



PROXY FORM

12TH ANNUAL GENERAL MEETING TO BE HELD AT CAVERTON HELIPAD, OZUMBA MBADIWE STREET, VICTORIA ISLAND, LAGOS, NIGERIA ON THURSDAY 27TH MAY, 2021 AT 10 AM,

I, / Webeing member/(s) of the Company Caverton Offshore Support Group Plc hereby appoint **Mr. Aderemi Makanjuola** (Chairman) or **Mr. Olabode Makanjuola** (Managing Director/Chief Executive Officer) or **Chief Raymond Ihyembe** (Independent Director) or **Ms. Amaka Obiora** (Company Secretary) or **Sir Sunny Nwosu** (Shareholder) or **Mr. Boniface Okezie** (Shareholder) or **Mrs. Bisi Bakare** (Shareholder) or **Mr. Hakkem Shagaya** (Shareholder) or **Mr. Alex Adio** (Shareholder) as my/our proxy to act and vote for me/us on my/our behalf at the Annual General Meeting of the Company, to be held on Thursday, May 27, 2021 or at any adjournment thereof.

Dated this Day of 2021

Shareholder's Signature

Name of Shareholder

The manner in which the Proxy is to vote should be indicated by inserting "X" in the appropriate space

NUMBER OF SHARES	FOR	AGAINST
RESOLUTIONS		
ORDINARY BUSINESS:		
1. To receive the Audited Financial Statements for the year ended 31st December 2020 together with the Reports of the Directors, Auditors and Statutory Audit Committee thereon		
2. To declare a dividend		
3. To re-elect the following Directors as Non-Executive Directors: i. Mr. Aderemi Makanjuola ii. Mr. Bashiru Bakare iii. Mallam Bello Gwandu		
4. To appoint PricewaterhouseCoopers as the External Auditor of the Company in place of EY (Ernst & Young), who would be retiring as the Company's Auditor		
5. To authorize Directors to fix the remuneration of Auditors		
6. To disclose the remuneration of Managers of the Company		
7. To elect Members of the Statutory Audit Committee		
SPECIAL BUSINESS:		
1. To fix the remuneration of Directors.		
2. To authorize the renewal of recurrent transactions which are of trading nature or those necessary for its day-to-day operations from related companies in accordance with the Rules of the Nigerian Exchange Limited governing transactions with related parties.		

Please indicate with an "X" in the appropriate space how you wish your votes to be cast on resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.

PLEASE ADMIT: to the 12th Annual General Meeting Being Held at Caverton Helipad, Ozumba Mbadiwe St, Victoria Island, Lagos, Ozumba Mbadiwe Street, Victoria Island, Lagos, on Thursday, May 27th, 2021 at 10.00 am.

Name of Shareholder (IN BLOCK CAPITALS):

Shareholder's Account No:

Number of Shares:

IMPORTANT

- Before posting the above form, please tear off this part and retain. A person attending the Annual General Meeting of the Company or his/or her/its proxy should produce this card to secure admission to the meeting.
- In the interest of public safety and having due regard to the Nigeria Centre for Disease Control (NCDC) COVID-19 Guidance for Safe Mass Gatherings in Nigeria, (and the restrictions on public gatherings by the Lagos State Government) and pursuant to the Corporate Affairs Commission's (CAC) Guidelines on holding Annual General Meetings by Public Companies using Proxies, only persons indicated to be selected proxies on the Proxy Form would attend the Meeting physically.
- A member of the Company entitled to attend and vote at the Annual General Meeting of the Company is entitled to appoint a proxy to attend and vote in his/her/its stead. Proxies need not be members of the Company.
- In view of the above, shareholders should appoint a proxy of their choice from the following proposed proxies to represent them at the meeting and to vote in their stead: **(a) Mr. Aderemi Makanjuola (b) Mr. Olabode Makanjuola (c) Chief Raymond Ihyembe (d) Ms. Amaka Obiora (e) Sir Sunny Nwosu (f) Mr. Boniface Okezie (g) Mrs. Bisi Bakare (h) Mr. Hakeem Shagaya (i) Mr. Alex Adio.**
- It is a requirement of the law under the Stamp Duties Act, Cap. A8, Laws of the Federation of Nigeria, 2004, that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must be duly stamped in accordance with the provisions of the Stamp Duties Act.
- Shareholders are advised to send their completed proxy forms to the office of the Company Secretary, Caverton Offshore Support Group Plc, 1 Prince Kayode Akingbade, Close, Victoria Island, Lagos or send soft copy to company.secretariat@caverton-offshore.com or to eforms@coronationregistrars.com no later than 48 hours before the meeting to enable the Company stamp the proxy forms at the Company's expense.
- If the Proxy Form is executed on behalf of a Company, it should be sealed under its Common Seal or under the hand and seal of its attorney.
- In the case of joint holders, the signature of any of them will suffice, but the name of all joint holders should be shown.