

# Serinus Energy plc (the Company) Court Meeting

# Attendance Card

Please detach and bring this card with you if you attend the Court Meeting to show as evidence of your right to be admitted. Do not post this section with the Form of Proxy.

## Attendance

By an order dated 3 April 2025 made in the matter of Serinus Energy plc (the Company), the Court has directed that a meeting of the Scheme Shareholders (as defined in the scheme document of the Company dated 7 April 2025 (the **Scheme Document**)) be convened for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Article 125 of the Companies (Jersey) Law 1991 (as amended) (the **Scheme**) between the Company and the holders of Scheme Shares (as defined in the Scheme Document) and that such meeting shall be held at 2nd Floor, The Le Gallais Building, 54 Bath Street, St. Helier, Jersey JE1 1FW on 1 May 2025 at 12.30 p.m. (BST) (London time) (the **Court Meeting**). Please read the **Notice of Court Meeting in Part VIII of the Scheme Document (including the notes thereto) before completing this proxy form.**

Additional Holders:

Shareholder Reference Number (SRN)

## Form of Proxy – Court Meeting to be held on 1 May 2025 at 12.30 p.m. (BST)



Cast your Proxy online...It's fast, easy and secure!  
[www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy)

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 920718

SRN:

PIN:



View the Scheme Document online: <https://serinusenergy.com/overview/>

Register at [www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy) – elect for electronic communications & manage your shareholding online!

### Meeting arrangements

#### Proxy form – Explanatory Notes

- Full details of the resolution to be proposed at the Court Meeting, with explanatory notes, are set out in the Notice of Court Meeting (the **Notice**) contained in Part VIII of the Scheme Document made available to members of the Company on 7 April 2025 (the **Scheme Document**). All capitalised but undefined terms in this Form of Proxy and these Explanatory Notes shall have the meaning as set out in the Scheme Document. Any amendments made to this document should be intimated.
- The Court has appointed Jeffrey Auld or, failing him, any other director of the Company to act as chairman of the Court Meeting (the **Chairman**) and has directed the Chairman to report the result of the Court Meeting to the Company.

#### Entitlement to attend, speak and vote

- Subject to note 5 below, only those Scheme Shareholders registered in the register of members of the Company as at 6.30 p.m. (BST) on 29 April 2025, or in the event that the Court Meeting is adjourned in such register at 6.30 p.m. (BST) on the day which is 48 hours (excluding non-working days) prior to the date of the adjourned meeting, shall be entitled to attend or vote at the Court Meeting in respect of the number of Scheme Shares registered in their names at the relevant time. Changes to entries after the relevant time will be disregarded in determining the rights of any person to attend or vote at the meeting.

#### Appointment of proxies

- It is important that, for the Court Meeting, as many votes as possible are cast so that the Court may be satisfied that there is a fair representation of the opinion of Scheme Shareholders. You are therefore strongly urged to complete, sign and return your Form of Proxy or, alternatively, appoint a proxy electronically or through CREST as soon as possible.
- A holder of Scheme Shares entitled to attend, speak and vote at the meeting is also entitled to appoint one or more proxies to exercise all or any of their rights to attend, speak and vote on their behalf at the meeting.
- This Form of Proxy gives your proxy(ies) full rights to attend, speak and vote. If you wish to restrict the rights of your proxy(ies), please cross out either or both of the words "speak" or "vote" as you consider appropriate.
- Where two or more valid Forms of Proxy are delivered for use in respect of the same Scheme Shares, the one which has been delivered last (regardless of when it was signed or by what means it was delivered) shall be treated as replacing and revoking any others which have been delivered. If it cannot be determined which Form of Proxy was delivered last, none of the forms shall be treated as valid.
- In the case of a Scheme Shareholder which is a company, your Form of Proxy must be executed under its common seal or signed on its behalf by a duly authorised officer of the company or an attorney or other person duly authorised for the company.

#### Sending Form of Proxy by post, by hand or by email

- Whether or not you intend to attend the Court Meeting, you are strongly encouraged to complete and return this Form of Proxy. Please indicate how you wish your vote to be cast by signing in the appropriate box. If returned without an indication as to how the proxy shall vote in relation to the Scheme, this form shall be invalid. Your proxy will vote as you indicate. In the event that you wish to appoint a person other than the Chairman of the meeting as your proxy, delete the reference to the Chairman and insert the name and address of the person you wish to appoint in the space provided. A proxy need not be a member of the Company.
- To be valid, this Form of Proxy, together with the power of attorney or other authority (if any) under which it is signed or a duly certified copy of such power of attorney or other authority, must be returned to the company's registrar, Computershare, either: by using the pre-printed address on the back of this Form of Proxy, or (during normal business hours only), by hand to Computershare, at Computershare Investor Services (Jersey) Limited at The Pavilions, Bridgewater Road, Bristol, BS99 6ZY not later than 6.30 p.m. (BST) on 29 April 2025 or, if the Court Meeting is adjourned not less than 48 hours (excluding non-working days) before the time fixed for the adjourned meeting.
- If this Form of Proxy is not returned by such time, it may be handed to a representative of Computershare, on behalf of the Chairman of the Court Meeting, or to the Chairman of the Court Meeting, before the start of the meeting.
- As an alternative to completing and returning the printed Forms of Proxy, proxies may be appointed electronically by logging on to the following website: [www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy) and following the instructions therein. Scheme Shareholders will need their unique Control Number, SRN and PIN, which are set out in their personalised Forms of Proxy. For an electronic proxy appointment to be valid, the appointment must be received by Computershare not later than 6.30 p.m. (BST) on 29 April 2025, or, if the meeting is adjourned the relevant appointment must be received not later than 48 hours (excluding non-working days) before the time fixed for the relevant adjourned meeting.

#### Electronic appointment of proxies through CREST

- Scheme Shareholders who hold their Scheme Shares in the Company through CREST (**CREST members**) and who wish to appoint a proxy or proxies through 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 made by means of CREST to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The

message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 3RA50) not later than 6.30 p.m. (BST) on 29 April 2025 or, if the Court Meeting is adjourned, not less than 48 hours (excluding non-working days) before the time fixed for the adjourned meeting. 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 Application Host) from which Computershare is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

- CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that their 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 regard, 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 the Article 34 of the Companies (Uncertificated Securities) (Jersey) order 1999.

#### Appointment of multiple proxies

- Scheme Shareholders are entitled to appoint a proxy in respect of some or all of their Scheme Shares and may also appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by such holder. Scheme Shareholders who wish to appoint more than one proxy in respect of their holding of Scheme Shares should contact Computershare (in Jersey) between 8.30 a.m. and 5.30 p.m. (BST) Monday to Friday (excluding public holidays in Jersey) on 0370 707 4040 (+44 370 707 4040 if calling from outside the UK), for further Forms of Proxy or photocopy the Forms of Proxy as required. The Scheme Shareholder should indicate by marking the relevant box on the proxy card if more than one proxy is being appointed. A failure to specify the number of shares each proxy appointment relates to, or specifying a number of shares in excess of those held by the member on the date referred to in note 3 above, will result in the proxy appointments being invalid.

#### Corporate representative

- Any corporation which is a member of the Company can appoint a corporate representative who may exercise on its behalf all of its powers as a member. Under Jersey law it is possible for a body corporate to appoint more than one corporate representative. The rules and law governing how multiple corporate representatives may vote and act will follow those set out in Article 93 of the Jersey Companies Law.

#### Joint holders

- In the case of joint holders of Scheme Shares, any one such joint holder may tender a vote, whether in person or by proxy, at the Court Meeting, but if more than one such joint holder shall tender a vote, the vote of the person named first in the register of members of the Company shall be accepted to the exclusion of the other joint holder(s).

#### Voting

- Completion and return of this Form of Proxy, or the appointment of a proxy electronically using CREST (or any other procedure described note 13 above), will not prevent you from attending, speaking and voting in person at the Court Meeting, or any adjournment thereof, if you wish and are entitled to do so.

#### Right to ask questions

- Any Scheme Shareholder attending the meeting has the right to ask questions. The Company has to answer any questions raised by Scheme Shareholders at the Court Meeting which relate to the business being dealt with at the Court Meeting unless: (a) to do so would interfere unduly with the preparation for the Court Meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the Court Meeting to answer the question.

#### Chairman's right to appoint a substitute

- To allow effective constitution of the Court Meeting, if it is apparent to the Chairman that no Scheme Shareholders will be present in person or by proxy, other than the Chairman or by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any Scheme Shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman.

#### Shareholder helpline

- If you have any questions about this Form of Proxy or the Court Meeting or how to complete this Form of Proxy, please call Computershare (in Jersey) between 8.30 a.m. and 5.30 p.m. (BST) on Monday to Friday (except public holidays) on 0370 707 4040 (from within the UK) or +44 370 707 4040 (from outside the UK).

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Jersey) Limited accept no liability for any instruction that does not comply with these conditions.

### All Named Holders

Signature of person attending

## Serinus Energy plc (the Company) Form of Proxy



I/We, the undersigned, being a registered shareholder/registered shareholders of the Company and entitled to vote at the Court Meeting, hereby appoint the chairman of the Court Meeting (the **Chairman**),

or

(Please complete name of proxy in block capitals if not appointing Chairman of the Court Meeting (see note 9))

as my/our proxy to exercise all or any of my/our rights to attend or speak at the Court Meeting and submit written questions and/or any objections and vote in respect of my/our voting entitlement for me/us and on my/our behalf at the Court Meeting of the Company to be held on 1 May 2025 and at any adjournment or postponement of it. I/We wish my/our proxy to vote as indicated on this form.

Please tick here to indicate that this proxy appointment is one of multiple appointments being made. On the appointment of more than one proxy, please refer to explanatory note 17.

(Number of shares held)

(Number of shares in respect of appointment (see note 17))

At the Court Meeting, the following resolution will be proposed:

*"That the Scheme of Arrangement between the Company and the Scheme Shareholders, a print of which has been produced to this meeting and, for the purposes of identification signed by the Chairman hereof, in its original form or with or subject to any modification, addition or condition approved or imposed by the Court, and agreed by the Company and Xtellus Capital Partners, Inc., be approved."*

Please sign ONE of the boxes below.

**IMPORTANT: if you wish to vote FOR the Scheme, sign your name in the box marked "FOR the Scheme", or if you wish to vote AGAINST the Scheme, sign your name in the box marked "AGAINST the Scheme". If you sign in both boxes, or if you do not sign in either, then this proxy form will be invalid.**

**FOR the Scheme**

Signature

**AGAINST the Scheme**

Signature

This card should not be used for comments, change of address or queries. Please send a separate letter.

**Date**

If signing on behalf of a company, please enter the company name below in block capitals and state your official capacity.

**Company name**

**Official capacity**

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).



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