

Employment of Former Employees of the External Auditor

1.0 PURPOSE

The purpose of this Standard is to set the rules on the employment of former employees of the external auditor as agreed between the Audit & Risk Committee (ARC) and the external auditor.

2.0 SCOPE

The scope of this Standard are the specific roles with the external auditor team as described in Section 5.0.

3.0 GLOSSARY OF TERMS

3.1 Abbreviations

ARC Audit & Risk Committee

3.2 Definitions

Not applicable.

4.0 ROLES AND RESPONSIBILITIES

4.1 Audit & Risk Committee

The ARC report to the Board and are responsible for the oversight of the audit process and relationship with the external auditor.

4.2 Audit & Risk Committee Chair

The ARC Chair is responsible for chairing the ARC.

4.3 Executive Director

The Executive Director is a member of the Harbour Energy plc Board.

4.4 Leadership Team

The Leadership Team is the Harbour Energy Leadership Team.

5.0 EMPLOYMENT OF FORMER EMPLOYEES OF THE EXTERNAL AUDITOR

As part of its remit, the ARC keeps under review the objectivity, independence and effectiveness of the external auditor.

Under this Standard:

- The ARC agrees with the external auditor that **key members of the audit team** are categorised as:
 1. **Audit partners** who have responsibility for full and/or specific audit scope components of the group
 2. **Audit senior managers**, and
 3. Other team members such as certain specialists that support the audit team, (and generally expected to be at senior manager level or above) who hold **roles with key responsibility or significant influence** over the group audit
- Audit team members under:
 1. will not be offered employment by the business or any of its subsidiary undertakings within 2 years of undertaking any role on the audit
 2. and 3. will not be offered employment by the business or any of its subsidiary undertakings within 6 months of undertaking any role on the audit. The judgment with regard to 'other team members' will be made in conjunction with the ARC Chair
- All other team members involved with delivering the Harbour Energy audit who enter into employment discussions with a view to potential employment by the business or any of its subsidiary undertakings, must cease activity on the audit immediately at the point of entering into such employment discussions, irrespective of whether they are offered a role and/or become employed

Where an offer of an Executive Director or Leadership Team position is made to an employee of the audit firm or to a former employee of the audit firm within 2 years of the employee leaving the audit firm, this must be pre-approved by the ARC. The ARC delegates to its Chair authority to deal with such appointments at their discretion, between meetings. Any such interim approval should be ratified at the next meeting of the ARC.

Reference is made to the engagement letter between Harbour Energy plc and the external auditor.

Ernst & Young LLP engagement letter dated 12 May 2021, extract from 'Appendix 1 – General Terms and Conditions for Audit and Review Engagements':

"19 Our auditor independence may be impaired if you solicit or hire certain Ernst & Young personnel. This may either delay the provision of the Services or cause us to resign from the engagement. You shall not, during the term of this Agreement and for 12 months following its termination, for any reason, without our prior written consent, solicit to employ or nominate for a position on your Board of Directors or a financial reporting oversight role, or hire or appoint to your Board of Directors or a financial reporting oversight role, any professional employee of Ernst & Young or of any other Ernst & Young Firm who is or has been involved directly or indirectly with the performance of the Services for the current or prior financial year. A person in a financial reporting oversight role exercises, or is in a position to exercise, influence over the financial statements and anyone who prepares the financial statements."

6.0 REFERENCES

Not applicable.