

Shareholder Information

Form of Proxy

SDX Energy Plc
(registered in England and Wales
company number 12206525)
(the "Company")

Annual General Meeting of SDX Energy Plc to be held at Choumert Grove Car Park, 13 Choumert Grove, Peckham, London SE15 4RB
on 22 May 2020 at 10.00 am

Your vote is important

Mark an X inside the box as shown in this example.

To be valid, please return no later than 10.00 am on 20 May 2020

I/We

(full name(s) in block capitals)

of

being a member/members of the Company, hereby appoint the chairman of the Annual General Meeting (the "Chairman") (see note 2 below) or

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held on 22 May 2020 at 10.00 am and at any adjournment or postponement thereof.

in respect of the number of shares specified in the following box
(if less than your full voting entitlement):

Please mark an "X" inside the following box if this proxy appointment
is one of multiple appointments being made:

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the Annual General Meeting. Please indicate which way you wish your proxy to vote by marking "X" inside the appropriate box alongside the resolutions. Unless otherwise instructed, the proxy may vote as he or she sees fit or abstain in relation to any other business of the Annual General Meeting, or any adjournment or postponement thereof.

Ordinary Resolutions

	For	Against	Vote withheld
1. To receive the Company's financial statements for the year ended 31 December 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Michael Edmond Doyle as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mark Reid as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Timothy James Thornton Linacre as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect David John Woodhams Mitchell as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To elect Nicholas James Box as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To elect Amr Al Menhali as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To elect Catherine Elizabeth Ann Stalker as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To reappoint PricewaterhouseCoopers LLP as auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Audit Committee to agree the Auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. General authority to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolutions

	For	Against	Vote withheld
13. Disapplication of statutory pre-emption rights (General authority)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Authority for on market buy-backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In the case of joint holders, only one holder need sign but the vote of the person whose name appears first in the register of members will be accepted to the exclusion of other joint holders. In the case of a corporation, the Form of Proxy should be signed by a duly authorised official whose capacity should be stated, or by an attorney.

Signature

Date

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Explanatory notes

- 1 You are entitled to appoint one or more proxies to exercise all or any of your rights to attend and to speak and vote on your behalf at the meeting. Completing this Form of Proxy does not prevent you from attending and voting in person. However this year, in light of the UK Government's Stay at Home Measures, you must appoint the Chairman as your proxy in order for your vote to be counted at the meeting. Other proxies will not be permitted to attend the meeting.
- 2 A proxy need not be a shareholder of the Company. Given that this year's AGM is a closed meeting, shareholders must appoint the Chairman as their proxy over all shares held to ensure all votes are able to be exercised and counted at the meeting. If no name is inserted in the box provided, the Chairman will be deemed to be the appointed proxy. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box provided the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement.
- 3 You may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. Please indicate in the box provided if the proxy appointment is one of multiple appointments being given. If you wish to appoint more than one proxy, each proxy must be appointed on a separate Form of Proxy and please enter in the box provided the number of shares in respect of which the proxy is appointed. You may photocopy the enclosed Form of Proxy the required number of times before completing it. All Forms of Proxy must be signed and returned together in the same envelope.
- 4 Unless you give specific instructions on how to vote on a particular resolution, your proxy may vote as he or she thinks fit including on any motion to amend a resolution or to adjourn the meeting, or any other resolution, motion or vote proposed at the meeting.
- 5 The "vote withheld" option is provided to enable you to abstain on any particular resolution. However it should be noted that a "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
- 6 **To be valid, this proxy, together with any power of attorney under which it is signed or a duly certified copy thereof must be received by post by Link Asset Services at The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU. You may also appoint a proxy electronically at www.signalshares.com.**
- 7 **CREST members who wish to appoint a proxy by using the CREST electronic proxy appointment service may do so by using the CREST electronic proxy appointment service. CREST members should refer to Note 5 to the Notice of Annual General Meeting enclosed with this Form of Proxy which sets out the requirements for the submission of a proxy appointment via CREST.**
- 8 **Proxy appointment and instructions, however submitted, must be received by Link Asset Services by no later than 10.00 am on 20 May 2020.**
- 9 In the case of a shareholder which is a company, this Form of Proxy must be executed under its common seal or signed on its behalf by a duly authorised officer of the company, or an attorney or other person authorised to sign for the company.
- 10 In the case of joint holders, any joint holder may sign this Form of Proxy, but the vote of the person whose name appears first in the register of members in respect of the holding or his proxy will be accepted to the exclusion of the votes of other joint holders or their proxies.
- 11 You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.
- 12 If you have any questions relating to the completion and return of the Form of Proxy, please contact Link Asset Services at 34 Beckenham Road, Beckenham, Kent BR3 4TU or on 0371 664 0300.