

Falkland Oil and Gas Limited

(Incorporated in the Falkland Islands with Registered No. 12913)

Proxy Form for use by shareholders of Falkland Oil and Gas Limited (the Company) at the Annual General Meeting (AGM) of the Company to be held at **2.00pm on 8 June 2011 at Financial Dynamics, Holborn Gate, 26 Southampton Buildings, London, WC2A 1PB**. As a shareholder of the Company you have the right to attend, speak at and vote at the AGM. If you cannot, or do not want to attend the AGM, but still want to vote, you can appoint someone to attend the AGM and vote on your behalf. That person is known as a "proxy". You can use this Proxy Form to appoint the Chairman of the AGM, or someone else, as your proxy. Your proxy does not need to be a shareholder of the Company. However, if your proxy is not a shareholder, he or she cannot speak at the AGM except to ask for a poll vote.

I/We (name in full) (in BLOCK CAPITALS)

of (address)

being (a) shareholder(s) of the Company entitled to attend and vote at meetings, hereby appoint the Chairman of the AGM or

(see Note 1) as my/our proxy to attend and, on a poll, to vote for me/us on my/our behalf at the AGM to be held on 8 June 2011 at Financial Dynamics, Holborn Gate, 26 Southampton Buildings, London, WC2A 1PB and at any adjournment of such AGM.

Please indicate below with an "X" in the appropriate box opposite the resolutions how you wish your votes to be cast. (see Note 4)

Ordinary Business	For	Against	Vote Withheld	Discretionary
1 To receive and adopt the annual report and accounts for the period ended 31 December 2010, together with the report of the auditors				
2 To re-elect Timothy Jones as Director				
3 To reappoint BDO LLP as auditors and to authorise the Directors to fix their remuneration				
Special Business				
4 To increase the authorised share capital of the Company from £4,900 to £6,400 by the creation of 75,000,000 ordinary shares of 0.002 pence each in the capital of the Company				

Signature Dated 2011

Notes:

1 If you wish to appoint as a proxy a person other than the Chairman of the AGM (who need not be a shareholder), please delete the words "the

**Form of
Proxy**

Chairman of the AGM" and insert the name of the other person. All alterations made to this Proxy Form must be initialled by the signatory.

2 The completion and return of this Proxy Form will not prevent you from attending in person and voting at the AGM should you subsequently decide to do so.

3 A shareholder may appoint more than one proxy to attend. When two or more valid but differing instruments of proxy are delivered in respect of the same share for use at the same meeting and in respect of the same matter, the one which is lastly delivered (regardless of its date or of the date of its execution) shall be treated as replacing and revoking the other or others as regards that share. If the Company is unable to determine which instrument was lastly delivered, none of them shall be treated as valid in respect of that share.

4 If you wish your proxy to cast all of your votes for or against a resolution you should insert an "X" in the appropriate box. If you wish your proxy to cast only certain votes for and certain votes against, insert the relevant number of shares in the appropriate box. In the absence of instructions, your proxy may vote or abstain from voting as he or she thinks fit on the specified resolutions and, unless instructed otherwise, may also vote or abstain from voting as he or she thinks fit on any other business (including on a motion to amend a resolution, to propose a new resolution or to adjourn the AGM) which may properly come before the AGM.

5 The "Vote Withheld" option is provided to enable you to instruct your proxy to abstain from voting on a particular resolution. A "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" or "Against" a resolution. The "Discretionary" option is provided to enable you to give discretion to your proxy to vote or abstain from voting on a particular resolution as he or she thinks fit.

6 This Proxy Form must be signed by the shareholder or his/her attorney. Where the shareholder is a corporation, the signature must be under seal or signed by a duly authorised representative. In the case of joint shareholders, any one shareholder may sign this Proxy Form. The vote of the senior joint shareholder (whether in person or by proxy) will be taken to the exclusion of all others. For this purpose seniority is determined by the order in which the names stand in the register of shareholders in respect of the joint holding.

7 To be valid, in the case of shareholders residing outside the Falkland Islands, this Proxy Form (together with any power of attorney or other authority under which it is signed or a copy of such authority certified notarially or in some other way approved by the board of directors) must be returned to Freepost RSBH-UXKS-LRBC, PXS, 34 Beckenham Road, Beckenham, BR3 4TU, no later than 48 hours (excluding weekends and bank holidays) before the time appointed for the holding of the AGM (or any adjournment). In the case of shareholders residing in the Falkland Islands, this Proxy Form must be returned by post to the Company's registered office at 56 John Street, Stanley, Falkland Islands FIQQ 1ZZ no later than 48 hours (excluding weekends and bank holidays) before the time appointed for the holding of the AGM (or any adjournment).

PXS
34 Beckenham Road
Beckenham
Kent
BR3 4TU

Business Reply Licence Number
RSBH-UXKS-LRBC

