

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

| | |
|------------------------------------|-----------------------|
| Name of entity | ABN/ARSN |
| CARNARVON PETROLEUM LIMITED | 60 002 688 851 |

We (the entity) give ASX the following information.

Information about buy-back

| | | |
|---|--|--|
| 1 | Type of buy-back | Employee Share Scheme buy back |
| 2 | +Class of shares/units which is the subject of the buy-back (eg, ordinary/preference) | Ordinary Shares |
| 3 | Voting rights (eg, one for one) | One vote for each fully paid share |
| 4 | Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding) | Fully Paid |
| 5 | Number of shares/units in the +class on issue | 937,257,700 |
| 6 | Whether shareholder/unitholder approval is required for buy-back | Shareholder approval is not required. |
| 7 | Reason for buy-back | The ordinary shares have been bought back due to former employees no longer being entitled to the shares in Accordance with Terms and Conditions of the Carnarvon Employee Share Plan. |

⁺ See chapter 19 for defined terms.

| | | |
|---|---|-----|
| 8 | Any other information material to a shareholder's/unitholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>) | Nil |
|---|---|-----|

On-market buy-back

| | | |
|---|---|-----|
| 9 | Name of broker who will act on the company's behalf | N/A |
|---|---|-----|

| | | |
|----|--------------------|--|
| 10 | Deleted 30/9/2001. | |
|----|--------------------|--|

| | | |
|----|---|-----|
| 11 | If the company/trust intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage. | N/A |
|----|---|-----|

| | | |
|----|---|-----|
| 12 | If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention | N/A |
|----|---|-----|

| | | |
|----|--|-----|
| 13 | If the company/trust intends to buy back shares/units if conditions are met - those conditions | N/A |
|----|--|-----|

Employee share scheme buy-back

| | | |
|----|---|-----------|
| 14 | Number of shares proposed to be bought back | 2,474,199 |
|----|---|-----------|

| | | |
|----|--------------------------------|--|
| 15 | Price to be offered for shares | \$0.143 for 1,550,699 shares (price at 24 April 2007) \$0.701 for 137,500 shares (price at 7 January 2008) \$0.522 for 250,000 shares (price at 24 Dec 2009) \$0.444 for 236,000 shares (price at 10 Dec 2010) \$0.150 for 300,000 shares (price at 11 Jan 2012) |
|----|--------------------------------|--|

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back
- 17 Number of shares proposed to be bought back
- 18 Price to be offered for shares

Equal access scheme

- 19 Percentage of shares proposed to be bought back
- 20 Total number of shares proposed to be bought back if all offers are accepted
- 21 Price to be offered for shares
- 22 ⁺Record date for participation in offer
Cross reference: Appendix 7A, clause 9.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:



Company Secretary

Date: 18 February 2013

Print name: Thomson Naude

⁺ See chapter 19 for defined terms.