
AFRIAG GLOBAL PLC

General Meeting

Form of Proxy

I/We (Block Letters).....

of

.....
being a member/members of AfriAg Global PLC (the "**Company**") hereby appoint the
Chairman of the Meeting or

*

of

.....
as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Company to
be held at the offices of Hill Dickinson LLP, 105 Jermyn Street, St. James's, London, SW1Y 6EE
at 11:00 a.m. (London time) on 27 November 2019. I/We direct that my/our vote(s) be cast on
the Resolutions as indicated by an X in the appropriate box.

	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. Ordinary Resolution – to approve the Disposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Special Resolution – to adopt new articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Special Resolution – to approve the Conversion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ordinary Resolution – to approve the Consolidation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* If it is desired to appoint another person as a proxy these words should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted. Unless otherwise directed, and in respect of any other resolution properly moved at the Meeting, the proxy will vote, or may abstain from voting, as he thinks fit.

DATED THIS day of 2019

SIGNATURE

.....

NOTES:

- (1) Any member entitled to attend and vote at the General Meeting is entitled to appoint one or more proxies (who need not be a member of the Company) of his own choice to attend and, on a poll, to vote in his place.
 - (2) Forms of Proxy together with any power of attorney or other authority under which it is executed or a notarially certified copy thereof, must be completed and to be valid, must reach the Company at Suite 3b, 38 Jermyn Street, London, SW1Y 6D not less than 48 hours before the time set for the meeting or adjourned meeting (as the case may be).
 - (3) The appointment of a proxy does not preclude a member from attending and voting at the meeting.
 - (4) If the appointor is a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
 - (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
 - (6) If you wish to appoint as proxy someone other than the Chairman of the Meeting, please delete the words "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. A proxy need not be a member.
 - (7) Only those shareholders on the register of members at 11 a.m. on 25 November 2019 (London time) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than forty eight (48) hours, then to be so entitled, shareholders must be entered on the Company's register of members at the time which is forty eight (48) hours before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
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