

**NOTICE OF AVAILABILITY**

The Notice of Annual General Meeting to which this Proxy Form relates and the Report and Accounts are available on the Company's website at [www.bmrplc.com](http://www.bmrplc.com)

**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 vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 2 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, contact Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD.
- 3 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.
- 4 To appoint a proxy using this form, the form must be:
  - completed and signed; sent or delivered to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD by 10.00 a.m. on 2 February 2021.
- 5 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.
- 6 Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- 7 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).
- 8 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.
- 9 For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

**PLEASE NOTE THAT DUE TO THE ONGOING SITUATION ARISING FROM THE CORONAVIRUS AND THE OFFICIAL GOVERNMENT GUIDANCE IN RESPECT OF TRAVEL, PHYSICAL ATTENDANCE AT THE ANNUAL GENERAL MEETING WILL NOT BE ALLOWED. ALL NOTES REFERRING TO ATTENDANCE AT THE AGM SHOULD BE READ IN THIS CONTEXT AND SUBJECT TO THIS RESTRICTION.**

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

**BMR Group PLC**

(Incorporated in England and Wales under the Companies Act 1985 with Registered Number 2401127)

**FORM OF PROXY**

I/We \_\_\_\_\_ being (a) member(s) of the Company and entitled to vote at the Annual General Meeting, hereby appoint

**(Please only complete if appointing someone other than the Chairman of the Meeting)**

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 4 February 2021 at 7/8 Kendrick Mews, London, SW7 3HG at 10:00 a.m. and at any adjournment thereof.

**Resolutions (\*Special Resolutions)**

	FOR	AGAINST	WITHHELD		FOR	AGAINST	WITHHELD
1 To receive and consider the report of the Directors and the financial statements for the period to 29 December 2019 and the report of the auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8* To authorise the Company to, at its discretion, issue shares in the Company and/or assign share investments held by the Company to Directors, management, and consultants	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To re-elect Mr Kjeld Randolph Thygesen a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9* To approve the name change of the Company to Kendrick Resources PLC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To appoint Crowe U.K. LLP as auditors and to authorise the Directors to determine their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10* To approve new Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To approve the new share option scheme	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
5 To approve the proposed sub-division	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
6 To authorise the Directors to allot shares in the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
7* To disapply statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Mark this box with an "X" if you are appointing more than one proxy:

Signed:

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

Date:

D

D

-

M

M

-

Y

Y



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Name  
Address 1  
Address 2  
Address 3  
Address 4  
Address 5  
Address 6

Business Reply Plus  
Licence Number  
RSTY-SAKX-RZSL



NR 1

Neville Registrars Limited  
Neville House  
Steelpark Road  
Halesowen  
B62 8HD