

THE COMPANIES ACT 2006
PUBLIC COMPANY LIMITED BY SHARES
CAIRN ENERGY PLC
(Registered in Scotland No: SC226712)
GENERAL MEETING RESOLUTIONS
(Passed on 8 January 2021)

At the General Meeting of Cairn Energy PLC (the “**Company**”) duly convened and held at the Company’s Head Office at 50 Lothian Road, Edinburgh EH3 9BY at 9am on Friday, 8 January 2021, the following resolutions were passed as ordinary resolutions:

Ordinary resolutions

1. THAT, subject to completion having occurred under the sale and purchase agreement dated 4 September 2020 between Capricorn Senegal Limited, Woodside Energy (Senegal) B.V., and the Company, and otherwise conditional on and with effect from the admission of the New Ordinary Shares (as defined in sub-paragraph (b) of this Resolution) to the premium segment of the Official List of the Financial Conduct Authority and to trading on the main market for listed securities of the London Stock Exchange plc:

- (a) the intended payment of 32 pence per ordinary share of $\frac{231}{169}$ pence as an interim dividend in respect of the financial year ending 31 December 2021 be authorised; and
- (b) each holding of ordinary shares of $\frac{231}{169}$ pence in the capital of the Company in issue as at 6.00 p.m. on 8 January 2021 (or such other time and/or date as the directors of the Company (the “**Directors**” or the “**Board**”) may determine) (the “**Record Time**”) be, at the discretion of the Board (or a duly appointed committee thereof), consolidated and divided into such number of ordinary shares in the capital of the Company of such nominal value as is determined by the Board (or a duly appointed committee thereof) prior to the date of the Return of Cash (the “**New Ordinary Shares**”) provided that:
 - (i) where such consolidation and division results in a member being otherwise entitled to a fraction of a New Ordinary Share, such fraction shall be aggregated with the fractions of a New Ordinary Share to which other members of the Company may be entitled into New Ordinary Shares; and
 - (ii) the Directors be authorised to sell (or appoint any other person to sell), on behalf of the relevant members, all the New Ordinary Shares representing such fractions at the best price reasonably obtainable, and to distribute the proceeds of sale (net of expenses) to charities chosen by the Directors, and that any Director (or any person appointed by the Directors) be authorised to execute an instrument of transfer in respect of such shares on behalf of the relevant members and to do all acts and things the Directors consider necessary or desirable to effect the transfer of such shares;

2. THAT, subject to Resolution 1 set out above being passed and becoming effective, the amendments to the rules of the Cairn Energy PLC Long Term Incentive Plan (2017) (the “**2017 LTIP**”) that are (i) summarised in paragraph 5 of Part I of the circular dated 17 December 2020 and sent by the Company to its shareholders; and (ii) contained in the amended rules of the 2017 LTIP produced in draft to the meeting and initialled by the Chairman for the purpose of identification, be approved and the directors of the Company be authorised to do all such acts and things as they consider necessary or appropriate to carry the same into effect.

By order of the Board,



Signed.....

Anne McSherry, Company Secretary