

RESULTS OF 2020 ANNUAL GENERAL MEETING VOTING

Pharos Energy plc (“Pharos” or the “Company”) is pleased to report that, at its Annual General Meeting (“AGM”) held on 20 May 2020, all resolutions put before the meeting were duly passed.

On the date of the meeting, Pharos’ issued share capital consisted of 406,637,952 ordinary shares of £0.05 each with voting rights; 9,122,268 shares were in Treasury and therefore, the total number of voting rights was 397,515,684.

Voting was conducted on a poll, the results of which are shown in the table below:

Resolution	Votes in Favour (Including Discretionary)	%	Votes Against	%	Total Votes (excluding votes withheld)	Votes Withheld
1. To receive the Annual Report and Accounts for the financial year ended 31 December 2019.	234,737,202	99.91%	216,436	0.09%	234,953,638	182,319
2. To approve the Remuneration Policy included in the Annual Report and Accounts for the financial year ended 31 December 2019.	217,778,159	92.62%	17,354,025	7.38%	235,132,184	3,773
3. To approve the Directors’ Remuneration Report included in the Annual Report and Accounts for the financial year ended 31 December 2019.	186,249,683	79.21%	48,882,501	20.79%	235,132,184	3,773
4. To reappoint John E Martin, who is Chair of the Nominations and ESG Committees, as a Director.	234,196,158	99.63%	869,802	0.37%	235,065,960	69,997
5. To reappoint Edward T Story, who is a member of the Nominations and ESG Committees, as a Director.	233,355,107	99.27%	1,710,853	0.73%	235,065,960	69,997
6. To reappoint Janice M Brown, who is a member of the ESG Committee, as a Director.	233,753,041	99.44%	1,324,924	0.56%	235,077,965	57,992
7. To reappoint Dr Michael J Watts as a Director.	234,098,337	99.58%	979,628	0.42%	235,077,965	57,992
8. To reappoint Robert G Gray, who is Chair of the Remuneration Committee and a member of the Audit and Risk, Nominations and ESG Committees, as a Director.	219,168,950	93.22%	15,938,068	6.78%	235,107,018	28,939
9. To reappoint Marianne Daryabegui, who is a member of the Audit and Risk, Remuneration and Nominations Committees, as a Director.	225,043,278	95.72%	10,055,440	4.28%	235,098,718	37,239
10. To reappoint Lisa Mitchell, who is Chair of the Audit and Risk Committee and a member of the Nominations and ESG Committees, as a Director.	234,595,656	99.81%	444,587	0.19%	235,040,243	95,714
11. To reappoint Deloitte LLP as Auditors to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the Company.	234,886,619	99.92%	182,621	0.08%	235,069,240	66,717
12. To authorise the Audit and Risk Committee, for and on behalf of the Directors, to agree the Auditors’ remuneration.	234,320,643	99.68%	743,828	0.32%	235,064,471	71,486
13. To authorise the Directors to allot securities (s.551 of the Companies Act 2006).	233,946,000	99.61%	924,981	0.39%	234,870,981	264,976
14. To disapply pre-emption rights (s.570 and s.573 of the Companies Act 2006)	232,817,740	99.13%	2,041,608	0.87%	234,859,348	276,609
15. To disapply pre-emption rights (s.570 and s.573 of the Companies Act 2006) up to a further 5% for acquisitions or specified capital investments.	234,556,190	99.87%	303,158	0.13%	234,859,348	276,609
16. To authorise the Company to repurchase its own Shares (s.701 of the Companies Act 2006).	225,537,069	96.03%	9,328,837	3.97%	234,865,906	270,051
17. To authorise the Directors to call general meetings of the Company (other than an annual general meeting) on not less than 14 clear days’ notice.	233,193,832	99.29%	1,676,418	0.71%	234,870,250	265,707