

ATTENDANCE CARD

Ophir Energy plc – GENERAL MEETING



You may submit your voting instructions electronically at www.sharevote.co.uk using the Voting ID, Task ID and Shareholder Reference Numbers printed on the Form of Proxy.

If you are not planning to attend the meeting in person, you may appoint a person to attend and vote on your behalf by completing and returning the Form of Proxy attached below. Sending the Form of Proxy will not prevent you from attending the General Meeting in person and voting yourself if you subsequently decide to do so. Instructions for completing the Form of Proxy form are set out on the reverse of the form.

The General Meeting (the **GM**) is to be held at the offices of Linklaters LLP, One Silk Street, London, EC2Y 8HQ on Monday 20 August 2018 at 12.00p.m. If you wish to attend the GM in your capacity as a holder of Ordinary Shares, please sign this card and hand it to the Company's Registrars on arrival. This will facilitate entry to the GM.

Signature of
person attending

Shareholder Reference Number:

Notice of Availability: Circular and Notice of the General Meeting Important- please read carefully

You can now access the Circular, Notice of the GM and accompanying notes by visiting the Company's website: www.ophir-energy.com

If you wish to receive a paper copy of either, or both, the Circular or the Notice of the GM, please contact Equiniti Limited, on 0371 384 2030 or +44 (0)121 415 7047 (if calling from overseas calls are charged at standard overseas call rates). Lines are open from Monday to Friday 8.30a.m. to 5.30p.m. (except public holidays in England and Wales).

Please note the deadline for receiving proxies is 12.00p.m. on Thursday 16 August 2018, which is 48 hours before the start of the GM (excluding non-working days).



Form of Proxy Ophir Energy plc – GENERAL MEETING



Voting ID:

Task ID:

I/We being a member/members of the Company hereby appoint the Chairman of the Meeting or (see Note 3)

Name of proxy

Number of shares if less than total holding:

Shareholder Reference
Number

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote on my/our behalf at the GM of the Company to be held at the offices of Linklaters LLP, One Silk Street, London, EC2Y 8HQ on Monday 20 August 2018 at 12.00p.m. and at any adjournment thereof.

Please tick here if you are appointing more than one proxy.

Resolutions

Please mark 'X' to
indicate how you
wish to vote

For

Against

Vote Withheld

1. To approve, subject to and conditional upon the passing of Resolution 2 below, the Transaction on the terms set out in the Transaction Agreements (both as defined in the Circular), and authorise the Directors (or a committee of the Directors) to waive, amend, vary or extend any of the terms of the Transaction Agreements (provided that any such waivers, amendments, variations or extensions are not of a material nature) and to do all things as they may consider to be necessary or desirable to implement and give effect to, or otherwise in connection with, the Transaction and any matters incidental to the Transaction

Resolutions

Please mark 'X' to
indicate how you
wish to vote

For

Against

Vote Withheld

2. To approve, subject to and conditional upon the passing of Resolution 1 above, the Commitment Compensation Payment Arrangements (as defined in the Circular) on the terms set out in the Transaction Agreements

Signature of person attending

Date

You may submit your proxy electronically at www.shareview.co.uk



Notes to the Form of Proxy

1. As a registered member of the Company, you may appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at the GM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. A proxy need not be a member of the Company, but must attend the meeting in person to represent you. You may only appoint a proxy using the procedures set out in these notes. You may not use any electronic address provided in these notes to communicate with the Company for any purposes other than those expressly stated.
2. You may appoint a proxy or proxies:
 - by completing and returning the Form of Proxy by post;
 - by going to www.sharevote.co.uk and following the instructions provided. You will need the Voting ID, Task ID and Shareholder Reference Number shown on your Form of Proxy;
 - if you have registered with the Equiniti online portfolio service, by logging onto your portfolio via www.shareview.co.uk and clicking on the link to vote, then following the instructions provided; and
 - if you are a user of the CREST system (including CREST Personal Members), by having an appropriate CREST message transmitted. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent (ID number RA19) by 12.00p.m. (BST) on Thursday 16 August 2018. No message received through the CREST network after this time will be accepted. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual (which can be accessed through www.euroclear.com). We may treat a proxy appointment sent by CREST as invalid in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001. A proxy appointment submitted through www.sharevote.co.uk, www.shareview.co.uk, or the CREST system will not be accepted at any time if found to contain a computer virus.

IMPORTANT

In any case, your instructions or the Form of Proxy in respect of the GM must be received by the Company's Registrars no later than 12.00p.m. (BST) on Thursday 16 August 2018.

3. You can appoint the Chairman of the GM to be your proxy at the GM. If you wish to appoint the Chairman, you need not change this part of the Form of Proxy. If you wish to appoint someone else to be your proxy, you should delete the words "the Chairman of the Meeting or" and write the name of the person you wish to be your proxy in the space provided.
4. A member may appoint more than one proxy in relation to the GM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. Members who wish to appoint more than one proxy in respect of their holding may obtain additional Forms of Proxy by contacting the Company's Registrars, Equiniti limited on 0371 384 2030 or +44 (0)121 415 7047 (if calling from overseas calls are charged at standard overseas call rates). Lines are open Monday to Friday 8.30a.m to 5.30p.m. (except public holidays in England and Wales). Alternatively, members may photocopy the Form of Proxy provided with this document indicating on

each copy the name of the proxy appointed and the number of ordinary shares in the Company in respect of which that proxy is appointed. All Forms of Proxy should be returned together in the same envelope.

5. You may instruct your proxy how to vote by marking the appropriate box next to each resolution on the Form of Proxy. Details of the resolutions and the explanatory notes are contained in the Notice of GM; these are either enclosed with this Form of Proxy, or available on the Company's website if you have elected to receive certain Shareholder Communications this way. If in respect of any resolution you have not given specific instructions on how your proxy should vote, your proxy will have discretion to vote on that resolution as they see fit. Your proxy will also have discretion to vote as they see fit on any other business which may properly come up at the meeting. The "vote withheld" option is to allow you to instruct your proxy or proxies to abstain from voting on any of the specified resolutions. Please note that an abstention has no legal effect and will not be counted in the votes "For" or "Against" a resolution.
6. Persons who have been nominated under section 146 of the Companies Act 2006 Act (a Nominated Person) to enjoy information rights, do not have a right to vote or appoint a proxy at the GM and the statements of the rights of members in relation to the appointment of proxies in note 1 above does not apply to Nominated Persons. The rights described in that note can only be exercised by members of the Company. However, a Nominated Person may have the right (under an agreement with the member by whom they were nominated) to be appointed, or to have someone else appointed, as a proxy for the GM. If a Nominated Person has no such proxy appointment right or does not wish to exercise that right, they may have a right to give voting instructions to the registered shareholder under any such agreement.
7. This form must be signed. Please note that:
 - in the case of a corporation, the Form of Proxy should be signed by a duly authorised officer or person, under its common seal or in any other manner authorised by its constitution; and
 - in the case of joint holders (i) only one need sign, and (ii) the vote of the senior holder who tenders a vote, whether in person or by proxy or (in the case of a corporation) by authorised representative, will alone be counted. For this purpose, seniority will be determined by the order in which the names appear on the register of members of the Company in respect of the joint holding.
8. If necessary, someone else may sign the form on your behalf. In that case, the authority (or a notarially certified copy of such authority) under which the proxy form is signed must be sent with the form. If a proxy is being appointed by an attorney, the power of attorney (or a notarially certified copy of such power of attorney) must be sent with the proxy form, unless it has been previously lodged with the Company's Registrars.
9. Please initial any amendments made to this form.
- 10 Submitting a Form of Proxy or making an appointment through www.sharevote.co.uk, www.shareview.co.uk, or the CREST system will not prevent you from attending the meeting and voting in person.



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