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If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. However, such documents should not be forwarded or transmitted in, into or from the United States, Japan, Australia or the Republic of South Africa or any other jurisdiction if to do so would constitute a violation of the relevant laws of such jurisdiction. The distribution of this document in jurisdictions other than the UK may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities laws of any such jurisdictions. Any person (for example but without limitation a custodian or a nominee) who has or may have a contractual obligation or some other legal obligation, or otherwise intends, to forward this document to any jurisdiction outside the UK should seek appropriate advice before taking any action.

Frontier Resources International plc

(Incorporated and registered in England and Wales with registered number 06573154)

Notice of General Meeting

The Directors whose names appear on page 1 of this Document accept responsibility for the information contained in this Document including individual and collective responsibility for compliance with the ISDX Rules and the recommendation set out in paragraph 6 on page 3 of this Document. To the best of the knowledge and belief of the Directors (who have taken reasonable care to ensure that such is the case) the information contained in this Document for which they are responsible (as above) is in accordance with the facts and there are no other facts the omission of which is likely to affect the import of such information.

Notice of a General Meeting of the Company to be held at Staple Court, 11 Staple Inn Buildings, London WC1V 7QH at 12.00 noon on Thursday 21 February 2013 is set out at the end of this Document. Shareholders will find enclosed a Form of Proxy for use at the General Meeting which, to be valid, must be completed and returned so as to be received by the Company’s registrars, Neville Registrars of Neville House, 18 Laurel Lane, Halesowen B63 3DA, as soon as possible and in any event not later than 12.00 noon on 20 February 2013. Completion and return of the Form of Proxy will not preclude Shareholders from attending the meeting and voting in person should they subsequently wish to do so. The Directors’ recommendation is set out on page 3 of this Document.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Latest time and date for receipt of Forms of Proxy	12.00 noon on Wednesday 20 February 2013
General Meeting	12.00 noon on Thursday 21 February 2013

DEFINITIONS

“Act”	Companies Act 2006
“Admission”	admission of the Ordinary Shares to trading on AIM becoming effective in accordance with the AIM Rules
“AIM”	a market operated by the London Stock Exchange
“City Code”	the City Code on Takeovers and Mergers (United Kingdom) as issued from time to time by or on behalf of the Panel on Takeovers and Mergers in the United Kingdom;
“Company” or “Frontier”	Frontier International Resources Plc, a company registered in England and Wales with registered number 06573154
“Current Articles”	the articles of association of the Company as at the date of this Document
“Directors” or “Board”	the current directors of the Company, whose names are set out on page 1 of this Document
“Document”	this document, as prepared in accordance with the ISDX Rules
“Form of Proxy”	the form of proxy enclosed with this Document
“General Meeting”	the general meeting of the Company to be held at 12.00 noon on Thursday 21 February 2013 at Staple Court, 11 Staple Inn Buildings, London WC1V 7QH
“ISDX”	a market operated by ICAP Securities and Derivatives Exchange Limited, a recognised investment exchange under section 290 of the Financial Services and Markets Act 2000
“London Stock Exchange”	London Stock Exchange plc
“New Articles”	the new articles of association of the Company to be adopted pursuant to the Resolutions
“Ordinary Shares”	the 77,220,435 issued Ordinary Shares of 1p each as at the date of this Document
“Resolutions”	the resolutions contained in the Notice of General Meeting set out on page 4 of this Document

“Shareholders”

the persons who are registered as holders of Ordinary Shares from time to time

Frontier Resources International plc

*(Incorporated in England and Wales under the Companies Act 1985
with registered number 06573154)*

Directors:

Ric Piper (*Non-Executive Chairman*)
Jack Keyes (*Chief Executive Officer*)
John O'Donovan (*Non-Executive Director*)
Andrew Grosse (*Non-Executive Director*)
Gavin Bonnar (*Non-Executive Director*)

Registered Office:

Staple Court,
11 Staple Inn Buildings,
London WC1V 7QH

1 February 2013

To the shareholders and for information only, to any holders of options over ordinary shares

Dear Shareholder,

Notice of General Meeting

1. Update on the proposed move to AIM

In May last year the Company announced that it planned to move the listing of the Company's shares from the ICAP Securities & Derivates Exchange (formerly the PLUS Market) ("ISDX") to AIM, a market regulated by the London Stock Exchange, which the Board anticipates will be completed during March this year. Detailed preparations for the Admission have been underway for some time and substantial progress has been made and announced, including the recent award of the exploration production and sharing agreement for Block 38 in Oman, the disposal of the Company's US production assets and the appointments to the Board of Ric Piper as Chairman and Gavin Bonnar as a non-executive director.

The Company's shares were first admitted to trading on ISDX in January 2009, a market for smaller companies' shares. The Board has decided that moving the Company's listing of its Ordinary Shares from ISDX to AIM is the logical next step for the Company given its progress to date, the encouraging prospects for Block 38 and AIM's higher profile, broader investor base, liquidity and the access to institutional investors it would provide.

2. Increase in authorised share capital and authority to issue shares

The Board intends, at the same time as Admission, to raise additional capital to fund the Company through the next stages of its exploration programme in Block 38 in Oman as well as in its Southern African exploration projects in Namibia and Zambia. Further issues of Ordinary Shares may also be required in the future in excess of the current authorities to allot Ordinary Shares.

Accordingly, the Company is seeking shareholder approval now to ensure that the Company will, as appropriate, be able to issue shares for cash with new institutional investors immediately prior to Admission.

3. New Articles of Association

The Company also intends to adopt new articles of association ("New Articles") to reflect the full implementation of the Act since the Current Articles were adopted and current best practice on AIM. The principal changes in the New Articles compared to the Current Articles are set out below.

- **Removal of objects**

The provisions regulating the operations of the Company are currently set out in the Company's memorandum and articles of association. The Company's memorandum contains, among other things, the

objects clause which sets out the scope of the activities the Company is authorised to undertake. This is drafted to give a wide scope.

The Act significantly reduced the constitutional significance of a company's memorandum. Under the Act the objects clause and all other provisions which are contained in a company's memorandum, for existing companies at 1 October 2009, were deemed to be contained in the company's articles of association but the company can remove these provisions by special resolution.

Further the Act states that unless a company's articles provide otherwise, a company's objects are unrestricted. This abolishes the need for companies to have objects clauses. For this reason the Company is proposing to remove its objects clause together with all other provisions of its memorandum which, by virtue of the Act, are now treated as forming part of the Company's articles of association. As the effect of this resolution will be to remove the statement currently in the Company's memorandum of association regarding limited liability, the New Articles also contain an express statement regarding the limited liability of shareholders.

- **Authorised share capital**

The Act abolishes the requirement for a company to have an authorised share capital and the New Articles reflect this.

- **Chairman's casting vote**

The New Articles remove the provision giving the chairman a casting vote in the event of an equality of votes, as this is no longer permitted under the Act.

- **Appointment of proxies**

The time limits for the appointment or termination of a proxy appointment have been altered in the Act so that articles of association cannot provide that they should be received earlier than 48 hours before the meeting or in the case of a poll taken more than 48 hours after the meeting, earlier than 24 hours before the time for taking of a poll, with weekends and bank holidays permitted to be excluded. The New Articles have been updated to reflect this.

- **Retirement by rotation**

The Current Articles contain an obligation on one third of the Directors to retire at each Annual General Meeting. This will be replaced with an obligation that any Director should offer themselves for re-election at least once every three years, which matches the obligation in the Combined Code for all directors to submit themselves for re-election at regular intervals and at least every three years.

- **City Code provisions**

The City Code applies to all public companies that have their registered office and central place of management in the United Kingdom, the Channel Islands or the Isle of Man. Currently the Company does not have its central place of management in the United Kingdom, and so the City Code does not apply. Changes are expected to be made to the applicability of the City Code in the near future, at which point it will apply to the Company. In the meantime the Board considers it appropriate to adopt provisions similar to the City Code in the New Articles.

The relevant provisions in the New Articles seek to prohibit the holding or acquisition of 30% of the Ordinary Shares without the consent of the Board. This is in line with Rule 9 of the City Code, with the Board acting as a substitute for the Panel on Takeovers and Mergers (the governing authority of the City Code). The provisions also prohibit actions which would be in breach of Rules 4, 5 and 6 of the City Code, if it applied.

The Directors have full authority to determine the application of these provisions, subject to obtaining competent independent advice (in line with Rule 3 of the City Code). Once (as expected) the City Code applies to the Company, these provisions will fall away.

The adoption of the New Articles is conditional, *inter alia*, on shareholder approval and Admission.

4. General Meeting

Accordingly, you will find attached to this letter, notice of the General Meeting of the Company to be held at Staple Court, 11 Staple Inn Buildings, London WC1V 7QH at 12.00 noon on Thursday 21 February 2013. At the General Meeting the following resolution will be proposed as an ordinary resolution:

Resolution 1: Resolution 1 is an ordinary resolution to authorise the Directors to allot new Ordinary Shares with a nominal value of up to £3,000,000, with such authority to expire on 30 June 2013.

In addition, the following resolutions will be proposed as special resolutions:

Resolution 2: Resolution 2 is a special resolution to dis-apply shareholder statutory pre-emption rights (which require a company to offer new shares for cash first to existing shareholders in proportion to their holdings).

Resolution 3: Resolution 3 is a special resolution to adopt the New Articles, subject to and conditional upon Admission.

If approved by Shareholders, Resolutions 1 and 2 will enable the Company to issue up to 300,000,000 new Ordinary Shares for cash with new investors immediately prior to Admission.

5. Action to be taken

You will find enclosed a Form of Proxy for use in connection with the General Meeting. The Form of Proxy should be completed in accordance with the instructions printed thereon, whether or not you intend to be present at the General Meeting, and returned to the Company's registrars, Neville Registrars of Neville House, 18 Laurel Lane, Halesowen B63 3DA as soon as possible and in any event so that it is received not later than 12.00 noon. on Wednesday 20 February 2013. Completion and return of the Form of Proxy will not prevent you from attending the General Meeting and voting in person, if you so wish.

A copy of the draft New Articles is available for inspection at the Company's registered office during normal business hours from the date of this letter until the date of the General Meeting and can also be downloaded from the Company's website, being www.friplc.com.

6. Recommendation

The Directors unanimously recommend that shareholders vote in favour of the Resolutions at the General Meeting as they intend to do in respect of their own beneficial holdings of 30,462,937 ordinary shares in aggregate, representing 38.68% per cent. of the Company's issued share capital.

Yours faithfully

Ric Piper

Non-executive Chairman

Frontier Resources International plc
*(Incorporated in England and Wales under the Companies Act 1985
with registered number 06573154)*

(the “Company”)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held at Staple Court, 11 Staple Inn Buildings, London WC1V 7QH at 12.00 noon on 21 February 2013 to consider, and if thought fit, pass the following resolutions as an Ordinary Resolution and Special Resolutions (as designated below):

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act 2006 (“**2006 Act**”), the directors of the Company (“**Directors**”) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company with the meaning of that section on and subject to such terms as the Directors may determine up to an aggregate nominal amount of £3,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 June 2013 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

2. THAT, subject to and conditional upon the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to:
 - 2.1 the allotment of equity securities in connection with an offer of such securities to holders of Ordinary Shares where the equity securities for which Ordinary Shares are respectively entitled to subscribe are proportionate (as nearly as may be) to the respective number of Ordinary Shares held by them, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and
 - 2.2 the allotment (otherwise than under paragraph 2.1 above) of equity securities up to an aggregate nominal value of £3,000,000.
3. THAT, subject to and conditional upon the passing of resolutions 1 and 2 and upon admission of the Company’s shares on AIM (a market operated by the London Stock Exchange), the draft regulations produced to the meeting and, for the purposes of identification, attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

By order of the Board

Ric Piper
Director

1 February 2013

Registered Office:
Staple Court,
11 Staple Inn Buildings,
London WC1V 7QH

Notes

1. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those members registered in the Register of Members of the Company at 6.00 p.m. on 19 February 2013 (or if the General Meeting is adjourned, members entered on the Register of Members of the Company not later than 48 hours before the time fixed for the adjourned General Meeting) shall be entitled to attend and vote at the General Meeting in respect of the number of Ordinary Shares registered in their name at that time. Changes to the entries on the Register of Members of the Company after 6.00 p.m. on 19 February 2013 shall be disregarded in determining the rights of any person to attend or vote at the meeting.

2. All members are entitled to attend the General Meeting in respect of the Resolutions contained in this Notice.

3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend, speak and vote at the meeting. A proxy need not be a member of the Company. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting or any adjournment thereof in person.

4. A form of proxy is attached and to be valid must be completed and lodged with the Registrars of the Company, Neville Registrars of Neville House, 18 Laurel Lane, Halesowen B63 3DA not later than 24 hours before the time appointed for the meeting or for any adjournment thereof together with, if appropriate, the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority.

5. In the case of joint holders, the signature of only one of the joint holders is required on the form of proxy but the vote of the first named on the Register of Members of the Company will be accepted to the exclusion of the other joint holders.

6. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic appointment services may do so for the meeting and any adjournment of the meeting by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

7. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID) by 12.00 noon on 19 February 2013. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

8. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

9. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

11. To appoint more than one proxy you may photocopy the proxy form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.