

## Form of Proxy

Proxy form for use by holders of ordinary shares at the Annual General Meeting of Melrose Resources plc, to be held at 2.00 p.m. at Tods Murray LLP, Edinburgh Quay, 133 Fountainbridge, Edinburgh EH3 9AG on 10 June 2010.

I/We (please complete in block capitals)

Of

being (a) holder(s) of ordinary shares of 10p each in Melrose Resources plc hereby appoint the Chairman of the Meeting

Or

Of

as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Tods Murray LLP, Edinburgh Quay, 133 Fountainbridge, Edinburgh EH3 9AG, at 2.00 p.m. on 10 June 2010 and any adjournment thereof, and I/we direct my/our proxy to vote as indicated below.

Signature

Dated this

day of

2010

Please indicate, by inserting a cross in the appropriate box, how you wish your vote to be cast on each resolution. Unless so instructed, your proxy will vote or abstain at his discretion. An abstention on any resolution is not a vote in law, and will not be counted in the calculation of the proportion of the votes for and against the resolution.

### Resolutions

		FOR	AGAINST	WITHHOLD VOTE
<b>Resolution No.1</b>	To consider and receive the directors' report, the auditors' report and the Company accounts for the year ended 31 December 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.2</b>	To approve the final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.3</b>	To approve the Directors' remuneration report for the year ended 31 December 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.4</b>	To re-appoint KPMG as auditors of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.5</b>	To re-elect David Thomas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.6</b>	To re-elect James Agnew	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.7</b>	To re-elect Anthony Richmond-Watson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.8</b>	To approve that the Company may make political donations and/or incur political expenditure	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.9</b>	To authorise the directors to allot securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.10</b>	To authorise the directors to allot securities otherwise than in accordance with s.561 Companies Act 2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution No.11</b>	To approve the shortening of the period of notice for a General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### Notes

- 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.
- Appointment of a proxy 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.
- 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, insert their full name and address in the box. If you sign and return this proxy form with no name and address 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 him the relevant instructions directly.
- 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, please photocopy this proxy form and indicate on each proxy form the number of shares that proxy is to exercise in voting rights.
- 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 "Withhold Vote" 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.
- To appoint a proxy using this form, the form must be:
  - completed and signed;
  - sent or delivered to the offices of the Company's Registrars, Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey, GU9 7LL; and
  - received by Share Registrars Limited no later than 2.00 pm on 8 June 2010.
- 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.
- Any power of attorney or any other authority under which this proxy form is signed (or a notarially certified office copy of such power of attorney) must be enclosed with the proxy form.
- 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).
- 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.
- For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

Second Fold

Business Reply Service:  
GI 2155



Share Registrars Limited  
Suite E  
First Floor  
9 Lion and Lamb Yard  
Farnham  
Surrey  
GU9 7LL

Third fold and tuck in.

First Fold