

Cambridge Mineral Resources plc

Annual General Meeting 2016

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 Ionian Building, 45 Narrow Street, London E14 8DX at 2:00pm on 8 December 2016, 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 |
|--|-----|---------|---------------|
| AS ORDINARY BUSINESS:- | | | |
| 1. To receive the Report of the Directors and the Accounts for the year ended 31 December 2015 together with the Reports of the Auditors; | | | |
| 2. To re-elect Mr Jose Navalon as a director who retires by rotation in accordance with Article 87 of the Company's Articles of Association and who, being eligible, offers himself for re-election; | | | |
| 3. To re-appoint PKF-Littlejohn LLP as Company auditors and to authorise the directors to determine their remuneration; | | | |
| AS SPECIAL BUSINESS:- | | | |
| 4. To authorise the directors to allot shares; and | | | |
| 5. To disapply statutory pre-emption rights (special resolution). | | | |

Signature(s)

Dated.....2016

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 Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA; and
 - 6.3 received by Neville Registrars Limited no later than 2:00pm on 6 December 2016.
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. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by Neville Registrars Limited (ID: 7RA 11) by no later than 2:00pm on 6 December 2016. Please refer to the Notes of the Notice of Annual General Meeting for further information on proxy appointments through CREST.
10. 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.