NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF THAT JURISDICTION.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the contents of this document or the action which you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, solicitor, accountant, bank manager or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if you are not so resident, from another appropriately authorised independent financial adviser.

This letter should be read in conjunction with the scheme circular to shareholders of Capricorn Energy PLC dated 21 July 2026 containing, inter alia, the Scheme of Arrangement (the **Scheme Document**) which is available to view and download on Capricorn's website at www.capricornenergy.com/investors/recommended-cash-acquisition-of-capricorn-energy-plc-by-genel-energy-no-9-limited/. Words and expressions defined in the Scheme Document have the same meaning in this letter unless the context otherwise requires.

Capricorn Energy PLC (Capricorn)

(a public limited company limited by shares incorporated in Scotland with registered number SC226712)

Registered Office:

Quartermile Two, 2 Lister Square, Edinburgh, EH3 9GL, United Kingdom

To: Participants in the 2010 Share Incentive Plan (the **SIP**)

21 July 2026

Dear Participant

RECOMMENDED CASH ACQUISITION OF CAPRICORN BY GENEL ENERGY NO.9 LIMITED (BIDCO): EFFECT ON YOUR SIP SHARES

1. INTRODUCTION

On 2 July 2026, the boards of Capricorn and Bidco announced that they had reached agreement on the terms of a recommended cash offer pursuant to which Bidco will acquire the entire issued and to be issued share capital of Capricorn (the **Acquisition**). The Acquisition is to be implemented by way of a scheme of arrangement under Part 26 of the Companies Act 2006 (the **Scheme**) which requires the approval of Capricorn Shareholders and the sanction of the Court (Court Sanction). The Acquisition and the Scheme are described in more detail in the Scheme Document.

MUFG Corporate Market Trustees (UK) Limited (**Trustee**) holds Capricorn Shares on your behalf under the SIP (your **SIP Shares**). You can find a summary of your SIP Shares on the MUFG portal at https://docs.investorcentre.mpms.mufg.com/onboarding/signalshares/. If you have not registered for the portal, you may do this via the MUFG Corporate Markets app or the Investor Centre website at https://uk.investorcentre.mpms.mufg.com/Login/Login. Further information on how to register can be found on the Investor Centre Help website at https://help.investorcentre.mpms.mufg.com/registering-an-account.

We are writing to explain the effect of the Acquisition on your SIP Shares.

2. TERMS OF THE SCHEME OF ARRANGEMENT

If the Scheme becomes Effective, Capricorn Shareholders whose shares are subject to the Scheme will receive, in aggregate, US$4.74 in cash per Capricorn Share (the **Cash Consideration**) comprised of:

- US$3.75 in cash per Capricorn Share (the **Acquisition Price**); plus
- US$0.99 per Capricorn Share by way of a special dividend which is intended and expected to be declared prior to the Effective Date (the **Permitted Dividend**).

To become Effective, the Scheme must be approved by the Scheme Shareholders (as set out in the Scheme Document) who will vote on the Scheme at the Court Meeting and the General Meeting scheduled to be held on 18 August 2026, and certain other conditions must be satisfied.

The Scheme also requires Court Sanction which will be sought at a hearing which is expected to take place in the second half of 2026. The Scheme is expected to become Effective two days (excluding any non-working days) after the Court sanctions the Scheme. If the timetable changes, we will update you.

3. YOUR RIGHT TO VOTE

As the Trustee holds your SIP Shares on your behalf, you will have the opportunity, if you wish, to direct the Trustee how to vote those SIP Shares at the Court Meeting and the General Meeting. You will receive further information from the Trustee about submitting your online voting instruction in due course. You are not, however, obliged to direct the Trustee to vote in relation to your SIP Shares. If you do not direct the vote of your SIP Shares, the Trustee will abstain from voting in respect of your SIP Shares.

4. EFFECT OF THE SCHEME ON YOUR SIP SHARES

If the Scheme is sanctioned by the Court, the terms of the Scheme will apply to your SIP Shares. This means that your SIP Shares will participate in the Acquisition in the same way as all other Capricorn Shares which are subject to the Scheme and in return you will receive the Cash Consideration for each SIP Share in accordance with the terms set out in the Scheme Document.

The Acquisition Price payable under the Acquisition is expressed in US dollars. The US dollar denominated Acquisition Price reflects the underlying characteristics of Capricorn's business activities, which are largely denominated in US dollars. On the basis of the Announcement Exchange Rate, the Acquisition Price (US$3.75) represents a price of 282 pence per Capricorn Share. Scheme Shareholders are being offered the option to elect to receive the Acquisition Price in Sterling. The Trustee will make a Currency Election to receive the Acquisition Price in Sterling under the terms of the Acquisition. The amount received by you may therefore be below or above 282 pence per Capricorn Share depending on the applicable market exchange rate that is applied and the deduction of any transaction or dealing costs (including any taxes) associated with the currency conversion.

Any amount due to you in respect of the Permitted Dividend shall be satisfied in Sterling.

It is anticipated that the Trustee will arrange for the Cash Consideration due to you to be paid to you through the next practicable payroll after the Effective Date.

Please note that if you currently participate in the Partnership Shares element of the SIP, deductions will continue to be taken from your salary until such date as Capricorn subsequently notifies to you in writing (which will be in advance of Court sanction of the Scheme). Any such deductions will be used to purchase Partnership Shares in the normal way, and the associated Matching Shares will be awarded to you. Once Capricorn has provided you with the written notification described above, you will not be able to buy any more Capricorn Shares through the SIP or receive further awards under the SIP.

5. TAX TREATMENT

As the Acquisition is by way of a cash offer, if you are a UK-resident participant in the SIP, no income tax or national insurance contributions charge should arise when you receive the Acquisition Price for your SIP Shares. You should also not be subject to any capital gains tax on your SIP Shares when they are disposed of as part of the Scheme.

The Permitted Dividend that you receive in respect of your SIP Shares will be taxed as income at the applicable marginal rate of dividend tax based on your overall income and applicable tax rates. For the 2026/2027 tax year, the tax-free dividend allowance is £500 and the applicable marginal rates of dividend tax for dividends received in excess of the allowance are 10.75% (basic rate), 35.75% (higher rate) and 39.35% (additional rate). You must report the dividends you receive to HM Revenue & Customs (**HMRC**) either on your self-assessment tax return, or otherwise, if your total dividend income exceeds the dividend allowance. Your tax return must be submitted to HMRC and tax (if any) paid by the usual filing date for the 2026/2027 tax year. You may be required to notify HMRC and pay tax even if you do not automatically receive a tax return. You may, therefore, need to complete and submit a self-assessment tax return to HMRC. If you do not receive a tax return, you may need to ask HMRC to send you one, including pages relating to employee share schemes.

If the Trustee is holding any residual cash which was deducted from your salary but was insufficient to buy a SIP Share, the cash will be returned to you through the next available payroll after deduction of income tax and national insurance contributions.

The above information on taxation is for guidance only and is based on the tax legislation in force, and published HMRC guidance, as at the date of this letter. It is not a full description of all the circumstances in which a tax liability may occur. **If you are in any doubt as to your tax position, or if you are not resident for tax purposes solely in the UK, you should consult an appropriate independent professional adviser immediately.**

6. FURTHER ASSISTANCE

If you have any questions about this letter (not involving the giving of financial, legal or tax advice), please contact Claire Busby, by email at Claire.Busby@capricornenergy.com.

Yours faithfully

Randy Neely

Chief Executive

Capricorn Energy PLC

Notes:

1. The Capricorn Directors, whose names are set out in paragraph 2 of Part 7 of the Scheme Document, accept responsibility for the information contained in this letter (including expressions of opinion). To the best of the knowledge and belief of the Capricorn Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this letter for which they are responsible is in accordance with the facts and does not omit anything likely to affect the import of such information.

2. Nothing in this letter will be construed as investment advice or any investment recommendation given by Capricorn or Bidco.

3. Accidental omission to despatch this letter to, or any failure to receive the same by, any person to whom it is applicable, or should be made, will not invalidate its contents in any way.

4. Receipt of documents will not be acknowledged. All documents sent by or to a participant in the SIP will be sent at the individual's own risk. If a participant in the SIP has received this letter in electronic form, they may request that copies of this document be sent to them in hard copy form and that all future documents be sent to them in hard copy form. Requests should be submitted to Claire Busby at Capricorn at Claire.Busby@capricornenergy.com. Please note that Capricorn cannot provide any financial, legal or tax advice.

5. If there is any conflict between the terms of this letter and the terms of the SIP or any applicable legislation, the terms of the SIP or any applicable legislation will take precedence.

6. This letter will be governed by and construed in accordance with the laws of Scotland.