

**THE COMPANIES ACT 2006**  
**PUBLIC COMPANY LIMITED BY SHARES**  
**ENQUEST PLC**

At a general meeting of EnQuest PLC (the "**Company**") duly convened and held on 23 July 2021, the following resolutions were passed of which resolutions 1, 2 and 4 were passed as ordinary resolutions and resolution 3 was passed as a special resolution.

**ORDINARY RESOLUTIONS**

1. That, subject to and conditional upon the passing of resolution 4 set out below, the proposed acquisition of North Sea (Golden Eagle) Resources Ltd to be effected by the Company as described in the combined circular and prospectus to shareholders of the Company dated 30 June 2021 of which the Notice convening this General Meeting forms part (the "**Combined Circular and Prospectus**"), on the terms and subject to the conditions of the Acquisition (as defined in the Combined Circular and Prospectus) and the associated and ancillary arrangements contemplated by the Acquisition, be approved, and the directors of the Company (the "**Directors**") be authorised to take all such steps as may be necessary, expedient or desirable in relation thereto and to carry the same into effect with such modifications, variations, revisions, waivers or amendments (providing such modifications, variations, revisions, waivers or amendments do not materially change the terms of the proposed acquisition for the purposes of Financial Conduct Authority's Listing Rule 10.5.2) to such agreements or any documents relating thereto as they shall deem necessary, expedient or desirable.
  
2. That, subject to and conditional upon Admission (as defined in the Combined Circular and Prospectus of which the Notice convening this General Meeting forms part), the Directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "**Act**"), to exercise all the powers of the Company to allot shares and grant rights to subscribe for, or convert any security into, shares:
  - (a) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £31,432,072.32 (such amount to be reduced by the nominal amount allotted or granted under below in excess of such sum); and
  
  - (b) comprising equity securities (as defined in section 560 of the Act) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £62,864,144.63 (such amount to be reduced by any allotments or grants made under (a) above) in connection with or pursuant to an offer by way of a rights issue in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment (and holders of any other class of equity securities entitled to participate therein or if the Directors consider it necessary, as permitted by the rights of those securities), but subject to such exclusions or other arrangements as the Directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever,

these authorisations to expire at the conclusion of the next Annual General Meeting of the Company (or if earlier on 30 June 2022), (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 subscribe to be granted after such expiry and the Directors may allot shares, or grant rights to subscribe for or to convert any security into shares, in pursuance of any such offer

or agreement as if the authorisations conferred hereby had not expired). These authorisations are in addition and without prejudice to the existing authorities under section 551 of the Act but, upon these authorisations becoming effective, shall be in substitution for any other authorities previously granted under section 551 of the Act.

4. That the proposed participation of Double A Limited in the Firm Placing and Placing (as defined in the Combined Circular and Prospectus of which the Notice convening this General Meeting forms part), being "a Related Party Transaction" for the purposes of the Financial Conduct Authority's Listing Rules, be approved.

#### **SPECIAL RESOLUTION**

3. That, subject to and conditional upon Admission (as defined in the Combined Circular and Prospectus of which the Notice convening this General Meeting forms part), the Directors be given power pursuant to sections 570(1) and 573 of the Act to:

- (a) allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authorisation conferred by resolution 2 set out in the Notice convening this General Meeting; and
- (b) sell ordinary shares (as defined in section 560(1) of the Act) held by the Company as treasury shares for cash,

as if section 561 of the Act did not apply to any such allotment or sale, provided that this power shall be limited to the allotment of equity securities for cash and the sale of treasury shares:

- (i) in connection with or pursuant to an offer of or invitation to acquire equity securities (but in the case of the authorisation granted under resolution 2(b), by way of a rights issue only) in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment or sale but subject to such exclusions or other arrangements as the Directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever; and
- (ii) in the case of the authorisation granted under resolution 2(a) above (or in the case of any sale of treasury shares), and otherwise than pursuant to paragraph (i) of this resolution, up to an aggregate nominal amount of £4,714,810.85,

and shall expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier, on 30 June 2022), save that the Company may before such expiry make any offer or agreement that would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities, or sell treasury shares in pursuance of any such offer or agreement as if the power conferred hereby had not expired.

  
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Chairman

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