

FORM OF PROXY EDENVILLE ENERGY PLC (the “Company”)

(Company number: 05292528)

**For use at the General Meeting to be held at 11.00 a.m. on 17 May 2019 at the offices of
Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London SE1 2AU.**

I/We,

of

being a member of Edenville Energy Plc hereby appoint the Chairman of the meeting or

of

as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Company to be held on 17 May 2019 at 11.00 a.m. and at any adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made. Please refer to Explanatory Note 2.

Please indicate with an 'X' in the space below how you wish your votes to be cast.

RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1 To grant the directors a general authority to allot securities up to an aggregate nominal amount of £454,122 in connection with the Conditional Placing (in addition to all existing authorities conferred on the directors which shall continue in full force and effect).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To grant the directors a general authority to allot securities up to an aggregate nominal amount of £42,797 in connection with the Director Salary Shares (in addition to all existing authorities conferred on the directors which shall continue in full force and effect).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To grant the directors a general authority to allot securities up to an aggregate nominal amount of £400,000 in connection with the Funding Agreement (as defined in the circular to shareholders) (in addition to all existing authorities conferred on the directors which shall continue in full force and effect).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To dis-apply shareholders' statutory pre-emption rights on allotment of securities up to an aggregate nominal amount of £454,122 pursuant to any allotment of securities under the general authority granted by Resolution No.1 above.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To dis-apply shareholders' statutory pre-emption rights on allotment of securities up to an aggregate nominal amount of £42,797 pursuant to any allotment of securities granted by Resolution No.2 above.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To dis-apply shareholders' statutory pre-emption rights on allotment of securities up to an aggregate nominal amount of £400,000 pursuant to any allotment of securities in relation to the Funding Agreement under the general authority granted by Resolution No.3 above.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed this..... day of..... 2019

Signature or common seal (please refer to Explanatory Note 3). (Any one joint holder may sign)

SEE NOTES OVERLEAF

Explanatory Notes:

Notes:

1. We will not be providing a paper proxy. Those Members entitled to attend, speak and vote at the General Meeting are now able to vote online by logging on to www.signalshares.com and following the instructions provided or in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below, in each case, by 11.00 a.m. GMT on 15 May 2019. Should you not have access to vote by these methods a paper proxy may be obtained from the Registrar.
2. Members are entitled to appoint another person as a proxy to exercise all or part of their rights to attend and to speak and vote on their behalf at the General Meeting. A Member may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different Share or Shares held by that Member. A proxy need not be a Member of the Company.
3. In the case of joint holders of Shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first named being the most senior).
4. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.
5. You may request a hard copy form of proxy directly from the registrars, Link Asset Services (previously called Capita) on Tel: 0371 664 0300. Calls cost 12 pence per minute plus your phone company's access charge. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30 GMT, Monday to Friday excluding public holidays in England and Wales.
6. The form of proxy and any power of attorney or other authority under which the form of proxy is signed (or a notarially certified copy or other copy certified in some other way approved by the Directors) under which it is executed must be received by Link Asset Registrars at PXS, 34 Beckenham Road, Beckenham BR3 4TU, United Kingdom 11.00 a.m. GMT on 15 May 2019 in respect of the General Meeting. Any forms of proxy received before such time will be deemed to have been received at such time. In the case of an adjournment, the Form of Proxy must be received by Link Asset Registrars at the address above no later than 48 hours (excluding days which are not working days) before the rescheduled meeting. Completion of a form of proxy does not preclude a Member from attending and voting in person.
4. CREST members who wish to appoint a proxy or proxies for the meeting (or any adjournment of it) through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instructions made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by Link Asset Services (ID RA10) no later than 11.00 a.m. GMT on 15 May 2019 (or, if the meeting is adjourned, no later than 48 hours before the time of any adjourned meeting). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Link Asset Services is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat a CREST Proxy Instruction as invalid in the circumstances set out in the Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
5. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company gives notice that only those shareholders entered on the register of members of the Company at the close of business on 15 May 2019 will be entitled to attend or vote (whether in person or by proxy) at the General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the register after the close of business on 15 May 2019 will be disregarded in determining the rights of any person to attend or vote at the meeting or any adjourned meeting (as the case may be).
6. As at 26 April 2019 (being the last business day prior to the publication of this Notice) the Company's issued share Capital consisted of 1,648,261,562 Existing Ordinary Shares, carrying one vote each.
7. Each member attending the meeting has the right to ask questions relating to the business being dealt with at the meeting which the Company must cause to be answered. Information relating to the meeting which the Company is required by the Companies Act 2006 to publish on a website in advance of the meeting may be viewed at www.edenville-energy.com.
8. The contents of this Notice, details of the total number of shares of which members are entitled to exercise voting rights at the General Meeting and, if applicable, any members statements, members' resolutions or members' matters of business received by the Company after the date of this Notice will be available on the Company's website www.edenville-energy.com.