

**Bahamas Petroleum Company Plc**

*Registered Office: IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP  
(Incorporated in the Isle of Man under the Companies Acts 1931-2004 and with Company Number 123863C)*

**Proxy form for use by Shareholders at the Extraordinary General Meeting  
to be held on 14 July 2017**

I/We.....

(name(s) in full – BLOCK LETTERS)

being (a) member(s) of Bahamas Petroleum Company plc (the "Company") in respect of

.....ordinary shares of 0.002p each in the capital of the Company, hereby appoint the Chairman of the meeting (see note 1) or failing him

.....  
as my/our proxy to vote in my/our name(s) and on my/our behalf at the Extraordinary General Meeting of the Company to be held at IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP on Friday 14th July 2017 at 11:00 BST and at any adjournment thereof.

If multiple proxy instructions are being submitted please tick this box

This form is to be used in respect of the resolutions mentioned below as follows:-

<b>Special Resolutions</b>	<b>For</b>	<b>Against</b>	<b>Withheld</b>
1. <b>THAT</b> the Directors be and hereby are granted the unconditional authority, pursuant to Article 6.7 of the Company's Articles of Association, to allot and issue up to 280,000,000 new ordinary shares in the capital of the Company and 15,600,000 Warrants to Shore Capital Stockbrokers Limited as if the pre-emption provisions contained within Article 6.3 of the Company's Articles of Association did not apply to such allotment and issue, provided that such authority, unless renewed, shall expire on 31 December 2017, but shall extend to the making, before such expiry, of an offer or agreement which would or might require ordinary shares to be allotted after such expiry and the Directors may allot ordinary shares in pursuance of such offer or agreement as if the authority conferred hereby had not expired.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please indicate by a cross in the box how you wish your proxy to vote. Unless otherwise instructed the proxy may vote as he thinks fit or abstain from voting on the above resolution, on any resolution to adjourn the meeting and on any other business that may properly come before the meeting.

Dated this            day of                            2017                            Signed.....

## Notes

1. A member entitled to attend and vote at the above-mentioned Extraordinary General Meeting may appoint one or more proxies of his own choice to attend and, on a poll, to vote instead of him **(it should be noted that a proxy is not entitled to vote on a show of hands)**. A proxy need not be a member of the Company. If a member wishes to appoint someone other than the Chairman of the meeting to be his proxy he should delete the reference to the Chairman and insert the name(s) of the person(s) to be appointed in the space provided. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual.
2. If the proxy is being appointed in relation to less than your full voting entitlement, please indicate the number of shares in relation to which they are authorised to act as your proxy. If no indication is given your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account)
3. A member can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the company secretary or you may photocopy this form. Please indicate next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.
4. In the case of a corporation, this form may be executed under the hand of an officer duly authorised.
5. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
6. To be valid, the form of proxy (together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such authority) must be deposited at the offices of Capita Asset Services; PXS, 34 Beckenham Road, Beckenham, BR3 4TU no later than 11:00 BST on Wednesday 12<sup>th</sup> July 2017. Completion of the form of proxy will not preclude a member from attending and voting in person.
7. A proxy may not vote on a show of hands but may vote on a poll and also has the right to demand or join in demanding a poll.
8. On a poll a person entitled to more than one vote need not use all his, her or its votes or cast all the votes he, she or it uses in the same way.
9. The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (of Parliament) and Regulation 22 of the Uncertificated Securities Regulations 2005 (of Tynwald), specifies that only those shareholders registered in the register of members of the Company as at Close of business on Wednesday 12<sup>th</sup> July 2017 shall be entitled to attend or vote at the Extraordinary General Meeting in respect of the number of shares registered in their names at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the Extraordinary General Meeting.