

NOTICE OF AVAILABILITY

The Notice of General Meeting and Circular to which this Proxy Form relates are available on the Company's website at www.oraclepower.co.uk

NOTES TO THE FORM OF PROXY

- Pursuant to Regulation 41 of the Uncertified Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at 10:00 a.m. on 18 December 2019 or, if this General Meeting is Adjourned, 48 hours (excluding non-working days) prior to the time fixed for the adjourned meeting, shall be entitled to attend and vote at the General Meeting.
- 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 the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
- A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, 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. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- 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, you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. If you wish to appoint the Chairman as one of your multiple proxies, simply write "the Chairman of the Meeting". All forms must be signed and should be returned together in one envelope.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "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 resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
- To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD; and
 - received by Neville Registrars Limited no later than 10:00 a.m. on 18 December 2019
- As an alternative to completing this hard copy form of proxy you can appoint a proxy or proxies electronically by registering the proxy with Neville Registrars Limited at www.sharegateway.co.uk using your personal proxy registration code (Activity Code) shown below. For an electronic proxy appointment to be valid, the appointment must be received by no later than 10:00 a.m. on 18 December 2019. Any electronic communication sent by you to the Company or the Company's Registrars which is found to contain a virus will not be accepted by the Company but every effort will be made by the Company to inform you of the rejected communication.
- 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 Neville Registrars Limited (CREST ID: 7RA11) by 10:00 a.m. on 18 December 2019. See the notes to the Notice of Meeting for further information on proxy appointments through CREST.
- In the case of joint holders of a share the vote of the senior 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 statutory register of members in respect of the share.
- Any alteration in this Form of Proxy must be initialled by the person in whose hand it is signed or executed.

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

Oracle Power PLC

(Incorporated and registered in England and Wales under the Companies Act 1985 with Registered Number 5867160)

FORM OF PROXY

I/We _____ being (a) member(s) of the Company and entitled to vote at the General Meeting, hereby appoint

(Please only complete if appointing someone other than the Chairman of the Meeting)

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the General Meeting of the Company, to be held on 20 December 2019 at the offices Brandon Hill Capital Limited, 1 Tudor Street, London, EC4Y 0AH at 10:00 a.m. and at any adjournment thereof.

Resolutions (*Special Resolutions)

	FOR	AGAINST	WITHHELD
1 To authorise the directors to allot shares in connection with the Conditional Placing Shares and Ordinary Shares to be issued upon any exercise of the Placing Warrants and the Broker Warrants	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To authorise the directors to allot shares in connection with any exercise of the August 2019 Placing Warrants and the August 2019 Broker Warrants	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To authorise the directors to allot equity securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4* To disapply pre-emption rights in connection with the Conditional Placing Shares and Ordinary Shares to be issued upon any exercise of the Placing Warrants and the Broker Warrants	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5* To disapply pre-emption rights in connection with any exercise of the August 2019 Placing Warrants and the August 2019 Broker Warrants	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6* To disapply pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you are planning to attend the General Meeting, please tick the following box:

Mark this box with an "X" if you are appointing more than one proxy:

Signed:

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

Date:

D

D

 -

M

M

 -

Y

Y



Oracle Power PLC

Attendance Card

The General Meeting will start at 10:00 a.m. and is being held on 20 December 2019 at the offices Brandon Hill Capital Limited, 1 Tudor Street, London, EC4Y 0AH.

If you plan to attend the General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the General Meeting.

>12340
Name
Address 1
Address 2
Address 3
Address 4
Address 5
Address 6

NEVILLE
REGISTRARS



Business Reply Plus
Licence Number
RSTY-SAKX-RZSL



Neville Registrars Limited
Neville House
Steelpark Road
Halesowen
B62 8HD