

NOTICE OF GENERAL MEETING

EnQuest PLC

(Registered in England and Wales with registered number 07140891)

NOTICE IS HEREBY GIVEN that a general meeting of EnQuest PLC (the “**Company**”) will be held at Ashurst LLP, London Fruit & Wool Exchange, 1 Duval Square, London, E1 6PW on 23 July 2021 at 9.30 a.m. for the following purposes:

To consider and, if thought fit, to pass the following resolutions, of which resolution 1, resolution 2, resolution 4 and resolution 5 will be proposed as ordinary resolutions and resolution 3 as a special resolution:

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 (b) 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.

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.

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.
5. That the proposed participation of Double A Limited in the Second Lien Financing (as defined in the Combined Circular and Prospectus of which the Notice convening this General Meeting forms part), being a “a Related Party Transaction” for the purposes of the Financial Conduct Authority’s Listing Rules, be approved.

By Order of the Board
Stefan Ricketts
Company Secretary
30 June 2021

Registered Office:
EnQuest PLC
5th Floor Cunard House
15 Regent Street
London
SW1Y 4LR

NOTES:

1. The Board has been closely monitoring the ongoing coronavirus (COVID-19) situation and, on the basis of the UK government's roadmap out of lockdown, the General Meeting has been arranged on the assumption that the Company will be able to be held as an open, physical meeting. If the position changes, the Company will communicate any updates on its website at <https://www.enquest.com/investors/shareholder-information/general-meetings> and, where appropriate, through an announcement to the market, before the General Meeting.
2. The Company will only be required to draw upon the Second Lien Financing in the event that the amount raised by the Capital Raising is less than \$50 million. If the Company does not need to rely on the Second Lien Financing to meet any shortfall in funding, Resolution 5 may be withdrawn.
3. Members entitled to attend and vote at the General Meeting are also entitled to appoint one or more proxies to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder which must be identified on the Form of Proxy. A proxy need not be a shareholder of the company. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice. If you wish your proxy to speak at the meeting, you should appoint a proxy other than the chairman of the meeting and give your instructions to that proxy.
4. You can also vote either:
 - by logging on to www.signalshares.com and following the instructions (see note 6 below);
 - you may request a hard copy form of proxy directly from the registrars, Link Group on +44 (0)371 664 0321. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. and 5.00 p.m., Monday to Friday (excluding public holidays in England and Wales); or
 - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below (see note 8 below).
5. A hard copy form of proxy will not accompany this document as Shareholders are encouraged to appoint a proxy electronically to vote via their Signal Shares account using the link www.signalshares.com, or equivalent. Alternatively, Shareholders may request a hard copy form of proxy by calling the Registrar, Link Group, on +44 (0)371 664 0321. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. The helpline is open between 9.00 a.m. and 5.30 p.m., Monday to Friday, excluding public holidays in England and Wales. Please note that Link Group cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes. If a hard copy form of proxy is requested, it should be completed, signed and delivered to the Company's registrars Link Group or submitted electronically via www.signalshares.com, not later than 48 hours, excluding any day that is not a business day, before the time appointed for holding the General Meeting or any adjourned meeting or, in the case of a poll taken subsequently to the date of the General Meeting, or any adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll. Shareholders who intend to appoint more than one proxy can obtain additional forms of proxy from Link Group on +44 (0)371 664 0321. Alternatively, the form provided may be photocopied prior to completion. If a hard copy form of proxy is requested, the forms of proxy should be returned in the same envelope and each should indicate that it is one of more than one appointments being made.
6. You may submit your proxy appointment electronically via www.signalshares.com. From there you can log in to your SignalShares share portal account or register for the SignalShares share portal if you have not already done so. To register, select "Register" then enter your surname, Investor Code, postcode and an e-mail address. Create a password and click "Register" to proceed. You will be able to instruct your proxy to vote immediately by selecting "Proxy Voting" from the menu. You can find your Investor Code on your share certificate or for SignalShares users, on the SignalShares portal. Your Investor Code can also be obtained by contacting our registrar, Link Group on +44 (0)371 664 0321.
7. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "**Nominated Person**") may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
8. The statement of rights of shareholders in relation to the appointment of proxies in notes 1 and 4 above and 8 below does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.
9. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK and Ireland Limited's ("**Euroclear**") specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so

as to be received by the Registrar (ID RA10)) by 9.30 a.m. on 21 July 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST applications host) from which the Registrar is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST members concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

10. Completion and return of a Form of Proxy will not affect the right of such member to attend and vote in person at the meeting or any adjournment thereof.
11. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 and section 360B(2) of the Companies Act 2006, the Company specifies that in order to have the right to attend and vote at the General Meeting (and also for the purpose of determining how many votes a person entitled to attend and vote may cast), a person must be entered on the register of members of the Company at close of business on 21 July 2021 or, in the event of any adjournment, at close of business on the date which is two days before the day of the adjourned meeting. Changes to entries on the register of members after this time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
12. As at 29 June 2021 (being the last business day prior to the publication of this Notice) the Company's issued share capital consists of 1,695,801,955 Ordinary Shares, carrying one vote each. Therefore, the total voting rights in the Company as at 29 June 2021 are 1,695,801,955.
13. Any corporation which is a member can appoint one or more corporate representatives. Each representative may exercise on behalf of the corporation the same powers as the corporation could exercise if it were an individual member of the Company provided that they do not do so in relation to the same Ordinary Shares.
14. A copy of this notice of meeting, together with any members' statements which have been received by the Company after the dispatch of this notice and the other information required by section 311A of the Companies Act 2006 are all available on the Company's website at www.EnQuest.com.
15. Shareholders, proxies and authorised representatives has the right to ask questions at the meeting. The Company must cause to be answered any such questions concerning any business being dealt with at the meeting, except that a question need not be answered where it would interfere unduly with the preparation for conduct of the meeting, involve the disclosure of confidential information, where the answer has already been given on a website in the form of an answer to a question or where it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
16. You may not use any electronic address (within the meaning of section 333(4) of the Companies Act 2006) provided in this Notice of General Meeting (or in any related documents including this combined circular and prospectus and proxy form) to communicate with the Company for any purposes other than those expressly stated.