENERAL MEETING

The Notice of AGM sent on 19th December included 2 incorrect dates on the Proxy form. Attached are amended notes and Form of Proxy with the corrected dates highlighted. Please note that either Form of Proxy may be returned and will be accepted.

For the avoidance of doubt, the AGM will be held in the Council Room at the Geological Society, Burlington House, Piccadilly, London W1J 0BG at 11am on Tuesday 13 January 2009.

BY ORDER OF THE BOARD

Registered Office:
11 The Chambers
Vineyard
Abingdon
OX14 3PX

23rd December 2008

P Greenhalgh

Company Secretary

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at 10.30am on 11th January 2009 shall be entitled to attend and vote at the Meeting.

Appointment of proxies

2 If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this Notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

3 A member of the Company entitled to attend and vote at the meeting may appoint one or more proxies to attend, speak and vote on a poll or a show of hands on his/her behalf, provided that each proxy is appointed to exercise the rights attached to a different share or shares held. A proxy need not be a member of the Company. To be valid any form of proxy must be returned to the registered office of the Company being 11 The Chambers, Vineyard, Abingdon, OX14 3PX, in hard copy form by post or courier or by hand. In each case, the proxy appointment must be received not later than 11 am on **Sunday 11 January 2009** before the time for the holding of the meeting or otherwise no later than 48 hours before any adjourned meeting together with any authority (or a notarially certified copy of such authority) under which it is signed.

4 Completion of a Form of Proxy will not preclude a member from attending and voting in person at the meeting should he/she so wish.

5 In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that (i) if a corporate shareholder has appointed the chairman of the meeting as its corporate representative with instructions to vote on a poll in accordance with the directors of all of the other corporate representatives for the shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the chairman and the chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. The guidance includes a sample form of representation letter if the chairman is being appointed as described in (i) above.

6 The following will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturdays and public holidays excepted) from the date of this notice until the date of the meeting and at the place of the meeting for 15 minutes prior to and during the meeting.

- (a) the register of the interests of each director and his family in the share capital of the Company;
- (b) copies of service contracts and letters of appointment in respect of each Director of the Company;
- (c) a copy of the proposed new articles of association of the Company, and a copy of the existing articles of association marked to show the changes being proposed in resolution 8.

Form of Proxy for the Europa Oil & Gas (Holdings) Plc 2008 Annual General Meeting

Please print in BLOCK CAPITALS

I/We, the undersigned

of

being a holder of Ordinary Shares of 1p each of Europa Oil & Gas (Holdings) Plc hereby appoint the Chairman of the Meeting, or (note 2)

.....

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of Europa Oil & Gas (Holdings) Plc to be held at the Geological Society, Burlington House, Piccadilly, London W1J 0BG at 11am on Tuesday 13 January 2009 and at any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

Resolutions	For	Against
ORDINARY BUSINESS		
1 Adoption of the Annual Report and Accounts for the year ended 31 July 2008		
2 Appointment and remuneration of the Auditors		
3 Re-election of Sir James Michael Yorrick Oliver		
4 Re-election of Paul Anthony Barrett		
5 Re-election of Philip Greenhalgh		
6 Re-election of Roderick James Hugh Mcleod Corrie		
SPECIAL BUSINESS		
7.1 Authority to allot relevant securities		
7.2 Authority to allot for cash equity securities		
8.1 Authority to provide information by electronic means		
8.2 Authority to amend the Articles of Association		

Date Signature(s)