

Vast Resources plc

Form of Proxy for use at a General Meeting

I/we, a Member of **Vast Resources plc** (hereinafter referred to as 'the Company') and entitled to vote, hereby appoint the Chairman, or _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the General Meeting of the Company to be held at the Company's registered office, 6th Floor, 60 Gracechurch Street, London EC3V 0HR on Wednesday 14 February 2018 at 3.00 p.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolutions of which resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution.

(Please indicate below how you wish your votes to be cast. If the form of proxy is returned without any indication as to how the proxy should vote on any particular matter, the proxy will vote as they think fit.)

Please mark with an "X" as appropriate

Ordinary Resolution	For	Against	Abstain
1. That the Directors be and they are hereby generally and unconditionally authorised pursuant to and in accordance with section 551 of the Companies Act 2006 (the "2006 Act") to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company to Mercuria Energy Trading SA or any associate company of Mercuria Energy Trading SA ("Mercuria"), pursuant to the terms of a proposed warrant instrument between the Company and Mercuria in connection with a proposed pre-payment facility to be entered into between the Company and Mercuria, up to an aggregate nominal amount of £565,000, provided that this authority shall expire on 8 March 2018, save that the Company may, before the expiry of such period, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for, or to convert any security into, shares to be granted after the expiry of such period, and the Directors may allot shares or grant rights to subscribe for, or to convert any security into, shares in pursuance of such an offer or agreement notwithstanding that the authority conferred by this Resolution has expired.			
Special Resolution			
2. That, subject to, and conditional upon the passing of Resolution 1, the Directors be and they are hereby empowered in accordance with section 570 of the 2006 Act to allot equity securities (within the meaning of section 560 of the 2006 Act) pursuant to the authority conferred upon them by Resolution 1 as if section 561(1) of the 2006 Act did not apply to such allotment, provided this authority shall expire on 8 March 2018, save that the Company may, before the expiry of such period, make an offer or agreement which would or might require equity securities to be allotted after the expiry of such period, and the Directors may allot equity securities notwithstanding that the authority conferred by this Resolution has expired.			

Signature:..... Date:.....

Full name:

Address:

.....

NOTES

1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please insert his/her name and delete "the Chairman of the Meeting or".
2. Please indicate how you wish your proxy to vote by marking with an "X" in the appropriate box.
3. Unless otherwise instructed the person appointed a proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on any particular resolution as he/she thinks fit.
4. A corporation must seal this form of proxy or have it signed by an officer or attorney or other person authorised to sign.
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 votes of the other joint holders. 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.
6. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), members will be entitled to attend and vote at the meeting if they are registered on the Company's register of members at close of business on Monday 12 February 2018 (or in the case of an adjournment 48 hours before the time appointed for the adjourned meeting).
7. To be valid this form of proxy must reach **Link Asset Services , PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU** not later than 3.00 p.m. on 12 February 2018. Lodgement of a form of proxy does not preclude a member from attending the Meeting and voting in person.
8. 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.