

# BARON OIL Plc

(Registered in England and Wales under Company No 05098776)

## GENERAL MEETING

### FORM OF PROXY

I/We (BLOCK LETTERS) .....

of.....

being a member/members of the above-named Company hereby appoint the Chairman of the Meeting or\*

Name of Proxy .....

Number of Shares .....

as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Company to be held at 200 Strand London WC2R 1DJ on 10 March 2020 at 11.00 a.m. and at any adjournment thereof.

I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an X in the appropriate box.

<b>ORDINARY RESOLUTION</b>	<b>For</b>	<b>Against</b>	<b>Withheld</b>
Resolution No 1 – to provide the Directors with authority to allot and issue the Tranche 2 Placing Shares, the Subscription Shares and shares pursuant to the exercise of the Tranche 2 Broker Warrants together with general authority to allot shares.			
<b>SPECIAL RESOLUTIONS</b>			
Resolution No 2 – to disapply pre-emption rights to issue the Tranche 2 Placing Shares, the Subscription Shares and shares pursuant to the exercise of the Tranche 2 Broker Warrants.			
Resolution No 3 – to disapply statutory pre-emption rights pursuant to the authority conferred by Resolution 1.			

\* If it is desired to appoint another person as a proxy the words "Chairman of the Meeting" should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted. Unless otherwise directed, and in respect of any other resolution properly moved at the Meeting, the proxy will vote, or may abstain from voting, as he thinks fit.

Dated this .....day of .....2020

Signature .....

**SEE NOTES TO THE FORM OF PROXY OVERLEAF  
PLEASE INSERT INTO ENVELOPE SUPPLIED**

## Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, delete the words "the Chairman of the Meeting or" and insert the full name of the proxy and their address in the space provided. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's registrars, Computershare Investor Services (Ireland) Limited at 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland.
5. To direct your proxy how to vote on the Resolutions mark the appropriate box with an 'X'. To abstain from voting on a Resolution, select the relevant "Vote withheld" box. 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 meeting.
6. To appoint a proxy using this form, the form must be completed and signed, sent or delivered to and received by Computershare Investor Services (Ireland) Limited at 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland no later than 6 March 2020 (or, in the case of an adjournment of the General Meeting, not later than 48 hours before the time fixed for the holding of the adjourned meeting (excluding any part of a day that is not a Business Day)).
7. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. In the case of joint holders, where more than one of the joint holders purports to vote or appoint a proxy, only the vote or 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).
9. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
10. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
11. As at 20 February 2020 (being the last practicable date prior to the publication of this notice) the Company's issued share capital consisted of 2,662,123,862 ordinary shares of 0.025p each. Each ordinary share carries the right to vote at a general meeting of the Company, and therefore, the total number of voting rights in the Company as at 20 February 2020 was 2,662,123,862.