



Harbour Energy

Harbour Energy plc 2025 Annual General Meeting

When:
10:00am Thursday
8 May 2025

Where:
151 Buckingham Palace Road
London SW1W 9SZ

Shareholder Reference Number:

27 March 2025

Dear Shareholder

The Harbour Energy plc 2025 Annual General Meeting (AGM) will be held at 151 Buckingham Palace Road, London SW1W 9SZ at 10:00am on Thursday 8 May 2025.

You can appoint another person (a proxy) to attend, speak and/or vote at the AGM on your behalf. Regardless of whether or not you intend to attend the AGM in person, we strongly encourage you to appoint the Chair of the Meeting to act as your proxy to ensure your vote is counted. Details of how to appoint a proxy are set out on the attached Proxy Card.

You can find full details of the resolutions to be proposed for approval at the AGM, with explanatory notes, in the 2025 Notice of Meeting which is available to view online at harbourenergy.com. Please read the notes on the back of the AGM Proxy Card before completing it.

Please note that no presentations on the company's business will be given at the Meeting and no refreshments will be available. Instead, the Board has arranged for a presentation to be made available on the company's website at harbourenergy.com on the morning of 8 May 2025.

The directors will be available at the AGM to take questions relevant to the business of the Meeting. If you would like to submit questions ahead of the Meeting, instructions on how to do so are set out in the 2025 Notice of Meeting.

Our share registrar, Equiniti, must receive your online or postal proxy appointment and voting instructions by 10:00am on Tuesday 6 May 2025 to ensure your vote is counted.

Rachel Rickard
Company Secretary

AGM Proxy Card

Shareholder Reference Number

I/We being (a) member(s) of the above named company hereby appoint the Chair of the Meeting or the following person:

NameNo. of shares

(see note 4)

as my/our proxy to exercise all or any of my/our rights to attend and to speak and vote for me/us and on my/our behalf at the Annual General Meeting of the company to be held at 10:00am on Thursday 8 May 2025 and at any adjournment thereof. I/We direct my/our proxy to vote (or withhold my/our vote) on each of the resolutions referred to in the Notice of AGM as indicated with an X in the appropriate boxes below.

☐ Please tick here if this proxy appointment is one of multiple appointments being made.

Please indicate your vote by marking with an X in the appropriate boxes in black ink below how you wish to vote on each resolution. If you wish to abstain on any particular resolution, you can use the 'Withheld' option. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

Ordinary resolutions	For	Against	Withheld	Ordinary resolutions	For	Against	Withheld
1. Receive the 2024 Annual Report & Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. Reappoint Ernst & Young LLP as Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. Authorise the Audit and Risk Committee to set the Auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approve the Directors' Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20. Authorise political donations and expenditure	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approve new LTIP rules	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21. Authorise the directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approve GESPP rules	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	22. Approval of the Rule 9 waiver	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Approve a final dividend of 13.19 cents per share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	23. Approve the increase to the limit on non-executive director fees under the articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-elect R. Blair Thomas as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Special resolutions	For	Against	Withheld
8. Re-elect Linda Z. Cook as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
9. Re-elect Alexander Krane as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
10. Re-elect Simon Henry as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
11. Re-elect Belgacem Chariag as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
12. Re-elect Louise Hough as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	24. Disapplication of pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Re-elect Alan Ferguson as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	25. Further disapplication of pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Re-elect Margareth Øvrum as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	26. Authorise the company to purchase its own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Re-elect Anne L. Stevens as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	27. Authorise the company to make off-market purchases of own shares from BASF	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. Elect Dirk Elvermann as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	28. Authorise the company to call general meetings on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. Elect Hans-Ulrich Engel as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

SignatureDate


AGM Proxy Card Notes

- Our share registrar, Equiniti, must receive your online or postal proxy appointment and voting instructions by 10:00am on Tuesday 6 May 2025 to ensure your vote is counted.
1. You can register your proxy appointment and voting instructions by going to Equiniti’s Shareview website shareview.co.uk and logging in to your Shareview Portfolio. To register for a Shareview Portfolio, go to shareview.co.uk and enter the requested information.
 2. If you want to appoint your proxy by post, complete this Card in black ink, sign and date it and then return it to Equiniti, using the return-addressed envelope provided.
 3. If you do not indicate how your proxy is to vote on a particular resolution, your proxy can decide whether, and how, you vote. Your proxy can vote, or abstain from voting, as they decide on any other business which may validly come before the AGM.
 4. All the shares registered in your name will be cast in accordance with your instructions if you leave the ‘number of shares’ box blank. Alternatively, please indicate in the box the shares you would like the Chair of the Meeting to vote on your behalf (this should not exceed the number of shares held by you).
 5. Before returning this Card, please sign and date it, and initial any alterations. In the case of joint holders, any one of you may sign. If someone signs on your behalf, they must return with this Card the authority under which it is signed (or a copy of the authority certified by a solicitor or notary).
 6. Where it is a company appointing the proxy, this Card must either be sealed, or signed by an officer of the company or an authorised attorney, and returned with the appropriate authority or power of attorney.
 7. If your address is outside the UK, you should reply using the return-addressed envelope provided. If you live in a country covered by the International Business Reply Service, we have prepaid the postage on the envelope. If you live outside the countries covered by the International Business Reply Service, you will need to pay postage.
 8. CREST members may appoint their proxy using the CREST system. If you are an institutional investor you may be able to appoint a proxy electronically via the Proximity platform. Please refer to the notes in the Notice of Meeting 2025 available online at harbourenergy.com.



Venue:
151 Buckingham Palace Road
London SW1W 9SZ

You can submit your AGM proxy appointment and voting instructions:

 **ONLINE** (see note 1)
Scan the QR code below.



 **BY POST** (see note 2)

 **Via CREST** (see note 8)

Have you received your dividends?

Harbour Energy plc pays dividends directly into shareholder bank accounts. If you have not yet provided our registrar, Equiniti, with your bank or building society account details, your final dividend payment for the year ended 31 December 2024 will be retained on your behalf, until it can be paid to you electronically.


Can I reinvest my dividends instead? Instead of receiving dividend payments you may wish to build up your shareholding in Harbour Energy plc by reinvesting future dividends to purchase further Harbour Energy plc shares. The Dividend Reinvestment Plan is a convenient, easy and cost effective way to do this. Please visit shareview.co.uk/info/drip for more information and a DRIP application form. Terms, conditions and fees apply.


Please note: To have any retained dividends paid to you as cash you will still need to provide your bank or building society details to Equiniti, even if you wish to join the DRIP for future dividend payments.

What if I do nothing? If you take no action you will not receive any Harbour Energy plc dividend payments until we receive your bank or building society account details.

You can provide your details:

 **ONLINE**
Log on or register for an Equiniti Shareview Portfolio at shareview.co.uk.

 **BY PHONE**
If you are a sole holder with 2,500 shares or fewer you can provide your nominated account details by contacting Equiniti on +44 (0) 371 384 2030. Lines are open 08:30 to 17:30 (UK time) Monday to Friday (excluding public holidays in England and Wales).

 **BY POST**
Simply complete the form below, detach this page from the Proxy Card opposite, and send it to Equiniti using the return-addressed envelope provided.

Bank mandate form

Payments direct to your bank/building society account:

+

3597-0016

Shareholder Reference Number:

Name:

Sort code:

-

-

Account number:

Building society reference or roll number (if applicable):

Please forward, until further notice, all dividends or interest that may from time to time become payable to me/us in respect of any shares or stock held in Harbour Energy plc to the above nominated bank or building society, or to such other branch of the organisation as the bank or building society may from time to time request. Compliance with this request will discharge the company’s liability in respect of such dividends or other monies.

All registered holders must sign to confirm this instruction

Signature

Signature

Signature

Signature

☐ Please mark this box if signing on behalf of the shareholder as power of attorney or other authority.