21 June 2016
For immediate release

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Proposed Placing Offer and Open Offer

Providence Resources P.l.c., ("**Providence**" or the "**Company**") the Irish oil and gas exploration and appraisal company, whose shares are quoted in London (AIM) and Dublin (ESM), is pleased to announce that it has agreed the terms of a conditional placing (the "**Placing Offer**"), subject to *inter alia* shareholder approval at an Extraordinary General Meeting, to raise approximately US$68.4 million (before expenses) through the issue of 399,670,956 ordinary shares of €0.10 (the "**Placing Offer Shares**") to institutional and other investors ("**Placees**") at a price of £0.12 (equivalent to approximately US$0.171) per Placing Offer Share pursuant to the Placing Offer.

The Company is also proposing to separately make an offer to all Qualifying Shareholders (the "**Open Offer**") to enable Qualifying Shareholders to have the opportunity to participate in the capital raising process at the same time and on equivalent terms as the Placees. It is proposed that the Open Offer will raise up to €4.84 million (before expenses) in addition and separate to the funds raised pursuant to the Placing Offer) through the issue of up to 31,835,610 ordinary shares of €0.10 (the "**Open Offer Shares**") to Qualifying Shareholders at a price of €0.152 (equivalent to approximately US$0.171) per Open Offer Share (the "**Open Offer Issue Price**") on the following basis:

1 Open Offer Share at €0.152 per Open Offer Share for every 4.4 Ordinary Shares registered in the names of each Qualifying Shareholder at the Record Date

It is anticipated that the net proceeds of the Placing Offer and the Open Offer will be used principally for the following purposes:

- Firstly, to fund (i) the Company's share of payments arising from the Transocean litigation; and (ii) the repayment of an amount of US$20 million of the Facility (together with any accrued and unpaid interest thereon).

- Secondly, to strengthen the Group's financial position, fund general working capital to cover general and administrative costs, sustaining capital expenditure and license expenditure and costs associated with the Company's portfolio of oil and gas projects and prospects, offshore Ireland, in each case for a period of not less than twelve months from the date of this announcement.

- Thirdly, to fund the Company's share of drilling costs for an exploration well at Druid, drilling of which is subject to equipment availability, regulatory approvals and joint venture partner funding being in place.

The Placing Offer and the Open Offer are conditional, amongst other things, on the passing of certain resolutions by Shareholders at the Extraordinary General Meeting to be held at the Ballsbridge Hotel, Pembroke Road, Ballsbridge, Dublin 4 at 9.00 a.m. on 14 July 2016.

The Placing Offer Shares represent approximately 285.32 per cent. of the existing issued share capital of the Company as at the date of this announcement and will represent approximately 64.51 per cent. of the Enlarged Share Capital immediately following completion of the Placing Offer and the Open Offer (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares). The Placing Offer Issue Price represents an approximate 13 per cent. discount to the mid-market closing price on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended.

The Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares will, when issued and fully paid, rank pari passu in all respects with the Existing Ordinary Shares and the Open Offer Shares, including the right to receive all dividends or other distributions declared, made or paid after the date of their issue.

The Open Offer Shares will represent approximately 22.73 per cent. of the existing issued share capital of the Company as at the date of this announcement and will represent approximately 5.14 per cent. of the Enlarged Share Capital immediately following completion of the Placing Offer and Open Offer (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares). The Open Offer Issue Price represents an approximate 13 per cent. discount to the mid-market closing price on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended.

The Open Offer Shares will, when issued and fully paid, rank pari passu in all respects with the Existing Ordinary Shares, the Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares, including the right to receive all dividends or other distributions declared, made or paid after the date of their issue.

Subject to the passing of the resolutions required to enable the Placing Offer and the Open Offer to proceed, application will be made to AIM and ESM for Admission of the Placing Offer Shares, the Open Offer Shares the Cenkos Fee Shares and the Melody Liability Shares to trading on AIM and ESM respectively. Admission is expected to occur no later than 8.00 a.m. on 15 July 2016 or such later time and/or date(s) as Cenkos and the Company may agree (not being later than 29 July 2016).

The Circular will be posted today to Shareholders and a copy will be available free of charge on the Company's website: www.providenceresources.com.

The distribution of the Circular and the making of the Open Offer to persons located or resident in, or who are citizens of, or who have a registered address in, countries other than Ireland or the United Kingdom may be restricted by the law or regulatory requirements of the relevant jurisdiction. The attention of Overseas Shareholders is drawn to section 4 ("**Overseas Shareholders**") of Part II of the Circular.

Tony O'Reilly, Chief Executive of Providence Resources, said:

"We are pleased to announce this Placing Offer and Open Offer which, thanks to the overwhelming support of both our existing and new institutional investors, will completely restructure the Company's balance sheet removing the financial instability brought about in part by the recent UK Court of Appeal ruling. This financing, if approved by Shareholders, will broaden our already significant UK institutional shareholder base, whilst allowing our existing shareholders the opportunity to participate on the same terms through the Open Offer, as each Board Member intends to do in respect of their own holding. The Company is pleased to be able to set out in full in this announcement details of the agreements reached with both Transocean and Melody and to provide additional clarity on its financial position and the impact of the proposed financing. Accordingly, the Company has requested that the suspension of the Company's ordinary shares from trading on AIM and ESM be lifted with effect from 7.30 a.m. on 22 June 2016.

Importantly, this restructuring will allow for the payment of amounts owing to Transocean as well as the retirement of the Melody debt facility, thereby providing the balance sheet flexibility for us to progress various commercial negotiations on our assets, most notably Barryroe and Spanish Point. Furthermore, the financing illustrates our investors' willingness to support and provide substantial further capital to finance our share of an exploration well on the high impact Druid prospect in the southern Porcupine Basin during 2017. This represents a very strong shareholder endorsement of our long-term focus on the Porcupine Basin, which has recently again become an exploration arena of significant interest for international oil majors. Against the back-drop of our recently completed Collaborative Study with Schlumberger, the Druid prospect presents a compelling investment opportunity at a time when both rig and offshore services markets introduce a highly attractive cost dynamic to the investment case.

The Company is grateful to Melody for its financial support over the past two years and in continuing to demonstrate its commitment to Providence by converting some of the amounts due to it under the debt facility to shares in the Company. In addition, we would like to record our gratitude to Cenkos for conducting the financing against the backdrop of extremely challenging market conditions and in helping ensure that the Company has sufficient cash resources to implement its stated strategy by agreeing to take all of its fees as shares in the Company. Taking into account the shares issued to both Melody and Cenkos, the gross value of the financing is approximately $76.6 million, from which the Company will receive net cash proceeds of $68.4 million (before legal and printing costs). Lastly, and most importantly, we would like to express our sincere thanks to our shareholders, both existing and new, for consistently demonstrating their support and belief in both the Company's strategy and the management team's efforts to progress this strategy and develop our very significant portfolio of assets offshore Ireland."

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NOTES TO EDITORS

ABOUT PROVIDENCE

Providence Resources P.l.c. is an Irish based oil & gas exploration, appraisal and development company with a portfolio of appraisal and exploration assets offshore Ireland. Providence's shares are quoted on AIM in London and the ESM in Dublin. www.providenceresources.com.

ANNOUNCEMENT

This announcement has been reviewed by Dr John O'Sullivan, Technical Director, Providence Resources P.l.c. John is a geology graduate of University College, Cork and holds a Masters in Applied Geophysics from the National University of Ireland, Galway. He also holds a Masters in Technology Management from the Smurfit Graduate School of Business at University College Dublin and a doctorate in Geology from Trinity College Dublin. John is a Chartered Geologist and a Fellow of the Geological Society of London. He is also a member of the Petroleum Exploration Society of Great Britain, the Society of Petroleum Engineers and the Geophysical Association of Ireland. John has more than 25 years of experience in the oil and gas exploration and production industry having previously worked with both Mobil and Marathon Oil. John is a qualified person as defined in the guidance note for Mining Oil & Gas Companies, March 2006 of the London Stock Exchange. Definitions in this press release are consistent with SPE guidelines.

SPE/WPC/AAPG/SPEE Petroleum Resource Management System 2007 has been used in preparing this announcement.

Proposed Placing Offer and Open Offer

1. Introduction

The Company announces that it has conditionally raised approximately US$68.4 million (before expenses) through the issue of 399,670,956 Placing Offer Shares to institutional and other investors at a price of £0.12 (equivalent to approximately US$0.171) per Placing Offer Share pursuant to the Placing Offer.

The Board recognises and is grateful for the continued support received from Shareholders and is separately offering all Qualifying Shareholders the opportunity to participate in the Open Offer to raise up to €4,839,013 (before expenses), in addition and separate to the funds raised pursuant to the Placing Offer, through the issue of Open Offer Shares to Qualifying Shareholders at the Open Offer Issue Price.

The Board feels strongly that existing Qualifying Shareholders should, where it is practical for them to do so, have the opportunity to participate in the capital raising process at the same time and on the same terms as those participating in the Placing Offer.

Qualifying Shareholders will be invited to subscribe (subject to the €4,839,013 limit) for Open Offer Shares at a price of €0.152 per Open Offer Share on the following basis:

1 Open Offer Share at €0.152 per Open Offer Share for every 4.4 Ordinary Shares registered in the names of each Qualifying Shareholder at the Record Date

The Board considers that it is in the best interests of the Company and Shareholders as a whole for the funds to be raised by conducting the fundraising through the Placing Offer and separately the Open Offer. Had the Company made a fully pre-emptive offer, for example by way of a rights issue or an uncapped open offer which might have allowed existing Shareholders to subscribe for a larger amount of the overall capital raise, this would have necessitated significant additional cost, re-allocation of management time and a possible delay to the execution of the Company's plans, further details of which are set out below.

Assuming the Open Offer is fully subscribed, the issue of the Open Offer Shares will raise further gross proceeds of up to €4,839,013 (before expenses) (equivalent to approximately US$5.45 million) for the Company and the gross proceeds of the Placing Offer and the separate Open Offer would increase to approximately US$73.8 million.

The Placing Offer Issue Price and the Open Offer Issue Price each represent an approximate 13 per cent. discount to the closing price of £0.1375 per Existing Ordinary Share on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended. If only the Placing Offer Shares, the Cenkos Fee Shares (as described in further detail in paragraph 6 below) and the Melody Liability Shares (as described in further detail in paragraph 4a below) are issued, they will

together represent approximately 72.25 per cent. of the Enlarged Share Capital and if the Placing Offer Shares, the Cenkos Fee Shares, the Melody Liability Shares and the Open Offer Shares (assuming the Open Offer is fully subscribed) are issued, they will together represent approximately 77.39 per cent. of the Enlarged Share Capital.

As the allotment and issue of the Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares would exceed the Directors' existing authorities to allot shares for cash on a non-pre-emptive basis, the Extraordinary General Meeting is being called to seek Shareholders' approval to, among other matters, increase the authorised share capital of the Company and to grant new authorities to enable the Directors, inter alia, to implement the Placing Offer and the Open Offer and to issue the Cenkos Fee Shares and the Melody Liability Shares. Should Shareholder approval of the Resolutions required to enable the Placing Offer and the Open Offer to proceed not be obtained at the Extraordinary General Meeting, then the Placing Offer and the Open Offer as currently envisaged will not proceed and the proceeds of both the Placing Offer and the Open Offer will not be available to the Company. The Notice convening the Extraordinary General Meeting is set out at the end of the Circular and a Form of Proxy and Application Form is also enclosed for you to complete.

The text below explains to Shareholders the background to, and reasons for, the fundraising by means of the Placing Offer and the Open Offer and to explain why the Board believes that the Placing Offer, the Open Offer and the passing of the Resolutions are in the best interests of the Company and Shareholders as a whole.

The actions that Shareholders should take to vote on the Resolutions, and the recommendation of the Board in relation thereto, are set out below and in paragraphs 9 to 11 of Part I (Letter from the Chairman) of the Circular. Information about the Placing Offer, the Open Offer and the Company's business, as well as some of the risks of investing in the Company, are also set out in the Circular, which Shareholders are encouraged to read carefully. Shareholders' specific attention is drawn to the sections entitled 'Current Trading and Prospects', 'Importance of the Placing Offer and Open Offer' and 'Background to and reasons for the Placing Offer and the Open Offer' in paragraphs 2, 3 and 4 below (respectively), to the section entitled 'Risk Factors' at Part IV of the Circular and also to the recent market and operational updates made by the Company which are also available on the Company's website. Information contained on or accessible from the Company's website is not, and does not form, a part of this announcement or the Circular.

2. Current Trading and Prospects

The prevailing market conditions have significantly and adversely impacted oil and gas companies at all stages of the exploration, development and production cycle. Notwithstanding a recent improvement in hydrocarbon pricing from the lows seen in January and February 2016, the market remains volatile and continues to be impacted by divestment programmes and associated job cuts.

In particular, the prolonged reduction in pricing has resulted in abnormally low levels of farm-out and other transactional activity as E&P companies across the market reduce capital expenditure, preserve

cash to maintain dividends or satisfy lenders, or refocus on strategies which are perceived to have a lower risk or greater return on capital. Against that backdrop, very few farm-in transactions have been concluded in the UK North Sea sector in the past 18 months.

Elsewhere, funding options for companies have also become increasingly limited with the current low oil price driving a reduction in availability of existing debt facilities and testing companies' abilities to meet covenants and cover interest or capital payments, with the ongoing forbearance of lenders often necessary to avoid default situations. Indeed, much of the mergers and acquisitions activity seen in the past year to 18 months has been stimulated by distressed debt positions. At the same time, London-listed E&P shares have significantly underperformed in the market and a combination of the oil price crash, low risk appetite, cost inflation, poor exploration results and development delays have all impacted the sentiment of institutional investors, and the number of primary issues of new equity has declined since a recent peak in 2012 and the quantum of funds raised on the LSE for E&Ps has been in decline since a recent peak of 2013.

Nevertheless, despite ongoing caution, it is clear that some investors do see inherent value in the medium term if oil prices improve from current lows and industry costs reduce from pre-crash levels, which may help drive a recovery in valuations. Some of the most active players in the current market are private equity backed E&P firms who are taking a three to five year view on the sector and the Board is optimistic that this sentiment will extend, in due course, to the wider market. More recently, a number of secondary fundraisings involving junior E&P companies have been successful and, encouragingly, certain of these have provided exploration companies with the capital necessary to prove and develop assets in the absence of a farm-out transaction.

Against that backdrop, and as outlined further in paragraph 4 below, the Company has not yet been able to secure a farm-out transaction on either its Barryroe or Spanish Point assets (each as described in paragraph 4c below) on terms which would provide the Company with a contribution towards the historical costs incurred on those licenses and which would contribute towards alleviating the Company's currently stressed balance sheet and constrained cash position.

At the date of the suspension of its shares on 13 April 2016, the Company had cash resources (unaudited) of c.US$4.0 million and, as outlined in further detail in paragraphs 4a and 4b below, has the following short-term liabilities:

- US$21.7 million, being the total amount outstanding on its facility under the terms of a facility agreement dated 12 June 2014 between the Company (as borrower), the Lenders (as lenders) and Melody Business Finance LLP (as agent) ("**Melody**"), as amended and restated on 1 June 2015 and as further amended from time to time (the "**Facility Agreement**"), such facility hereinafter being referred to as the "**Facility**"; and

- c.US$4.77 million, being the balance of the sum due to Transocean Drilling U.K. Limited ("**Transocean**") as specified in the EWCA Order (as defined and further described in paragraph 4b below) following the ruling of the Court of Appeal in April 2016.

In December 2015, the Company announced that it had reached agreement with Melody on the basis for an extension, if required, of the repayment of the Facility for a period of two years from 22 May 2016 with no material changes to the other commercial terms and conditions of the Facility. The Company advised that such an extension, if sought by the Company, would be subject to internal approvals of both Melody and the Company (including payment of additional fees, if any, related thereto) and the completion of documentation mutually acceptable to the Company and Melody.

The Court of Appeal ruling in respect of the Transocean litigation in April 2016 (as further described in paragraph 4b below), which overturned one aspect of Justice Popplewell's 2014 ruling, had an immediate and severe negative cash flow impact on the Company. Accordingly, the Company's cash resources are currently insufficient to allow it to meet its short term obligations and the proceeds of the Placing Offer are required in order to settle all outstanding amounts and allow the Company to conclude its various commercial discussions.

The various matters outlined above – notably the Company's currently stressed balance sheet as a result of its limited cash resources, the suspension of trading in the Company's shares owing to its uncertain financial position, the near-term maturity of the Facility with Melody (repayment of which was due on 13 June 2016) and, more recently, the sums payable to Transocean as a result of the EWCA Order (as defined in paragraph 4b below and payment of which is due on 18 July 2016) – have, in the opinion of the Board, compromised the Company's ability to conclude commercial transactions as counterparties look to delay discussions to see whether or not the Company will be required to undertake a forced sale process in relation to its principal assets.

The Board believes the Group's on-going viability is likely to be dependent on the success of the proposed Placing Offer and Open Offer and, further, that the successful recapitalisation of the business will allow for an enhanced negotiating position with counterparties as it endeavours to conclude its various commercial discussions.

However, on the basis that the Company has been able to set out in full in this announcement details of the agreements reached with both Transocean and Melody and to provide additional clarity on its financial position and the impact of the proposed Placing Offer and Open Offer, the Company has requested that the suspension of the Company's ordinary shares from trading on AIM and ESM be lifted with effect from 7.30 a.m. on 22 June 2016.

3. Importance of the Placing Offer and Open Offer

Shareholders should note that, if the Company does not receive the proceeds of the Placing Offer and the Open Offer, the Company would have to seek alternative forms of finance and/or undertake other activities such as delaying or reducing capital expenditure. Failure to secure alternative forms of finance at all or on commercially acceptable terms, or undertaking other activities such as delaying or reducing capital expenditure, could have a material adverse effect on the Company's business, financial condition, prospects, capital resources, cash flows, share price, liquidity, results and/or future operations. In particular, failure to conclude the Placing Offer and Open Offer will compromise the

Company's ability to continue as a going concern. As a result, the Company may be unable to fulfil its long term exploration, appraisal and development programme or meet its work commitments under existing licences. Failure to do so could result in the premature termination, suspension or withdrawal of the Group's licences.

As further described in the Expected Timetable of Principal Events, and subject to the successful conclusion of the Placing Offer and the Open Offer, the net proceeds of the Placing Offer and the Open Offer are expected to be received by the Company on 15 July 2016. Under the terms of the Facility Agreement, repayment was due on or before 13 June 2016. In addition, payment under the TO Agreement (as defined below) (as amended) is due to be made by 18 July 2016. As such, the Company will be in default of its payment obligations to Melody and Transocean on and from 13 June 2016 (in respect of the Facility) and 18 July 2016 (in respect of the Transocean payment obligations) up until all amounts are repaid (which repayment is subject to and dependent upon the successful conclusion of the Placing Offer and the Open Offer or, in the absence of the successful conclusion of the Placing Offer and the Open Offer, other refinancing measures being put in place).

4. Background to and reasons for the Placing Offer and Open Offer

a. Financing

In June 2014, the Company agreed a US$24 million financing with Melody. This financing was structured by way of a US$20 million facility and a US$4 million facility. In February 2015, the Company and Melody agreed to restructure the commercial arrangements with the US$4 million facility being repaid in June 2015 and the US$20 million facility being extended to 22 May 2016, with the extension fees and associated costs being capitalised, resulting in a net outstanding sum payable of US$21.7 million. Under the Facility, Melody has security over all of the Group's assets by way of a floating charge dated 12 June 2014 (the "**Floating Charge**").

The Company has now reached agreement with Melody to extend the repayment date of the Facility to 13 June 2016 and to extend the period within which to cure any event of default from 3 Business Days to 25 Business Days (subject to the preservation of the Lenders' rights and remedies under the Facility or at law in respect of any event of default arising in relation to insolvency proceedings). Accordingly, in the event of non-payment of amounts due to Melody by 13 June 2016, the Company will be required to remedy such default by the close of business on 15 July 2016.

In addition, the Company and Melody have now agreed (pursuant to the terms of a consent letter between the Company, Melody and the Lenders dated 17 June 2016 (the "**Consent Request**")) that, subject to the Placing and Open Offer Agreement becoming unconditional and Admission becoming effective, repayment of amounts outstanding under the Facility will be satisfied as follows:

i. cash equal to US$20 million (together with any accrued and unpaid interest thereon) to be wired by the Company to Melody in immediately available funds in accordance with the terms of the Facility; and

ii. the allotment of 9,938,033 New Ordinary Shares by the Company to the Lenders (being the "**Melody Liability Shares**") by way of capitalisation of US$1.7 million of outstanding debt due to Melody under the amended Facility.

Assuming the Placing and Open Offer Agreement becomes unconditional and Admission becomes effective, the Melody Liability Shares will be issued and the balance of the Facility will be repaid in full from the proceeds of the Placing Offer. The Board believes that the repayment of the Facility in full in the manner set out above is in the best interests of the Company and that it will strengthen the financial position of the Company by removing a potential refinancing risk which, in turn, should help with future commercial discussions.

If the Resolutions required to enable the Placing Offer and the Open Offer to proceed are not passed, or if the Placing and Open Offer Agreement is terminated before Admission or if Admission does not occur, the Company will not receive any of the proceeds of the Placing Offer or the Open Offer. If this occurs and the Company does not (and/or is not in a position to) discharge the amount sufficient to repay Melody in full, the only realistic option for the Company would be to either (i) agree with Melody to increase the amount and extend the current term of the Facility in order to meet the payment obligations to Transocean; or (ii) obtain new financing in the required amounts with another lender. As at the date of this announcement, the Company is up to date with all interest and capital payments due to Melody following the extension to the maturity date agreed with Melody. The amount owing by the Company to Melody pursuant to the Facility Agreement is US$21.7 million (reducing to US$20 million following the issue of the Melody Liability Shares) (together with any accrued and unpaid interest thereon) and the scheduled interest payment (of US$186,861), which was due on 8 June 2016, has been made.

As stated above, it is clear that the Group's on-going viability is likely to be dependent on the success of the proposed Placing Offer and Open Offer. Absent agreeing an increase and extension of the Facility with Melody (or arranging alternative financing at short notice), the Group would be unable to meet its debts as they fall due triggering, amongst other things, an entitlement of Melody to enforce the Floating Charge over all the assets of the Group. There can be no guarantee that the Group will be able to refinance the Facility when needed or that such refinancing will be available on terms favourable to the Group. A number of factors (including conditions in the credit, debt and equity markets and general economic conditions) may make it difficult for the Group to obtain replacement financing on favourable terms or at all. Failure to obtain replacement financing on a timely basis, on acceptable terms or at all, could result in a material adverse effect on the ability of the Group to operate on a going concern basis. Further, when a company is in the zone of insolvency, it is required to carefully consider the interests of its creditors.

b. Litigation

In May 2012, Transocean initiated proceedings against the Company for c.US$19 million. The Company counterclaimed pleading that Transocean was in breach of contract because their drilling rig and equipment were not in good working condition or adequate to conduct the drilling activities

over most of a period from late December 2011 through to early February 2012.

In December 2014, a judgment was handed down by the Commercial Court in London (the "**Judgment**") which confirmed the Company's pleadings that it should not have to pay Transocean for those periods when the drilling rig was not operable, due to breaches of contract arising from Transocean's failure to carry out maintenance on safety critical parts of its sub-sea equipment. The Judgment provided that the Company should also be allowed to set-off certain third party costs against Transocean's claim. The Judgment allowed the parties to agree the final account, with the Company paying a net amount of c.US$6.15 million and Lansdowne Celtic Sea Limited ("**Lansdowne**"), paying c.US$1.54 million in May 2015.

Transocean was subsequently granted the right to appeal one aspect of the Judgment and, in April 2016, the Court of Appeal ruled in its favour (the "**Appeal Judgment**"). The appeal of this one aspect of the Judgment turned on the Court of Appeal's interpretation of the wording of the consequential loss clause in the rig contract.

In relation to the Appeal Judgement, by Order of Her Majesty's Court of Appeal of England and Wales made on 13 April 2016 (the "**EWCA Order**"), the Company was ordered to pay Transocean a gross amount of c.US$6.77 million on or before 4.00 p.m. on 6 May 2016 in respect of certain costs claimed by Transocean in the context of the original legal proceedings issued against the Company by Transocean in May 2012. The EWCA Order further stated that the Company was required to pay part of Transocean's legal costs of the appeal in the sum of gross £225,000 by 27 April 2016 (with the remainder to be agreed and paid at a future date). These legal costs in the sum of £225,000 were paid to Transocean on 27 April 2016. In addition, the EWCA Order stated that other matters in dispute between the Company and Transocean in the legal proceedings will be the subject of a further hearing in the Commercial Court in London unless otherwise resolved between the parties. The two main matters which arise out of the Court of Appeal judgment and which remain unresolved as at the date of this announcement are as follows:

(a) the quantification of interest on the judgment sum awarded by the Court of Appeal to Transocean; and

(b) whether Transocean is entitled to its legal costs (and interest thereon) in respect of the first instance decision handed down by the Commercial Court in London in December 2014, on the basis of Transocean having previously made an offer to the Company (the "**Settlement Offer**") to reach a settlement in respect of those proceedings pursuant to Part 36 of the English Civil Procedure Rules (the "**CPR**"). Part 36.14 of the CPR provides that, where judgment against a defendant (in this case, the Company) is at least as advantageous as the proposals in the Part 36 offer, the offeror (in this case, Transocean) would be entitled to its legal costs and interest on those costs together with interest on the principal sums from the date upon which the period for acceptance of the offer expired. Transocean contends that, as the aggregate amount payable to them as a result of the Judgment and the Appeal Judgment is more advantageous to Transocean than the terms of the Settlement Offer, that Transocean is

now entitled to recover from the Company its costs (and interest thereon) in respect of the first instance proceedings.

The Company will be required to make an additional payment to Transocean pursuant to paragraph (a) above in the sum of (net) c.US$0.4 million (however, the final amount has yet to be agreed/determined) and, in the event that Transocean is successful in the Commercial Court in relation to the matter outlined in paragraph (b) above, an additional payment of (net) c.US$3.1 million.

As of the date of this announcement, no date has been set by the Commercial Court to consider these matters. In the event of an adverse adjudication, it is open to the Company to appeal such a decision.

Following the issue of the EWCA Order, the Company and Transocean reached agreement (the "**TO Agreement**") whereby the Company agreed to make a payment of (gross) US$2 million to Transocean (in part satisfaction of the EWCA Order), which payment has now been made. By way of further communication between Transocean and the Company dated 26 May, 3 June and 17 June respectively, Transocean has agreed not to enforce the EWCA Order until 18 July 2016, or such earlier date as may be determined by Transocean in the event that Transocean reasonably concludes that the Company will be unable to pay in full the sums due to it (the "**Transocean Long Stop Date**"). The Company further agreed the quantum of Transocean's costs of the legal proceedings as part of the agreement which the Company intends to discharge in due course. Lansdowne, the Company's Barryroe joint venture partner, is liable for their 20 per cent. interest share of all costs associated with the litigation.

Assuming the successful completion of the Placing Offer and the Open Offer, the balance of the sum owing to Transocean as specified in EWCA Order will be paid in full from the proceeds of the Placing Offer and the Open Offer on or before 18 July 2016.

Until Transocean is paid in full, or if Transocean reasonably concludes before then that the Company will be unable to pay in full the sums due to it on or before the Transocean Long Stop Date, Transocean is entitled, upon no less than 24 hours' notice to the Company, to take such action as it considers necessary to protect its interests.

Such action could include the following:

- Transocean may seek to enforce the EWCA Order in Ireland by applying for the recognition and/or confirmation of the EWCA Order in accordance with the relevant provisions of legislation of the European Union as adopted in Ireland through its national legislation (the "**Recognition of the Judgment**"). Once the legal process for the Recognition of the Judgment has completed, Transocean would have a number of options in respect of enforcement of the EWCA Order including, but not limited to, seeking a judgment mortgage over local Irish assets of the Group.

- Transocean may, subject to certain timelines, threaten to petition the High Court of Ireland for the winding up of the Company.

Concurrently with the above enforcement measures, Transocean is also entitled to attempt to obtain certain provisional and protective orders of the High Court until such time as Transocean is entitled to enforce the EWCA Order in Ireland. These provisional and protective orders may be sought on an interim basis if Transocean has concerns and is able to establish that the Company has taken or is taking steps to frustrate Transocean's ability to enforce the EWCA Order.

If granted, those measures could place certain restrictions on the Company in relation to how it deploys and manages its assets and resources on an interim basis. This may have a material adverse impact on business performance of the Group during that interim period and beyond. The adverse publicity that may surround any such High Court applications by Transocean may have a material adverse effect on business performance and reputation of the Group.

The Company confirms that it has sought leave to appeal the Appeal Judgment to the Supreme Court in the UK. A decision on the grant of such leave to appeal is expected to take between nine months and one year to be reached and further announcements will be made in this regard in due course.

As stated above, it is clear therefore that the Group's ongoing viability is likely to be dependent on the success of the proposed Placing Offer and Open Offer.

c. Portfolio

The Company has a portfolio of appraisal and exploration assets offshore Ireland where it has carried out drilling and seismic activities. It is the intention to further evaluate a number of these assets with the aim of progressing them towards commercialisation.

Barryroe

The Barryroe oil discovery, located in Standard Exploration Licence 1/11 ("**SEL 1/11**"), off the south coast of Cork in the North Celtic Sea Basin, was last drilled in 2011/12. The Company holds an 80 per cent. interest in SEL 1/11 and operates the licence on behalf of its partner Lansdowne, which holds a 20 per cent. interest.

The most recent appraisal well, 48-24/10z, which was the sixth well to be drilled on the Barryroe structure, tested at a rate of c.3,500 BOPD in March 2012. A Competent Person's Report ("**CPR**") was carried out by Netherland Sewell and Associates, Inc ("**NSAI**") in 2013 which confirmed oil in place (2C) of 761 MMBO in the basal Wealden sands with recoverable 2C resources of 266 MMBO. A previous audit by RPS on the middle Wealden sands attributed oil in place (2C) of 287 MMBO, with recoverable 2C resources of 45 MMBO.

Post the publication of the CPR, Rothschild were appointed as advisors and a farm-out process commenced with the objective of bringing in a suitably qualified company to advance the Barryroe

project towards field sanction/development.

In February 2015, the Company announced that it had reached agreement on commercial terms with a proposed farminee on Barryroe. However, as this farm-in was subject to closing conditions, most specifically the proposed farminee raising the required level of financing, terms were not disclosed at the time. Given its conditional nature, Shareholders were advised that there was no certainty that the farm-in would be concluded as the proposed farminee needed to raise the required level of financing. Ultimately, this potential farminee was unable to do so and therefore, the proposed farm-in transaction did not complete.

As the aforementioned farm-in deal was not exclusive, the Company continued discussions with a number of other counterparties and, as at the date of this announcement, discussions with potential counterparties are continuing. However, at present, there is no certainty that these discussions will lead to an acceptable offer to farm-in. Furthermore, as oil companies continue to reduce capital expenditure, the timing of drilling may be delayed, even if a farm-in could be agreed.

Latest third party proposals for a single vertical appraisal well suggest a gross cost of c.US$25 million compared to gross cost of c.US$80 million spent in 2011/12. However, despite these positive cost metrics, the Board feels that general market conditions, combined with the current state of the Company's financial position, have compromised the ability to conclude a transaction in a timely manner. Looking forward, the Board believes that the proposed Placing Offer and Open Offer will help to strengthen the Company's financial position, thereby potentially enhancing the commercial position of the Company for future commercial discussions.

Spanish Point

The Spanish Point gas condensate discovery, located in Frontier Exploration Licence 2/04 ("**FEL 2/04**"), off the west coast of Ireland in the Porcupine Basin, was originally discovered in 1981. The Company holds a 58 per cent. interest in FEL 2/04, and adjacent Frontier Exploration Licence 4/08 ("**FEL 4/08**") under the operatorship of Capricorn Ireland Limited, a subsidiary of Cairn Energy plc ("**Cairn**") (38 per cent. interest) and partner, Sosina Exploration Limited ("**Sosina**") (4 per cent. interest).

Re-analysis of the original 35/8-2 well data by Cairn is now supportive of the stacked reservoir contact scenario with an associated un-risked HIIP of c.730 MMBOE (2,034 BCF & 391 MMBC) and combined contingent plus prospective recoverable resources of up to 337 MMBOE*(1,322 BCF & 117 MMBC). Modelling studies indicate that the original vertical 35/8-2 well had a zero skin flowing potential of c.10,700 BOEPD (30 MMSCFD & 5,700** BCPD) from the uppermost 'A' Sand interval.

* based on a recovery factor of 65 per cent. for gas and 30 per cent. for condensate

** based on a CGR estimate of c.192 BBL/MMSCF derived from the 35/8-2 well test data

In July 2014, the Company announced that the planned Spanish Point appraisal well was delayed due to rig refurbishment issues with the selected rig. In March 2015, drilling was again deferred due

to unforeseen changes to the make-up of the joint venture and the consequent delay to the securing of equipment and other necessary requirements. In October 2015, the Company commenced a farm-out process for part of its interest in FEL 2/04 and FEL 4/08. In October 2015, the Company announced that Cairn planned to commence operations for drilling during 2017, subject to Irish government approval. Partner sanction was also needed, which inter alia, required a funding commitment by all partners to be declared no later than the end of April 2016 to facilitate drilling in 2017.

The farm-out process, which is ongoing, is focussed on the divestment of a 32 per cent. non- operated interest, with the objective of the Company retaining a 26 per cent. interest. To date, whilst discussions continue with third parties, the Board feels that general market conditions, combined with the current state of the Company's financial position, have compromised the ability to conclude a transaction in a timely manner.

As partner sanction for 2017 drilling was not achieved by the end of April 2016, the proposed appraisal drilling programme will now not be achieved during 2017, and so Cairn has requested (on behalf of the joint venture) an extension to the term of FEL 2/04 (and the alignment of the phasing of FEL 4/08 with that of FEL 2/04) to allow drilling to take place at a later date.

Looking forward, the Board believes that the proposed Placing Offer and Open Offer will strengthen the Company's financial position, thereby potentially enhancing the commercial position of the Company for future commercial discussions.

Irish Atlantic Margin Licensing Round

The Company was the only company to be awarded licensing authorisations in the Porcupine Basin in the 2004 Atlantic Margin Licensing Round, when it successfully secured licence authorisations over Frontier Exploration Licence 3/04 ("**FEL 3/04**" or "**Dunquin**") and Frontier Exploration Licence 2/04 ("**FEL 2/04**" or "**Spanish Point**"). The Board believes that the Company has been the main catalyst for investment in the Porcupine Basin over the past 10 years – best demonstrated by ExxonMobil farming into Dunquin in 2006 and then subsequently, Chrysaor Holdings Limited and Cairn farming into Spanish Point in 2008 and 2013, respectively.

The results of the 2011 Atlantic Margin Round further demonstrated an increased interest in the area with 13 Licensing Options being issued. In this round, the Company was awarded Licensing Options over the Druid/Drombeg and Newgrange prospects. The subsequent drilling of the Dunquin North well in 2013 (operated by ExxonMobil Exploration and Production Ireland (Offshore) Limited) was a landmark event, being the first well drilled in the southern Porcupine Basin. Further, the Board believes the subsequent acquisition of multiple 3D seismic surveys in the southern Porcupine area has also helped to dramatically change the international industry's perception of the potential of the Irish Atlantic Margin.

During the same period as the Dunquin operation, there has been major exploration success offshore Eastern Canada, which has led to the conjugate margin concept of the "North Atlantic Jurassic Oil

Source Rock Superhighway" being further developed – geologically linking Eastern Canada with the Irish Atlantic Margin. The Board believes that the combination of this Canadian exploration success, the Dunquin North well data, new 3D seismic data and the Irish government's regional 2D seismic programme completed in 2014, have all helped to result in Ireland's largest ever offshore Licensing Round in September 2015, when a record 43 applications were submitted.

In February 2016, the Irish government announced the results of the First Phase offers, with 14 Licensing Options offered to companies including Nexen (CNOOC), Statoil, ExxonMobil, Eni (in conjunction with BP) and Woodside. In March 2016, the Irish government revealed the locations of the newly offered southern Porcupine Licensing Options. The location of these new Licensing Options highlights the increased interest being shown by international players adjacent to the Company's acreage. Nexen (CNOOC) was offered acreage directly adjacent and along the depositional axis to the Company's acreage at Druid/Drombeg, located in Frontier Exploration Licence 2/14 ("**FEL 2/14**"). Also, an ExxonMobil/Statoil consortium has been offered one tranche a further block away. The Newgrange prospect, located in Frontier Exploration Licence 6/14 ("**FEL 6/14**") in the Goban Spur Basin has been partially encircled by new Licensing Options offered to Nexen (CNOOC) and an ExxonMobil/Statoil consortium, with the main Newgrange structural grain extending directly westward into the new Nexen (CNOOC) acreage.

In addition to the aforementioned well and 3D seismic data, through the exploration collaboration agreement with Schlumberger Oilfield UK Plc ("**Schlumberger**") (see further details below), the Company has the further benefit of proprietary basin model studies, which the Board believes will enhance the Company's ability to progress its asset portfolio in the Atlantic Margin.

Druid/Drombeg

The Druid and Drombeg exploration prospects, located in FEL 2/14, off the west coast of Ireland in the Porcupine Basin, were licenced in 2014, being a successor authorisation to Licensing Option 11/9 ("**LO 11/9**") issued as part of the 2011 Atlantic Margin Licensing Round (as discussed above). The Company holds an 80 per cent. interest in FEL 2/14 and operates the licence on behalf of its partner Sosina, which holds a 20 per cent. interest.

During the initial pre-FEL 2/14 authorisation phase (LO 11/9 – from 2011 through 2013), the joint venture identified two large vertically stacked Paleocene ("**Druid**") and Lower Cretaceous ("**Drombeg**") fan systems with notable Class II amplitude versus offset (AVO) anomalies primarily from 2D seismic data acquired in 2008. The joint venture subsequently agreed to licence part of a multi-client 3D seismic survey over the area. This 3D survey was acquired by Polarcus in the summer of 2014 and was subsequently processed by ION Geophysical in 2014/15.

Having completed the seismic processing of the 3D data, the Company entered into an exploration collaboration agreement with Schlumberger in respect of the southern Porcupine and Goban Spur Basins.

Over the past six months, a multi-disciplinary team of 24 technical professionals from Schlumberger and six from the joint venture have worked on this project focusing on the primary technical disciplines of Geology, Geophysics, Geomechanics and Petroleum Systems Modelling. With thousands of man-hours involved, this project was designed to confirm prospective resource potential as well as helping to mitigate risk at both the basin and prospect levels.

In April 2016, the Company announced the key results of the collaborative project in relation to the Druid and Drombeg exploration prospects as follows:

Druid

- Two fans located c.1,750m BML and structurally up-dip from a potential significant fluid escape feature from the underlying pre-Cretaceous Diablo Ridge;
- Cumulative in-place un-risked prospective resources of 3.180 BBO (Pmean);
    - Fan 1 – 984 MMBO (Pmean)
    - Fan 2 – 2,196 MMBO (Pmean)
- Pre-stack seismic inversion and regional rock physics analysis shows Druid is consistent with a highly porous (30 per cent.) and high net-gross, light oil-filled sandstone reservoir system up to 85 metres thick;
- A depth conformant Class II AVO anomaly is present and synthetic forward modelling of an oil-water contact correlates with the observed seismic response;
- Spectral decomposition, seismic compactional drape and mounding are reflective of a large sand-rich submarine fan system with no significant internal faulting and clear demonstration of an up-dip trap mechanism;
- Geomechanical analysis using regional well and high resolution seismic velocity data indicates that Druid is normally pressured and the top seal is intact.

Drombeg

- Located c.2,750m BML and structurally up-dip from a potential significant fluid escape feature from the underlying pre-Cretaceous Diablo Ridge;
- In-place un-risked prospective resource of 1.915 BBO (Pmean);
- Pre-stack seismic inversion and regional rock physics analysis shows Drombeg is consistent with a highly porous (20 per cent.), light oil-filled sandstone reservoir system up to 45 metres thick;
- A depth conformant Class II AVO anomaly is present and spectral decomposition is reflective of a large sand-rich submarine fan system with no significant internal faulting, and supports an up-dip trap mechanism;

- Geomechanical analysis using regional well and high resolution seismic velocity data indicates that Drombeg is over-pressured with an intact top seal.

The provisional location for a vertical well to test the two stacked prospects lies in c.2,250m water depth. The latest internal gross cost estimate for a dual objective Druid/Drombeg well is c.US$70 million compared with the nearby c.US$200 million Dunquin North exploration well, which was drilled to a similar depth in 2013.

Further work is ongoing relating to the Newgrange exploration prospect, which is located in FEL 6/14 and further updates will be provided on this when appropriate.

Dunquin North

In July 2013, the Dunquin North exploration prospect which is located in FEL 3/04 off the west coast of Ireland in the southern Porcupine Basin was drilled. The 44/23-1 exploration well confirmed that the Dunquin North Lower Cretaceous carbonate reservoir system contained at least a c.44 metre residual oil column in a thick over-pressured high porosity carbonate reservoir system that was breached. In accordance with pre-drill plans, and following a comprehensive data acquisition programme, the well was plugged and abandoned in July 2013.

Post-well data analysis indicated an estimated pre-breach STOIIP of c.1.2 BBOE, with a current residual oil STOIIP volumetrics of c.600 MMBO. Subsequently an assessment was carried out on the other principal exploration prospect in FEL 3/04, Dunquin South, which identified un-risked prospective resources of hydrocarbons in place of 3.475 BBOE (Pmean), with recoverable estimates of 1.389 BBOE (Pmean).

In July 2015, the Company announced that it had agreed to acquire Atlantic Petroleum (Ireland) Limited's ("**Atlantic**") 4 per cent. stake in FEL 3/04. Subject to approval by the Irish Government and the fulfilment of the remaining terms and conditions under the farm-out agreement with Atlantic, the Company's equity in FEL 3/04 will increase from 16 per cent. to 20 per cent.. FEL 3/04 is currently operated by ExxonMobil Exploration and Production Ireland (Offshore) Limited and includes partners Eni Ireland B.V., Repsol Exploracion Irlanda, S.A. and Sosina.

In March 2016, the Company announced that the Dunquin North post-well technical studies are continuing, with a focus on the future potential of the adjacent Dunquin South prospect. Additional stacked potential is also being assessed in the underlying c.700 km2 Dunquin Ridge, which the Board believes may be of pre-rift sedimentary origin. The Company's third-party petrophysical evaluation has indicated the presence of residual oil saturations over the entire drilled c.250 metre Dunquin North Lower Cretaceous carbonate reservoir interval suggesting potentially prolific oil source rock access to the Dunquin licence.

Drilling in 2017

Noting the present competitive market environment for drilling and service costs, the Board believes that it is in the best interests of the Company to carry out drilling activities in 2017. Subject to the successful completion of the Placing Offer and the Open Offer, the Company proposes to drill an exploration well on the Druid prospect in the summer of 2017, which will allow it to assess the cumulative in-place un-risked prospective resources of 3.180 BBO (Pmean).

The proposed drilling of the Druid exploration prospect, which is also subject to equipment availability, regulatory approvals and joint venture partner funding being in place, is estimated to cost gross c.US$46 million. It may also be open to the Company to deepen the proposed Druid exploration well to drill the underlying Drombeg exploration prospect, with estimated in-place un-risked prospective resources of 1.915 BBO (Pmean). The latest internal gross cost estimate for a dual objective Druid/Drombeg exploration well is gross c.US$70 million.

The Company is not yet able to confirm appraisal drilling plans for Barryroe and Spanish Point. Also, to date, no plans have been formalised by the joint venture partners in FEL 3/04 for the drilling of Dunquin South exploration prospect.

d. Portfolio and Cost Management

The Company has a diversified portfolio of licences offshore Ireland. Over the past year, the Company has carried out a review of its activities and, with a view to minimising costs, has implemented a number of cost reduction programmes, resulting in a reduction of c.29 per cent. in normalised general and administration costs to c.US$3 million per annum (compared to the 2014 financial year).

The Company also carried out a review of its licence portfolio and has relinquished its 3.2 per cent. interest in Frontier Exploration Licence 1/99 ("**Cuchulain**") in the southern Porcupine Basin, off the west coast of Ireland, its 100 per cent. interest in Prospecting Licence 1885 ("**Polaris**"), in the Rathlin Basin, offshore Northern Ireland and its 100 per cent. interest in Prospecting Licence 1930 ("**Dragon UK**"), in the St. George's Channel Basin, offshore Wales.

The Company also advises that the planned non-exclusive multi-client survey, which was proposed to cover the Newgrange exploration prospect, located in Frontier Exploration Licence 6/14 ("**FEL 6/14**"), will now not proceed in 2017.

e. Summary

Looking ahead, and subject to the successful conclusion of the Placing Offer and the Open Offer, the repayment of the Facility and the payment to Transocean, it is anticipated that the major activities targeted by the Company (subject, inter alia, to management review and market conditions) over the next 12 months could include:

- completion of the Barryroe farm-out process, subject to agreement of commercial terms and regulatory approvals;
- completion of the Spanish Point farm-out process, subject to agreement of commercial terms and regulatory approvals;
- drilling of the Druid exploration well, subject to equipment availability, regulatory approvals and joint venture partner funding being in place;
- completion of the Schlumberger exploration collaboration project as it relates to the Newgrange exploration prospect located in FEL 6/14;
- advance permitting for future drilling activities on the Kish Prospect, located in SEL 2/11; and
- as appropriate, continued evaluation of the remainder of the Company's Irish portfolio, including any new Licensing Options that could be offered in the second phase awards from the Irish Atlantic Licensing Round.

5. Use of Proceeds

It is anticipated that the net proceeds of the Placing Offer and the Open Offer will be used principally for the following purposes:

- Firstly, to fund (i) the Company's share of payments arising from the Transocean litigation; and (ii)the repayment of an amount of US$20 million of the Facility (together with any accrued and unpaid interest thereon).
- Secondly, to strengthen the Group's financial position, fund general working capital to cover general and administrative costs, sustaining capital expenditure and license expenditure and costs associated with the Company's portfolio of oil and gas projects and prospects, offshore Ireland, in each case for a period of not less than twelve months from the date of this announcement.
- Thirdly, to fund the Company's share of drilling costs for an exploration well at Druid, drilling of which is subject to equipment availability, regulatory approvals and joint venture partner funding being in place.

6. Details of the Placing Offer

Conditional on the passing of the Resolutions and on Admission, the Placing Offer will raise gross proceeds of approximately US$68.4 million (before expenses) through the issue by the Company of 399,670,956 Placing Offer Shares for cash at a price of £0.12 (equivalent to approximately US$0.171) per Placing Offer Share.

The Placing Offer Shares represent approximately 285.32 per cent. of the existing issued share capital of the Company as at the date of this announcement and will represent approximately 64.51 per cent. of the Enlarged Share Capital immediately following completion of the Placing Offer and the Open Offer (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares). The Placing Offer Issue Price represents an approximate 13 per cent. discount to the mid-market closing price on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended.

The Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares will, when issued and fully paid, rank pari passu in all respects with the Existing Ordinary Shares and the Open Offer Shares, including the right to receive all dividends or other distributions declared, made or paid after the date of their issue.

Under the terms of the Placing and Open Offer Agreement, the Company shall pay to Cenkos (subject to Admission taking place) a commission of US$6.5 million (the "**Fee**")). Under the Placing and Open Offer Agreement, the Company and Cenkos agree that the Fee liability shall be satisfied by the issue and allotment to Cenkos of 37,998,363 New Ordinary Shares in the capital of the Company (being the "**Cenkos Fee Shares**"). In addition, the Company will also pay Cenkos certain costs and expenses incurred in connection with the Placing Offer and the Open Offer and has given customary warranties, undertakings and indemnities to Cenkos, in each case in respect of the services provided by Cenkos in connection with the Placing Offer and the Open Offer. The Placing and Open Offer Agreement may be terminated by Cenkos at any time prior to Admission in certain circumstances, including amongst other matters, circumstances where any warranties are found to be untrue, inaccurate or misleading.

The Placing Offer is conditional upon, amongst other things:

(i) the passing, without any amendment not approved by Cenkos, of the Resolutions at the Extraordinary General Meeting;

(ii) the Placing and Open Offer Agreement having become unconditional (save for Admission) and not having been terminated in accordance with its terms prior to Admission; and

(iii) Admission becoming effective.

Application for Admission in respect of the Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares will be made to both the London Stock Exchange and the Irish Stock Exchange and, subject to the passing, without amendment, of the Resolutions at the Extraordinary General Meeting, it is expected that Admission will become effective and that dealings in the Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares will commence on AIM and ESM at 8.00 a.m. on 15 July 2016.

7. Details of the Open Offer

The Company considers it important that Qualifying Shareholders have an opportunity (where it is practical for them to do so) to participate in the fundraising on equivalent terms and conditions to the Placing Offer and accordingly, the Company is making the Open Offer to Qualifying Shareholders.

The Open Offer is not a rights issue. Qualifying Shareholders will have an entitlement to subscribe for a pro rata number of Ordinary Shares. However, each Qualifying Shareholder may, in addition to their entitlement to subscribe for a pro rata number of Ordinary Shares, apply for such number of Open Offer Shares as they wish up to the full number of 31,835,610 Open Offer Shares available in the Open Offer, subject always to the total consideration for the Open Offer being no more than €4,839,013 (before expenses) as set out above, and to the Directors' absolute discretion to scale back applications.

Further information on the Terms and Conditions of the Open Offer are set out in Part II of the Circular, Information Concerning the New Ordinary Shares is set out in Part III and the Risk Factors detailed in Part IV of the Circular.

Conditional on the passing of the Resolutions and on Admission, the Open Offer, if fully subscribed, will raise gross proceeds of approximately €4,839,013 (before expenses) (equivalent to approximately US$5.45 million) through the issue by the Company of 31,835,610 Open Offer Shares for cash at a price of €0.152 (equivalent to approximately US$0.171) per Open Offer Share.

The Open Offer Shares will represent approximately 22.73 per cent. of the existing issued share capital of the Company as at the date of this announcement and will represent approximately 5.14 per cent. of the Enlarged Share Capital immediately following completion of the Placing Offer and Open Offer (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares). The Open Offer Issue Price represents an approximate 13 per cent. discount to the mid-market closing price on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended.

The Open Offer Shares will, when issued and fully paid, rank pari passu in all respects with the Existing Ordinary Shares, the Placing Offer Shares, the Cenkos Fee Shares and the Melody Liability Shares, including the right to receive all dividends or other distributions declared, made or paid after the date of their issue.

The proposed issue of Placing Offer Shares pursuant to the Placing Offer (and the issue of the Cenkos Fee Shares and the Melody Liability Shares) will dilute existing shareholdings of Shareholders. Qualifying Shareholders will be able to mitigate the extent of this dilution by applying for Open Offer Shares in the Open Offer. The Open Offer Issue Price is expressed as a euro amount. The Placing Offer Issue Price is expressed as a sterling amount. As at the close of business on the last Business Day prior to the publication of this announcement, the Open Offer Issue Price was equivalent to the Placing Offer Issue Price. There can be no assurance that due to currency fluctuations or otherwise that this equivalence will be maintained, and neither the Open Offer Issue Price nor the Placing Offer Issue Price

will be amended or adjusted at any time prior to the issuance of the Open Offer Shares or the Placing Offer Shares to reflect any change in the exchange rate as between euro and sterling.

On Admission of the Placing Offer Shares and the Open Offer Shares (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares) the issued share capital of the Company would be increased by 342.27 per cent. The following paragraph outlines the maximum dilution which a Shareholder would be subject to if they did not participate in the Open Offer.

Maximum dilution:

- following the Placing Offer (and including the issue of the Cenkos Fee Shares and the Melody Liability Shares) – 76.16 per cent.
- following the Placing Offer and Open Offer (assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares) – 77.39 per cent

For the avoidance of doubt, the Placing Offer has only been extended to certain institutional and other investors and has been accepted, subject to conditions, by such institutional and other investors, namely the Placees. The Open Offer on the other hand, is independent and separate to the Placing Offer and is now being extended in the manner provided in the Circular to Qualifying Shareholders. Qualifying Shareholders (unless they are also Placees) are not entitled to participate in the Placing Offer.

In order to apply for Open Offer Shares, Qualifying Shareholders should complete the Application Form in accordance with the instructions set out on it and return it and the appropriate remittance, by post to Computershare Investor Services (Ireland) Limited, Heron House, PO Box 954, Ireland or by hand (during normal business hours only) to Computershare Investor Services (Ireland) Limited, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland, together, in each case, with payment in full, so as to be received no later than 11.00 a.m. on 11 July 2016.

8. Extraordinary General Meeting

A notice of Extraordinary General Meeting can be found at the end of the Circular and a summary and explanation of the Resolutions is set out below. The Extraordinary General Meeting will be held at Ballsbridge Hotel, Pembroke Road, Ballsbridge, Dublin 4 at 9.00 a.m. on 14 July 2016, at which Shareholders will be asked to consider and, if thought fit, to pass the Resolutions.

In view of the quantum of New Ordinary Shares proposed to be issued, it will be necessary to increase the authorised share capital of the Company to facilitate the proposed issue of the New Ordinary Shares and any future issues of capital. An ordinary resolution to increase the authorised capital will therefore be proposed at the Extraordinary General Meeting.

At the annual general meeting of the Company held on 26 June 2015, Shareholders granted authority to

the Directors to make non pre-emptive offers of equity securities for cash of up to 10 per cent. of the nominal value of the issued ordinary share capital of the Company on that date at any time up to the close of business on the earlier of fifteen months from the date of the passing of the resolution or the conclusion of the next annual general meeting of the Company.

The existing authority, as referred to above, is not sufficient to enable completion of the Placing Offer and the Open Offer and the issue of the Cenkos Fee Shares and the Melody Liability Shares in a single tranche. Accordingly, the Resolutions, inter alia, propose, without prejudice to the existing authority, to empower the Directors to issue the New Ordinary Shares pursuant to the Placing Offer and, separately, the Open Offer and in respect of the Cenkos Fee Shares and the Melody Liability Shares without being required to offer those shares to Shareholders pursuant to applicable statutory rights of pre-emption (as conferred by Section 1022 of the 2014 Act). Shareholders are also being asked to grant authority to the Directors to disapply statutory pre-emption rights in relation to other issues of equity securities as more particularly set out in the description of Resolution 4 below.

The text of the Resolutions to be proposed at the Extraordinary General Meeting is set out in the Notice on pages 75 and 76 of the Circular. In summary, these are as follows:

Resolution 1
Resolution 1, which is an ordinary resolution, provides for an increase in the authorised share capital of the Company from €34,000,000.002 divided into 223,131,360 Ordinary Shares of €0.10 each and 1,062,442,182 Deferred Shares of €0.011 each to €110,371,569.202 by the creation of 763,715,692 Ordinary Shares of €0.10 each, ranking pari passu in all respects with the Existing Ordinary Shares of the Company.

Resolution 2
Resolution 2, which is an ordinary resolution, authorises the Directors to allot relevant securities pursuant to and in accordance with Section 1021 of the 2014 Act, up to a maximum aggregate nominal value of the authorised but as yet unissued share capital of the Company (as increased pursuant to Resolution 1 above) in order, inter alia, to permit the Company to proceed with the Placing Offer and the Open Offer. Unless renewed or revoked, the authority will remain in full force and effect until it expires on the fifth anniversary of the passing of this Resolution 2.

Resolution 3
Resolution 3, which is a special resolution and which is conditional upon the passing of Resolution 1 above, provides for an alteration to Clause 2 of the Articles of Association and Clause 4 of the Memorandum of Association to reflect the increase in the authorised share capital of the Company provided for under Resolution 1 above.

Resolution 4
Resolution 4, which is a special resolution, grants the Directors authority to:

(i) issue New Ordinary Shares in respect of the Placing Offer without applying statutory pre-

emption rights for shareholders;

(ii) issue New Ordinary Shares in respect of the Open Offer without applying statutory pre-emption rights for shareholders;

(iii) issue the Cenkos Fee Shares without applying statutory pre-emption rights for shareholders;

(iv) issue the Melody Liability Shares without applying statutory pre-emption rights for shareholders;

(v) by way of rights issue or open offer to allot Ordinary Shares at their discretion and without applying statutory pre-emption rights for shareholders;

(vi) allot equity securities under and pursuant to the Company's share option schemes without applying statutory pre-emption rights for shareholders; and

(vii) otherwise than in pursuance of (i) to (vi) above, to allot a limited amount of Ordinary Shares in respect of 10 per cent. of the Enlarged Share Capital at their discretion and without applying statutory pre-emption rights for shareholders.

This authority will expire at the conclusion of the Company's annual general meeting held in 2017 or if earlier the date which is 15 months from the date of passing of this Resolution 4, provided that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred under Resolution 4 has expired.

For the purposes of Section 1023 of the 2014 Act (and in particular under section 1023(7) thereof) the Directors state that:

a. their reasons for recommending that they be authorised to issue New Ordinary Shares in accordance with the Resolutions contained in the Notice are set out inter alia in paragraphs 2, 3 and 4 above and in of Part I (Letter from the Chairman) of the Circular;

b. the amount to be paid to the Company in respect of each New Ordinary Share will be the amount set out in the Circular; and

c. the Directors' justification of that amount is set out in this announcement and in Part I (Letter from the Chairman) of the Circular.

9. Action to be Taken

Whether or not you intend to attend the Extraordinary General Meeting in person, you are requested to complete and sign the Form of Proxy in accordance with the instructions printed on it and then return it to the Company's registrars, Computershare Investor Services (Ireland) Limited, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland no later than 9.00 a.m. on 12 July 2016, being 48

hours before the time appointed for the holding of the Extraordinary General Meeting. The completion and return of a Form of Proxy will not preclude you from attending the Extraordinary General Meeting and voting in person should you so wish. To do so, you should refer to the Form of Proxy which sets out the relevant instructions.

Qualifying Shareholders wishing to participate in the Open Offer should carefully read the Application Form and accompanying instructions and send completed Application Forms along with the appropriate remittance to Computershare Investor Services (Ireland) Limited at the address specified in the instructions.

10. Additional Information

Shareholders' attention is drawn to the Risk Factors and Additional Information set out in Parts IV and V respectively of the Circular. Shareholders are advised to read the whole of the Circular and not rely solely on the summary information presented in this announcement.

11. Recommendation

The Directors believe that the passing of the Resolutions, the completion of the Placing Offer and the Open Offer, the repayment of the Facility and the payment to Transocean to be in the best interests of the Company and its Shareholders as a whole.

As outlined in paragraph 3 above, the failure to achieve these objectives would mean that the Company would not be able to repay the Facility or make the court mandated payment to Transocean and could, therefore, mean that the Company will not be able to continue as a going concern.

Accordingly, the Directors unanimously and strongly recommend that you vote in favour of the Resolutions, as all the Directors who own Ordinary Shares intend to do in respect of their entire beneficial holdings being, in aggregate, 585,989 Ordinary Shares (representing approximately 0.42 per cent. of the issued share capital of the Company as at the date of this announcement). In addition the Directors who own Ordinary Shares intend to subscribe for their pro-rata share under the Open Offer.

Expected timetable of principal events

Event	*Time and Date*
Record Date and time for entitlements under the Open Offer	5.00 p.m. on 17 June 2016
Announcement of the Placing Offer and the Open Offer	21 June 2016
Posting of the Circular, the Form of Proxy and, to Qualifying Non-CREST Shareholders only, the Application Form	21 June 2016
Existing Ordinary Shares marked 'ex-entitlement' on the London Stock Exchange and the Irish Stock Exchange	8.00 a.m. on 22 June 2016 *
Open Offer Entitlements credited to stock accounts in CREST of Qualifying CREST Shareholders	8.00 a.m. on 22 June 2016
Latest recommended time and date for requesting withdrawal of CREST Open Offer Entitlements from CREST	4.30 p.m. on 6 July 2016
Latest time and date for depositing CREST Open Offer Entitlements into CREST	3.00 p.m. on 7 July 2016
Latest time and date for splitting of Application Forms (to satisfy bona fide market claims only)	3.00 p.m. on 8 July 2016
Latest time and date for receipt of completed Application Forms from Qualifying Shareholders and payment in full under the Open Offer or settlement of relevant CREST instruction (as appropriate)	11.00 a.m. on 11 July 2016
Latest time and date for receipt of Forms of Proxy for use at the Extraordinary General Meeting	9.00 a.m. on 12 July 2016
Extraordinary General Meeting	9.00 a.m. on 14 July 2016
Announcement of the results of the Extraordinary General Meeting	14 July 2016
Announcement of the results of the Placing Offer and the Open Offer	14 July 2016
Receipt of net proceeds of the Placing Offer and the Open Offer	15 July 2016

* *Shareholders should note that the Circular and the Application Form state that the relevant date for this event is 21 June 2016, but that the correct date is 22 June 2016 as stated in this announcement.*

Issue of the New Ordinary Shares and Admission and commencement of dealings in the New Ordinary Shares	8.00 a.m. on 15 July 2016
New Ordinary Shares to be credited to CREST stock accounts	15 July 2016
Expected time and date for despatch of definitive share certificates for New Ordinary Shares held in certificated form	within 14 days of Admission

Notes:

(i) Each of the times and dates shown above and elsewhere in this announcement are indicative and accordingly are subject to change.

(ii) References to time in this announcement are to London time unless otherwise stated.

(iii) If any of the above times and/or dates change, the revised time(s) and/or date(s) will be notified to Shareholders by announcement through a Regulatory Information Service.

(iv) In order to subscribe for Offer Shares under the Open Offer, Qualifying Shareholders will need to follow the procedure set out in Part II of the Circular and, where relevant, complete the accompanying Application Form. If Qualifying Shareholders have any queries on the procedure for acceptance and payment, or wish to request another Application Form, they should contact Computershare Investor Services (Ireland) Limited between 9.00 a.m. to 5.00 p.m. Monday to Friday on +353 (0)1 447 5590.

The Company's SEDOL code is B64N1D6 and ISIN code is IE00B66B5T26.

Placing Offer and Open Offer Statistics

Market price per Existing Ordinary Share (ii)	£0.1375
Number of Existing Ordinary Shares in issue (iii)	140,076,682
Price of each Placing Offer Share	£0.12
Price of each Open Offer Share	€0.152
Number of Placing Offer Shares to be issued pursuant to the Placing Offer	399,670,956
Number of Open Offer Shares to be offered pursuant to the Open Offer	31,835,610
Number of Cenkos Fee Shares	37,998,363
Number of Melody Liability Shares	9,938,033
Gross proceeds of the Placing Offer (before expenses) (v)	£47,960,515
Maximum proceeds of the Open Offer (before expenses) (vi)	€4,839,013
Percentage of Enlarged Share Capital represented by the Placing Offer Shares (i and iv)	64.51 per cent.
Percentage of Enlarged Share Capital represented by the Open Offer Shares (i and iv)	5.14 per cent.

Enlarged Share Capital following the Placing Offer and Open Offer (i and iv)	619,519,644

Notes:

(i) For the purpose of this calculation it is assumed that no further Ordinary Shares will be issued as a result of the exercise of any options under any share option schemes respectively or otherwise between the date of this announcement and the completion of the Placing Offer.

(ii) Mid-market closing price on AIM on 12 April 2016, being the date on which the Company's shares last traded on AIM and ESM ahead of being suspended.

(iii) As at 20 June 2016, being the latest practicable date prior to the announcement of the Placing Offer and Open Offer.

(iv) Assuming the Open Offer is fully subscribed and including the issue of the Cenkos Fee Shares and the Melody Liability Shares.

(v) Equivalent to approximately US$68.4 million.

(vi) Equivalent to approximately US$5.45 million.

Definitions

The following definitions apply throughout this announcement and in the Circular, unless the context otherwise requires:

"2014 Act"	the Companies Act, 2014 (as amended)
"Admission"	admission of the New Ordinary Shares to trading on AIM and ESM becoming effective in accordance with Rule 6 of the AIM Rules and Rule 6 of the ESM Rules
"AIM"	AIM, a market operated by the London Stock Exchange
"AIM Rules"	the AIM rules for Companies published by the London Stock Exchange in May 2014 (as amended) governing the admission to and the operation of AIM
"Anti-Money Laundering Legislation"	the Criminal Justice (Money Laundering and Terrorist Financing) Act 2010, the Criminal Justice (Terrorist Offences) Act 2005, and the Money Laundering Regulations 2007 (SI No. 2007/2157) of the United Kingdom
"Application Form"	the personalized application form being sent to Qualifying non-Crest Shareholders for use in connection with the Open Offer accompanying the Circular
"Articles"	the Articles of Association of the Company
"Australia"	the Commonwealth of Australia, its states, territories or possessions
"AVO"	amplitude variation with offset
"BBO"	billion barrels of oil
"BCF"	billion cubic feet of gas
"BML"	below mud line
"Board" or "Directors"	the directors of the Company whose names are set out on page 7 of the Circular
"BOPD"	barrels of oil per day

"BOEPD"	barrels of oil equivalent per day
"Business Day"	a day (other than a Saturday, Sunday or public holiday) on which banks generally are open in London, England and Dublin, Ireland for the transaction of normal banking business
"Canada"	Canada, its provinces and territories and all areas subject to its jurisdiction and any political sub-divisions thereof
"Cenkos"	Cenkos Securities Plc
"Cenkos Fee Shares"	the 37,998,363 New Ordinary Shares to be issued to Cenkos at the Placing Offer Issue Price by way of payment of the fees of Cenkos payable under the Placing and Open Offer Agreement
"Central Bank"	the Central Bank of Ireland
"Circular"	the document dated 21 June 2016, including the notice convening the Extraordinary General Meeting
"closing price"	the closing, middle market quotation of an Existing Ordinary Share, as published in the daily official list of the London Stock Exchange
"the Company" or "Providence"	Providence Resources P.l.c., a company incorporated under the laws of Ireland (registered under the number 268662) with its registered office at Airfield House, Airfield Park, Donnybrook, Dublin 4
"Computershare" or "Registrars" or "Receiving Agent"	Computershare Investor Services (Ireland) Limited
"Consent Request"	the consent request described in paragraph 5(c) above
"CPR"	Competent Person's Report
"CREST"	the relevant system (as defined in the CREST Regulations, as amended), enabling title to securities to be evidenced and transferred in dematerialized form operated by Euroclear
"CREST Regulations"	the Irish Companies Act 1990 (Uncertificated Securities) Regulations 1996 S.I. No. 68 of 1996, including (i) any enactment or subordinate legislation which amends or supersedes those regulations and (ii) any applicable rules made under those regulations or any enactment or subordinate legislation for the time being in force

"CREST Shareholders"	Shareholders holding Ordinary Shares in uncertificated form
"CREST sponsor"	a CREST participant admitted to CREST as a CREST sponsor
"CREST sponsored member"	a CREST member admitted to CREST as a sponsored member (which includes all CREST personal members)
"Deferred Shares"	deferred shares of €0.011 each in the Company
"E&P"	exploration and production
"EEA"	the European Economic Area, being the EU, Iceland, Norway and Liechtenstein
"EHS"	environment, health and safety
"Enlarged Share Capital"	the issued ordinary share capital of the Company as enlarged following the completion of the Placing Offer and the Open Offer
"ESM"	the market of that name operated by the Irish Stock Exchange
"ESM Rules"	the rules published by the Irish Stock Exchange entitled 'ESM Rules for Companies' in October 2015
"EU"	the European Union
"Euroclear"	Euroclear UK & Ireland Limited, the operator of CREST
"EWCA Order"	shall have the meaning ascribed thereto in paragraph 4 above
"Excess Application Facility"	the arrangement pursuant to which Qualifying Shareholders may apply for New Ordinary Shares in excess of their Open Offer Entitlement
"Excess CREST Open Offer Entitlements"	in respect of each Qualifying CREST Shareholder, the conditional entitlements to apply for New Ordinary Shares credited to his stock account in CREST, which are subject to scaling back in accordance with the provisions of the Circular, the ISIN of which is IE00BD6SFT21;
"Excess Open Offer"	the arrangement pursuant to which Qualifying Shareholders may apply for additional Open Offer Shares in excess of their Open Offer

	Entitlement in accordance with the terms and conditions of the Open Offer
"Existing Ordinary Shares"	the Ordinary Shares in issue as at the date of this announcement
"Exploration Licence"	an Exploration License issued under Section 8(10) of the Petroleum and Other Minerals Development Act, 1960
"Extraordinary General Meeting"	the extraordinary general meeting of the Company to be held at Ballsbridge Hotel, Pembroke Road, Ballsbridge, Dublin 4 at 9.00 a.m. on 14 July 2016, including any adjournment thereof, and notice of which is set out at the end of the Circular
"Facility"	shall have the meaning ascribed thereto in paragraph 2 above
"Facility Agreement"	shall have the meaning ascribed thereto in paragraph 2 above
"FCA"	the Financial Conduct Authority of the United Kingdom
"Fee"	shall have the meaning ascribed thereto in paragraph 6 above
"FEL"	Frontier Exploration Licence
"Floating Charge"	shall have the meaning ascribed thereto in paragraph 4 above
"Form of Proxy"	the form of proxy for use at the Extraordinary General Meeting which will be enclosed with the Circular
"FSMA"	the Financial Services and Markets Act 2000 (as amended) of the United Kingdom
"Group"	the Company and its subsidiaries and/or subsidiary undertakings
"HIIP"	hydrocarbons initially in place
"Ireland"	the island of Ireland (excluding Northern Ireland), and the word Irish shall be construed accordingly
"Irish Stock Exchange"	the Irish Stock Exchange plc
"ISIN"	International Securities Identification Number
"Japan"	Japan, its cities, prefectures, territories and possessions

"Lenders"	Melody Capital Partners FDB Credit Fund LLC, Melody Special Situations Offshore Credit Mini-Master Fund L.P., Melody Capital Partners Offshore Credit Mini- Master Fund L.P. and Melody Capital Partners Onshore Credit Fund L.P.
"Licensing Option"	an undertaking to grant an Exploration Licence issued under Section 7(1) of the Petroleum and Other Minerals Development Act, 1960
"London Stock Exchange" or "LSE"	London Stock Exchange plc
"Melody"	shall be the meaning ascribed thereto in paragraph 2 above
"Melody Liability Shares"	the 9,938,033 New Ordinary Shares to be issued to Melody by way of partial discharge of a liability of the Company lawfully incurred by it in connection with the Facility
"MMBC"	million barrels of condensate
"MMBO"	million barrels of oil
"MMBOE"	million barrels of oil equivalent
"New Ordinary Shares"	the new Ordinary Shares to be issued pursuant to the Placing Offer and the new Ordinary Shares to be issued pursuant to the Open Offer together with the Cenkos Fee Shares and the Melody Liability Shares
"Notice"	the notice of Extraordinary General Meeting set out at the end of the Circular
"Official List"	the official list maintained by the Irish Stock Exchange and/or the official list of the United Kingdom Listing Authority, used as the context may require
"Open Offer"	the open offer of up to 31,835,610 Open Offer Shares in the Company to Qualifying Shareholders as described above and in Part II of the Circular
"Open Offer Entitlements"	an entitlement to apply for Open Offer Shares, calculated on a pro rata basis of 1 Open Offer Share for every 4.4 Ordinary Shares held, allocated to a Qualifying CREST Shareholder or Qualifying Non-CREST Shareholder pursuant to, and subject to the terms of, the Open Offer, the ISIN of which is IE00BD6SFQ99

"Open Offer Issue Price"	€0.152 per Open Offer Share
"Open Offer Shares"	up to 31,835,610 New Ordinary Shares to be issued under the Open Offer
"Ordinary Shares"	ordinary shares of €0.10 each in the issued share capital of the Company
"Overseas Shareholders"	Shareholders who are resident in, or citizens of, or who have registered addresses in countries other than Ireland or the United Kingdom
"Participant ID"	the identification code or membership number used in CREST to identify a particular CREST member or other CREST Participant
"Placees"	those persons with whom the Placing Offer Shares are to be placed
"Placing Offer"	the conditional placing of the Placing Offer Shares at the Placing Offer Issue Price by Cenkos in accordance with the terms and subject to the conditions set out in the Placing and Open Offer Agreement
"Placing and Open Offer Agreement"	the agreement entered into in connection with the Placing Offer and Open Offer between the Company, and Cenkos dated 21 June 2016
"Placing Offer Issue Price"	£0.12 per Placing Offer Share
"Placing Offer Shares"	the 399,670,956 New Ordinary Shares to be issued pursuant to the Placing Offer
"Pmean"	the expected average value or risk-weighted average of all possible outcomes
"Posting"	the posting of the Circular, Form of Proxy and Application Form
"Prospectus"	a prospectus for the purposes of the Irish Investment Funds, Companies and Miscellaneous Provisions Act 2005 (as amended), the Irish Prospectus (Directive 2003/71/EC) Regulations 2005, the 2014 Act or the Prospectus Rules of the FCA
"Prospectus Regulations"	the Prospectus (Directive 2003/71 EC) Regulations 2005 of Ireland
"Qualifying CREST Shareholders"	the Qualifying Shareholders holding Ordinary Shares in uncertificated form

"Qualifying Non-CREST Shareholders"	Qualifying Shareholders holding Ordinary Shares in uncertificated form on the Record Date
"Qualifying Shareholders"	Shareholders on the register of members of the Company on the Record Date other than Shareholders resident in a Restricted Jurisdiction
"Record Date"	close of business on 17 June 2016
"Regulatory Information Service" or "RIS"	one of the regulatory information services authorised by the United Kingdom Listing Authority to receive, process and disseminate regulatory information in respect of listed companies
"Resolutions"	resolutions 1, 2, 3 and 4 set out in the Notice, to be considered and voted upon at the Extraordinary General Meeting
"Restricted Jurisdiction"	the United States, Australia, Canada, Japan, New Zealand, Switzerland and the Republic of South Africa and any other jurisdiction in which it would be unlawful to offer the Open Offer Shares or where the Open Offer would be required to be approved by a regulatory body
"Securities Act"	the US Securities Act of 1933, as amended
"Shareholders"	the holders of Existing Ordinary Shares
"Spanish Point License"	Frontier Exploration Licence (FEL) no. 2/04, 4/08 and 1/14
"stock account"	an account within a member account in CREST to which a holding of a particular share or other security in CREST is credited;
"STOIIP"	stock tank oil initially in place
"Subscription Agreement"	the subscription agreement described in paragraph 5(d) of Part V (Additional Information) of the Circular
"subsidiary"	shall have the meaning given by section 7 of the 2014 Act
"subsidiary undertakings"	shall have the meaning given by the 2014 Act
"TO Agreement"	shall have the meaning ascribed thereto in paragraph 4(b) above

"Transocean Long Stop Date"	shall have the meaning ascribed thereto in paragraph 4(b) above
"uncertificated" or "in uncertificated form"	the Ordinary Shares recorded on the register of members as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of an instruction issued in accordance with the rules of CREST
"United Kingdom" or "UK"	the United Kingdom of Great Britain and Northern Ireland
"United Kingdom Listing Authority"	the FCA, acting in its capacity as the competent authority for the purposes of Part V of the FSMA
"€" or "Euro"	Euro, the lawful currency of Ireland
"£" or "Pounds Sterling"	Pounds Sterling, the lawful currency of the United Kingdom
"US$" or "U.S. Dollar" or "$"	United States Dollars, the lawful currency of the US

Notes

(i) Unless otherwise stated in this announcement, all references to statutes or other forms of legislation shall refer to statutes or legislation of Ireland. Any reference to any provision of any legislation shall include any amendment, modification, re-enactment or extension thereof.

(ii) Words importing the singular shall include the plural and vice versa and words importing the masculine gender shall include the feminine or neuter gender.

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