**IMC EXPLORATION GROUP PLC**

FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

(Incorporated and registered in the Republic of Ireland with company number 500487)

I/We the undersigned, being (a) Member(s) of the Company, HEREBY APPOINT the Chairman of the meeting or;

………………………………………………………………………………….……………………………………………………

***(Note 1)*** as my/our Proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on

12th February 2021 at 9am and at any adjournment thereof.

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| --- | --- | --- | --- |
| ***(Note 2)*** | For  |  Against |  |
| **SPECIAL RESOLUTIONS** |
| 1. To approve the company giving its consent to the migration of its shares under the Irish Migration of Participating Securities Act 2019.
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| 1. To approve amendments to the constitution of the Company to address the migration of the Company’s shares.
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| 1. To authorise the Company to take all actions in connection with the migration of the Company’s shares.
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Dated this …………………………………………………………………… day of ………………………………………………………………………………… 2021

Signature (s)…………………………………………………………………………………………………………………………………………………………………………...

Full name(s) in which shares are registered ……………………………………………………………………………………………………………….…..…..

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NOTES:

1. If you wish to appoint a person other than the Chairman, then insert his/her name and delete the words ‘the Chairman of the meeting or’. In the case of joint holders, the signature of the first named in the register of members will be accepted to the exclusion of all others.

2. Please insert and ‘X’ in either the ‘FOR’ or ‘AGAINST’ box. If both boxes are left blank the proxy will vote or abstain as he/she thinks fit.

3. This instrument of proxy to be valid must be lodged at the registered office of the Company being 70 Ballybough Road, Ballybough, Dublin 3, D03F9P7, Ireland not less than 48 hours before the time fixed for the meeting. Pursuant to regulation 14 of the Companies Act 1990 (Uncertified Securities) Regulations 1996, members will be entitled to vote by post, with votes to be received no later than 48 hours before the scheduled EGM if they are registered on the Company’s register of members 48 hours before the time appointed for the meeting or any adjournment thereof.