

# FORM OF PROXY

## HOT ROCKS INVESTMENTS PLC

Form of Proxy for use by members of Hot Rocks Investments plc at the Annual General Meeting to be held at 10.00am on 28 September 2016 at Shakespeare Martineau LLP, 6<sup>th</sup> floor, 60 Gracechurch Street, London, EC3V 0HR

I/We being a member/members of the above-named Company, hereby appoint the following person(s):

.....  
or, failing whom, the Chairman of the Meeting 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 10.00am on 28 September 2016 (or at any adjournment of that meeting). I/We direct that my/our proxy will vote (or abstain from voting) on the resolutions set out in the Notice of Annual General Meeting as indicated below:

### Resolutions

#### Ordinary Resolution

	FOR	AGAINST	AT DISCRETION	VOTE WITHHELD
1. To receive the report and accounts	.....	.....	.....	.....
2. To re-elect Brian Rowbotham as a director	.....	.....	.....	.....
3. To re-appoint the auditors and to authorise the directors to determine their fees	.....	.....	.....	.....
4. To authorise the directors to allot shares	.....	.....	.....	.....

#### Special Resolutions

5. To dis-apply pre-emption rights	.....	.....	.....	.....
6. To authorise the Company to purchase its own shares	.....	.....	.....	.....

Please note that a “vote withheld” is not a vote in law and will not be counted in the calculation of the votes cast for and against the resolution.

PLEASE COMPLETE THE DETAILS BELOW IN BLOCK CAPITALS AND SIGN AND DATE WHERE INDICATED

.....  
Signature of shareholder or common seal/signature of duly authorised officer of corporate shareholder

.....  
Print Name

.....  
Date

.....  
Print Address

.....  
Postcode

Please return this Form of Proxy to Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR so as to arrive by 10.00am on Monday 26 September 2016. You may send your Form of Proxy by fax to Share Registrars Limited on 01252 719 232 or alternatively it may be scanned and sent by email to [proxies@shareregistrars.uk.com](mailto:proxies@shareregistrars.uk.com).

### Notes:

- 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 a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 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.
- 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 above. 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.
- 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 direct your proxy how to vote on the resolutions mark the appropriate space with an ‘X’. If no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think 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 Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR; and
  - received by Share Registrars Limited no later than 10.00 am on Monday 26 September 2016.
- 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.
- 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.
- 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).
- To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you would like to change the instructions using another hard-copy proxy form, please contact Share Registers Ltd, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. 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 (irrespective of its date or the date of execution).
- In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registers Ltd, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by Share Registers Ltd, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR no later than 48 hours (excluding non-working days) prior to the commencement of the Annual General Meeting or any adjourned meeting or (in the case of a poll taken more than 48 hours after it is demanded) before the time appointed for taking the poll. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the Annual General Meeting and voting in person. If you have appointed a proxy and attend the Annual General Meeting in person, your proxy appointment will automatically be terminated.