



Notice of the Annual General and Special Meeting of Shareholders

Africa Energy Corp. (“Africa Energy”, or the “Company”) is pleased to advise you that the Annual General and Special Meeting (the “Meeting”) of the shareholders of Africa Energy will be held **Tuesday, June 21, 2022 at 9:00 am (Pacific time) at Suite 2000, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8** for the following purposes:

1. To receive the consolidated audited financial statements and accompanying management discussion and analysis of the Company for the year ended December 31, 2021, together with the report of the auditors;
2. To approve the appointment of PricewaterhouseCoopers LLP as auditors of the Company to hold office until the next Annual General Meeting, at a remuneration to be fixed by the directors of the Company;
3. To approve the Company’s incentive stock option plan, including the proposed amendments to the Company’s incentive stock option plan, as more particularly described in the accompanying Management Information Circular; and
4. To elect directors to hold office for the ensuing year.

Accompanying this Notice of Meeting are: (i) a Management Information Circular (the “Circular”); (ii) an Instrument of Proxy and Notes thereto; and (iii) a reply card for use by shareholders who wish to receive the Company’s interim financial statements. Reference is made to the Circular for details of the matters to be considered at the Meeting.

If you are a registered shareholder of the Company, please complete, sign, date and return the enclosed form of Proxy according to the instructions provided on the Proxy before 9:00 a.m. (Pacific time) on June 17, 2022.

If you are a non-registered shareholder of the Company and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting, either in person or by proxy.

The Company is required to hold the Meeting in person. However, due to the COVID-19 pandemic, to mitigate risk to the health and safety of our communities, shareholders and employees, the Company requests that shareholders not attend the Meeting in person. The Company encourages shareholders to instead vote their shares in advance of the Meeting. No management presentation will be made at the Meeting. If any shareholder does wish to attend the Meeting in person, please contact (604) 689-7842 or info@africaenergycorp.com in order for arrangements to be made that comply with all recommendations, regulations and orders related to the COVID-19 pandemic.

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of proxy, you should contact Computershare Investor Services Inc. by telephone (toll free) at 1-800-564-6253, by fax at 1-866-249-7775 or by e-mail at service@computershare.com.

DATED at Vancouver, British Columbia the 16th day of May 2022.

Yours truly,

(Signed) “Garrett Soden”

Garrett Soden

President & Chief Executive Officer
