

NOTICE OF ANNUAL GENERAL MEETING

STALLION RESOURCES PLC

(Incorporated in England and Wales with registered number 7752674)

NOTICE IS HEREBY GIVEN that the second Annual General Meeting of Stallion Resources plc (“the Company”) will be held at the offices of the Company at 14 Golden Square, London W1F 9JF on Wednesday, 30 July 2014 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed, in the case of resolutions 1 to 5, as ordinary resolutions and, in the case of resolution 6, as a special resolution:

ORDINARY RESOLUTIONS

1. That the report of the directors and the audited accounts of the Company for the period ended 31 December 2013 be received
2. That David Ajemian be re-elected as a director of the Company
3. That Cameron Pearce be re-elected as a director of the Company
4. That haysmacintyre be re-appointed auditors of the Company, and that the directors be authorised to determine the auditors’ remuneration
5. That in accordance with section 551 of the Companies Act 2006 (the “**Act**”), the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities PROVIDED THAT this authority shall be limited to:
 - (a) the issue of up to 226,666,667 Ordinary Shares pursuant to the exercise of the warrants approved by the Company on 9 May 2014;
 - (b) the issue of equity securities (as defined by section 560 of the Companies Act 2006) in connection with an offer by way of a rights issue:
 - (i) to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
 - (ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

- (c) the issue, in any other case, of equity securities up to an aggregate nominal amount of £300,000

provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 October 2015 or, if earlier, the date of the next annual general meeting of the Company, save that the Company may, before such expiry, make offers or agreements which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

6. That, the Directors be and are hereby empowered pursuant to section 570 of the Act to allot equity securities wholly for cash, within the meaning of section 560 (1) of the Act, pursuant to the general authority conferred by resolution 5 above as if section 561 (1) of the Act did not apply to any such allotment of equity securities, provided that this power shall be limited to:
- (a) the issue of up to 226,666,667 Ordinary Shares pursuant to the exercise of the warrants approved by the Company on 9 May 2014;
 - (b) the allotment of equity securities in connection with an offer of equity securities by way of rights issue:
 - (i) to the holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
 - (ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

- (iii) the allotment (otherwise than pursuant to paragraphs (a) and (b) above) of equity securities up to an aggregate nominal amount of £300,000

provided that the power granted by this Resolution will expire on 30 October 2015 or, if earlier, the conclusion of the Company's next annual general meeting (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

By order of the Board
Philip Speer
Company Secretary

1 July 2014

Registered Office:
16 Union Road
Cambridge
CB2 1HE

Notes

1. A member entitled to attend and vote at the meeting is entitled to appoint another person(s) (who need not be a member of the Company) to exercise all or any of his rights to attend, speak and vote at the meeting. A member can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him.
2. Your proxy could be the Chairman, another director of the Company or another person who has agreed to attend to represent you. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of

how to appoint the Chairman or another person as your proxy using the proxy form are set out in the notes to the proxy form. Appointing a proxy does not preclude you from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.

3. An appointment of proxy is provided with this notice and instructions for use are shown on the form. In order to be valid, a completed appointment of proxy must be returned to the Company's registered office at 16 Union Road, Cambridge CB2 1HE in hard copy form by post, by courier or by hand and must be received there by no later than 11.00 a.m. on Monday, 28 July 2014.
5. Only those shareholders registered in the Register of Members of the Company as at 6.00 p.m. on 28th July 2014 (or, if the meeting is adjourned, on the date which is two days before the time of the adjourned meeting) shall be entitled to attend and vote at the meeting or adjourned meeting in respect of the number of shares registered in their respective names at that time. Changes to the Register of Members after that time will be disregarded in determining the rights of any person to attend or vote at the meeting or adjourned meeting.
5. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
6. You may not use any electronic address provided either in this notice of general meeting or any related documents (including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.