

**INSPIRIT ENERGY HOLDINGS PLC**  
**(the “Company”)**  
**General Meeting**  
**Form of Proxy**

I/We (Block Letters)

.....

of

.....

being a member/members of the above-named Company hereby appoint the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Company to be held at the registered office of the Company, being 2<sup>nd</sup> Floor, Number 2, London Wall Buildings, London, EC2M 5PP at 11:00 am on 27 November 2020 and at any adjournment thereof.

I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an X in the appropriate box.

	<i>For</i>	<i>Against</i>	<i>Withheld</i>
<b>1. Ordinary Resolution – THAT Anthony Samaha Independent non-executive director be removed from office as a director of the Company with immediate effect.</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Ordinary Resolution - THAT Christopher Heminway be appointed as a non-executive director of the Company with immediate effect.</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Ordinary Resolution – THAT Andrew Hall be appointed as a non-executive director of the Company with immediate effect.</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**DATED THIS ..... day of ..... 2020**

**SIGNATURE:** .....

See note 2 below on how to cast your proxy vote

**NOTES:**

- (1) Any member entitled to attend and vote at the General Meeting is entitled to appoint one or more proxies (who need not be a member of the Company) of their own choice to attend and, on a poll, to vote in their place. **PLEASE NOTE, for this particular meeting, only the Chairman of the Company can be appointed as proxy. No other proxy appointments will be accepted or regarded as valid.**
- (2) Forms of Proxy together with any power of attorney or other authority under which it is executed or a duly certified copy thereof, must be completed and to be valid, must reach to Share Registrars Limited, at the following address: The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR, or a scanned copy can be sent via e-mail to [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com) by 11:00 am on 25 November 2020.
- (3) The appointment of a proxy would not ordinarily preclude a member from attending and voting at the meeting. However, please note that due to the ongoing COVID 19 pandemic and associated government restrictions, members have been asked not to attend the meeting in person and to vote by proxy. Any members who attend the meeting in person will not be permitted entry. The same applies for any proxy appointed who is not the Chairman.
- (4) If the appointer is a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
- (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
- (6) Only those shareholders on the register of members at 11:00 am on 25 November 2020 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than 48 hours, then to be so entitled, shareholders must be entered on the Company's register of members at the time which is 48 hours (excluding non-business days) before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.

## **IMPORTANT PLEASE RETAIN THIS PAGE**

### **QUESTIONS**

To ensure that only registered Shareholders are able to put questions to the Board, Shareholders will not be able to ask questions via the webcast but instead can submit questions to the Board in advance of the General Meeting by emailing: [agm@inspiritenergy.com](mailto:agm@inspiritenergy.com) by no later than 11:00 am on 25 November 2020. Please include your full name and investor code (IVC number). All questions received will be considered and, where appropriate, answered either ahead of or at the General Meeting.

Only questions in relation to the resolutions or business of the General Meeting will be considered. No questions will be answered by the Company where: (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.