



# ANNUAL GENERAL MEETING

24 MAY 2022



# Disclaimer

- The information set out in this presentation and the accompanying verbal presentation including any question and answer session and any documents or other materials distributed with the presentation (the "Presentation") has been produced by Afentra plc (the "Company") as at the date of this presentation, and is being made available to recipients for information purposes only. This document does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any shares in the Company, nor shall any part of it nor the fact of its distribution form part of or be relied on in connection with any contract or investment decision relating thereto, nor does it constitute a recommendation regarding the securities of the Company. This presentation is subject to English law, and any dispute arising in respect of this presentation is subject to the exclusive jurisdiction of the English courts.
- This presentation has not been verified, does not purport to contain all information that a prospective investor may require and is subject to updating, revision and amendment. The information and opinions contained in this presentation are provided as at the date of the Presentation and are subject to change without notice. In furnishing this document, the Company does not undertake or agree to any obligation to provide the attendees with access to any additional information or to update this presentation or to correct any inaccuracies in, or omissions from, this presentation that may become apparent.
- No reliance may be placed for any purposes whatsoever on the information or opinions contained in this presentation or on its completeness. No representation or warranty, express or implied, is given by or on behalf of the Company, its directors, officers or employees or any other person as to the accuracy or completeness of the information or opinions contained in this presentation and no liability whatsoever is accepted by the Company or any of its members, directors, officers or employees nor any other person for any loss howsoever arising, directly or indirectly, from any use of such information or opinions or otherwise arising in connection therewith.
- With respect to the United Kingdom, the information set out in this presentation has not been written or approved by an authorised person in accordance with Section 21 of the Financial Services and Markets Act 2000 ("FSMA"). It is considered by the Company that the communication of the Presentation will be exempt from the financial promotion restriction (as defined in Section 21(1) of FSMA, as amended) pursuant to Article 69 of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 (the "Order"), as the Company's shares are admitted to trading on the London Stock Exchange's Alternative Investment Market (AIM). Any investment or investment activity to which this document relates is only available in the United Kingdom to such persons as are permitted under the Order ("Relevant Persons") and will be engaged only with such persons within the United Kingdom. Persons who are not (within the United Kingdom) Relevant Persons should not in any circumstances rely on this presentation. The contents of the Presentation are not to be construed as legal, business, investment or tax advice nor does it constitute a recommendation regarding any transaction. Each recipient should consult with their own legal, business, investment and tax adviser as to legal business, investment and tax advice. By receiving the presentation you acknowledge that you will be solely responsible for your own assessment of the market and the market position of the Company and that you will conduct your own analysis and be solely responsible for forming your own view of the potential future performance of the Company's business.
- This presentation is not for publication, release or distribution directly or indirectly in nor should it be taken or transmitted, directly or indirectly into the United States, Australia, Canada, Japan or South Africa or any other jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.
- Certain statements, beliefs and opinions in this presentation, are forward-looking, which reflect the Company's or, as appropriate, the Company's directors' current expectations and projections about future events. By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein. Forward-looking statements contained in this presentation regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. The Company does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. You should not place undue reliance on forward-looking statements, which speak only as of the date of the Presentation.
- By attending the Presentation or by accepting this document in any other way you agree to be bound by the foregoing provisions

---

The Global Energy Transition will take time.

---

It is vitally important that we **responsibly manage what has already been found.**

---

**Hydrocarbons are part of the transition** and will continue to remain important in the overall energy mix.

---

The **socio-economic impact of the energy transition** needs to be considered alongside the **climate impact.**

---

Afentra was formed to deliver this balance and **create significant value** for shareholders.

# Afentra's Role in a Responsible Transition

Afentra's objective is to turn legacy producing fields and discovered resources into profitable assets for Afentra and all of our stakeholders

**Committed to shareholder returns within a responsible ESG framework**



**By actively driving a responsible transition, Afentra has the potential to create significant long term value for all stakeholders**

# Driving sustainable value

A focused and effective business model with embedded ESG framework



## Integrating united nations sustainable development goals

Supporting developing economies, accelerating sustainable change and transferring value to all stakeholders



# Significant progress made in our first year

## A Firm Foundation:

- New experienced Board and Executive team
- Established a small effective team with deep knowledge of target geographies
- Developed a robust Governance and ESG framework to support future growth ambitions

## Clear Strategic Focus:

- Identified key focus areas with a clear strategy to acquire production and development assets
- Utilised existing networks to establish the Afentra brand with both governments and industry partners
- Disciplined approach to opportunity screening with focus on identifying long-term value

## Initial Acquisition & Opportunity Screening:

- Angolan acquisition demonstrates the success of the foundation work in year one
- Multiple opportunities remain under review with further ideas being identified
- Odewayne asset continues to be managed to maximise value for shareholders

# Block 3/05 Angola - Deal summary

## Transaction Consideration

- Effective Date – 20<sup>th</sup> April 2022
- \$80 million cash upfront, subject to customary completion adjustments
- \$50 million contingent payments
  - \$5 million payable annually over 10 years subject to:
    - Brent oil price at \$65/bbl and above
    - production over 15,000 bbl/d (Gross)
  - Expected timeframe for transaction to complete in 2 - 3 months

## Funding

- Anticipated to be funded with new debt facilities and cash on balance sheet
- Discussions with selected providers of debt finance are well advanced and will be finalised in due course

## Key Deal Metrics

- Low-cost entry with implied acquisition cost of ~\$4/ 2P bbl<sup>1</sup>
- Attractive asset breakeven economics of \$35/bbl
- Average net FCF after capex of ~\$30 million p.a. @ \$75/bbl over next 5 years
- Payback in <3 years at ~\$75/bbl based on 2P production alone

## Fiscal Framework

- Improved PSC terms with licence to be extended to 2040
- PSC terms reduce cash flow impact of lower oil prices
- Decommissioning costs have been pre-funded by previous and existing JV partners

<sup>1</sup> Based on Afentra reserve estimates as at 1/1/2022 and \$80mm upfront consideration

# Angola – a key strategic target

## Why Angola?

- One of the largest oil producers in Africa
- Current production of 1.2 million bbl/d from deepwater, shallow-water & onshore dating back to 1956
- Economy dependent on responsible management of resources
- Investment historically dominated by IOCs, however assets starting to change hands, similar status to the UKCS 25 years ago

## Offshore & Onshore Oil and Gas

- ~300 fields discovered; less than half developed (IHS 2022)
- Fiscal terms improved to attract new investment & licences extended
- Actively seeking new oil & gas investors
- Large opportunities for growth & limited competition in independent space
- Significant remaining developed & discovered resources

MATERIAL OIL  
& GAS RESERVES &  
RESOURCES (boe)

**~15Bn**

West Africa WoodMac 2020

LIFE OF DISCOVERED  
/ DEVELOPED RESOURCES

**>45 years**



**A material hydrocarbon province with a  
wealth of future opportunities for  
responsible and ambitious independents**



# Transaction timing and next steps

28 April

- SPA signing announcement, shares continue to be suspended from trading

May

- Completion of due diligence and placement of 10% transaction deposit bank guarantee

May/June

- Government approvals and Block 3/05 licence extension granted

June/July

- Publication of AIM re-admission document and resumption of trading
- General Meeting to approve the transaction

Q3

- Regulatory approval and admission of enlarged group to trading on AIM

**Completion Expected Q3 2022**

# Strong foundation for future acquisitions

## Entry to Angola provides foundation for growth

- Consistent with strategy to build a balanced cash flow generative portfolio of assets
- Afentra is uniquely positioned to build strong relationship with Sonangol
- Significant pipeline of production opportunities as IOCs reposition

## High quality long life asset with significant upside

- 3 billion bbls of light oil in place provides very material upside potential
- Delivers initial 2P reserves of ~20 million barrels and production of ~4,000 bbl/day
- Significant opportunities for future reserves and production growth

## Strong deal metrics and opportunities for ESG impact

- Attractive acquisition cost, low asset breakeven and strong cashflow delivery
- Payback anticipated in less than 3 years at \$75/bbl on 2P alone
- Opportunities for emissions reductions and positive socio-economic impact

## Pipeline of further West African opportunities

- West African countries have a renewed focus on diversifying oil and gas industry
- Material pipeline of further production and development opportunities
- Responsible and ambitious independents well positioned to grow in this environment



Sustainable change

**Uniquely positioned to capitalise on the  
African Energy Transition**

**1.**

Significant hydrocarbon resource base in Africa with material M&A pipeline

**2.**

Gap in market for credible operators to facilitate safe and responsible transition

**3.**

Proven team with significant experience of working in Africa

**4.**

Committed to responsible stewardship and positive stakeholder outcomes

**5.**

African Energy Transition provides compelling investment opportunity

# Voting Result of AGM

Resolution		For		Against		Withheld
		No. of shares	% of votes*	No. of shares	% of votes*	
<b>Ordinary Resolutions</b>						
1.	To receive and adopt the Annual accounts for the financial year ended 31 December 2021	42,817,519	99.99%	5,000	0.01%	65,555
2.	To receive the Directors' Remuneration report	42,875,976	99.98%	9,683	0.02%	2,415
3.	To re-appoint the Auditors	42,876,413	99.98%	8,606	0.02%	3,055
4.	To authorise the Directors to determine the remuneration of the Auditors	42,814,192	99.98%	8,202	0.02%	65,680
5.	To elect Jeffrey MacDonald as a director of the Company	42,875,572	99.98%	9,962	0.02%	2,540
6.	To elect Paul McDade as a director of the Company	42,875,572	99.98%	9,962	0.02%	2,540
7.	To elect Ian Cloke as a director of the Company	42,880,572	99.99%	4,962	0.01%	2,540
8.	To elect Anastasia Deulina as a director of the Company	42,634,051	99.98%	9,962	0.02%	244,061
9.	To elect Gavin Wilson as a director of the Company	42,875,572	99.98%	9,962	0.02%	2,540
10.	To authorise the Directors to allot shares	42,813,072	99.83%	72,587	0.17%	2,415
<b>Special Resolutions</b>						
11.	To disapply pre-emption rights	42,813,072	99.83%	72,587	0.17%	2,415
12.	To disapply pre-emption rights in additional limited circumstances	42,813,072	99.83%	72,587	0.17%	2,415
13.	To authorise the Company to make market purchases of its own shares	42,817,115	99.84%	68,544	0.16%	2,415

\*NB percentage of votes cast excludes Withheld votes