

Cambridge Mineral Resources plc

Annual General Meeting 2021

Form of Proxy

Before completing this form, please read the explanatory notes below

I / We

of (address).....

being a member/shareholder of the Company hereby appoint the Chairman of the meeting, **or** (see note 3)

.....
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 The Angel Hotel, 3 Angel Hill, Bury St Edmunds, Suffolk, IP33 1LT at 10am on 28th May 2021, and at any adjournment of the meeting, in respect of ordinary shares of 5p in the issued share capital of the Company held by me/us.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Please tick here if this proxy appointment is one of multiple appointments being made

Resolutions

	For	Against	Vote withheld
1. To receive the unaudited financial statements for the year ended 31 December 2020;			
2. To re-appoint Mark Slater as a director;			
3. To re-appoint Michael Burton as a director;			
4. To appoint PKF Littejohn LLP as the Company's auditors.			
5. To authorise the directors to determine the auditors' remuneration.			
6. To authorise the directors to allot shares up to an aggregate nominal value of £5,000,000;			
7. To ratify certain omissions of the company			
SPECIAL RESOLUTIONS			
8. Subject to the passing of Resolution 6, to disapply pre-emption rights for the allotment of equity securities for cash pursuant to the authority conferred by Resolution 6			

Signature(s)

Dated.....2021

Notes to the Form of Proxy

1. 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.
2. Submission of a proxy form 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.
3. 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, please 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.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. 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. All forms must be signed and should be returned together in the same envelope. Specifying a number of shares each proxy appointment relates to in excess of those held by you may result in the appointment being invalid. Unless the proxy form states the number of shares this proxy appointment relates to, it will be deemed to relate to all the shares in the Company held by you.
5. 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.
6. To appoint a proxy using this form, the form must be:
 - 6.1 completed and signed;
 - 6.2 sent or delivered to the Cambridge Mineral Resources plc, 71 Shelton Street, London, WC2H 9JQ; or
 - 6.3 emailed to office@Cambmin.co.uk; and
 - 6.4 received by Cambridge Mineral Resources plc not less than 48 hours before the time appointed for the Annual General Meeting or any adjournment thereof.
7. 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.
8. Any power of attorney or any other authority under which this proxy form is signed (or a notarially certified copy of such power or authority or a copy certified in some other way approved by the board) must be included with the proxy form.
9. 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).
11. 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.
12. For details of how to change your proxy instructions or revoke your proxy appointment please see the Notes to the Notice of Annual General Meeting.