



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the “Meeting”) of shareholders of New Zealand Energy Corp. (the “Company”) will be held at the offices of Straterra, Ground Floor 93 The Terrace, Wellington New Zealand on **JUNE 16, 2015** at 10:00 a.m. (New Zealand Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for its fiscal year ended December 31, 2014, together with the auditors’ report thereon;
2. to fix the number of directors of the Company to be elected at the Meeting at three (3);
3. to elect the Board of Directors of the Company for the ensuing year;
4. to appoint PricewaterhouseCoopers LLP, Chartered Accountants, as auditors for the Company for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider, and if thought fit, approve the ordinary resolution, as more particularly set forth in the accompanying Information Circular prepared for the purpose of the Meeting, relating to the approval of the stock option plan of the Company;
6. to consider, and if thought fit, approve the ordinary resolution of the disinterested shareholders, as more particularly set forth in the accompanying Information Circular prepared for the purpose of the Meeting, relating to the approval of Geoservices Limited becoming a new control person of the Company; and
7. to transact any other business which may properly come before the Meeting, or any adjournment thereof.

Accompanying this Notice of Meeting is an Information Circular and a form of proxy. The Information Circular includes more detailed information relating to the matters to be addressed at the Meeting, and forms part of this Notice of Meeting.

The Board of Directors has fixed the close of business on May 11, 2015, as the record date for determining shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournment of the Meeting. A shareholder entitled to vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his/her stead. If you are unable to attend the Meeting, or any adjournment thereof, in person, please date, execute, and return the enclosed form of proxy in accordance with the instructions set out in the notes to the proxy and any accompanying information from your intermediary.

DATED this 11th day of May, 2015

BY ORDER OF THE BOARD OF DIRECTORS

James Willis
Chairman

These shareholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.