

Proxy for the General Meeting of Capricorn Energy PLC
to be held at 10.00 a.m. on 15 May 2023

For use by members of Capricorn Energy PLC



Voting ID	Task ID	Shareholder Reference Number

You may submit your proxy electronically at www.sharevote.co.uk using the above numbers

Please read carefully the notice of general meeting ("**Notice**") on pages 18 to 20 of the circular to Capricorn shareholders dated 28 April 2023 accompanying this form of proxy (the "**Circular**") and the notes to the right-hand side of this form before completing this form of proxy. You are also referred to the unanimous recommendation of the of the directors of the Company in respect of the resolutions proposed in the Notice, which can be found on page 6 of the Circular.

I/We being a member/members of the Company and entitled to vote at the General Meeting appoint the Chair of the meeting as my/our proxy to attend, speak and vote for me/us on my/our behalf at the General Meeting of the Company to be held at 10.00 a.m. on 15 May 2023 at the Capricorn Energy PLC head office at 50 Lothian Road, Edinburgh, EH3 9BY and at any adjournment thereof. The proxy is requested to vote on the resolutions included in the Notice (and summarised below) as indicated.

Should you wish to use your voting rights, you should either complete this form of proxy and send it to the Company's registrar, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA (the 'Registrars') or complete and submit your proxy form electronically at www.sharevote.co.uk using the above Voting ID, Task ID and Shareholder Reference Number. Alternatively, CREST members may appoint a proxy or proxies through the CREST electronic proxy appointment service by using the procedures described in the CREST Manual. Further details on CREST proxy appointments are set out in the notes to the Notice. To be valid, all proxy appointments must be received not less than 48 hours before the time appointed for the General Meeting or any adjournment(s) thereof (excluding any part of any day that is not a working day). For further assistance with completing this proxy form, please see the notes to the right-hand side of this form.

The vote withheld option is provided to enable you to instruct the proxy not to vote on a resolution. A vote withheld is not a vote in law and will not, therefore, be counted in the calculation of the proportion of votes for and against each resolution.

Please indicate your instructions by marking the 'For', 'Against' or 'Vote Withheld' boxes in black ink like this

	For	Against	Vote Withheld
Ordinary Resolutions			
1. To authorise the payment of a special dividend of 115 pence per existing ordinary share of 21/13 pence each and to subdivide every existing ordinary share of 21/13 pence each into 33 intermediate ordinary shares of 7/143 pence and immediately thereafter to consolidate every 70 intermediate ordinary shares into one new ordinary share of 490/143 pence each (subject to fractional entitlements).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Subject to Resolution 1 being passed and taking effect, to amend the rules of the Capricorn Energy PLC Long Term Incentive Plan (2017) to ensure dilution limits appropriately reflect the share consolidation described above.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution			
3. Subject to Resolution 1 being passed and taking effect, to authorise the Company to make market purchases of the new ordinary share capital of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Signature			
Date			

1. As an ordinary shareholder of the Company you are entitled to appoint a proxy or proxies, who need not be a member of the Company, to exercise all or any of your rights to attend, speak and vote at the General Meeting. You can only appoint a proxy using the procedures set out in this form of proxy and the Notice.
2. If you wish to instruct your proxy to vote in a particular way on only some of your holding on a resolution or to appoint multiple proxies, please contact the Registrars, Equiniti Limited, on +44 (0)371 584 2050 for further information on how to do so (otherwise we will deem the proxy to have been appointed in relation to your total shareholding in the Company). Lines are open 8.30 am, to 5.30 pm, (London time) Monday to Friday (excluding public holidays in England and Wales). Calls to the helpline from outside the United Kingdom will be charged at the applicable international rate. Please note that calls to these numbers may be monitored or recorded for security and training purposes. You may not instruct your proxy to vote in different ways in relation to different ordinary shares. You may not instruct your proxy to vote more than once in respect of any ordinary share.
3. Appointment of a proxy does not preclude you from attending the meeting and voting either in person or electronically. If you have appointed a proxy to attend the meeting and vote either in person or electronically, your proxy appointment will automatically be terminated. 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. For details of how to change your proxy instructions or revoke your proxy appointment, see the notes to the Notice.
4. Please indicate with an 'X' in the boxes on the form of proxy how you wish the proxy to vote on each resolution on your behalf. In the absence of any such indication the proxy will vote for or against the resolution or will abstain at their discretion, including in relation to any other matter which is put before the General Meeting, including a motion to adjourn.
5. This form of proxy, together with any power of attorney under which it is signed, should reach the office of the Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, not less than 48 hours before the time appointed for holding the meeting or any adjournment(s) thereof (excluding any part of day that is not a working day).
6. Members may submit their proxies electronically at www.sharevote.co.uk using the Voting ID, Task ID and Shareholder Reference Number given on this form. For an electronic proxy appointment to be valid, your appointment must be received by the Registrars, Equiniti Limited, not less than 48 hours before the time appointed for holding the meeting or any adjournment(s) thereof (excluding any part of day that is not a working day).
7. CREST members who wish to appoint a proxy or proxies by using the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST Members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. Further details on CREST proxy appointments are set out in the notes to the Notice. To be valid, all proxy appointments must be received not less than 48 hours before the time appointed for the General Meeting or any adjournment(s) thereof (excluding any part of any day that is not a working day). If a member is a corporation, this form of proxy should be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised in writing.
8. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Company's register of members.
9. The 'Vote withheld' option is provided to enable you to abstain on a resolution. It should be noted, however, that a 'Vote withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' or 'Against' the resolution.
10. You may not use any electronic address provided in this form of proxy to communicate with the Company for any purposes other than those expressly stated.

Business Reply Plus
Licence Number
RTAK-JTLL-SHTS



Equiniti
Aspect House
Spencer Road
LANCING
BN99 8DZ