

## FORM OF PROXY

OF

### IMC EXPLORATION GROUP PUBLIC LIMITED COMPANY (THE "COMPANY")

FOR USE AT THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD ON THURSDAY, 26 OCTOBER 2023 COMMENCING AT 10AM AT THE ASHLING HOTEL, 10-13 PARKGATE STREET, DUBLIN 8, D08 P38N, IRELAND AND ANY ADJOURNMENT OF THAT MEETING

I / We.....

of.....  
being (a) member(s) of the above Company **HEREBY APPOINT:**

\_\_\_\_\_ of \_\_\_\_\_ or failing him / her,

\_\_\_\_\_ of \_\_\_\_\_ or failing him / her,

the Chairman of the meeting to be my / our proxy to vote for me / us and on my / our behalf at the Extraordinary General Meeting of the Company convened for Thursday, 26 October 2023 commencing at 10am at the Ashling Hotel, 10-13 Parkgate Street, Dublin 8, D08 P38N, Ireland and at any adjournment of that meeting.

I / We direct the proxy to vote for / against\* the resolutions to be proposed thereat by indicating with an "X" in the boxes below as to how my / our vote for each resolution is to be cast.

\*Please indicate with an 'x' in the boxes below how you wish your votes to be cast, i.e., for or against the resolution. If you do not do so, the proxy will vote or abstain as he/she thinks fit.

	<b>Resolutions</b>	<b>For*</b>	<b>Against*</b>	<b>Abstain*</b>
1.	To approve the proposed Acquisition described in the Prospectus of the Company which accompanies the Notice of EGM and all such acts, agreements and steps which the directors or any such committee may consider necessary or appropriate to enter into, do or take in connection therewith.			
2.	To approve the Rule 9 waiver granted by the Irish Takeover Panel described in the Prospectus and Circular.			
3.	To increase the authorised share capital of the Company by the creation of an additional 725,000,000 ordinary shares of €0.001 each.			
4.	To increase the authorised share capital of the Company by the creation of 1,500,000 preference shares of €1.00 each.			
5.	To amend the articles of association of the Company.			
6.	To authorise the Directors to allot relevant securities in connection with the Acquisition up to a maximum aggregate nominal amount equal to €500,000.			
7.	To authorise the Directors to allot relevant securities in connection with the Share Subscription up to a maximum aggregate nominal amount equal to €1,500,000 following the Acquisition.			
8.	To authorise the Directors to allot equity securities for cash and to dis-apply statutory pre-emption rights in connection with the issue of the Preference Shares created pursuant to Resolution 4			
9.	To amend the memorandum of association of the Company.			

DATED THIS ..... day of ..... 2023

SIGNATURE.....

NAME IN FULL  
(BLOCK LETTERS).....

**Notes:**

1. Any member entitled to vote at a meeting of the Company is entitled to appoint a proxy to vote on his/her behalf. A proxy need not be a member of the Company, but you are strongly advised to appoint the Chairman as your proxy.
2. To be effective, this instrument of proxy and any authority under which it is executed must be received by:  
  
The Company Registrar  
Avenir Registrars Limited  
No. 1 Main Street  
Blessington  
Co. Wicklow  
W91 V82T  
Ireland  
Or by email to, [proxy@avenir-registrars.ie](mailto:proxy@avenir-registrars.ie)  
  
no later than 10am on Tuesday, 24 October 2023.
3. If this instrument of proxy is executed under a power of attorney, such power of attorney (or a notarially certified copy of such power of attorney) must be deposited at the Registrar's office along with this instrument.
4. In the case of a corporation this instrument of proxy may be either executed under the common seal or under the hand of an officer or attorney authorised on behalf of that corporation.
5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other registered holders and for this purpose seniority shall be determined by the order in which the name stands in the Register of Members in respect of the joint holding.
6. Voting at the EGM will be by means of poll during the meeting. There will not be an ability for your proxy to vote the resolutions via a virtual platform.