

RAK Petroleum plc
Registered in England and Wales with Company Number 8572925
(the "Company")

**Minutes of the Annual General Meeting of Shareholders of the Company
commencing at 9:00 am on 31 May 2019 at Den Norske Klub, London, United
Kingdom**

In Attendance: Mr. Bijan Mossavar-Rahmani (Executive Chairman)
Ms. Shelley M. Watson (Chief Operating and Chief Financial Officer)
Ms. Lisa K. McPhillips (Chief of Staff, Deputy General Counsel and Secretary to the Meeting)
Mr. Danny Trotman (Partner, Ernst & Young LLP, the Company's Statutory Auditor)

Additional Attendees: As set forth in Appendix A.

Notice and Quorum: Ms. McPhillips welcomed attendees and advised them that the requisite notice of the meeting had been given and that a quorum was present. She declared the meeting open and gave the floor to the meeting Chairman, Mr. Mossavar-Rahmani.

Chairman's Report: The Chairman provided a brief report on the Company's activities and financial performance for the 12 months ended 31 December 2018, all as provided in detail in the Company's Annual Report and Accounts for the period ended 31 December 2018.

Auditor's Opinion: Mr. Trotman announced to the meeting the Auditor's opinion as stated in the Company's Annual Report and Accounts for the period ended 31 December 2018.

Resolutions: The Ordinary and Special Resolutions set forth in the notice of the meeting were then put to the shareholders for vote on a poll. As set forth in Appendix B, the Company received a total number of votes present at the meeting and represented by proxies such that each of the Ordinary and Special Resolutions had been approved by the members, with Ms. McPhillips announcing that the detailed voting results would be set forth promptly after the meeting. The results are set forth in Appendix B.

Adjournment: There being no other business, the Chairman declared the meeting adjourned at approximately 10:00 am.

BIJAN MOSSAVAR-RAHMANI

Bijan Mossavar-Rahmani
Chairman

APPENDIX A
(ATTENDANCE LIST FOR 31 MAY 2019 ANNUAL GENERAL MEETING OF RAK
PETROLEUM plc)



RAK PETROLEUM

RAK Petroleum plc

Registered number: 08572925

REGISTERED OFFICE:

Elder House
St Georges Business Park
Brooklands Road Weybridge
Surrey KT13 OTS
United Kingdom

ATTENDANCE SHEET

Attendees at the Annual General Meeting 31 May 2019
Held at Den Norske Klub
London, United Kingdom

NAME OF SHAREHOLDER (PLEASE USE BLOCK LETTERS)	NAME OF ATTENDEE (PLEASE USE BLOCK LETTERS)	SIGNATURE
DAB WIMANISI	DAB WIMANISI	
Nikola A/S Torstein Eggertsen	T. Eggertsen	
BISAN MOSSAVAR-RAHMANI	BISAN MOSSAVAR-RAHMANI	

APPENDIX B
(RESULTS OF SHAREHOLDER VOTING AT 31 MAY 2019 ANNUAL GENERAL
MEETING OF RAK PETROLEUM plc)



RAK Petroleum plc (the Company)
Registered number: 08572925

REGISTERED OFFICE
 Elder House
 St Georges Business Park
 Brooklands Road Weybridge
 Surrey KT13 OTS
 United Kingdom

Voting Results from 2019 Annual General Meeting
 Held at Den Norske Klub
 London, United Kingdom

The following sets forth the votes cast for each resolution at the Company's 31 May 2019 Annual General Meeting in London, United Kingdom. Out of 547,498,036 votes eligible to be cast on each resolution, a total of 257,006,842 votes were present or represented by proxy at the meeting.

Item	Resolutions	FOR	AGAINST	ABSTAIN
ORDINARY RESOLUTIONS				
1.	To receive the audited accounts of the Company for the year ended 31 December 2018 and the Reports of the Directors and Auditors thereon.	257,006,842	0	0
2.	To approve (on an advisory basis) the Directors' Remuneration Report for the year ended 31 December 2018 in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2018.	257,006,842	0	0
3.	To reappoint Mr. Bijan Mossavar-Rahmani as an executive Director of the Company to serve until the Annual General Meeting of 2020.	256,448,435	558,407	0
4.	To reappoint Mr. Bjørn Dale as a non-executive Director of the Company to serve until the Annual General Meeting of 2020.	257,006,842	0	0
5.	To reappoint Mr. Amir Handjani as a non-executive Director of the Company to serve until the Annual General Meeting of 2020.	257,006,842	0	0

6.	To reappoint Mr. Sultan Al Ghurair as a non-executive Director of the Company to serve until the Annual General Meeting of 2020.	257,006,842	0	0
7.	To reappoint Mr. Ahmed Jawa as a non-executive Director of the Company to serve until the Annual General Meeting of 2020.	257,006,842	0	0
8.	Conditional on resolution 3 above being approved, to reappoint Mr. Bijan Mossavar-Rahmani as Executive Chairman of the Board of Directors of the Company.	257,006,842	0	0
9.	To set the Chairman's Director's Fee at USD 50,000.	257,006,842	0	0
10.	To set the Director's Fee at USD 50,000 for each Director.	257,006,842	0	0
11.	To reappoint Mr. Bijan Mossavar-Rahmani as a member and the chairman of the Nomination Committee to serve until the Annual General Meeting of 2020.	257,006,842	0	0
12.	To reappoint Dr. Øystein Noreng to the Nomination Committee to serve until the Annual General Meeting of 2020.	257,006,842	0	0
13.	To reappoint Mr. Arya H. Bolurfrushan to the Nomination Committee to serve until the Annual General Meeting of 2020.	257,006,842	0	0
14.	To set the fee for service on the Nomination Committee at USD 5,000 for each member of the Committee.	257,006,842	0	0
15.	To reappoint Ernst & Young LLP as the Company's Auditors to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Company at which accounts are laid.	257,006,842	0	0
16.	To authorise the Board of Directors to set the Auditors' fees.	257,006,842	0	0
17.	To authorise the Company and any company which is or becomes a subsidiary of the Company during the period to which this resolution relates to: (a) make donations to political parties and independent election candidates; (b) make donations to political organisations other than political parties; and (c) incur political expenditure during the period commencing on the date of this resolution and ending on the date of the Annual General Meeting of the Company in 2020, provided that in each case any such donations and expenditure made by the Company or by any such subsidiary shall not exceed USD 230,000 per company and which together shall not exceed in aggregate USD 305,000. Any	257,006,842	0	0

	terms used in this resolution that are defined in Part 14 of the UK Companies Act 2006 have the same meanings for the purposes of this resolution.			
18.	To approve, in accordance with section 551 of the UK Companies Act 2006, that the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of GBP 312,131, or a proportionately reduced amount in the event of any share capital decrease, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the earlier of the date of the Company's next Annual General Meeting or 15 months after the date of the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.	257,006,842	0	0
19.	<p>To approve that the terms of the form of share repurchase contract(s), produced at the Meeting and initialled by the Executive Chairman, to be entered into between the Company and any of the Dealers (as defined below) (each a "Repurchase Contract") to acquire up to a maximum aggregate nominal amount of GBP 312,131 class A shares (the "Repurchase Shares"):</p> <ul style="list-style-type: none"> • be and are hereby approved; and • the Directors of the Company be and are hereby authorised to enter into Repurchase Contract(s) with any or all of Spareabank 1 Markets AS, Fearnley Securities AS, or Pareto Group (Pareto Securities AS) (each a "Dealer") to acquire some or all of the Repurchase Shares. <p>The authority conferred by this resolution shall, unless varied, revoked or renewed prior to such time, expire one year after the date of the passing of this resolution, except that the Company may, before the expiration of the authority granted by this resolution, enter into a contract to purchase Repurchase Shares which will or may be executed wholly or partly after the expiration of such authority.</p>	257,006,842	0	0
	SPECIAL RESOLUTIONS			
20.	Conditional upon the passing of resolution 18 above, to approve that the Directors be and are hereby empowered to allot equity securities (as defined in section 560(1) of the UK Companies Act 2006) of the Company for cash pursuant to the authority conferred by resolution 18 above in accordance with section 551	257,006,842	0	0

	<p>of the UK Companies Act 2006, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall expire at the conclusion of the Company's next Annual General Meeting or 15 months after the date of the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.</p>			
21.	<p>To approve that Article 69.1 of the Company's Articles of Association be amended to read as follows:</p> <p>Subject to the Company's requirement to comply with the provisions of DTR 5 relating to the disclosure of voting rights (as amended from time to time), if at any time the Company shall have any of its shares admitted to trading on the Oslo Stock Exchange then the provisions of DTR 5 relating to the disclosure of voting rights shall apply to the Company, its shares and persons interested in the Company's shares as if "financial instruments" and "shares" includes Class A Shares, Restricted Class A Shares, Class B Shares and any other shares in the Company which confer upon the Holder of such shares the right to attend and vote at any general meeting.</p>	257,006,842	0	0