

No. 05450950

THE COMPANIES ACT 2006
PUBLIC COMPANY LIMITED BY SHARES

SERICA ENERGY PLC

At the Annual General Meeting (AGM) of Serica Energy Plc (the "**Company**") duly convened and held at 12:00 p.m. on Thursday, 29 June 2023 at the offices of Peel Hunt LLP, 100 Liverpool Street, London, EC2M 2AT the following resolutions were passed.

1 ORDINARY RESOLUTIONS

10. to declare a final dividend of 14p per ordinary share in respect of the year ended 31 December 2022 as recommended by the Board of Directors.
11. that the Directors be and they are hereby 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 in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company:
- i. up to an aggregate nominal amount of US\$12,646,281; and
 - ii. in addition to the amount referred to in paragraph (i) above, up to a further aggregate nominal amount of US\$12,646,281 in connection with or pursuant to an offer by way of a rights issue to: (a) holders of ordinary shares made in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date that the Directors may determine for such allotment, and (b) holders of any other class of equity securities (within the meaning of section 560 of the Act) 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,

provided that this authority shall expire on 30 June 2024 or, if earlier, at the conclusion of the Annual General Meeting of the Company in 2024, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require shares to be allotted or rights to be granted after such expiry and the Directors shall be entitled to allot shares or grant rights to subscribe for or convert any security into shares in the Company pursuant to any such offer or agreement as if this authority had not expired.

2 SPECIAL RESOLUTION

12. That, subject to the passing of Resolution 11, the Directors be and they are hereby empowered pursuant to section 570 and section 573 of the Companies Act 2006 (the

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"Act") to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by Resolution 11 or sell ordinary shares held by the Company as treasury shares for cash as if section 561(1) of the Act did not apply to such allotment or sale provided that this power shall be limited to the allotment of equity securities and the sale of treasury shares:

- i. in connection with an issue or offer of or invitation to acquire equity securities (but, in the case of the authority granted under paragraph (ii) of Resolution 11, by way of a rights issue only) in favour of holders of ordinary shares in proportion (as nearly as may be practicable) to the respective numbers of ordinary shares held by them on the record date for such allotment or sale (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 deem necessary or expedient 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 authority granted under paragraph (i) of Resolution 11 above (or in the case of any sale of treasury shares) and otherwise than pursuant to paragraph (i) of this Resolution 12 above up to an aggregate nominal amount of US\$3,832,206,

provided that this authority shall expire on 30 June 2024 or, if earlier, at the conclusion of the Annual General Meeting of the Company in 2024, save that the Company may before such expiry make any offer or agreement which 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 such offer or agreement as if this power had not expired.

13. That, the Company is generally and unconditionally authorised for the purposes of section 701 of the Companies Act 2006 (the "Act") to make market purchases (within the meaning of section 693(4) of the Act) of any of its ordinary shares of US\$0.10 each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine provided that:

- i. the maximum aggregate number of ordinary shares which may be purchased is 38,322,063;
- ii. the minimum price (exclusive of expenses) which may be paid for each ordinary share is US\$0.10; and
- iii. the maximum price (exclusive of expenses) which may be paid for each ordinary share is an amount equal to the higher of:
 - a. 105 per cent of the average middle market quotations for a share of the Company as derived from the AIM Appendix to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which such ordinary share is contracted to be purchased; and

Certified a true copy

Amanda Bateman

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Amanda Bateman

For and on behalf of AMBA SECRETARIES LIMITED