

TULLOW OIL PLC

(Registered Number: 03919249)

(the "Company")

NOTICE OF THE PASSING OF CERTAIN RESOLUTIONS

Notice is hereby given that at the General Meeting of the Company, duly convened and held at the Company's registered office, 9 Chiswick Park, 566 Chiswick High Road, London W4 5XT on 5 April 2017 at 11.00 a.m., the following resolutions were passed:

ORDINARY RESOLUTIONS

1. THAT the proposed issue by way of rights of 466,925,724 new ordinary shares of 10 pence each in the capital of the Company at an issue price of 130 pence per new ordinary share (the "**Rights Issue**"), as described in the combined prospectus and circular published by the Company on 17 March 2017, be and is hereby approved and the board of directors of the Company (the "**Board**") (or any duly appointed committee thereof) be and is hereby directed to implement the Rights Issue and is generally and unconditionally authorised to take all necessary, expedient or desirable steps and to do all necessary, expedient or desirable things to implement or complete, or to procure the implementation or completion of, the Rights Issue and to give effect thereto with such modifications, variations, revisions, waivers or amendments (not being modifications, variations, revisions, waivers or amendments of a material nature) as the Board (or any duly appointed committee thereof) may deem necessary, expedient or desirable in connection with the Rights Issue.
2. THAT subject to the passing of resolution 1 set out in the notice of General Meeting of the Company dated 17 March 2017 ("**Resolution 1**") and in addition to all existing authorities, the directors of the Company be and are hereby generally and unconditionally authorised, pursuant to and in accordance with section 551 of the Companies Act 2006, as amended (the "**Act**"), to exercise all the powers of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £46,692,572.40 pursuant to or in connection with the Rights Issue (as defined in Resolution 1), such authority to expire on the date falling three months after the passing of this resolution (save that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or rights to be granted after such expiry and the directors of the Company may allot shares or grant rights to subscribe for or convert any security into shares pursuant to any such offer or agreement as if such authority had not expired).

SPECIAL RESOLUTION

3. THAT subject to the passing of resolution 1 ("**Resolution 1**") and resolution 2 ("**Resolution 2**") set out in the notice of General Meeting of the Company dated 17 March 2017 and in addition to all existing authorities, the directors of the Company be and are hereby empowered, pursuant to section 571 of the Companies Act 2006, as amended (the

"Act") and the authorities conferred on the directors of the Company by Resolution 1 and Resolution 2, to allot up to 466,925,724 ordinary shares of 10 pence each in the capital of the Company in connection with the Rights Issue (as defined in Resolution 1) for cash as if section 561 of the Act did not apply to such allotment, such authority to expire on the date falling three months after the passing of this resolution (save that the Company may before such expiry make any offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to any such offer or agreement as if the authority had not expired).



Kevin Massie
Company Secretary
5 April 2017