

TERMS OF REFERENCE FOR THE NOMINATION COMMITTEE

Membership and attendance

The nomination committee ("**Nomination Committee**") was constituted at a meeting of the board of directors (the "**Board**") of 1947 Oil & Gas Plc (the "**Company**") held on 21 September 2026 pursuant to the articles of association.

The Nomination Committee is appointed by the Board from amongst the directors (the "**Directors**"). The Nomination Committee comprises:

- Tim Duncan (*as Nomination Committee Chairperson*);
- Stephen Bullock; and
- Paul Richards.

The key responsibilities of the Nomination Committee Chairperson shall include:

- setting agendas for Nomination Committee meetings, chairing those meetings and ensuring the effective operation of the Nomination Committee;
- ensuring that comprehensive information is available in advance of meetings to enable informed decision making;
- ensuring that the Nomination Committee addresses all the tasks delegated to it; and
- undertaking a review of the membership of the Nomination Committee annually, as part of the annual performance review of the Nomination Committee.

Generally, only members of the Nomination Committee have the right to attend Nomination Committee meetings. However, other individuals, such as other Directors and any members of the advisors, attend meetings by invitation by the Nomination Committee.

In the absence of the Nomination Committee Chairperson and/or an appointed deputy, the remaining members present shall elect one of themselves who would qualify under these terms of reference to be appointed to that position by the Board to chair a meeting of the Committee. The Company Chairperson shall not be the Nomination Committee Chairperson.

Appointments to the Nomination Committee shall be for a period of up to three years, which may be extended for two further periods of up to three years, provided the member still meets the criteria for membership of the Nomination Committee.

Members of the Nomination Committee are named in the annual report and accounts of the Company.

Quorum

The quorum necessary for the transaction of business shall be two members. A duly convened meeting of the Nomination Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Nomination Committee.

Frequency of meetings

The Nomination Committee meets at least annually, close to the end of each financial year, and at such other times as the Nomination Committee requires.

Notice of meetings

Meetings of the Nomination Committee are summoned by the Company Secretary at the request of any member of the Nomination Committee.

Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Nomination Committee, any other person required to attend and all other Non-Executive Directors, no fewer than three working days

prior to the date of the meeting. Supporting papers shall be sent to Nomination Committee and to other attendees, at the same time.

Meetings of the Nomination Committee may be conducted when the members are physically present or in the form of either a video or audio conference.

Notices, agendas and supporting papers can be sent in electronic form where the recipient has agreed to receive documents in such a way.

Minutes of meetings

The Company Secretary minutes the proceedings and resolutions of all meetings of the Nomination Committee, including recording the name of those present and in attendance.

Draft minutes of each meeting shall be circulated promptly to all members of the Nomination Committee by the Company Secretary. Once approved, the executed minutes of each meeting shall be circulated to all members of the Nomination Committee and other members of the Board, unless it would be inappropriate to do so in the opinion of the Nomination Committee Chairperson.

The Company Secretary ascertains, at the beginning of each meeting, the existence of any conflicts of interest (as further detailed under "Voting arrangements" below) and minutes them accordingly.

The Nomination Committee Chairperson shall report to the Board on its proceedings after each meeting on all matters within its duties and responsibilities.

Voting arrangements

Each member of the Nomination Committee shall have one vote which may be cast on matters considered at the meeting. Votes can only be cast by members attending a meeting of the Nomination Committee.

If a matter that is considered by the Nomination Committee is one where a member of the Nomination Committee, either directly or indirectly has a personal interest, that member shall not be permitted to vote at the meeting. No-one is present during the discussion of, or vote on, matters regarding his or her own position. The Chairperson of the Board does not chair the Nomination Committee Meeting when it is dealing with the appointment of his or her successor.

Save where they have a personal interest, the Nomination Committee Chairperson will have a casting vote.

Proceedings at meetings

The members of the Nomination Committee can be varied at any time by a majority resolution of the existing members of the Nomination Committee save that any additional appointment must still be an independent non-executive director.

Annual general meeting

The Nomination Committee Chairperson attends each annual general meeting of the Company and is prepared to respond to any Shareholder questions on the Nomination Committee's activities.

Duties

Regular reviews

To review regularly and at least annually:

- the time required from a Non-Executive Director and, possibly using performance evaluation, whether each Non-Executive Director is spending enough time to fulfil his or her duties;
- the structure, size, composition, skills, knowledge and experience of the Board, taking account of the Company's strategic priorities and the matters affecting the Company;

- the leadership needs of the Group to ensure that the Group continues to compete effectively in its market place;
- its own performance, constitution and terms of reference; and
- make recommendations to the Board about any matters arising.

Board Appointments

- to be responsible for identifying and nominating for the approval of the Board candidates taken from a wide range of backgrounds to fill Board vacancies as and when they arise for any reason, including retirement by rotation;
- to evaluate, before making an appointment, the balances of skills, knowledge and experience on the Board and, in the light of this evaluation, prepare a description of the role and capabilities required for a particular appointment;
- to give full consideration to succession planning in the course of its work, taking into account the challenges and opportunities facing the Group and the skills and expertise that will be needed on the Board in the future; and
- to ensure that, on appointment to the Board, Non-Executive Directors receive a contract setting out clearly what is expected of them in terms of time commitments, committee service and involvement outside of Board meetings.

Recommendations to the Board

To make recommendations to the Board about:

- plans for an orderly succession of the Chairperson and Non-Executive Directors and a formal, rigorous and transparent procedure to be used by them;
- the re-appointment of any Non-Executive Director at the conclusion of their specified term of office;
- the re-election by Shareholders of any Non-Executive Directors under the retirement by rotation provisions in the Company's articles of association;
- the continuation in office of any Non-Executive Directors at any time;
- the appointment of any Non-Executive Directors, the recommendation for which would be considered at a meeting of the Board; and
- the membership of the Audit Committee, the Nomination Committee and the Remuneration Committee in consultation with the Chairpersons of those committees, together with suitable candidates for the role of Senior Independent Director (if one is appointed).

The Nomination Committee may also, at any time, recommend to the Board the appointment of additional Non-Executive Directors and any Executive Directors (if such are considered to be appropriate).

Other matters

The Nomination Committee shall:

- make a statement in the annual report about its composition and activities including the number of meetings, its members' attendance and the process used for the appointments (explaining if external advice or open advertising has not been used);
- keep up to date and fully informed about strategic issues and commercial changes affecting the Group and the market in which it operates;

- ensure that an annual review is undertaken of the Board and its operations and that a report on this is received by the Nomination Committee; and
- consider such other matters as the Board may from time-to-time refer to it.

Authority

The Nomination Committee is authorised by the Board to:

- carry out all such acts and deeds as are required to perform its duties;
- seek any information it requires from any officer or employee of the Group in order to perform its duties;
- call any officer or employee of the Group to be questioned at a meeting of the Nomination Committee as and when required; and
- sanction the following, subject to prior Board approval, at the Company's expense:
 - the obtaining of outside legal or other professional advice on any matters within its terms of reference and, where necessary, the attendance at its meetings of outsiders with relevant experience and expertise; and
 - the obtaining of independent legal or other professional advice by any Director or any who indicates to the Nomination Committee that he or she requires, or has obtained, independent legal or other professional advice in relation to his or her duties.

In seeking the approval of the Board under the paragraph above, the Nomination Committee shall provide to the Board full details of any expense which is to be incurred in the making of such appointments.

Procedures

Subject to the articles of association of the Company, the Nomination Committee determines its own procedures.

Terms of reference

The above Terms of Reference of the Nomination Committee may only be changed with the approval of the Board.