

Serinus Energy plc (the Company)
Written resolutions of the sole member of the Company

We are the sole member of the Company.

Pursuant to Article 95 of the Companies (Jersey) Law 1991, we resolve to pass the following resolutions, resolutions 1, 2, 3 and 4 being passed as special resolutions and resolution 5 being passed as an ordinary resolution.

Special resolutions

1. Conversion

That, pursuant to Article 16(1) of the Companies (Jersey) Law 1991, the Company be converted from a public company to a private company and that, accordingly, paragraph 2 of the Company's memorandum of association be amended to state that the Company is a private company.

2. Change of name

That the name of the Company be changed to "Serinus Energy Limited" and the memorandum and articles of association of the Company be amended accordingly.

3. Adoption of new memorandum of association and articles of association

That the new memorandum of association and articles of association of the Company attached hereto be approved and adopted as the memorandum of association and articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum of association and articles of association of the Company.

4. Warsaw Stock Exchange Delisting

That subject to compliance with all applicable laws, regulations, and the Company's constitutional documents, the Company's shares (ISIN: JE00BNNMKT29) shall be delisted and withdrawn from trading on the regulated market organised by the Warsaw Stock Exchange (WSE) and the Company be and is hereby authorised to take all necessary steps, including making any requisite applications to the relevant regulatory authorities, to effect the delisting and withdrawal from trading on the regulated market organised by the WSE of all of its shares currently admitted to trading on the said market, and the directors of the Company (or any duly authorised committee thereof) be and are hereby authorised to take any and all such actions, to negotiate, approve, sign, execute and deliver all such documents, and to do all such things as they may in their absolute discretion consider necessary or desirable in connection with or to give effect to the delisting and withdrawal, including but not limited to the appointment of advisers and liaising with the Polish Financial Supervision Authority (KNF), the WSE and any other relevant authority or institution.

5. Appointment of director

Noting that all directors of the Company other than Jeffrey Auld resigned immediately prior to the passing of this resolution, that pursuant to article 4.1 of the new articles of association of the Company adopted pursuant to resolution 3 above, Paul Swigart (having consented to act) be appointed as a director of the Company with immediate effect.