

Where:
Clifford Chance LLP, 10 Upper Bank
Street, London, E14 5J

When:
10:00am on Friday
5 July 2024

Shareholder Reference Number:

12 June 2024

Dear Shareholder

The General Meeting of Harbour Energy plc (the "Company") will be held at Clifford Chance LLP 10 Upper Bank Street, London, E14 5JJ at 10:00am on Friday, 5 July 2024.

You can appoint another person (a proxy) to attend, speak and/or vote at the General Meeting on your behalf. Regardless of whether or not you intend to attend the General Meeting in person, we strongly encourage you to appoint the Chair of the Meeting to act as your proxy to ensure your vote is counted. Details of how to appoint a proxy are set out on the attached Proxy Card.

You can find full details of the resolutions to be proposed for approval at the General Meeting, with explanatory notes, in the Circular which is available to view online at harbourenergy.com in the Investor section. Please read the notes on the back of the General Meeting Proxy Card before completing it

Please note that no presentations on the Company's business will be given at the Meeting and no refreshments will be available.

Our share registrar, Equiniti, must receive your online or postal proxy appointment and voting instructions by 10:00am on Wednesday, 3 July 2024 to ensure your vote is counted.

Rachel Rickard
Company Secretary

General Meeting Proxy Card

Voting ID

Task ID

Shareholder Reference Number

1000000

I/We being (a) member(s) of the above named company hereby appoint the Chair of the Meeting or the following person:

Name

No. of shares
(see note 4)No. of shares
(see note 4)

as my/our proxy to exercise all or any of my/our rights to attend and to speak and vote for me/us and on my/our behalf at the General Meeting of the Company to be held at 4:00pm on Friday, 5 July 2024 and at any adjournment thereof. I/We direct my/our proxy to vote (or withhold my/our vote) on each of the resolutions referred to in the Notice of General Meeting contained within the Circular dated 12 June 2024, as indicated with an X in the appropriate boxes below.

☐ Please tick here if this proxy appointment is one of multiple appointments being made.

Please indicate your vote by marking with an X in the appropriate boxes in black ink below how you wish to vote on each resolution. If you wish to abstain on any particular resolution, you can use the 'Withheld' option. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

Ordinary resolutions

1. To approve the proposed acquisition of the Target Company on the terms set out in the Business Combination Agreement and all other associated agreements and ancillary arrangements relating to the Business Combination Agreement
2. To approve the Rule 9 waiver granted by the Panel on Takeovers and Mergers in relation to the issue of shares to BASF
3. Subject to the passing of Resolution 1 above, to allot relevant securities in the Company and grant rights to subscribe for or convert any security into such shares

Signature

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Please return by post or, during normal business hours, by hand to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA so as to arrive by no later than 10:00am on Wednesday, 3 July 2024.

The Notice of General Meeting and details of the business to be transacted are contained in the circular sent to shareholders in the Company dated 12 June 2024. A copy of the Circular is available at harbourenergy.com/investors/.

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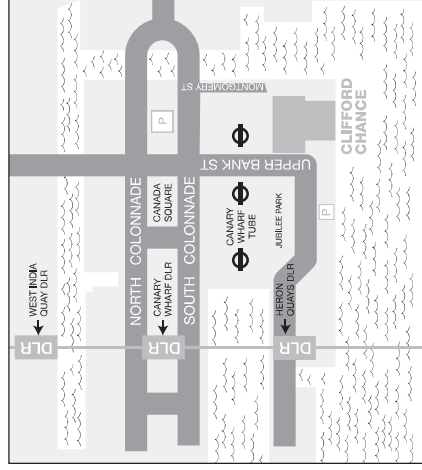
You can submit your GM proxy appointment and voting instructions:

 **ONLINE** (see note 1)
Scan the QR code below.



 **BY POST** (see note 2)

 **Via CREST** (see note 8)



Venue:
Clifford Chance LLP,
10 Upper Bank Street,
London, E14 5JL

Please detach this portion before posting the Proxy Card

General Meeting Proxy Card Notes

Please read carefully the Notice convening the General Meeting set out at the back of the Circular sent to shareholders of the Company dated 12 June 2024 and the General Meeting Proxy Card Notes set out herein and the explanatory notes set out herein before completing this Proxy Card.

Our share registrar, Equiniti, must receive your online or postal proxy appointment and voting instructions by 10:00am on Wednesday, 3 July 2024 or, in the event that the General Meeting is adjourned, not less than 48 hours before the time fixed for such adjourned meeting (excluding any part of a day that is not a working day), to ensure your vote is counted. In respect of CREST electronic appointments, the time of receipt will be taken to be the time from which Equiniti is able to retrieve the message by enquiry to CREST. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulation 2001.

1. The simplest way to appoint your proxy, or proxies is online at sharevote.co.uk. You will need your Voting ID, Task ID and Shareholder Reference Number printed on the front of the Proxy Card to log in.
2. If you want to appoint your proxy by post, complete this Card in black ink, sign and date it and then return it to Equiniti, using the return-addressed envelope provided. To appoint multiple proxies, please refer to note 10 below.
3. If you do not indicate how your proxy is to vote on a particular resolution, your proxy can decide whether, and how, you vote. Your proxy can vote, or abstain from voting, as they decide on any other business which may validly come before the General Meeting.
4. All the shares registered in your name will be cast in accordance with your instructions if you leave the 'number of shares' box blank. Alternatively, please indicate in the box the shares you would like the Chair of the Meeting to vote on your behalf (this should not exceed the number of shares held by you).
5. Before returning this Proxy Card please sign and date it, and initial any alterations. In the case of joint holders, any one of you may sign. If someone signs on your behalf, they must return with this Proxy Card the authority under which it is signed (or a copy of the authority certified by a solicitor or notary).
6. If you are acting under a power of attorney (for a company or otherwise), a certified copy of the power of attorney must be provided to Equiniti along with the Proxy Card. Where it is a company appointing the proxy, this Proxy Card must either be sealed, or signed by an officer of the company or an authorised attorney, and returned with the appropriate authority or power of attorney.
7. If your address is outside the UK, you should reply using the return-addressed envelope provided. If you live in a country covered by the International Business Reply Service, we have prepaid the postage on the envelope. If you live outside the countries covered by the International Business Reply Service, you will need to pay postage.
8. GREST members may appoint their proxy using the CREST system. If you are an institutional investor you may be able to appoint a proxy electronically via the Proximity platform. Please refer to the notes in the Notice convening the General Meeting set out at the back of the Circular, which is available online at harbourenergy.com.
9. Shareholders must be registered on the Company's register of members by 6.30 p.m. on Wednesday, 3 July 2024 or, if the General Meeting is adjourned, at 6.30 p.m. on the date which is two days (excluding any day that is not a working day) before the time fixed for the adjourned General Meeting, in order to be entitled to attend and vote at the General Meeting. Changes to entries on the register of members after the relevant deadline will be disregarded in determining the rights of any person to attend or vote (and the number of votes they may cast) at the General Meeting or any adjournment thereof.
10. A member may appoint more than one proxy to attend the General Meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by them. To appoint more than one proxy using this Form of Proxy, please sign and date the Proxy Card and attach a schedule listing the names and addresses (in block letters) of all of the proxies, the number of shares in respect of which each proxy is appointed (which, in aggregate, should not exceed the number of shares held by the shareholder) and indicating how you wish each proxy to vote or abstain from voting. You may not appoint more than one proxy to exercise the rights attaching to any one share. To appoint the Chair as one of the multiple proxies, simply write "the Chair of the Meeting". Multiple proxies can also be appointed online.
11. If more than one of the joint holders votes, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. Seniority is determined by the order in which the names stand in the register of members.
12. Where two or more valid appointments of proxy are received in respect of the same share the one which is last sent shall be treated as replacing and revoking the other.
13. A proxy must attend the General Meeting in person to represent you. The completion of a Proxy Card does not preclude you from attending or voting in person.
14. Voting at the General Meeting will be conducted by way of poll rather than on a show of hands.
15. Unless otherwise defined herein, defined terms used in this Proxy Card shall have the meaning set out in the Notice.