

KOSMOS ENERGY, LTD.

An exempted company incorporated pursuant to the laws of Bermuda
(the "**Company**")

EXTERNAL AFFAIRS AND POLITICAL RISK COMMITTEE CHARTER

Purpose

The External Affairs and Political Risk Committee (the "EAPR Committee") is created by the Company to assist senior management in fully implementing the Company's Statement of Business Principles, provide independent direction to and oversight of effectiveness and performance of social, political, and reputational risk analysis and management; and report and make recommendations to the Board of Directors on Company's efforts in such matters.

Responsibilities

In addition to other responsibilities which may be requested from time to time by the Board of Directors and/or Chief Executive Officer, the EAPR Committee shall:

1. Review and, on occasion consider revisions to, the Statement of Business Principles and related corporate responsibility policies, including the Human Rights Policy and the Stakeholder Engagement and Community Development Policy.
2. Monitor the conduct and performance of the Company relating to the application of the Statement of Business Principles and related corporate responsibility policies, including the Human Rights Policy and the Stakeholder Engagement and Community Development Policy.
3. Monitor engagement with external corporate responsibility organizations and public policy initiatives, such as the Extractive Industries Transparency Initiative ("EITI") and the Voluntary Principles on Security and Human Rights ("VPSHR")
4. Monitor the Company's process of analyzing social, political and reputational risk and assess the Company's efforts to manage or mitigate such risk at key milestones in the business cycle, including new country entry.
5. Review Company's external affair contingency plans in place for material social, political, and reputational risk events; such as terrorism or civil unrest, human rights violations, and adverse media campaigns.
6. Annually, monitor the Corporate Social Investment ("CSI") programs in which the Company is currently engaged.
7. Annually, receive and review the Corporate Responsibility Report and recommend the approval of such report to the Board of Directors.
8. Annually, evaluate the EAPR Committee's Charter, how the Committee has discharged its responsibilities, the overall performance of the EAPR Committee and report this to the Board of Directors.

Membership

The EAPR Committee shall consist of at least five members comprising the Company's SVP for External Affairs and not less than two independent directors; all as determined by the Board of Directors. The independent directors must have extensive experience and broad knowledge of analysis and management of social, political and reputational risk.

Meetings

The EAPR Committee shall meet two times per year: (1) to review the Company's Corporate Responsibility Report and CSI programs and (2) to review the Company's analysis and mitigation strategies with respect to social, political and reputational risk in the countries of operations. The Committee may also meet as often as it determines is appropriate to carry out its responsibilities under this Charter, including on an *ad hoc* basis as circumstances or Company operations or investments may require. The Chairman of the EAPR Committee, in consultation with other committee members, shall determine the frequency and length of the committee meetings and shall set meeting agendas consistent with this Charter.

Chairman

An independent director to be appointed by the Board of Directors

Attendees

By invitation

Delegation

Subject to any guidelines set by the Board of Directors, the EAPR Committee may delegate any of its powers and authority as it sees fit to any officer of the Company.

Advisors

The EAPR Committee is authorized to obtain, and determine the fees for, any outside legal or other professional advice, including the advice of independent consultants, as it considers necessary in connection with its responsibilities and secure the attendance of external advisors at its meetings.

Reporting & Recommendations

The Chairman of the EAPR Committee shall annually provide to the Board of Directors the Committee's assessment of the Company's implementation of the Statement of Business Principles and efforts with respect to social, political and reputational risk analysis and management or mitigation; as well as any recommendations on proposals made by management regarding these matters.