Alliance Oil Company Ltd.

Notice of Annual General Meeting in Alliance Oil Company Ltd. (the Company) on 19 May 2011 at 3 p.m. at Stockholm Concert Hall, Grünewald room, Stockholm, Sweden

Notice to holders of Swedish depository receipts

Notice to attend etc.

In order to attend and vote the Annual General Meeting, a holder of a Swedish depository receipt shall

- Be listed in the register of directly registered holders of Swedish depository receipts kept by Euroclear Sweden AB on 13 May, 2011.

- Notify Skandinaviska Enskilda Banken AB (publ) ("SEB") of their intention to attend the meeting no later than 13 May 2011 at 5.00 pm.

Only holders of Swedish depository receipts registered in their own name with Euroclear Sweden AB on the 13th of May 2011 and who have notified SEB are entitled to attend and vote at the meeting. Holders of Swedish depository receipts who have their depository receipts registered with a nominee must temporarily have them re-registered in their own name in order to be entitled to attend and vote at the meeting. Thus, the holder of a Swedish depository receipt must notify the nominee of his/her wish for temporary re-registration in ample time before 13 May 2011.

Notification to attend the meeting shall be made by sending an email to: goissuedepartment@seb.se. Notification to attend can also be made by phone +46 8 763 55 60, fax, +46 8 763 6250 or in writing to the address; SEB Issuer Agent Department, RB6, SE-106 40 Stockholm. On the notification to attend the holder shall state name, person/organization number, address and telephone number as well as their depository receipts holdings.

The total number of shares and votes in the company is 171 528 414

Proposed agenda

1. The meeting is opened.
2. Election of chairman for the meeting.
3. Preparation and approval of voting list.
4. Election of one or two persons to check and verify the minutes.
5. Verification that the meeting has been duly convened.
6. Approval of the agenda.
7. Presentation by the Managing Director.

8. Presentation of annual report and audit report for the company and the group of companies.
9. Resolution to adopt
    a. Profit and loss account and balance sheet as well as consolidated profit and loss account and consolidated balanced sheet
    b. Allocation of the company's profit and losses set forth in the adopted balance sheet
10. Resolution on the number of directors and alternate directors.
11. Resolution on remuneration to directors and committee members.
12. Election of directors, chairman of the Board of Directors and alternate directors, if any.
13. Resolution on remuneration to auditors.
14. Election of auditors.
15. Resolution on the procedure for appointing the nomination committee as well as resolution on remuneration to the nominating committee's members.
16. Resolution to authorize the Board of Directors to resolve to issue new shares etc.
17. Any other matters.
18. Closure of the meeting.

Proposals by the nominating committee

In accordance with a resolution at the Annual General Meeting 27 May 2010, the then four largest shareholders in the company appointed a nominating committee in November 2010. The four largest shareholders were Alliance Capital OJSC, Alliance Group OJSC, Daumier Investments Ltd and Repsol Exploracion S.A. The nominating committee for the Annual General Meeting 2011 has consisted of Mr. Carl Svernlöv, chairman of the nominating committee representing Alliance Capital OJSC, Mr. Andrei Sletov, representing Alliance Group OJSC, Mr. Fred Boling, representing Daumier Investments Ltd, Mr. David Haverkamp representing Repsol Exploracion S.A and Mr. Eric Forss, chairman of the Board of Directors of Alliance Oil Company Ltd. Mr. Haverkamp resigned from the committee in February 2011. Repsol Exploracion S.A chose not to appoint a member to replace him.

The nominating committee shall propose directors to be appointed.

The nominating committee will present proposals relating to the following items on the agenda for the Annual Shareholders' Meeting to be held on 19 May 2011:

2. Mr. Bo Lindqvist is proposed as chairman of the meeting.
10. It is proposed that the Board of Directors consists of seven members and no alternate director.
11. It is proposed that the remuneration to the Board of Directors remains unchanged to be the following fees for their work until the next annual general meeting. To the Chairman, USD 180,000. To each other member of the board USD 120,000. To each member of the audit committee and the remuneration committee a sum of USD 10,000 is proposed. In addition the nominating committee notes that directors are eligible to participate in the Company's incentive program.
12. It is proposed that Mr. Fred Boling, Mr. Arsen Idrisov, Mr. Raymond Liefooghe, Mr. Claes Levin, Mr. Fernando Martinez-Fresneda, Mr. Isa Bazhaev and Mr. Eric Forss, be re-elected as directors. It is proposed that Mr. Eric Forss is appointed Chairman of the Board of Directors.

13. The nominating committee proposes that remuneration to the auditors shall be paid in accordance with approved invoice.

14. The nominating committee proposes election of Deloitte AB with Mr. Svante Forsberg as responsible and ZAO Deloitte & Touche CIS with Ms. Natalia Golovkina as responsible.

15. The nominating committee proposes that the principles adopted at the 2010 AGM shall continue to apply in general. This means that the Chairman of the Board contacts the four largest shareholders in terms of votes who are asked to appoint one member each to the nominating committee in which the chairman of the board shall be the fifth member.

    The chairman of the nominating committee shall be the member representing the largest shareholder, save that no board member may not be appointed chairman of the nominating committee.

    The names of the nominating committee members and the names of the shareholders they represent shall be made public no later than six months before the Shareholders' Meeting 2012 and shall be based on the number of votes then held. Should any of these shareholders wish not to appoint a member of the nominating committee the right to appoint that member shall be transferred to the shareholder who after these shareholders represent the highest number of votes.

    The nominating committee members shall not be remunerated.

    The nominating committee's complete proposal will be made available to the shareholders during not less than two weeks before the AGM.

Proposal by the Board of Directors

16. The Board of Directors proposes that the Annual General Meeting authorizes the Board of Directors, until the Company's next Annual General Meeting, to resolve to issue new shares, options, convertible bonds or bonds with or without an option to subscribe for new shares, the maximum of which is the amount of shares allowed within the maximum authorized share capital of MUSD 220. The Board of Directors' resolution of a share issue should be permitted to be made with deviation from existing shareholders' pre-emption rights. The meeting's authorization shall include a right for the Board of Directors to resolve on a non-cash issue or that shares shall be subscribed for with a right to offset debt. The purpose of the authorization is to secure that shares can be issued in order to meet the Company's obligations in relation to already issued warrants, stock options and convertible bonds but also to increase the financial flexibility of the Company, to allow the board to grant stock options under the Company's current option plan with a right to future exercise on favorable terms to key members of the staff as well as to allow for a new issue to function as consideration in connection with potential future acquisitions. The subscription price shall, unless already determined, be determined on the basis of the fair market value of the share at the occasion of each share issue or option grant as the case may be. For purposes of this proposal it should be noted that already outstanding options and warrants, in case they be fully exercised, would lead to a share capital of approximately MUSD 197.

    The resolution under p.16 requires 2/3 majority of votes cast in order to be binding

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Stockholm April 2011
Board of Directors
