

PRINT OF SPECIAL RESOLUTIONS

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United Oil & Gas Plc

Passed on 20 March 2024

At a general meeting of United Oil & Gas Plc (the "Company") duly convened and held at the offices of Armstrong Teasdale, 38 - 43 Lincoln's Inn Fields, London, WC2A 3PE, at 11:00am on 20 March 2024, the following resolutions were duly passed:

SPECIAL RESOLUTIONS

1: **THAT:**

- (a) every ordinary share of £0.01 each in the capital of the Company in issue at close of business on the date of this General Meeting (the "Existing Ordinary Shares") be sub-divided into one ordinary share of £0.00001 each in the capital of the Company (the "New Ordinary Shares") and one deferred A share of £0.00999 in the capital of the Company (the "Deferred A Shares"), and that each of the New Ordinary Shares and the Deferred A Shares having the rights and being subject to the restrictions set out in the Company's new articles of association proposed to be adopted pursuant to paragraph 1(b) below; and
- (b) the draft new articles of association and for the purposes of identification, initialled by the Chairman be adopted as the new articles of association of the Company in substitution for and to the exclusion of the Company's existing articles of association.

2: **THAT**, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot New Ordinary Shares in the Company and/or grant rights to subscribe for or to convert any security into New Ordinary Shares in connection with:


- a. the Fundraising Shares; and
- b. the Fundraising Warrants and the Broker Warrants.

provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the conclusion of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or to convert any security into New Ordinary Shares in the Company to be granted and the Directors may allot shares or grant rights to subscribe for or to convert any security into New Ordinary Shares in the Company in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

3: THAT, subject to the passing of resolution 2 set out above and in accordance with section 570 and section 573 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) for cash pursuant to the authority conferred by resolution 2 above (and/or to sell Ordinary Shares held by the Company as treasury shares for cash), as if section 561(1) of the CA 2006 did not apply to any such allotment or sale, provided that such power shall be limited to allotments of equity securities and/or the sales of treasury shares:

- (a) in connection with rights issues or open offers to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory; and
- (b) in connection with the Fundraising Shares, Fundraising Warrants and Broker Warrants.

and such power shall expire upon the expiry of the authority conferred by resolution 2 set out above, save that the Directors shall be entitled to make offers or agreements before the expiry of such power 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 any such offer or agreement as if the power conferred by this resolution had not expired.


Company Secretary

20/3/2024
Date