

# Bahamas Petroleum Company Plc

Registered Office: IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP  
(Incorporated in the Isle of Man under the Companies Acts 1931-2004 and with Company Number 123863C)

## PROXY FORM

I/We.....

(name(s) in full – BLOCK LETTERS)

being (a) member(s) of Bahamas Petroleum Company plc (the "Company") in respect of

.....ordinary shares of 0.002p each in the capital of the Company, hereby appoint the Chairman of the meeting (see note 1) or failing him

.....  
as my/our proxy to vote in my/our name(s) and on my/our behalf at the third Annual General Meeting of the Company to be held at IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP on Monday 4<sup>th</sup> August 2014 at 13:00 BST and at any adjournment thereof.

If multiple proxy instructions are being submitted please tick this box

This form is to be used in respect of the resolutions mentioned below as follows:-

Resolutions	For	Against	Withheld
1. To receive the Directors' Report and the Financial Statements for the year ended 31 December 2013 together with the Independent Auditor's Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint Mr Ross McDonald as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint Mr William Schrader as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Mr James Smith as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. That the Directors be authorised to fix the remuneration of the Company auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please indicate by a cross in the box how you wish your proxy to vote. Unless otherwise instructed the proxy may vote as he thinks fit or abstain from voting on the above resolution, on any resolution to adjourn the meeting and on any other business that may properly come before the meeting.

Dated this            day of            2014            Signed.....

## Notes

1. A member entitled to attend and vote at the above-mentioned Annual General Meeting may appoint one or more proxies of his own choice to attend and, on a poll, to vote instead of him (**it should be noted that a proxy is not entitled to vote on a show of hands**). A proxy need not be a member of the Company. If a member wishes to appoint someone other than the Chairman of the meeting to be his proxy he should delete the reference to the Chairman and insert the name(s) of the person(s) to be appointed in the space provided. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual.
2. If the proxy is being appointed in relation to less than your full voting entitlement, please indicate the number of shares in relation to which they are authorised to act as your proxy. If no indication is given your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account)
3. A member can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the company secretary or you may photocopy this form. Please indicate next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.
4. In the case of a corporation, this form may be executed under the hand of an officer duly authorised.
5. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
6. To be valid, the form of proxy (together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such authority) must be deposited at the offices of Capita Asset Services; PXS, 34 Beckenham Road, Beckenham, BR3 4TU no later than 13:00 BST on Thursday 31<sup>st</sup> July 2014. Completion of the form of proxy will not preclude a member from attending and voting in person.
7. A proxy may not vote on a show of hands but may vote on a poll and also has the right to demand or join in demanding a poll.
8. On a poll a person entitled to more than one vote need not use all his, her or its votes or cast all the votes he, she or it uses in the same way.
9. The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (of Parliament) and Regulation 22 of the Uncertificated Securities Regulations 2005 (of Tynwald), specifies that only those shareholders registered in the register of members of the Company as at 17:00 BST on Thursday 31<sup>st</sup> July 2014 shall be entitled to attend or vote at the Annual General Meeting in respect of the number of shares registered in their names at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the Annual General Meeting.