

FORM OF PROXY

ORIOLE RESOURCES PLC

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 05601091)

(the “**Company**”)

For use by ordinary shareholders for the General Meeting to be held at 10 a.m. on 27 October 2020 at Wessex House, Upper Market Street, Eastleigh, Hampshire, SO50 9FD.

I/We

.....

of

.....

being (a) holder(s) of ordinary shares in the Company, hereby appoint the Chair of the Meeting

as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of the Company to be held at 10 a.m. on 27 October 2020 at the offices of Oriole Resources PLC.

I/We direct my/our proxy to vote as indicated by an ‘X’ in the appropriate column. If no indication is given, and on any other resolutions proposed at the meeting, your proxy will vote or abstain from voting as he/she thinks fit.

	FOR	AGAINST	ABSTAIN
Ordinary Resolutions			
1. To authorise the Directors to allot relevant securities in the manner contained in the notice of the General Meeting			
Special Resolutions			
2. To disapply section 561(1) of the Companies Act 2006			

Signature..... (Notes 4, 5 and 6)

Date..... 2020

Please mark this box if you are appointing more than one proxy

NOTES TO PROXY FORM

1. As a member of the Company you are entitled to appoint a proxy to vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on the resolutions, 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 resolutions. 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 properly before the meeting.
3. To appoint a proxy using the proxy form, the form must be:
 - (a) completed and signed;
 - (b) sent or delivered to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR or by facsimile transmission to 01252 719 232;
 - (c) alternatively, the completed proxy form can be scanned and emailed to voting@shareregistrars.uk.com; and received by Share Registrars Limited no later than 48 hours before the Annual General Meeting.
4. 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.
5. 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
6. 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).
7. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Share Registrars Limited on 01252 821 390.

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.
8. In order to revoke a proxy instruction you will need to inform the Company sending a notice clearly stating your intention to revoke your proxy appointment using one of the following methods:
 - (a) by sending a signed hard copy to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR or by facsimile transmission; or
 - (b) by facsimile transmission to 01252 719 232.

In either case, the revocation notice must be received by Share Registrars Limited no later than 48 hours before the General Meeting. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then your proxy appointment will remain valid.

In the case of a member which is a company, the revocation notice 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 revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
9. Pursuant to the Uncertificated Securities Regulations, the Company specified that only those shareholders registered in the register of members not less than 48 hours before the General Meeting shall be entitled to attend and vote at the General Meeting or, if the meeting is adjourned, close of business on such date being not more than two days prior to the date fixed for the adjourned meeting. Changes to entries on the register of members after that time shall be disregarded in determining the right of any person to vote at the meeting.