

# Oriole Resources PLC

## Form of Proxy

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

of .....  
being a member/members of Oriole Resources PLC hereby appoint the Chairman of the meeting or

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Wessex House, Upper Market Street, Eastleigh, Hampshire, SO50 9FD 11.00am on Wednesday 23 June 2021 and at any adjournment thereof in relation to the business specified in the Notice of Annual General Meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Ordinary resolutions	For	Against	Vote withheld
1. To receive and adopt the Directors' Report and Financial Statements for the year ended 31 December 2020.			
2. To re-elect Director David Pelham, who retires in accordance with the Company's Articles of Association, and being eligible, offers himself for re-appointment.			
3. To re-appoint PKF Littlejohn LLP as auditors and to authorise the Directors to fix their remuneration.			
4. To authorise the Directors to allot securities under section 551 of the Companies Act 2006 as specified in the Notice of Annual General Meeting.			
Special resolutions			
5. To authorise the Directors to allot equity securities under section 551 as if section 561(1) of the Act did not apply to any such allotment, up to an aggregate nominal amount of £235,000 as specified in the Notice of Annual General Meeting.			
6. To authorise the Directors to allot further equity securities under section 551 as if section 561(1) of the Act did not apply to any such allotment, in addition to resolution 5 above, up to an aggregate nominal amount of £235,000 as specified in the Notice of Annual General Meeting.			

Dated this ..... day of .....2020~~1~~

Signature .....

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, insert their full name in the box. 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.
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.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. 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 properly put before the meeting.
6. To appoint a proxy using this form, the form must be:
  - a. completed and signed;
  - b. sent or delivered to Company's registrars. Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. The form can also be faxed to 01252 719232, or scanned and emailed to [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com); and
  - c. received by the registrars no later than 11.00am ~~pm~~ Monday, 21 June 2021.
7. 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.
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power of authority) must be included with the proxy form.
9. In the case of joint holders, where one or more 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 holder (the first-named being the most senior).
10. 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.
11. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
12. 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.