



13<sup>th</sup> May, 2016

Dear Shareholder:

The Annual General Meeting of Avance Gas Holding Ltd (the "**Company**") will be held 3<sup>rd</sup> June, 2016 at 10.00am at the registered office of the Company at Thistle House, 4 Burnaby Street, Hamilton HM 11, Bermuda.

The matters to be addressed at the Annual General Meeting are identified in the attached Notice.

We direct your attention to Items (1) of the Agenda for the Annual General Meeting. The Board of Directors invites the Annual General Meeting to re-elect the six existing Directors.

We also direct your attention to Item (3) of the Agenda for the Annual General Meeting, namely the election of Independent Auditors for the Company. The Audit Committee of the Company's Board of Directors is charged with the responsibility to recommend the appointment of the Company's external auditors. In this connection, the Audit Committee has recommended and the Board of Directors has proposed that PricewaterhouseCoopers AS, Oslo, be appointed as the Independent Auditors of the Company. Consistent with the Company's Bye-Laws, we also request that the Board of Directors be authorized to fix the remuneration of PricewaterhouseCoopers AS.

Finally, we draw your attention to Item (4) of the Agenda for the Annual General Meeting, which proposes that the quorum for a general meeting of the Company be reduced, from a minimum of 33% of the Company's shareholders, to two shareholders present in person or by proxy, as permitted by Bermuda law.

Enclosed with this mailing is the Notice of Annual General Meeting of the Company, together with a Voting Direction for your Common Shares to be represented at the Annual General Meeting. For the 2015 Annual Report, including the 2015 Consolidated Financial Statements, please refer to our website [www.avancegas.com](http://www.avancegas.com). The 2015 Annual Report includes the Independent Auditors' report relating thereto. Holders of record of Common Shares at the close of business on 30<sup>th</sup> May, 2016 will be entitled to vote at the Annual General Meeting.

To ensure your Common Shares are voted at the Annual General Meeting, please promptly sign, date and return the enclosed Proxy Card to DNB Bank ASA, Registrars Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway or if delivery by hand to DNB Bank ASA, Registrars Dept., Dronning Eufemias gate 30, 0191 Oslo, Norway or by pdf copy to: [vote@dnb.no](mailto:vote@dnb.no) not later than 31<sup>st</sup> May, 2016 12:00 hours Central European Time so that it will be received in time.

**Avance Gas**

The Company's Board of Directors recommends that you vote in favor of the matters to be considered at the meeting.

Sincerely,



Niels G. Stolt-Nielsen

Chairman of the Board of Directors

Registered Office: Thistle House, 4 Burnaby Street, Hamilton HM 11, Bermuda

