

i3 ENERGY PLC

New Kings Court
Tollgate
Chandler's Ford
Eastleigh
Hampshire
United Kingdom
SO53 3LG
(the "Company")

Proxy Form – Annual General Meeting of the Company to be held on 27 June 2019

Before completing this form, please read the explanatory notes below.

I/We
of

being a member/members of the Company hereby appoint the Chairman of the meeting* or (see Note 3)as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held at the offices of W.H. Ireland Limited at 24 Martin Lane, London, EC4R 0DR, United Kingdom on 27 June 2019 at 11:00 a.m. and at any adjourned meeting.

*If you wish to appoint your own proxy, delete the words "the Chairman of the meeting" and insert in BLOCK LETTERS the name of your proxy in the space provided.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Number	Resolution	For	Against	Vote Withheld
Ordinary Resolution				
1	To receive the Company's annual report and accounts for the financial year ended 31 December 2018			
2	To elect Richard Millington Ames as a director of the Company			
3	To elect Neill Ashley Carson as a director of the Company			
4	To elect Graham Andrew Heath as a director of the Company			
5	To elect David John Wissler Knox as a director of the Company			
6	To elect Majid Shafiq as a director of the Company			
7	To grant the directors general authority to allot relevant securities both as part of a cash placing or a rights issue			
8	To appoint PKF Littlejohn LLP as auditor of the Company			
9	To authorise the Company's Audit Committee to determine the remuneration of the auditor			
Special Resolutions				
10	Conditional on the passing of resolution 7, to approve the general disapplication of pre-emption rights			
11	To authorise the purchase of the Company's own shares			

Signed By

For and on behalf of Dated.....

Notes to the Proxy Form

- 1 As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at an annual general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 2 Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 3 A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in BLOCK CAPITALS in the space provided on page 1. If you sign and return this proxy form with no name inserted, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions.
- 4 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's registrars, Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU.
- 5 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 "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 relevant resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion.
- 6 To appoint a proxy using the proxy form, this form must be:
 - 6.1 completed and signed;
 - 6.2 sent or delivered to Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU; and
 - 6.3 received no later than 48 hours before the time fixed for the meeting or any adjourned meeting at which the proxy is to vote.
- 7 In the case of a member which is a company, this 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.
- 8 Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- 9 CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent, Link Asset Services, Crest ID RA10 by no later than 48 hours before the time appointed for holding the meeting or any adjourned meeting.
- 10 If a corporation is a member of the Company, it may by resolution of its directors or other governing body authorise one or more persons to act as its representative or representatives at the meeting and any such representative or representatives shall be entitled to exercise on behalf of the corporation all the powers that the corporation could exercise if it were an individual member of the Company. Corporate representatives should bring with them either an original or certified copy of the appropriate board resolution or an original letter confirming the appointment, provided it is on the corporation's letterhead and is signed by an authorised signatory and accompanied by evidence of the signatory's authority.
- 11 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).
- 12 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.