



Hurricane

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Directors:

Dr. Robert Arnott	(Non-executive Chairman)
Dr. Robert Trice	(Chief Executive Officer)
Alistair Stobie	(Chief Financial Officer)
Neil Platt	(Chief Operations Officer)
Dr. David Jenkins	(Non-executive Director)
John van der Welle	(Non-executive Director)

6 May 2016

To the Shareholders of the Company

Hurricane Energy plc: Annual General Meeting

Dear Shareholder

The purpose of this document is to provide you with the details of the 2016 Annual General Meeting (**AGM**) which we are holding at The Science Suite, Royal Society of Chemistry, Burlington House, Piccadilly, London, W1J 0BA on Wednesday 8 June 2016 at 11.00 a.m. The formal notice of AGM is set out at the end of this document and a form of proxy for use in connection with the AGM is enclosed.

If you would like to vote on the resolutions but cannot come to the AGM, please fill in the form of proxy sent to you with this document and return it to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY as soon as possible. They must receive it by 11:00 a.m. on Monday 6 June 2016.

This year Shareholders will be asked to approve ten Resolutions. Resolutions 1 to 9 (inclusive) will be proposed as ordinary resolutions and Resolution 10 will be proposed as a special resolution.

An explanation of the purpose of each of the Resolutions is set out below.

Explanation of Resolutions

Resolution 1: Annual Report and Accounts

Each year the directors of the Company (**Directors**) are required to lay before the members in general meeting the annual accounts of the Company together with the Directors' report and the auditor's report on those accounts. Resolution 1 deals with the receipt of such accounts and reports.

Resolution 2: Appointment of auditors and agreeing their remuneration

The Company is required to appoint auditors at each general meeting at which accounts are laid to hold office until the next such meeting. Resolution 2 proposes the appointment of Deloitte LLP as auditor and, in accordance with normal practice, authorises the Directors to agree the auditor's remuneration.





Resolutions 3, 4 and 5: Re-appointment of Directors

Each year at least one-third of the Directors are required by the Company's articles of association to retire by rotation and the retiring Directors are then eligible for re-appointment. Resolutions 3, 4 and 5 propose the re-appointment of Dr. Robert Trice, Dr. David Jenkins and John van der Welle as Directors in accordance with article 64 of the Company's articles of association.

Resolutions 6, 7 and 8: Election of Directors

Each director appointed by the Directors may hold office until the next Annual General Meeting and shall then be eligible for re-appointment. Resolutions 6, 7 and 8 propose the election of Dr. Robert Arnott, Alistair Stobie and Roy Kelly (subject to his appointment by the Directors as a director of the Company having taken effect on or around the business day following the General Meeting of the Company to be held on 9 May 2016 or any adjournment thereof) as Directors in accordance with article 62 of the Company's articles of association.

Resolution 9: Authority to allot relevant securities

The directors of a public company may allot shares, or grant rights to subscribe for, or to convert any security or other convertible instrument into, shares if they have been authorised to do so by Shareholders in general meeting. Resolution 9 proposes to grant the Directors authority to allot shares in the capital of the Company (**Shares**), or grant rights to subscribe for, or to convert any security or other convertible instrument into, shares in the capital of the Company (**Rights**) up to an aggregate nominal amount of £49,068.74 (which represents approximately five per cent. of the expected issued share capital of the Company immediately following the allotment of 347,245,265 new ordinary shares pursuant to the authority sought at the General Meeting to be held on 9 May 2016 or any adjournment thereof).

This Resolution is being proposed as an ordinary resolution in accordance with the requirements of the Companies Act 2006 to enable the Directors to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash in accordance with Resolution 10 below. If given, the authority granted by this Resolution will expire at the earlier of the conclusion of the Company's next Annual General Meeting and 30 June 2017.

Resolution 10: Power to disapply pre-emption rights

The directors of a public company may not allot equity securities (as defined in section 560 of the Companies Act 2006) for cash unless they have first offered them to the existing Shareholders in proportion to their existing shareholding (i.e. on a fully pre-emptive basis). Resolution 10 proposes to grant the Directors authority to allot equity securities for cash on a non pre-emptive basis up to an aggregate nominal amount of £49,068.74 (which represents approximately five per cent. of the expected issued share capital of the Company immediately following the allotment of 347,245,265 new ordinary shares pursuant to the authority sought at the General Meeting to be held on 9 May 2016 or any adjournment thereof).

This limit is in line with the guidelines issued by the Pre-emption Group and Investment Management Association. If given, this authority will expire at the earlier of the conclusion of the Company's next Annual General Meeting and 30 June 2017. It is the Directors' intention to renew this authority each year



to ensure that the Company has flexibility to issue equity securities for cash on a non pre-emptive basis when required.

This Resolution is being proposed as a special resolution in accordance with the requirements of the Companies Act 2006.

Recommendation

The Directors consider that all of the Resolutions will promote the success of the Company for the benefit of all its Shareholders. The Directors who in aggregate own 25,569,375 shares in the Company, representing 2.61 per cent. of the Company's expected issued share capital (immediately following the allotment of 347,245,265 new ordinary shares pursuant to the authority sought at the General Meeting to be held on 9 May 2016 or any adjournment thereof), will be voting in favour of the resolutions and unanimously recommend that you do so as well.

Yours sincerely,

Dr. Robert Arnott
Chairman
Hurricane Energy plc