

**FORM OF PROXY
GENEL ENERGY PLC
GENERAL MEETING**



Barcode:

IVC No:

Event Code:

I/We, the undersigned, being (a) holder(s) of voting ordinary shares of £0.10 each in Genel Energy plc (the Company), hereby appoint the Chairman of the General Meeting or

Proxy Holder's Name

Number of Shares (see note 3)

as my/our proxy to attend, speak and vote for me/us at the General Meeting of the Company, to be held at 10.00 a.m. on Wednesday, 5th September 2012 in The Dickens Room, Holborn Bars, 138-142 Holborn, London EC1N 2NQ and at any adjournment(s) thereof.

Please tick this box if this proxy appointment is one of multiple appointments being made (see note 3).

Please indicate your vote by marking the appropriate box in black like this

Ordinary resolution:

1	Approve the waiver of obligations under Rule 9 of the Takeover Code	For	<input type="checkbox"/>	Against	<input type="checkbox"/>	Vote Withheld	<input type="checkbox"/>
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Unless otherwise instructed, your proxy may vote as s/he thinks fit or abstain in relation to any business of the meeting. Your proxy may also vote or abstain from voting as s/he thinks fit in connection with any other business that may properly come before the meeting.

Signature

Date

Please read the Notice convening the General Meeting contained in the Circular and the explanatory notes set out opposite before completing this form.

Barcode:

IVC No:

Signature of person attending:

The General Meeting of Genel Energy plc will be held at 10.00 a.m. on Wednesday, 5th September 2012 in The Dickens Room, Holborn Bars, 138-142 Holborn, London EC1N 2NQ.



Notes on completion of the Form of Proxy:

- Holders of voting ordinary shares are entitled to appoint one or more proxies to exercise all or any of their rights to attend, vote and speak at the meeting on their behalf at the meeting.
- If you wish to appoint a proxy other than the Chairman, please print the name of your chosen proxy holder in the space provided on the Form of Proxy. A proxy need not be a shareholder of the Company.
- Should you wish to appoint more than one proxy, please photocopy this form. Additional forms must be completed for each proxy appointment with the number of shares indicated on the form in relation to which each proxy is authorised to act. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement. Please also tick the box indicating that this is one of multiple proxy appointments. All forms must be signed and should be returned together.
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for receipt of proxies will take precedence.
- In the case of joint holders only one shall need to sign this form. The vote of the first named holder appearing on the Company's register of members, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders.
- A corporation must appoint its proxy either under its common seal or under the hand of an agent or duly authorised officer of the corporation. Under the Companies (Jersey) Law 1991, a body corporate may only appoint one corporate representative. A holder of voting ordinary shares which is a body corporate that wishes to allocate its votes to more than one person should use the proxy arrangements.
- To be effective, this Form of Proxy (together with any power of attorney under which it is executed) must be sent to the Company's Registrars, Capita Registrars, 34 Beckenham Road, Beckenham, Kent BR3 4TU, not later than 10.00 a.m. on Monday, 3rd September 2012 or 48 hours before the time fixed for any adjourned meeting.
- Any alterations made to this Form of Proxy must be initialed by the person who signed it.
- Please note 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'. It is provided to enable shareholders to evidence their concern about a particular issue.
- Return of this Form of Proxy does not prevent you from attending the meeting and voting in person if you so wish.

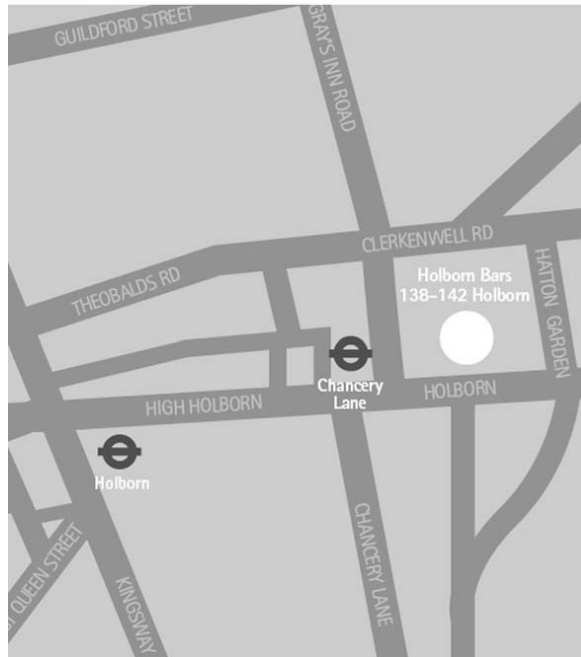
ATTENDANCE CARD

GENEL ENERGY PLC

GENERAL MEETING

The General Meeting of Genel Energy plc will be held at 10.00 a.m. on Wednesday, 5th September 2012 in The Dickens Room, Holborn Bars, 138-142 Holborn, London EC1N 2NQ.

Travel Guide to Holborn Bars



From Waterloo:

Bus Number 521,
Approx 15 mins

Tube

Northern Line to Tottenham Court Road
Central Line to Chancery Lane Exit No 2

From Charing Cross:

Take Bus 15 from Stop F
Change at Aldwych to bus 341 to Holborn
Approx 25 mins

Tube

Northern Line to Tottenham Court Road
Central Line to Chancery Lane Exit No 2

From Euston:

Bus – no direct bus available

Tube

Northern Line to Tottenham Court Road
Central Line to Chancery Lane Exit No 2

From London Bridge:

Bus Number 17 from stop M
Approx 25 mins

Tube

Northern Line to Bank
Central Line to Chancery Lane Exit No 2

From Kings Cross:

Bus Number 17 from stop H
Approx 16 mins

Tube

Piccadilly Line to Holborn
Central Line to Chancery Lane Exit No 2

Business Reply
Licence Number
RSBH-UXKS-LRBC



PXS
34 Beckenham Road
BECKENHAM
BR3 4TU