

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)

FORM OF PROXY

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 Extraordinary General Meeting of the Company to be held
at IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP on 17 May 2021 at 11:00 a.m. 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 resolution mentioned below as follows:

		For	Against	Vote withheld
Resolution One:	Subject to and conditional on the passage of each of resolutions 2-5, as an ordinary resolution, THAT every 10 of the Ordinary Shares of 0.002 pence each in the issued and unissued share capital of the Company be consolidated into one Ordinary Shares of 0.02 pence each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the Existing Ordinary Shares of 0.002 pence each in the capital of the Company as set out in the Company’s articles of association for the time being.			
Resolution Two:	Subject to and conditional on the passage of each of resolutions 1 and 3-5 as an ordinary resolution, THAT, in accordance with the Companies Act 1931 and the Company’s Articles of Association, the Authorised Share Capital of the Company be increased beyond its current registered capital to having a share capital of £400,000 being 2,000,000,000 Ordinary Shares of 0.02 pence each.			
Resolution Three:	Subject to and conditional on the passage of each of resolutions 1,2,4 and 5, as a special resolution, THAT the name of the Company be changed to Challenger Energy Group PLC.			
Resolution Four:	Subject to and conditional on the passage of each of resolutions 1-3 and 5, as a special resolution, THAT the Directors be and hereby are granted the authority, pursuant to Article 6.7 of the Company’s Articles of Association, to allot and issue up to a further 750,000,000 New Ordinary Shares of 0.02 pence each in the capital of the Company, as if the pre-emption provisions contained within Article 6.3 of the Company’s Articles of Association did not apply to such allotment and issue, provided that such authority, unless renewed, shall expire on 31 December 2022, but shall extend after such expiry, of an offer or agreement which would or might require Ordinary Shares to be allotted after such expiry and the Directors may allot Ordinary Shares in pursuance of such offer or agreement as if the authority conferred hereby had not expired.			
Resolution Five:	Subject to and conditional on the passage of each of resolutions 1-4, as a special resolution, THAT the conditional agreement for a £15 million convertible loan facility (the “Conditional Convertible Note Facility”) as amended, with Bizzell Capital Partners Pty Ltd (“BCP”), an Australian-domiciled investment firm is approved and ratified, and that: (A) the issue of 74,700,000 Ordinary Shares as a result of an agreed early conversion of notes issued under the Conditional Convertible Note Facility, inclusive of accrued interest, at the Issue Price, is approved, and (B) the issue of up to 245,000,000 Ordinary Shares on conversion of notes issued under the Conditional Convertible Note Facility or that may be issued in the future under the Convertible Note Facility, inclusive of accrued interest, at a price of 8 pence per share, is approved.			

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 2021 Signed.....

Notes

- IN ACCORDANCE WITH CURRENT GOVERNMENT INSTRUCTIONS IN RESPECT OF THE EVOLVING SITUATION REGARDING COVID-19 AND THE CHANGING RESTRICTIONS ON SOCIAL CONTACT, PUBLIC GATHERINGS AND NON-ESSENTIAL TRAVEL, WE REQUEST THAT YOU DO NOT PHYSICALLY ATTEND THE MEETING AND INSTEAD YOU SHOULD RETURN YOUR FORM OF PROXY OR APPOINT YOUR PROXY ELECTRONICALLY (AS THE CASE MAY BE) BY THE RELEVANT TIME AND APPOINT THE CHAIRMAN OF THE MEETING AS YOUR PROXY. AS AT THE TIME OF PUBLICATION OF THIS DOCUMENT, IT IS UNCLEAR WHAT RESTRICTIONS WILL BE IN PLACE REGARDING PUBLIC GATHERINGS AT THE TIME OF THE MEETING AND IN ORDER TO COMPLY WITH CURRENT GOVERNMENT PUBLIC HEALTH INSTRUCTIONS, IT MAY BE THAT GATHERINGS OF INDIVIDUALS ARE RESTRICTED IN NUMBER AND ACCORDINGLY ANY SHAREHOLDER OR PROXY THAT ATTEMPTS TO PHYSICALLY ATTEND THE MEETING MAY BE REFUSED ADMISSION.
- The situation in relation to COVID-19 continues to develop and the Company is aware that the Government is looking at solutions for the impact COVID-19 is having on the ability of companies to hold meetings. The Company will continue to update the Shareholders on arrangements for the Meeting through a Regulatory Information Service and the Company’s website at www.bpcplc.com. Shareholders are advised to check the Company’s website for updates.
- A member entitled to attend and vote at the above-mentioned Extraordinary 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.
- 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 (if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
- 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.
- In the case of a corporation, this form may be executed under the hand of an officer duly authorised.
- 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.
- 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 Link PXS 1, Link Group, Central Square, 29 Wellington Street, Leeds, LS1 4DL not later than 48 hours before the time appointed for the Extraordinary General Meeting. Completion of the form of proxy will not preclude a member from attending and voting in person.
- 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.
- 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.
- 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 close of business on 15 May 2021 shall be entitled to attend or vote at the Extraordinary 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 Extraordinary General Meeting.

Business Reply Plus
Licence Number
RUCA-ESGL-RSXY



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Link Group
Central Square
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