

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action to take you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent adviser authorised pursuant to the Financial Services and Markets Act 2000.

If you have sold or transferred your Ordinary Shares in D1 Oils plc, please send this document, together with the accompanying documents, immediately to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have transferred only part of your holding of Ordinary Shares you should immediately consult the stockbroker, bank or other agent through whom the sale or transfer was effected.

D1 Oils plc

(Incorporated and registered in England and Wales under number 05212852)

Registered Office:

1 Park Row
Leeds
United Kingdom
LS1 5AB

Directors:

Brian Myerson - Non-executive Chairman
Ben Good - Chief Executive Officer &
Finance Director
Martin Jarvis - Operations Director
Dr Henk Joos - Plant Science Director
Moir Black - Non-executive Director
Barclay Forrest - Non-executive Director

To: *D1 Oils plc's shareholders, optionholders and members of the Company's employee incentive schemes*

Dear Shareholder,

D1 Oils plc (the "Company") announced on Thursday 12 November 2009 that the Company was in discussions which may or may not lead to an offer being made for the Company. The full text of this announcement is reproduced below.

Yours sincerely



Ben Good

Chief Executive Officer & Finance Director

D1 Oils plc
("D1 Oils" or the "Company")

Share Price Movement

The Company notes the recent share price movement and confirms that it is in receipt of a number of preliminary and conditional approaches in relation to possible corporate transactions involving the Company including one which may or may not lead to an offer being made for the issued and to be issued share capital of the Company.

The Company is therefore deemed to be in an Offer Period for the purposes of the Takeover Code.

In accordance with Rule 2.10 of the City Code on Takeovers and Mergers (the "Takeover Code"), the Company announces that it has 126.625 million ordinary shares of 1.00 pence each in issue and admitted to trading on the AIM market of the London Stock Exchange plc. The International Securities Identification number for the ordinary shares is GB00B02QN409.

For further information please contact:

D1 Oils plc Ben Good, Chief Executive Officer	+ 44 (0) 20 7367 5600
Piper Jaffray Ltd. Michael Covington	+ 44 (0) 20 3142 8700
Brunswick Group Camilla Gore, Kevin Byram	+ 44 (0) 20 7404 5959

Piper Jaffray Ltd., which is authorised and regulated by the Financial Services Authority, is acting exclusively for D1 Oils and for no-one else in connection with the matters referred to in this announcement and will not be responsible to anyone other than D1 Oils for providing the protections afforded to customers of Piper Jaffray Ltd. nor for giving advice in relation to the matters referred to in this announcement.

Dealing Disclosure Requirements

Under the provisions of Rule 8.3 of the City Code on Takeovers and Mergers (the "Code"), if any person is, or becomes, "interested" (directly or indirectly) in 1% or more of any class of "relevant securities" of D1 Oils, all "dealings" in any "relevant securities" of D1 Oils (including by means of an option in respect of, or a derivative referenced to, any such "relevant securities") must be publicly disclosed by no later than 3.30 pm (London time) on the London business day following the date of the relevant transaction. This requirement will continue until the date on which the offer becomes, or is declared, unconditional as to acceptances, lapses or is otherwise withdrawn or on which the "offer period" otherwise ends. If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire an "interest" in "relevant securities" of D1 Oils, they will be deemed to be a single person for the purpose of Rule 8.3.

Under the provisions of Rule 8.1 of the Code, all "dealings" in "relevant securities" of D1 Oils by D1 Oils or by any of its "associates", must be disclosed by no later than 12.00 noon (London time) on the London business day following the date of the relevant transaction.

A disclosure table, giving details of the companies in whose "relevant securities" "dealings" should be disclosed, and the number of such securities in issue, can be found on the Takeover Panel's website at www.thetakeoverpanel.org.uk.

"Interests in securities" arise, in summary, when a person has long economic exposure, whether conditional or absolute, to changes in the price of securities. In particular, a person will be treated as having an "interest" by virtue of the ownership or control of securities, or by virtue of any option in respect of, or derivative referenced to, securities.

Terms in quotation marks are defined in the Code, which can also be found on the Panel's website. If you are in any doubt as to whether or not you are required to disclose a "dealing" under Rule 8, you should consult the Panel.