

**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 OF THAT JURISDICTION**

**London, 4 June 2019**

### **Results of Annual General Meeting**

Following today's Annual General Meeting, convened by the Notice of Annual General Meeting dated 29 April 2019, Nostrum Oil & Gas PLC ("**Nostrum**", or "**the Company**"), an independent oil and gas company engaged in the production, development and exploration of oil and gas in the pre-Caspian Basin, is pleased to announce that all resolutions set out in the Notice of Annual General Meeting were approved by shareholders. The results of the poll for each resolution were as follows:

<b>Resolution</b>	<b>For</b>	<b>%</b>	<b>Against</b>	<b>%</b>	<b>Withheld</b>
To receive the Company's Annual Report and Accounts for the year ended 31 December 2018.	146,757,986	99.99%	1,000	0.001%	3,766,854
To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy, in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2018.	109,886,385	74.65%	37,307,525	25.35%	3,331,928
To approve the Directors' Remuneration Policy in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2018.	104,672,170	71.07%	42,614,315	28.93	3,239,354
To re-appoint Mr Gupta as a Director.	143,766,202	97.61%	3,516,283	2.39%	3,243,354
To re-appoint Mr Kessel as a Director.	145,514,382	98.80%	1,768,104	1.20%	3,243,354
To re-appoint Mr Richardson as a	145,823,009	99.01%	1,459,477	0.99%	3,243,354



Director.					
To re-appoint Ms Van Hecke as a Director.	145,934,525	99.08%	1,347,961	0.92%	3,243,354
To re-appoint Sir Christopher Codrington, Bt. as a Director.	145,929,486	99.08%	1,352,999	0.92%	3,243,354
To re-appoint Mr Martin as a Director.	142,091,347	96.65%	4,918,227	3.35%	3,516,265
To re-appoint Mr Calvey as a Director.	145,499,290	98.79%	1,783,195	1.21%	3,243,354
To appoint Mr Byrne as a Director.	145,819,290	99.01%	1,463,195	0.99%	3,243,354
To appoint Mr Cocker as a Director.	146,936,693	99.77%	345,793	0.23%	3,243,354
To re-appoint Ernst & Young LLP as Auditor of the Company.	145,496,024	98.79%	1,789,461	1.21%	3,240,354
To authorise the Directors to determine the Auditor's remuneration on the recommendation of the Audit Committee.	145,508,530	98.79%	1,776,955	1.21%	3,240,354
To authorise the Company to allot shares pursuant to section 551 of the Companies Act 2006.	145,838,382	99.02%	1,448,104	0.98%	3,239,354
To dis-apply statutory pre-emption rights pursuant to Section 570 of the Companies Act 2006.	147,284,937	99.99%	1,549	0.001%	3,239,354
To approve the calling of a general meeting, other than an annual general meeting, on not less than 14 clear days' notice.	147,163,405	99.92%	122,081	0.08%	3,240,354
To authorise the Company to make market purchases of its own ordinary shares	147,273,761	97.84%	3,252,078	2.16%	0



pursuant to section 693(4) of the Companies Act 2006.					
To authorise the Company to make off-market purchases of its own ordinary shares pursuant to Section 693(2) of the Companies Act 2006.	147,278,212	97.84%	3,252,627	2.16%	0

The Board of Directors note that resolutions 2 and 3 relating to the Company's Directors' Remuneration Report and Directors' Remuneration Policy received votes of 74.65% and 71.07% respectively, in favour but recognise that a significant minority of shareholders voted against these resolutions. The Company intends to carry on an open dialogue and consultation with shareholders and their advisory bodies in order to better understand the reasons behind the result and to explain the Company's position regarding the content of the Directors' Remuneration Report and Directors' Remuneration Policy.

A "Vote Withheld" is not a vote in law and is not counted in the calculation of proportion of votes "For" or "Against" a resolution.

As at the date of the AGM, the number of issued shares of the Company was 188,182,958 ordinary shares of £0.01 each.

The total number of votes cast, including "Votes Withheld" was 150,525,840; percentage of votes cast was 79.99%.

In accordance with Listing Rule 9.6.2 copies of all the resolutions passed, other than ordinary business, will be submitted to the National Storage Mechanism, and can be viewed at <http://www.morningstar.co.uk/uk/nsm>.

LEI: 2138007VWEP4MM3J8B29

#### **Further information**

For further information please visit [www.nog.co.uk](http://www.nog.co.uk)

#### **Further enquiries**

Nostrum Oil & Gas PLC – Investor Relations

Kirsty Hamilton-Smith

Amy Barlow

+44 203 740 7433

[ir@nog.co.uk](mailto:ir@nog.co.uk)

Instinctif Partners - UK

David Simonson

Sarah Hourahane

Dinara Shikhametova

+ 44 (0) 207 457 2020

[nostrum@instinctif.com](mailto:nostrum@instinctif.com)



## Promo Group Communications – Kazakhstan

Asel Karaulova

Irina Noskova

+ 7 (727) 264 67 37

### **Notifying person**

Thomas Hartnett

Company Secretary

### About Nostrum Oil & Gas

Nostrum Oil & Gas PLC is an independent oil and gas company currently engaging in the production, development and exploration of oil and gas in the pre-Caspian Basin. Its shares are listed on the London Stock Exchange (ticker symbol: NOG). The principal producing asset of Nostrum Oil & Gas PLC is the Chinarevskoye field, in which it holds a 100% interest and is the operator through its wholly-owned subsidiary Zhaikmunai LLP. In addition, Nostrum Oil & Gas holds a 100% interest in and is the operator of the Rostoshinskoye, Darinskoye and Yuzhno-Gremyachenskoye oil and gas fields through the same subsidiary. Located in the pre-Caspian basin to the north-west of Uralsk, these exploration and development fields are situated between approximately 60 and 120 kilometres from the Chinarevskoye field.

### Forward-Looking Statements

Some of the statements in this document are forward-looking. Forward-looking statements include statements regarding the intent, belief and current expectations of the Company or its officers with respect to various matters. When used in this document, the words “expects”, “believes”, “anticipates”, “plans”, “may”, “will”, “should” and similar expressions, and the negatives thereof, are intended to identify forward-looking statements. Such statements are not promises or guarantees, and are subject to risks and uncertainties that could cause actual outcomes to differ materially from those suggested by any such statements.

No part of this announcement constitutes, or shall be taken to constitute, an invitation or inducement to invest in the Company or any other entity, and shareholders of the Company are cautioned not to place undue reliance on the forward-looking statements. Save as required by the Listing Rules and applicable law, the Company does not undertake to update or change any forward-looking statements to reflect events occurring after the date of this announcement.