

PREMIER OIL PLC

Result of Annual General Meeting

The Annual General Meeting ("**AGM**") of Premier Oil plc (the "**Company**") was held today, 16 May 2019, at No. 11 Cavendish Square, London, W1G 0AN at 11.00am. Each of the resolutions contained in the Notice of Meeting were put to the AGM, voted on by way of a poll and duly approved.

The total number of votes received on each resolution put to the AGM was as follows:

No.	Resolution	Votes FOR (a)	%	Votes AGAINST	%	Votes WITHHELD (b)
1	Approve Annual Report and Accounts	406,850,468	99.99	59,796	0.01	6,879,881
2	Approve Annual Report on Remuneration	239,324,318	58.14	172,319,657	41.86	2,146,169
3	Re-elect Robin Allan	412,900,273	99.88	496,503	0.12	393,369
4	Re-elect Dave Blackwood	374,469,049	90.58	38,931,556	9.42	389,540
5	Re-elect Anne Marie Cannon	412,836,515	99.87	557,518	0.13	396,112
6	Re-elect Tony Durrant	411,518,503	99.54	1,886,865	0.46	384,777
7	Re-elect Roy A Franklin	400,388,946	99.54	1,831,838	0.46	11,569,360
8	Re-elect Jane Hinkley	359,787,426	89.42	42,573,507	10.58	11,429,211
9	Elect Barbara Jeremiah	412,481,759	99.78	907,922	0.22	400,464
10	Re-elect Iain Macdonald	412,809,129	99.86	573,420	0.14	407,596
11	Re-elect Richard Rose	412,904,114	99.82	754,145	0.18	131,886
12	Re-elect Mike Wheeler	413,093,891	99.86	566,360	0.14	129,894
13	Re-appoint Ernst & Young LLP as Auditor	411,352,453	99.44	2,299,637	0.56	138,055
14	Authorise ARC to approve Auditor remuneration	413,506,007	99.96	172,576	0.04	111,562
15	Authorise Company to make political donations	396,436,038	95.84	17,216,980	4.16	137,127
16	Authorise Directors to allot shares	411,683,447	99.53	1,936,073	0.47	168,317
17	Approve the rules of the Premier Oil Save As You Earn Plan	405,505,294	98.03	8,166,572	1.97	118,279
18	Approve the rules of the Premier Oil Share Incentive Plan	405,058,972	97.93	8,559,773	2.07	163,662
19	Authority to disapply pre-emption rights (up to 5% of issued share capital) (c)	412,896,845	99.86	564,022	0.14	329,278

20	Authority to disapply pre-emption rights in connection with specific acquisition/ investment (further 5% of issued share capital) (c)	409,104,924	98.94	4,363,425	1.06	321,795
21	Authority to purchase own shares (c)	411,390,178	99.45	2,261,898	0.55	138,068
22	Authority to call General Meetings by notice of not less than 14 days (c)	408,776,377	98.81	4,904,019	1.19	109,749

NOTES:

(a) The "For" proxy vote includes those giving the Chairman discretion.

(b) A vote "Withheld" is not a vote in law and is not counted in the calculation of the proxy votes "For" or "Against" the resolution.

(c) Special resolution.

Remuneration Report

The Board notes that Resolution 2, to approve the Remuneration Report, received a significant number of votes cast against it (172,319,657 votes, 41.86% of votes validly cast). An extensive shareholder engagement programme was undertaken after the 2018 AGM, and major shareholders were written to again in advance of the 2019 AGM. We will now analyse the voting outcome and will continue to ask major shareholders to engage with us in order that we can understand better the reasons for this outcome and the concerns of shareholders before we review the Remuneration Policy, which is due to be re-submitted for shareholder approval at the 2020 AGM.

Appointment of Non-Executive Director

Following shareholder approval of Resolution 9, Barbara Jeremiah has today been appointed to the Board as a Non-Executive Director. In addition to the information disclosed by the Company on 7 March 2019 in accordance with Listing Rule 9.6.13R, the Company further confirms that Barbara retired as a director of Allegheny Technologies Inc on 8 May 2019.

The total number of shares in issue on 14 May 2019, the deadline for casting votes by proxy in advance of the AGM, was 824,324,915 shares. 50.18% of voting capital, including votes withheld, was instructed in respect of the resolutions put to the AGM.

The full text of the resolutions can be found in the Notice of Annual General Meeting, which is available on the Company's website at www.premier-oil.com

In accordance with the UK Listing Authority's Listing Rule 9.6.2, copies of all the resolutions passed by the Company's shareholders, other than ordinary business will be submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/NSM

Enquiries

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