

**Ref no:**

**PIN code:**

**Notice of annual general meeting**

The annual general meeting of DNO International ASA will be held on 5 June 2014 10:00 a.m. at Thon Hotel Vika Atrium Konferansesenter, Munkedamsveien 45, 0250 Oslo, Norway

If the above-mentioned shareholder is an enterprise, it will be represented by:

\_\_\_\_\_  
Name of enterprise's representative  
(To grant a proxy, use the proxy form below)

**Notice of attendance**

The undersigned will attend the annual general meeting on 5 June 2014 and vote:

A total of \_\_\_\_\_  
Own shares  
Other shares in accordance with enclosed power of attorney  
Shares

This notice of attendance should be received by DNB Bank ASA by no later than 4 p.m. on 2 June 2014.

Notice of attendance may be sent electronically through the Company's website [www.dno.no](http://www.dno.no) or through VPS Investor Services. To access the electronic system for notification of attendance or to submit your proxy, through the Company's website, the above-mentioned reference number and PIN code must be stated.

Notice of attendance may also be sent by e-mail: [genf@dnb.no](mailto:genf@dnb.no), or by regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

Place	Date	Shareholder's signature (If attending personally. To grant a proxy, use the form below)
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**Proxy (without voting instructions)**

**Ref no:**

**PIN code:**

This proxy form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, please go to page 2.

If you are unable to attend the annual general meeting in person, this proxy may be used by a person authorized by you, or you may send the proxy without naming the proxy holder, in such case, the proxy will be deemed to be given to the Executive Chairman of the board of directors or a person authorized by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department by no later than 4 p.m. on 2 June 2014.

The proxy may be sent electronically through Company's website [www.dno.no](http://www.dno.no), or through VPS Investor Services. It may also be sent by e-mail: [genf@dnb.no](mailto:genf@dnb.no), or by regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned \_\_\_\_\_  
hereby grants (tick one alternative):

- The executive chairman of the board of directors, Bijan Mossavar-Rahmani (or a person authorized by him),
- The president and managing director, Bjørn Dale (or a person authorized by him), or
- \_\_\_\_\_  
(Name of proxy holder in capital letters)

a proxy to attend and vote my/our shares at the annual general meeting of DNO International ASA on 5 June 2014.

Place	Date	Shareholder's signature (Signature only when granting a proxy)
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With regard to rights of attendance and voting, reference is made to the Norwegian public limited liability companies act, in particular chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.

**Proxy (with voting instructions)**
**Ref no:**
**PIN code:**

This proxy form is to be used for a proxy with voting instructions. If you are unable to attend the annual general meeting in person, you may use this proxy form to give voting instructions. You may grant a proxy with voting instructions to a person authorized by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the executive chairman of the board of directors or a person authorized by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department, by no later than 4 p.m. on 2 June 2014. It may be sent by e-mail: [genf@dnb.no](mailto:genf@dnb.no) /regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned: \_\_\_\_\_  
hereby grants (tick one alternative):

- The executive chairman of the board of directors, Bijan Mossavar-Rahmani (or a person authorized by him),
- The president and managing director, Bjørn Dale (or a person authorized by him), or
- \_\_\_\_\_  
Name of proxy holder (in capital letters)

a proxy to attend and vote my/our shares at the annual general meeting of DNO International ASA on 5 June 2014.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off), this will be deemed to be an instruction to vote "for" the proposals in the notice. However, if any motions are made from the floor in addition to or in replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting.

Agenda ordinary General Meeting 2014		For	Against	Abstention
2	Election of a person to chair the meeting and a person to sign the minutes together with the chairman of the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval of the notice and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Approval of the annual accounts and the annual report for DNO International ASA and the group for the financial year 2013	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Election of members of the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Determination of the remuneration to the members of the board of directors, the audit committee, the HSSE committee and the compensation committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Determination of the remuneration to the members of the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Approval of the auditor's fee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	Consideration of the board of directors' statement regarding the determination of salaries and other remuneration to the management pursuant to section 6-16a of the Norwegian public limited liability companies act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10	Authorization to the board of directors to increase the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11	Authorization to the board of directors to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12	Authorization to the board of directors to issue convertible bonds	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13	Change of the Company's name to DNO ASA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

 Shareholder's signature  
(Only for granting proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Norwegian public limited liability companies act, in particular chapter 5. If the shareholder is an enterprise, the enterprise certificate of registration must be attached to the proxy.