

21 December 2010

**Heritage Oil Plc  
(the "Company")**

**Holding(s) in Company**

TR-1: NOTIFICATION OF MAJOR INTERESTS IN SHARES<sup>i</sup>

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:<sup>ii</sup>

Heritage Oil Plc

2. Reason for the notification:

An acquisition or disposal of voting rights

3. Full name of person(s) subject to the notification obligation:<sup>iii</sup>

FMR LLC

4. Full name of shareholder(s) (if different from 3):<sup>iv</sup>

FMR LLC is the parent holding company of Fidelity Management & Research Company (FMRCO), investment manager for US mutual funds, and FIL Management Trust Company (FMTC) and Pyramis Global Advisors Trust Company (PGATC), a US state chartered bank which acts as a trustee or investment manager of various pension and trust accounts and Pyramis Global Advisors LLC (PGALLC).

5. Date of the transaction and date on which the threshold is crossed or reached:<sup>v</sup>

16 December 2010

6. Date on which issuer notified:

20 December 2010

7. Threshold(s) that is/are crossed or reached:<sup>vi, vii</sup>

5%

8. Notified details:

| A: Voting rights attached to shares <sup>viii, ix</sup> |  |                         |  |                         |                        |                                 |          |
|---|--|-------------------------|--|-------------------------|------------------------|---------------------------------|----------|
| Class/type of shares if possible using the ISIN CODE    | Situation previous to the Triggering transaction |                         | Resulting situation after the triggering transaction |                         |                        |                                 |          |
|   | Number of Shares                                 | Number of Voting Rights | Number of shares                                     | Number of voting rights |                        | % of voting rights <sup>x</sup> |          |
|   |  |                         | Indirect   | Direct <sup>xi</sup>    | Indirect <sup>xi</sup> | Direct                          | Indirect |
| JE00B2Q4TN56  | 13,820,345                                       | 13,820,345              | 14,595,571   |                         | 14,595,571             |                                 | 5.07 %   |

| B: Financial Instruments                             |                                 |  |   |                    |
|--|---------------------------------|--|---|--------------------|
| Resulting situation after the triggering transaction |                                 |  |   |                    |
| Type of financial instrument                         | Expiration date <sup>xiii</sup> | Exercise/ Conversion Period/ Date <sup>xiv</sup> | Number of voting rights that may be acquired if the instrument is exercised/ converted. | % of voting rights |
|  |                                 |  |   |                    |

| C: Financial Instruments with similar economic effect to Qualifying Financial Instruments <sup>xv,xvi</sup> |                |                                 |  |  |                                      |       |
|---|----------------|---------------------------------|--|--|--------------------------------------|-------|
| Resulting situation after the triggering transaction  |                |                                 |  |  |                                      |       |
| Type of financial instrument  | Exercise price | Expiration date <sup>xvii</sup> | Exercise/ Conversion period <sup>xviii</sup> | Number of voting rights instrument refers to | % of voting rights <sup>xix,xx</sup> |       |
|   |                |                                 |  |  | Nominal                              | Delta |
|   |                |                                 |  |  |                                      |       |

| Total (A+B+C)           |                    |
|-------------------------|--------------------|
| Number of voting rights | % of voting rights |
| 14,595,571              | 5.07%              |

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: <sup>xxi</sup>

| SHARES HELD | NOMINEE                        | MANAGEMENT COMPANY |
|-------------|--------------------------------|--------------------|
| 225,200     | BANK OF NEW YORK               | FMRCO              |
| 425,712     | BROWN BROTHERS HARRIMAN AND CO | FMR                |
| 491,835     | BROWN BROTHERS HARRIMAN AND CO | FMRCO              |
| 62,000      | BROWN BROTHERS HARRIMAN AND CO | PTC                |
| 286,000     | CITIBANK NA                    | FMRCO              |
| 154,444     | JP MORGAN CHASE BANK           | FMR                |
| 9,459,928   | JP MORGAN CHASE BANK           | FMRCO              |
| 135,727     | JPMORGAN CHASE BANK            | FMR                |
| 116,000     | MELLON BANK N.A                | FMRCO              |
| 102,900     | MELLON BANK N.A.               | FMTC               |
| 94,200      | MELLON BANK N.A.               | PTC                |
| 33,000      | NORTHERN TRUST CO              | FMRCO              |
| 33,300      | NORTHERN TRUST CO              | FMTC               |
| 181,200     | STATE STREET BANK AND TR CO    | FMR                |
| 354,425     | STATE STREET BANK AND TR CO    | FMRCO              |
| 527,916     | STATE STREET BANK AND TR CO    | FMTC               |
| 112,600     | STATE STREET BANK AND TR CO    | PTC                |
| 135,900     | STATE STREET BANK AND TR CO    | PGATC              |
| 171,723     | CIBC MELLON TRUST (C)          | FCL                |
| 311,242     | CITIBANK NA (C)                | FMR                |
| 107,800     | MELLON BANK NA (C)             | PTC                |
| 1,072,519   | NORTHERN TRUST CO (C)          | FMR                |

Proxy Voting:

10. Name of the proxy holder:

FMR LLC

11. Number of voting rights proxy holder will acquire:

775,226

12. Date on which proxy holder will acquire voting rights:

16 December 2010

13. Additional information:

Please note that 11,700 shares of the increase were due to an in-kind transfer

14. Contact name:

Shaheen Hussain

15. Contact telephone number:

fil-reporting@fil.com  
01737 837149

- ENDS -

Enquiries

Heritage Oil Plc

Paul Atherton

+44 1534 835 400