

HARDY OIL AND GAS PLC

(Incorporated in the Isle of Man with registered number 087462C)

FORM OF PROXY EXTRAORDINARY GENERAL MEETING 2020

Form of proxy for use at the Extraordinary General Meeting of Hardy Oil and Gas Plc (the “**Company**”) to be held on 17 July 2020 at 80-83 Long Lane, London, EC1A 9ET at the later of 11.10 a.m. or the conclusion of the Annual General Meeting of the Company also being held on that day (the “**EGM**”).

I/We (your name)

of (your address)

being a member(s) of the Company entitled to receive notice, and vote at the Extraordinary General Meetings of the Company hereby appoint the Chairman of the EGM or (see note 3).....

as my/our proxy to vote for me/us and on my/our behalf at the EGM and at any adjournment thereof in relation to the resolutions specified in the Notice of EGM dated 1 June 2020 (the “**Resolutions**”) and any other business (including adjournments and amendments to the resolutions) which may properly come before the EGM or any adjournment thereof.

I/We direct my/our proxy to vote as indicated by an X in the appropriate column in respect of the Resolutions (see note 4).

Resolutions	For	Against	Withheld
1. That the Company be re-registered as a company incorporated under the Isle of Man Companies Act 2006 (the “ 2006 Act ”).			
2. That from such time as the Company is re-registered under the 2006 Act, the Company adopts the memorandum of association complying with section 149(2) of the 2006 Act in the form admitted to this meeting and which are initialled by the Chairman.			
3. That from such time as the Company is re-registered under the 2006 Act, the Company adopts the articles of association admitted to this meeting and which are initialled by the Chairman.			
4. That the Company’s name be changed to “Hardy Plc”.			

Date 2020

Signature(s) and/or common seal (see notes 5 to 8)

Notes:

1. In accordance with current governmental instructions and guidance regarding Covid-19 and the restrictions on social contact, public gatherings and non-essential travel, **you should not attempt to physically attend the EGM** and any shareholder (other than those specifically requested to attend to form a quorum) who attempts to physically attend the EGM in person will, with regret, be refused admission. Instead you should vote by proxy, in accordance with the instructions below, **so as to arrive not later than 11.00 a.m. on 15 July 2020**, being 48 hours before the time of the Annual General Meeting and which the EGM meeting follows.
2. Only those shareholders registered in the Company’s register of members at 11.00 a.m. on 15 July 2020 or, if the EGM is adjourned, at 11.00 a.m. on the day two days (excluding non-Business Days) prior to the adjourned meeting, shall be entitled to vote by proxy on the EGM resolutions.
3. Due to restrictions on attendance at the EGM, when completing your proxy forms, please only reference the Chairman of the EGM as your proxy (and do not specifically name any one individual).
4. 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 “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.
5. To appoint a proxy using this form, the form must be completed, signed and sent to the Company’s registered office, First Names House, Victoria Road, Douglas, Isle of Man, IM2 4DF, either by post or alternatively by facsimile to +44 (0)1624 624469 or be scanned and e-mailed to Stephen.Edmonds@iqeq.com, **so as to arrive not later than 11.00 a.m. on 15 July 2020**, being 48 hours before the time of the earlier Annual General Meeting.
6. In the case of a member which is a company, this 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.
7. Any power of attorney or any other authority under which this 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 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).
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.