Energean PLC (the "Company")

Terms of Reference of the Environment, Safety and Social Responsibility ("ESSR") Committee (the "Committee")

(approved at a meeting of the board of directors (the "Board") held on 8 September 2026)

1. Introduction

1.1 These terms of reference have been produced to identify and formalise the roles and responsibilities of the Committee.

1.2 The Committee shall make available these terms of reference (as appropriate), explaining its role and the authority delegated to it by the Board.

2. Role

2.1 In the areas within its remit, the role of the Committee is to assist the Board in fulfilling its oversight responsibilities by:

(a) overseeing the Group's approach to environment, health and safety, including process safety and asset integrity, and social responsibility, including relevant risk policies, systems, strategy and performance;

(b) assessing systems and policies to ensure compliance with regulatory requirements and/or applicable international standards and guidelines;

(c) reviewing and, where appropriate, seeking external assurance on the Group's external reporting;

(d) monitoring serious incidents and related actions; and

(e) advising the Board on emerging issues and developments that impact the Group, and promoting the integration of environmental, safety, and social responsibility considerations into the Group's long-term sustainable success.

3. Membership

3.1 Members of the Committee shall be appointed by the Board, from amongst the directors of the Company, in consultation with the chair of the Board and the Nomination & Governance Committee and shall be made up of at least three members. Members of the Committee shall possess an adequate level of awareness of health, safety, security, social and environmental affairs.

3.2 All members of the Board have the right to attend Committee meetings. Other individuals such as the Chief Executive, and, if applicable, representatives of environmental, health, safety, including process safety and asset integrity, security and social responsibility functions within the Company and external advisers may be invited to attend all or part of any meeting, as and when appropriate.

3.3 In deciding chair and membership of the Committee, the value of ensuring that Committee membership is refreshed, and that undue reliance is not placed on individuals should be considered.

3.4 The Board shall appoint the chair of the Committee (the "**Committee Chair**") who should be an independent non-executive director.

4. Secretary

4.1 The Company Secretary or their nominee shall act as the secretary of the Committee and shall attend all its meetings and shall prepare and circulate to members and all other non-executive directors (and invitees as appropriate) all information and papers in a timely manner to enable them to be give full and proper consideration to the issues.

4.2 The secretary shall keep a record of the membership of, and the dates of any changes to the membership of, the Committee.

5. Quorum

The quorum necessary for the transaction of business shall be two members. A duly convened meeting of the 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 Committee. All reasonable efforts shall be made to give notice of meetings of the Committee to all members and invitees and to arrange such meetings so that all members and invitees are able to attend.

6. Frequency of Meetings

The Committee shall meet as frequently as the Committee Chair shall require and at regular intervals to deal with routine matters and, in any event, not less than three in each financial year. Any member of the Committee may request a meeting if he/she considers that one is necessary or expedient.

7. Notice of Meetings

7.1 Meetings of the Committee shall be summoned by the secretary of the Committee at the request of the Committee Chair or any member of the Committee.

7.2 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 Committee, any other person required to attend and all other non-executive directors, no later than three working days before the date of the meeting. Supporting papers shall be sent to Committee members and to other attendees as appropriate, at the same time.

8. Committee Chair

In the absence of the Committee Chair and/or an appointed deputy, the remaining members present shall elect one of their number to chair the meeting from those who would qualify under these terms of reference to be appointed to that position by the Board. The Committee Chair (or chair of the relevant meeting) shall have a casting vote on all matters in the event of an equality of votes.

9. Minutes of Meetings

9.1 The Company Secretary shall minute the proceedings and resolutions of all Committee meetings, including the names of those present and in attendance.

9.2 The Company Secretary shall ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

9.3 Draft minutes of Committee meetings shall be circulated promptly to the Committee Chair before being circulated to all members of the Committee and once agreed and finalised, made available to all other members of the Board, unless it would be inappropriate to do so.

10. Formal Reporting to the Board

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

11. Engagement with shareholders

The Committee Chair shall attend the Annual General Meeting prepared to respond to any shareholder questions on the Committee's activities. In addition the Committee Chair should seek engagement with shareholders on significant matters related to the Committee's areas of responsibility.

12. Duties

12.1 The Committee should carry out the duties below for the Company, major subsidiary undertakings, and the Group as a whole, as appropriate.

HEALTH, SAFETY AND SOCIAL RESPONSIBILITY

The Committee shall:

(a) monitor and test the effectiveness of the Group's policies and internal control systems for identifying and managing the principal risks allocated to the Committee by the Board, including occupational health and safety, process safety and asset integrity risks, risks related to any matter relating to corporate social responsibility, each in connection with the Group's operations, and such emerging risks as the Committee may determine fall within its scope from time to time.

(b) oversee the Group's framework for process safety and asset integrity, including management's arrangements for identifying and managing major accident hazards and maintaining the integrity of safety and environmentally critical elements, and review relevant performance, leading indicators, significant impairments and remediation.

(c) assess the policies and systems within the Group for ensuring compliance with regulatory requirements and/or applicable international standards and guidelines in connection with health, safety, and corporate social responsibility (including any community related projects undertaken by the Group).

(d) assess the performance of the Group regarding the impact of decisions relating to health, safety, and corporate social responsibility (including any community related projects undertaken by the Group) and any related actions upon employees, communities and other third parties. It shall also assess the impact of such decisions and actions on the reputation of the Group.

(e) on behalf of the Board, receive reports from management concerning fatalities, serious accidents, significant process safety events and other material HSE incidents within the Group, together with the findings of investigations and actions taken or proposed by management.

(f) evaluate and oversee, on behalf of the Board, the quality and integrity of any reporting to external stakeholders concerning matters relating to health, safety, and social responsibility, including how all elements of the social responsibility strategy are reported in both the Company's Annual Report and Sustainability Report.

(g) review and test the results of any independent audits of the Group's performance regarding any matters related to health, safety, process safety, asset integrity and corporate social responsibility (including any community related projects) and review and test any strategies and action plans developed by management in response to issues raised and, where appropriate make recommendations to the Board concerning the same.

ENVIRONMENTAL/SOCIAL MATTERS/CLIMATE CHANGE

Strategy

(h) oversee the development of, advise the Board regarding, and recommend for approval by the Board, the Group strategy in relation to the environment, social matters and climate change (the "**Strategy**").

(i) ensure that the Strategy is effective, aligned with prevailing regulations and good practice, and integrated with the Group's business plan, values and objectives, including targets, KPI's and budget, in order to support the Group's long-term sustainable success.

(j) oversee the execution of the Strategy and approve implementation projects developed in response to the Strategy.

(k) review the effectiveness of the teams, governance and processes in place to ensure the outcomes of the Strategy are delivered.

(l) advise on the risks and opportunities for the Group's operations and reputation in relation to the execution of the Strategy.

Reporting

(m) review the content, integrity and completeness of external statements and disclosures about Strategy activity, targets and progress.

(n) review Strategy-related reporting prior to Board approval, including the annual sustainability report, information to be included in the Group 's Annual Report, and mandatory or voluntary disclosures in line with recommended practice and regulatory requirements.

(o) evaluate the extent and effectiveness of external reporting on Strategy performance and participation in external benchmarking indices.

(p) review regularly the requirement for external assurance of Strategy related matters, and as necessary, appoint external parties to provide assurance on relevant reporting.

Horizon Scanning

(q) identify current and emerging Strategy-related issues, standards, good practice, and regulatory or legislative developments, at the sectoral, national and international level. This includes sourcing or undertaking relevant training and development opportunities, both for the Committee members and for Group employees as appropriate.

(r) evaluate which issues and developments are likely to impact the Group's strategy, operations and reputation; determine, therefore, whether and how these should be reflected in the Group's Strategy objectives, policies and reporting.

Policies and Procedures

(s) monitor the establishment of appropriate Strategy-related policies, procedures for incident reporting, codes of practice, and standards of business conduct (the "Strategy policies").

(t) review the adequacy and ongoing relevance and effectiveness of the Strategy Policies, and where necessary, ensure they are updated to remain in compliance with relevant national and international standards.

(u) review any serious incidents which breach the Strategy policies.

Social Issues

(v) oversee the Group's interactions with and responsibilities towards its stakeholders in relation to how the Strategy is received, most notably its employees, and external stakeholders including shareholders, the media, relevant regulators and ESG rating agencies.

(w) support the Board in monitoring the culture of the Group in relation to safety and the wellbeing of its workforce.

References in these terms of reference to environmental and social matters shall include but not be limited to the following:

Environmental: the Group's impact on the natural environment and its adaptation to climate change including greenhouse gas emissions, energy consumption, generation and use of renewable energy, biodiversity and habitat, impact on water resources and the status of water bodies, pollution, resources efficiency and the reduction and management of waste.

Social Matters: the Group's interactions with employees, host governments, commercial and state counterparties, stakeholders, and the communities in which it operates and the role of the Group in society, such as any social or community projects undertaken and social aspects of the supply chain, community and

stakeholder engagement or partnerships.

13. Reporting Responsibilities

13.1 The Committee Chair shall report to the Board with complete transparency on its proceedings, findings, and decisions after each meeting on all matters within its duties and responsibilities.

13.2 The Committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

13.3 The Committee shall be responsible for the **Environment, Safety and Social Responsibility Report** and shall also produce a report on Committee activities to be included in the Company's Annual Report.

13.4 The Committee shall ensure that, if information from experts or specialists is included in any of their reports, the name of that expert or specialist and their relationship with the Company are included in such report.

14. Other Matters

14.1 The Committee shall have access to sufficient resources to carry out its duties, including access to professional technical expertise in the areas within its remit and the assistance of the Company Secretary as required.

14.2 The Committee shall be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members.

14.3 The Committee should consider such other matters as the Board may from time to time refer to it and consider applicable laws and regulations. This shall include the rules and regulations which apply to the Company arising from the listing of its securities on any stock exchange, and the UK Corporate Governance Code.

14.4 At every level of the organisation, line managers are responsible for environmental, health, safety and security matters, and the implementation of any policies relating to corporate social responsibility (including community related projects). Ultimate responsibility for such matters will remain with the Board.

14.5 The Committee shall oversee any investigation of activities which are within its terms of reference.

14.6 The Committee shall be responsible to the Board for its work without prejudice to the Boards' responsibility for such work or the duties and authority of the Committee.

14.7 The Committee shall arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

15. Authority

The Committee is authorised:

15.1 by the Board to investigate any activity within its terms of reference.

15.2 to seek any information it requires from any employee or director of the Company, or any consultant or other provider of services to the Company in order to perform its duties. All employees, directors, consultants, and other service providers of services are directed to co-operate with requests for information made by the Committee including requests to attend meetings of the Committee.

15.3 to obtain, at the Company's expense, outside legal or other independent professional advice on any matter within its terms of reference.

15.4 to call any employee to be questioned at a meeting of the Committee as and when required; and

15.5 to have the right to publish in the Company's Annual Report details of any issues that cannot be resolved

between the Committee and the Board.

Although the Committee can seek the advice and assistance of the executive management, it must ensure that this role is clearly separated from their role within the business

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