



Rose Petroleum plc

*(Incorporated and registered in England and Wales under the Companies Act 1985
with registered number 04573663)*

**Form of Proxy for use at the General Meeting of
Rose Petroleum plc ("the Company") to be held at the offices of Allenby Capital Limited,
3 St. Helen's Place, London EC3A 6AB on 13 December 2016 at 12.00 noon**

I/We, the undersigned, being (a) member/member(s) of Rose Petroleum plc, hereby appoint the Chairman of the Meeting or, Name of Proxy.....

in respect of number of shares as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of the Company to be held at 12.00 noon on 13 December 2016 at the offices of Allenby Capital Limited, 3 St. Helen's Place, London EC3A 6AB and at any adjournment thereof. I/We wish my/our proxy to vote as shown below in respect of the resolutions set out in the Notice of General Meeting.

Please indicate by ticking the box if this proxy appointment is one of multiple appointments being made.

For the appointment of one or more proxy, please refer to explanatory note 2 (below).

Resolutions	For	Against	Vote Withheld*
1. As an ordinary resolution to authorise the directors to convert any security into shares in the Company up to a maximum nominal amount of £400,000 pursuant to section 551 of the 2006 Act.			
2. As an ordinary resolution to authorise the directors to allot shares in the Company and grant rights to subscribe for or to convert any security into shares in the Company up to a maximum nominal amount of £941,118 pursuant to section 551 of the 2006 Act.			
3. As a special resolution to disapply statutory pre-emption rights pursuant to section 561(1) of the 2006 Act in respect of certain allotments of equity securities as described in the Notice of General Meeting.			

If you want your proxy to vote in a certain way on the resolutions specified, please place an "X" in the appropriate box. If you fail to select any of the given options your proxy can vote as he/she chooses or can decide not to vote at all. The proxy can also do this on any other resolution that is put to the meeting.

* The "Vote Withheld" option is to enable you to abstain on any particular resolution. However, it should be noted that a "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.

Signed Dated this day of2016

Name.....

Address

**SEE NOTES TO THE FORM OF PROXY OVERLEAF
PLEASE INSERT INTO PRE-PAID ENVELOPE SUPPLIED**

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Notes

1. To appoint as a proxy a person other than the Chairman of the meeting insert the full name in the space provided. A proxy need not be a member of the Company. You can also appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by you. The following options are available:
 - (a) To appoint the **Chairman** as your **sole proxy** in respect of all your shares, simply fill in any voting instructions in the appropriate box and sign and date the Form of Proxy. If you sign and return this form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy.
 - (b) To appoint a **person other than the Chairman as your sole proxy** in respect of all your shares, delete the words 'the Chairman of the meeting (or)' and insert the name and address of your proxy in the spaces provided. Then fill in any voting instructions in the appropriate box and sign and date the Form of Proxy. Where you appoint someone other than the Chairman you are responsible for ensuring they attend the meeting and are aware of your voting intentions.
 - (c) 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 the same envelope.
2. Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
3. The Form of Proxy below must arrive at Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU during usual business hours no later than 12.00 noon on 11 December 2016.
4. A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.
5. Any power or any other authority under which this proxy form is signed (or a duly certified copy) must be included with the proxy form).
6. The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
7. Shares held in uncertified 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. See notes 6-9 of the Notice of Meeting.
8. Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the General Meeting should you subsequently decide to do so.
9. If you prefer, you may return the proxy form to the Capita Asset Services in an envelope addressed to:
FREEPOST CAPITA PXS. Please note that delivery using this service can take up to 5 business days.