

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this Circular and/or as to the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant, or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) (“FSMA”) if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.**

The whole text of this Circular should be read. If you sell or have sold or otherwise transferred all of your shares in Sterling Energy plc (the “**Company**”), please immediately forward this Circular without delay to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold or transferred only part of your holding of shares, you should retain these documents and contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

**This document should be read in conjunction with the definitions set out on pages 4 and 5 of this document. The whole of this document should be read and, in particular, your attention is drawn to the letter from the Chairman of the Company which starts on page 6 of this document which contains the recommendation by the Directors to Shareholders to vote in favour of the resolutions to be proposed at the General Meeting.**

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# **STERLING ENERGY PLC**

*(Incorporated in England and Wales with registered number 1757721)*

## **Proposed Change of Name Adoption of New Articles of Association and Notice of General Meeting**

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**Your attention is drawn to the letter from the Chairman which is set out in this Circular and, in particular, to paragraph 5 which contains the unanimous recommendation from the Directors that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting referred to below.**

The Proposed Change of Name and the adoption of New Articles of Association each require approval from Shareholders, which is being sought at a General Meeting of the Company to be held at 11.00 a.m. on 30 April 2021, notice of which is set out at the end of this Circular. With consideration to the Government’s response to the COVID-19 pandemic, which includes restrictions on gatherings of people indoors, it has become necessary to restrict physical participation at the General Meeting. We are therefore proposing to hold the General Meeting at 107 Cheapside, London, EC2V 6DN with the minimum attendance required to form a quorum. In light of the fact that we are holding a closed meeting we are pleased to be able to provide a webcast facility for shareholders to follow the General Meeting remotely. Shareholders will still be able to ask questions by email ahead of the meeting, further details of which will be outlined below in the notes section of this notice. Information and instructions detailing how Shareholders may access the General Meeting via the webcast facility will also be made available on the Company website closer to the date of the General Meeting. Shareholders are reminded that by physically attending the General Meeting, they would be in breach of the Government’s current restrictions in respect of the gathering of people indoors, in relation to the COVID-19 pandemic (subject to any easing of those restrictions prior to the General Meeting) and will therefore, unfortunately, not be

physically admitted to the meeting. As such, the Company will be operating an electronic voting system that will allow Shareholders to cast their vote on the Resolutions in advance of the General Meeting. Shareholders will be able to cast their vote electronically by logging on to [www.signalshares.com](http://www.signalshares.com) and following the instructions or using the CREST Proxy voting services. Electronic votes must be received by Link Group by 11.00 a.m. on 28 April 2021.

The Company strongly encourages all Shareholders who wish to vote to utilise the electronic voting system to appoint the Chairman of the General Meeting as their proxy (by logging on to [www.signalshares.com](http://www.signalshares.com) and following the instructions or using the CREST Proxy Voting Services. In each case the proxy must be received by Link Group by 11.00 a.m. on 28 April 2021.

## EXPECTED TIMETABLE OF EVENTS

The expected timetable for the matters referred to in this Circular is as follows:

Publication of this Circular	13 April 2021
Latest time and date for receipt of Form of Proxy	11.00 a.m., 28 April 2021
General Meeting	11.00 a.m., 30 April 2021

**Notes:**

1. The above times and/or dates are indicative only and may change. If any of the above times and/or dates change, the revised times and/or dates will be notified by announcement through a Regulatory Information Service.
2. All references to times in this document are to London times unless otherwise stated.

This document is dated 13 April 2021.

## DEFINITIONS

The following definitions apply throughout this Circular, including the Appendices to this Circular, unless the context requires otherwise:

<b>Act</b>	Companies Act 2006 (as amended)
<b>AIM</b>	AIM, the market of that name operated by the London Stock Exchange
<b>Articles</b>	the existing articles of association of the Company as at the date of this document
<b>Board</b>	the Directors of the Company
<b>Circular</b>	this circular to Shareholders
<b>CREST</b>	the computerised system for the paperless settlement of sales and purchases of securities and the holding of uncertificated securities operated by Euroclear
<b>CREST Manual</b>	the CREST manual referred to in agreements entered into by Euroclear
<b>CREST Regulations</b>	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755) as amended from time to time
<b>Change of Name</b>	the proposal to change the registered name of the Company from 'Sterling Energy plc' to 'Afentra plc' pursuant to Resolution 1 set out in the Notice
<b>Company or Sterling</b>	Sterling Energy plc of High Holborn House, 52-54 High Holborn, London WC1V 6RL
<b>Directors or Board</b>	the directors of the Company from time to time
<b>Euroclear</b>	Euroclear UK & Ireland Limited
<b>General Meeting</b>	the general meeting of the Company to be held at 11.00 a.m. on 30 April 2021, notice of which is set out at the end of this Circular, and any adjournment thereof
<b>Latest Practicable Date</b>	8 April 2021, being the latest practicable date prior to publication of this Circular
<b>Link Group</b>	a trading name of Link Market Services Limited of 10 <sup>th</sup> Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL
<b>London Stock Exchange</b>	London Stock Exchange plc
<b>New Articles</b>	the proposed new articles of association to be adopted in the event that Resolution 2 set out in the Notice is passed at the General Meeting
<b>Notice</b>	the notice of General Meeting which is set out at the end of this document

<b>Ordinary Shares</b>	ordinary shares of 10 pence each in the capital of Company
<b>Register</b>	the Company's register of members
<b>Resolutions</b>	the resolutions to be proposed at the General Meeting as set out in the Notice, and each being a " <b>Resolution</b> "
<b>Shareholders</b>	holders of shares in the Company from time to time
<b>Takeover Code</b>	The City Code on Takeovers and Mergers
<b>Webcast</b>	the broadcast of the General Meeting streamed via the internet to Shareholders, facilitated by Link Group

# LETTER FROM THE CHAIRMAN

## STERLING ENERGY PLC

(Incorporated in England and Wales with Registered No. 1757721)

*Directors:*

*Jeffrey MacDonald (Independent Non-Executive Chairman)*  
*Paul McDade (Chief Executive Officer)*  
*Ian Cloke (Chief Operating Officer)*  
*Gavin Wilson (Non-Executive Director)*

*Registered office:*

High Holborn House  
52-54 High Holborn  
London  
WC1V 6RL

13 April 2021

Dear Shareholder

### **Proposed Change of Name, Adoption of New Articles of Association and Notice of General Meeting**

#### **1 Change of Name and adoption of New Articles**

Sterling Energy was incorporated in 1983 as an upstream Oil & Gas company, joining the Alternative Investment Market in October 2002.

Most recently the company's focus has been the 34% carried interest in Odewayne, a high potential onshore exploration block operated by Genel Energy and partnered with Petrosoma.

As the business looks to move forward with new management and a refreshed strategy built around achieving scale through the acquisition of production assets and discovered resources resulting from the accelerating energy transition in West Africa, where the company has extensive operational experience. The Board believes that changing Sterling Energy's name will allow it to differentiate its proposition and establish a new identity that is both appropriate of its business model, whilst being relevant to its area of focus.

On the above basis, the Board is proposing to change the name of the Company to: Afentra plc: 'Af-entra' – African Energy Transition. The formal relaunch of the Company is expected to occur on or around 4 May.

The Company also proposes the adoption of the New Articles, which are available at [www.sterlingenergyplc.com](http://www.sterlingenergyplc.com). The New Articles will bring the Company's constitution in line with recent developments in corporate governance practice. The material differences with the Company's existing Articles are set out in the Appendix to this Circular.

#### **2 General Meeting**

Your attention is drawn to the Notice set out on page 9 of this document (including explanatory notes to the Resolutions) convening the General Meeting to be held at 11.00 a.m. on 30 April 2021 at 107 Cheapside, London, EC2V 6DN.

The Company intends to propose the Resolutions at the General Meeting. With consideration to the Government's response to the COVID-19 pandemic, which includes restrictions on gatherings of people indoors, it has become necessary to restrict physical participation at the General Meeting. We are therefore proposing to hold the General Meeting at 107 Cheapside, London, EC2V 6DN with the minimum attendance required to form a quorum. In light of the fact that we are holding a closed meeting we are pleased to be able to provide a webcast facility for shareholders to follow the General Meeting remotely. Shareholders will still be able to ask questions by email ahead of the meeting, further details of which will be outlined below in the notes section of this notice. Information and instructions detailing how Shareholders may access the General Meeting via the webcast facility will also be made available on the Company website closer to the date of the General Meeting.

Should restrictions ease such that it becomes possible for Shareholders to attend the General Meeting physically, the Company will make arrangements accordingly.

As a result of the restrictions on physical attendance, the Company will be operating an electronic voting system that will allow Shareholders to cast their vote on the Resolutions in advance of the General Meeting. Shareholders will be able to cast their vote electronically by logging on to [www.signalshares.com](http://www.signalshares.com) and following the instructions or using the CREST Proxy voting services. Electronic votes must be received by Link Group by 11.00 a.m. on 28 April 2021.

The Company strongly encourages all Shareholders who wish to vote to utilise the electronic voting system to appoint the Chairman of the General Meeting as their proxy (by logging on to [www.signalshares.com](http://www.signalshares.com) and following the instructions or using the CREST Proxy Voting Services). In each case the proxy must be received by Link Group by 11.00 a.m. on 28 April 2021.

**Shareholders are reminded that by physically attending the General Meeting they would be in breach of the Government's current restrictions on the gathering of people indoors, in relation to the COVID-19 pandemic (unless the restrictions have been eased by the date of the General Meeting) and will therefore, unfortunately, not be physically admitted to the meeting.**

If Shareholders have any questions, they are invited to submit them by email to [info@sterlingenergyuk.com](mailto:info@sterlingenergyuk.com) by 11.00 a.m. on 28 April 2021 quoting their unique shareholder reference number/CREST ID and the Board will answer relevant questions via email.

### **3 Resolutions to be proposed at the General Meeting**

Resolutions 1 and 2 will be proposed as special resolutions, requiring a majority of not less than 75 per cent. of those voting in person or by proxy to vote in favour.

#### **Resolution 1 – Change of Company Name**

Resolution 1 is to approve the change in the Company's name to Afentra plc.

#### **Resolution 2 – Adoption of the New Articles**

Resolution 2 will be proposed to adopt the New Articles. The Appendix to this Circular sets out the material changes between the existing Articles and the New Articles. Resolution 2 is conditional on Resolution 1.

A copy of the proposed New Articles is available at [www.sterlingenergyplc.com](http://www.sterlingenergyplc.com).

### **4 Recommendation**

The Directors recommend that you vote in favour of the Resolutions, as they intend to do in respect of the shareholdings of Shareholders whom they represent on the Board, which in aggregate amount to 6,681,666 Existing Ordinary Shares representing 3.04 per cent. of the entire issued Existing Ordinary Shares of the Company as at the Latest Practicable Date.

Yours faithfully

**Jeffrey MacDonald**

*Independent Non-Executive Chairman*

## APPENDIX

### MATERIAL CHANGES IN THE NEW ARTICLES COMPARED WITH THE EXISTING ARTICLES

#### 1. Hybrid and electronic meetings

The New Articles allow the Company to hold General Meetings either physically, both physically and virtually (“**hybrid meeting**”) or, subject to the provisions of the Companies Act 2006, wholly virtually. The fact that Shareholders may attend meetings electronically will not preclude them from counting in the quorum or voting at that meeting. Voting at hybrid and virtual meetings will be conducted via a poll and not on a show of hands.

#### 2. Overflow meeting rooms

The New Articles allow for overflow meeting rooms, in the event that Shareholders are not able to be seated in the main meeting room where the Chairman will be. This provision is subject to (a) all due steps being taken to direct to the overflow room those unable to enter the main meeting; and (b) there being adequate audio-visual links between the two rooms for people in each room to see and to be seen, and to hear and to be heard by people in the other room.

#### 3. Retirement of Directors

In line with the recommendation of the 2018 Corporate Governance Code issued by the Quoted Companies Alliance, the New Articles require each Director to retire from office at each annual General Meeting of the Company, with the exception of any Director appointed by the Board after the notice of that annual General Meeting has been given and before that annual General Meeting has been held. Each Director retiring from office can offer themselves for re-election at the annual General Meeting at which they retire.

#### 4. Disclosure Guidance and Transparency Rules

The provisions of Chapter 5 of the Disclosure Guidance and Transparency Rules (“**DTR**”) have been incorporated by reference into the New Articles to assist the Company with its notification obligations under DTR 5. Under DTR 5, a person must notify a company listed on AIM of the percentage of voting rights that it holds as shareholder if, as a result of (amongst other things) an acquisition or disposal of shares or financial instruments, the percentage of those voting rights reaches, exceeds or falls below 3% and each 1% threshold above 3% up to 100% (“**Relevant Change**”). This notification must be made within two trading days of the Relevant Change. The company must then notify the market by the end of the third trading day after it receives the notification. The New Articles enshrine in the Company’s constitution the obligation on its shareholders to notify the Company of a Relevant Change. The New Articles also provide the Company with the power temporarily to suspend the right to vote, withhold dividends and prohibit the transfer of shares held by a Shareholder who does not comply with the DTR 5 obligations.

#### 5. Exclusive Jurisdiction

The New Articles state that a Shareholder will submit any dispute with the Company to the exclusive jurisdiction of the English courts.



**THE COMPANIES ACT 2006**  
**PUBLIC COMPANY LIMITED BY SHARES**  
**NOTICE OF GENERAL MEETING OF**  
**STERLING ENERGY PLC (the “Company”)**

*(Incorporated in England and Wales with Registered No. 1757721)*

Notice is hereby given that a General Meeting of the Company will be held at 11.00 a.m. on 30 April 2021 for the purpose of considering and, if thought fit, passing the following resolutions as special resolutions.

**As a consequence of the Government’s response to the COVID-19 pandemic, which includes restrictions on gatherings of people indoors, it has become necessary to restrict physical participation at the General Meeting. We are therefore proposing to hold the General Meeting at 107 Cheapside, London, EC2V 6DN with the minimum attendance required to form a quorum. In light of the fact that we are holding a closed meeting we are pleased to be able to provide a webcast facility for shareholders to follow the General Meeting remotely, further details of which will be outlined below in the notes section of this notice. As such, the Company will be operating an electronic voting system that will allow Shareholders to cast their vote on the Resolutions in advance of the General Meeting. Shareholders who wish to utilise the electronic voting system are strongly encouraged to submit their votes by proxy as soon as possible, appointing the Chairman of the General Meeting as their proxy, to ensure that their votes can be taken into account.**

**Special Resolutions**

**Resolution 1**

THAT, the change of the Company’s registered name from ‘Sterling Energy plc’ to ‘Afentra plc’ be approved.

**Resolution 2**

THAT, subject to and conditional on the passing of Resolution1, the Articles of Association in the form produced at the meeting and initialled by the Chairman for identification purposes and which are also available on the Company’s website [www.sterlingenergyplc.com](http://www.sterlingenergyplc.com). be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

Dated: 13 April 2021

By order of the Board

**CFPRO COSEC LIMITED**

Company Secretary

**Registered Office:**

High Holborn House, 52-54 High Holborn, London, England, WC1V 6RL

## **Notice of General Meeting Notes:**

### **Right to vote**

1. In light of the Government's response to the COVID-19 pandemic, which includes restrictions on gatherings of people indoors, it has become necessary to restrict physical participation at the General Meeting. The Company is therefore proposing to hold the General Meeting at 107 Cheapside, London, EC2V 6DN with the minimum attendance required to form a quorum. Shareholders will be able to access the General Meeting remotely, if desired, via a webcast facility. Should the Government lift or ease the restrictions on indoor gatherings, such that attendance at the General Meeting would not be in breach of these restrictions, then the Company will make such arrangements as would allow Shareholders to attend the General Meeting. Any change to the format, venue or other arrangements for the General Meeting will be notified to shareholders via a Regulated Information System and on the Company's website, as early as is possible before the date of the meeting. Shareholders are strongly encouraged to submit their votes by appointing the Chairman of the General Meeting as their proxy following the procedure set out in these notes below.
2. To be entitled to vote at the General Meeting (and for the purpose of the determination by the Company of the number of votes they may cast), Shareholders must be registered in the Register of Members of the Company at close of trading on 28 April 2021. Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the General Meeting.
3. Should the Government lift or ease the current restrictions in respect of indoor gatherings, and Shareholders are then able to attend the General Meeting, Shareholders, or their proxies, intending to attend the General Meeting in person are requested, if possible, to arrive at the General Meeting venue at least 20 minutes prior to the commencement of the General Meeting at 11.00 a.m. on 30 April 2021 so that their shareholding may be checked against the Company's Register of Members and attendances recorded.

### **Accessing the General Meeting remotely via the webcast facility**

4. In light of the fact that will be holding a closed meeting, shareholders can access the General Meeting remotely via the webcast facility.
5. You will need to visit [www.sterlingenergyplc.com](http://www.sterlingenergyplc.com) investors page to obtain the URL at least 48 hours before the meeting. Using your smartphone, tablet or computer, you will then be prompted to enter your unique 11-digit Investor Code (IVC) including any leading zeros and 'PIN'. Your PIN is the last 4 digits of your IVC. This will authenticate you as a shareholder.
6. Your IVC can be found on your share certificate, or Signal Shares users ([www.signalshares.com](http://www.signalshares.com)) will find this under 'Manage your account' when logged in to the Signal Shares portal. You can also obtain this by contacting Link, our Registrar, by calling +44 (0) 371 277 1020\*
7. Access to the General Meeting will be available from 30 mins before start of event.
8. If you wish to appoint a proxy other than the Chair of the meeting and for them to attend the virtual meeting on your behalf, please submit your proxy appointment in the usual way before contacting Link Group on +44 (0) 371 277 1020\* in order to obtain their IVC and PIN. It is suggested that you do this as soon as possible and at least 48 hours (excluding non-business days) before the meeting.
9. If your shares are held within a nominee and you wish to attend the virtual meeting, you will need to contact your nominee as soon as possible. Your nominee will need to present a corporate letter of representation to Link Group, our registrar, as soon as possible and at least 72 hours (excluding non-business days) before the meeting, in order that they can obtain for you your unique IVC and PIN to enable you to attend the virtual meeting.

\*Lines are open from 9.00 a.m. to 5.30 p.m. Monday to Friday, calls are charged at the standard geographic rate and will vary by provider. Calls outside the UK will be charged at the applicable international rate.

### **Appointment of proxies**

10. Shareholders are entitled to appoint another person as a proxy to exercise all or part of their rights to attend and to speak and vote on their behalf at the General Meeting. A Shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different Ordinary Share or Ordinary Shares held by that Shareholder. A proxy does not need to be a shareholder of the Company but must attend the General Meeting. Shareholders are strongly recommended to appoint the Chairman of the General Meeting as their proxy. If you wish to appoint a proxy other than the Chair of the meeting and for them to attend the virtual meeting on your behalf, please submit your proxy appointment in the usual way before contacting Link Group on +44 (0) 371 277 1020\* in order to obtain their IVC and PIN. It is suggested that you do this as soon as possible and at least 48 hours (excluding non-business days) before the meeting.

\*Lines are open from 9.00 a.m. to 5.30 p.m. Monday to Friday, calls are charged at the standard geographic rate and will vary by provider. Calls outside the UK will be charged at the applicable international rate.

11. Shareholders are reminded that if they appoint anyone, other than the Chairman of the General Meeting, that person will not be able to attend the General Meeting under the current government restrictions on indoor gatherings and their votes may not be counted. Therefore, if Shareholders wish to appoint a proxy, they are strongly recommended to appoint the Chairman of the General Meeting as their proxy.
12. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

13. You can appoint a proxy to vote your shares either:
- by logging on to [www.signalshares.com](http://www.signalshares.com) and following the instructions; or
  - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below.
  - If you need help with voting online, or require a paper proxy form, please contact our Registrar, Link Group, on + 44 (0)371 664 0391. Calls from the UK will be charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales. In order for a proxy appointment to be valid a form of proxy must be completed. In each case the proxy must be received by Link Group by 11.00 a.m. on 28 April 2021.
14. If you return more than one proxy appointment, either by paper or electronic communication, the appointment received last by the Registrar before the latest time for the receipt of proxies will take precedence. You are advised to read the terms and conditions of use carefully. Electronic communication facilities are open to all shareholders and those who use them will not be disadvantaged.
15. The return of a completed form of proxy, electronic filing or any CREST Proxy Instruction (as described in note 13 above) will not prevent a Shareholder from attending the General Meeting and voting in person if he/she wishes to do so, subject to the current government restrictions on indoor gatherings.
16. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting (and any adjournment of the General Meeting) by using the procedures described in the CREST Manual (available from <https://www.euroclear.com/about/en/business/Keylegaldocuments.html>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
17. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID RA10) by 11.00 a.m. on 28 April 2021. For this purpose, the time of receipt will be taken to mean the time (as is determined by the timestamp applied to the message by the CREST application host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
18. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

#### **Joint Holders**

19. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's Register of Members in respect of the joint holding (the first named being the most senior).

#### **Corporate Representatives**

20. Any corporation which is a Shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that no more than one corporate representative exercises powers in relation to the same shares. Shareholders are reminded that if they appoint someone other than the Chairman of the General Meeting as a corporate representative, that person will not be able to attend the meeting under the current government restrictions on indoor gatherings. If your shares are held within a nominee and you wish to attend the virtual meeting, you will need to contact your nominee as soon as possible. Your nominee will need to present a corporate letter of representation to Link Group, our registrar, as soon as possible and at least 72 hours (excluding non-business days) before the meeting, in order that they can obtain for you your unique IVC and PIN to enable you to attend the virtual meeting.

#### **Issued Share Capital**

21. As at 8 April 2021 (being the latest practicable business day prior to the publication of this Notice), the Company's ordinary issued share capital consists of 220,053,520 Existing Ordinary Shares, carrying one vote each. The Company does not hold any Treasury Shares. Therefore, the total voting rights in the Company as at 8 April 2021 are 220,053,520.

#### **Shareholder Questions**

22. Shareholders can submit questions by email ahead of the General Meeting by sending them to [info@sterlingenergyuk.com](mailto:info@sterlingenergyuk.com) and the Company will respond to relevant questions. The Company must cause to be answered any such question relating

to the business being dealt with at the General Meeting but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the General Meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered.

**Communication**

23. You may not use any electronic address (within the meaning of Section 333(4) of the Companies Act 2006) provided in either this Notice or any related documents to communicate with the Company for any purposes other than those expressly stated. A copy of this Notice can be found on the Company's website at [www.sterlingenergyplc.com](http://www.sterlingenergyplc.com).