

Cabot Energy Limited (the "**Company**")
Riverbank House,
2 Swan Lane
London
England
EC4R 3TT

_____ 2020

To: The Company Secretary

I/we refer to the proposed entry by Cabot Energy Inc (a wholly owned subsidiary of the Company) (the "**Borrower**") into a loan facility agreement (the "**Facility Agreement**") with Robert Friedland (the "**Lender**") (the "**Transaction**").

I/we understand that the key terms of the Facility Agreement are as follows:

1. Loan amount: C\$9 million;
2. Loan term: 18 months from first drawdown;
3. Interest rate: 12% p.a. payable monthly in arrears;
4. Loan purpose: (a) to fund a capital program consisting of well recompletions, workovers, and new drills, (b) to enable the Borrower to repay obligations in the amount of GBP1,000,000 to the Company, (c) to enable the Borrower to pay USD\$500,000 to the Company, solely for use by the Company to repay obligations owing to its shareholder, High Power Petroleum LLC and (d) to cover any fees and costs related to the Facility Agreement; and
5. Repayment instalments: C\$100k p.m. for each C\$2.5m advanced (commencing 2 months after each loan advance) with the balance of the loan to be repaid at maturity.

I/we understand that, in connection with the Transaction, the following documentation (together, the "**Transaction Documents**") will be entered into:

1. the Facility Agreement;
2. a C\$18,000,000 demand debenture from the Borrower providing a security interest in all present and after-acquired personal property of the Borrower, a fixed and floating charge on all the oil and gas assets of the Borrower and over all present and after-acquired real property; and
3. such other security, documents, and agreements the Lender or its legal counsel may reasonably request.

In accordance with article 3.2.6 of the Company's articles of association, I/we being a member of the Company hereby confirm that I/we consent to the Transaction and entry into the Transaction Documents.

I/we hereby acknowledge that, once written consent of members holding in aggregate not less than 75% of the voting rights attaching to the issued ordinary shares in the Company from time to time has been received by the Company, the Company shall be permitted to approve the Transaction.

Non-corporate member:

Signed by _____

Date

Corporate member:

Signed by _____ for and on
behalf of _____

Date