

Registered in England and Wales No. 05245689
Registered Office: Ground Floor, The Wharf, Abbey Mill Business Park,
Lower Eashing, Godalming, Surrey GU7 2QN



Hurricane Energy plc

Notice of Annual General Meeting 2022

Wednesday 29 June 2022, at 11.00 am at The Science Suite, Royal Society of Chemistry,
Burlington House, Piccadilly, London, W1J 0BA

The 2022 AGM will return to the above venue and will be held as a physical meeting in accordance with the Articles of Association, enabling all shareholders who wish to attend the opportunity to meet with Board members and ask questions in person.

Further important information about the meeting, the business to be transacted and how to vote either in person or via appointing a proxy can be found in this document.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in doubt about the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial advisor duly authorised under the Financial Services and Markets Act 2000. If you have sold or otherwise transferred all your shares in Hurricane Energy plc, please forward this document and the accompanying proxy form to the person through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

The distribution of this document in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Shareholders must comply with all applicable laws and regulations in force in any jurisdiction in which they purchase, offer or sell shares in Hurricane Energy plc or possess or distribute this document. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Notice of Annual General Meeting

Part I

Directors:

Philip Wolfe	(Chairman)
Antony Maris	(Chief Executive Officer)
Richard Chaffe	(Chief Financial Officer)
John Wright	(Non-Executive Director)
David Craik	(Non-Executive Director)
Juan Morera	(Non-Executive Director)
Linda Beal	(Non-Executive Director)

25 May 2022

Dear Shareholder,

Hurricane Energy plc: 2022 Annual General Meeting

The purpose of this document is to provide you with the details of the 2022 Annual General Meeting (AGM) which is being held on Wednesday 29 June 2022 at 11.00 am at The Science Suite, Royal Society of Chemistry, Burlington House, Piccadilly, London, W1J 0BA.

The formal notice of AGM can be found in Part II on pages 2 to 4 of this document and a form of proxy for use in connection with the AGM is enclosed. The notes to the notice of AGM can be found in part III on pages 5 to 6.

A copy of this notice will be available on the Company's website at www.hurricaneenergy.com. The Company's Annual Report and Group Financial Statements for the year ended 31 December 2021 accompanies this document and is also available on the Company's website at www.hurricaneenergy.com. All shareholders are able to lodge their vote via proxy well in advance of the AGM. To vote by proxy, 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. Proxy votes must be received by 11.00 am on Monday 27 June 2022.

You may also register your proxy vote electronically by going to www.investorcentre.co.uk/eproxy and following the online instructions. For an electronic proxy appointment to be valid, your appointment must be logged on the website using the details contained in your hard-copy proxy form no later than 11.00 am on Monday 27 June 2022.

An explanation of the business to be considered at this year's AGM appears in Part II on pages 2 to 4 of this document.

Electronic communications

In order to make communications with all shareholders easier, better and more environmentally friendly, shareholders who have not previously notified the Company of their communications preferences have been sent a letter, requesting their consent to receive documents, communications or information (either in the form of specific documents or generally) in electronic form and asking them to provide an electronic address (email) for this purpose.

Please note that if the Company has not received a response from you on or before 27 June 2022 you will be deemed to agree to receive documents or information from the Company via its website. You may opt out of this process by notifying the Company on or before 27 June 2022 that you do not want to receive such communications in this manner, or at any point thereafter, by notice in writing to the Company. Upon receiving such request to opt out, the Company will still be required to send hard-copy documents to you.

Recommendations

The directors consider that the passing of all resolutions will enable the Company to promote the success of the Company for the benefit of all its shareholders. The directors will be voting their shareholdings in favour of the resolutions and unanimously recommend that you do so as well.

Yours faithfully,

Philip Wolfe
Chairman

Registered Office:
Ground Floor, The Wharf
Lower Eashing, Godalming
Abbey Mill Business Park
Surrey GU7 2QN

Notice of Annual General Meeting

Part II

NOTICE IS HEREBY GIVEN that the 2022 Annual General Meeting (the Meeting or AGM) of Hurricane Energy plc (the Company) will be held at the Science Suite, Royal Society of Chemistry, Burlington House, Piccadilly, London, W1J 0BA, on Wednesday 29 June 2022 at 11.00 am for the following purposes:

Ordinary Resolutions

To consider and, if thought fit, to pass the following resolutions, which will be proposed as ordinary resolutions:

Annual Report and Group Financial Statements

1. To receive the Annual Report and Group Financial Statements of the Company and reports thereon of the directors and independent auditor for the year ended 31 December 2021.

External auditor's re-appointment and remuneration

2. To appoint PKF Littlejohn LLP as the Company's auditor until the next Annual General Meeting and to authorise the directors to agree its remuneration.

Election and re-election of directors

3. To elect Philip Wolfe as a director of the Company pursuant to Article 62 of the Company's Articles of Association.
4. To elect John Wright as a director of the Company pursuant to Article 62 of the Company's Articles of Association.
5. To elect David Craik as a director of the Company, pursuant to Article 62 of the Company's Articles of Association.
6. To elect Juan Morera as a director of the Company pursuant to Article 62 of the Company's Articles of Association.
7. To elect Linda Beal as a director of the Company pursuant to Article 62 of the Company's Articles of Association.
8. To re-elect Antony Maris as a director of the Company, who retires by rotation pursuant to Article 64 of the Company's Articles of Association.

Directors' authority to allot shares

9. That, in accordance with Section 551 of the Companies Act 2006 (the Companies Act), the directors of the Company be generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company (Shares) or grant rights to subscribe for, or to convert any security or other convertible instrument into, Shares (Rights) up to an aggregate nominal amount of £99,593.57.

The authority conferred by this Ordinary Resolution 9 shall expire on the earlier of the conclusion of the 2023 AGM of the Company and 29 June 2023, but the Company may before expiry make an offer or agreement which would or might require Shares to be allotted or Rights to be granted after the expiry date, and the directors of the Company may allot Shares or grant Rights in pursuance of such an offer or agreement as if the power conferred by this Ordinary Resolution 9 had not expired.

Ordinary Resolution 9 revokes and replaces all unexercised authorities previously granted to the directors to allot Shares or grant Rights but without prejudice to any allotment of Shares or grant of Rights already made, offered or agreed to be made pursuant to such authorities.

Notice of Annual General Meeting continued

Part II

Special resolutions

To consider and, if thought fit, to pass the following resolution, which will be proposed as a special resolution:

Disapplication of pre-emption rights

10. To empower the directors, subject to the passing of Ordinary Resolution 9 and in accordance with Section 570 of the Companies Act, to allot equity securities (as defined in Section 560 of the Companies Act) for cash pursuant to the general authority conferred by Ordinary Resolution 9, as if Section 561(1) of the Companies Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £99,593.57.

The relevant authority granted pursuant to this Special Resolution 10 shall expire, unless previously renewed, varied or revoked by the Company, at the conclusion of the 2023 AGM of the Company and 29 June 2023, whichever is the earlier (save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Special Resolution 10 has expired).

By order of the Board

Philip Wolfe

Chairman

Registered Office:

Ground Floor, The Wharf
Abbey Mill Business Park
Lower Eashing, Godalming
Surrey GU7 2QN

Explanatory notes to the resolutions

Part II

Resolutions 1–9 inclusive are proposed as ordinary resolutions. This means that for each of these resolutions to be passed, more than half of the votes cast must be in favour of the resolution.

Resolution 10 is proposed as a special resolution. This means that in order for it to be passed, not less than 75% of the votes cast must be in favour of the resolution.

Resolution 1: Annual Report and Group Financial Statements

Each year the 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 auditor and agreeing its remuneration

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

Resolutions 3–8: Election and re-election of directors

Each director appointed by the Board may hold office until the next AGM and shall then be eligible for election. Resolutions 3, 4, 5, 6 and 7 propose the election of Philip Wolfe, Alan John Wright (known as John Wright), David Craik, Joan Morera Calveras (known as Juan Morera) and Linda Beal in accordance with Article 62 of the Company's Articles of Association.

Each year at least one-third of the directors or, if the number is not three, the number nearest to but not exceeding one-third are required by the Company's Articles of Association to retire by rotation and the retiring directors are then eligible for re-appointment. Resolution 8 proposes the re-appointment of Antony Maris as a director in accordance with Article 64 of the Company's Articles of Association.

The biographies and experience of the directors seeking election and re-election at the AGM are set out on page 34 of the 2021 Annual Report and can also be found on the website at www.hurricaneenergy.com.

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 up to an aggregate nominal amount of £99,593.57 (which represents approximately 5% of the issued share capital of the Company as at the date of this document).

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. If given, the authority granted by this resolution will expire at the earlier of the conclusion of the Company's 2023 AGM and 29 June 2023.

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 £99,593.57 (which represents approximately 5% of the issued share capital of the Company as at the time of writing this document).

This limit is in line with the guidelines issued by the Pre-emption Group and Investment Association. If given, this authority will expire at the earlier of the conclusion of the Company's 2023 AGM and 29 June 2023. 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.

The Board does not intend to allot shares for cash on a non-pre-emptive basis above 7.5% of the total issued ordinary share capital of the Company over a rolling three-year period without consulting shareholders first.

Notes to the Notice of AGM

Part III

Your attention is drawn to the notes below and the arrangements put in place by the Company for the meeting

1. Only those members who are entered in the register of members of the Company as at 6.00 pm on 27 June 2022, or, in the event the Meeting is adjourned, at 6.00 pm on the day before the adjourned meeting, shall be entitled to vote at the Meeting in respect of the number of shares registered in their names at that time. Changes to entries in the register of members of the Company after 6.00 pm on 27 June 2022, or, in the event that the Meeting is adjourned, after 6.00 pm on the day before the adjourned meeting, shall be disregarded in determining the rights of any person to vote at the Meeting. This is the time specified by the Company for the purposes of Regulation 41 of the Uncertificated Securities Regulations 2001.
2. A member will also still be entitled to appoint a proxy to exercise all or any of its, his or her rights to attend, to submit questions and vote instead of it, him or her at the meeting. A member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares. A proxy need not be a member of the Company. All members are strongly encouraged to appoint the Chairman of the meeting as your proxy. A proxy form which may be used to make such appointment and give proxy instructions accompanies this Notice of Meeting. The person you appoint as proxy must vote in accordance with your instructions. If you do not give them any instructions, a proxy may vote or not vote as he or she sees fit on any business of the AGM. Appointing a proxy in this way will not prevent you from attending and voting at the AGM.
3. To appoint the Chairman of the Meeting as your proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to the Company's registrars at Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY; and
 - received by the Company's registrars no later than 11.00 am on Monday 27 June 2022.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

4. Members are encouraged to appoint a proxy electronically by going to www.investorcentre.co.uk/eproxy and following the online instructions. For an electronic proxy appointment to be valid, your appointment must be logged on the website using the details contained in your proxy form no later than 11.00 am on Monday 27 June 2022.
5. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available from <https://www.euroclear.com/site/public/EUI>). 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 message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI) 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 issuer's agent (ID number 3RA50) by not later than 48 hours (excluding non-working days) before the time appointed for holding the 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 Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

Your attention is drawn to the notes below and the arrangements put in place by the Company for the meeting continued

5. Continued

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI 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 member 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 providers 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.

6. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
7. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers to vote by proxy as a member provided that they do not do so in relation to the same shares.
8. To change your proxy voting instructions after the cut-off time for receipt of proxy appointments, Notes 2 to 4 also apply in relation to amended instructions; any amended proxy instruction received after the relevant cut-off time will be disregarded. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. Members attending the meeting have the right to ask questions. In addition, the Company strongly encourages shareholders to submit any questions they would like to have answered at the AGM by email to communications@hurricaneenergy.com in advance of the meeting, so as to be received no later than 12.30 pm on 27 June 2022. The Company must cause to be answered any such questions relating to the business being dealt with at the meeting but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the 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 meeting that the question be answered. Where it is not possible to answer any of the questions submitted at the AGM (for example, due to time constraints), the directors will endeavour, where appropriate, to answer such questions as soon as practicable following the AGM.
10. A copy of this Notice of Meeting can be found on our website at www.hurricaneenergy.com.

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