

OPG Power Ventures Plc (the “Company”)

Form of Proxy for use at the Annual General Meeting to be held at 11.00 a.m. on 3 December 2025 at DFK Chancery's office at Level 6, 10A Prospect Hill Douglas, Isle of Man, IM99 IFY

(PLEASE COMPLETE IN BLOCK CAPITALS)

Capitalised terms used in this form of proxy shall have the meanings given to them in the circular to shareholders issued by the Company dated 6 November 2025 to which this form of proxy relates (the “Circular”), save where otherwise specified.

Details of the resolutions proposed at the Annual General Meeting are set out in the Circular, which includes the notice of the Annual General Meeting (the “AGM Notice”) containing the full text of those resolutions.

Before completing this form of proxy, please read the Circular, including the AGM Notice, and also the explanatory notes below.

I/We (see note 1)of

being a shareholder of the Company hereby appoint the Chairman of the meeting or the following person (see notes 1, 2, 3 and 7)

Name of Proxy	Number of Ordinary Shares

as my/our proxy to attend, represent and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at DFK Chancery's office at Level 6, 10A Prospect Hill Douglas, Isle of Man, IM99 IFY at 11.00 a.m. on 3 December 2025 and at any adjournment thereof.

I/We direct my/our proxy to vote on the resolutions set out in the notice convening the Annual General Meeting as I/we have indicated below by marking the appropriate box with an ‘X’.

If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the Annual General Meeting or any adjournment thereof.

Please clearly mark the box below to instruct your proxy how to vote.

ORDINARY BUSINESS	FOR	AGAINST	WITHHELD
To consider and, if thought fit, pass the following resolution: 1. THAT, article 13.1(b)(iii) of the Company's articles of association be deleted in its entirety and replaced by the wording set out in Resolution 1 of the AGM Notice (the “Revised Article”).			
SPECIAL BUSINESS	FOR	AGAINST	WITHHELD
To consider and, if thought fit, to pass the following resolutions which will be proposed as Special Resolutions (as defined in the Company's articles of association): 2. THAT, subject to and conditional upon the passing of Resolution 1, the Company be generally and unconditionally authorised for the purposes of the Revised Article to make an offer to acquire and, if accepted, to purchase Ordinary Shares pursuant to the Share Buyback Offer on the terms and conditions set out in the Circular and that any Ordinary Shares purchased pursuant thereto shall be cancelled and shall not be held in treasury. 3. THAT, subject to and conditional upon the passing of Resolution 2, for the purposes of section 58 of the Isle of Man Companies Act 2006 (as amended) and article 12 of the Company's existing articles of association, the Company's share capital be reduced as set out in Resolution 3 and that the directors be authorised to apply such reduction(s) and take all such steps as they consider necessary or desirable. 4. THAT, subject to and conditional upon the passing of Resolution 5, in accordance with Rule 41 of the AIM Rules for Companies, the cancellation of the admission to trading on AIM (the market of that name operated by London Stock Exchange plc) of the Ordinary Shares (the “Cancellation”) be and is hereby approved and the directors of the Company be authorised to take all action necessary or reasonably required to effect such cancellation.			
ORDINARY BUSINESS	FOR	AGAINST	WITHHELD
To consider and, if thought fit, pass the following resolution: 5. THAT, subject to and conditional upon the passing of Resolution 4, with effect from the Cancellation becoming effective in accordance with the AIM Rules for Companies, the amended memorandum and new articles of association be approved and adopted as the memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association. 6. To receive and adopt the Company's Annual Accounts for the financial year ended 31 March 2025 together with the Directors' report and Auditors' report thereon. 7. To authorise the re-appointment of McMillan Woods as auditors to the Company. 8. To authorise the directors to determine the auditor's remuneration. 9. THAT Mr Jeremy Warner Allen be re-elected as a director who having agreed to retire and being eligible, offers himself for re-election in accordance with article 59 of the Company's existing articles of association. 10. THAT Mr Ajit Pratap Singh be re-elected as a director who having agreed to retire and being eligible, offers himself for re-election in accordance with article 59 of the Company's existing articles of association. 11. THAT Mr Martin Higginson as a director who was appointed on 8 August 2025 in accordance with article 58.1 of the Company's existing articles of association and being eligible offers himself for re-election.			

Notes

- As a member of the Company you are entitled to appoint a proxy or proxies 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. If the proxy is being appointed in relation to part of your holding only, please enter in the box next to the proxy's name the number of shares in relation to which they are authorised to act as your proxy. If this box is left blank they will be authorised in respect of your full voting entitlement.
- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The name of all joint holders should be stated.
- If you wish to appoint a person other than the Chairman of the meeting, you should insert their full name in the box. Such proxy need not also be a member of the Company.
- Appointment of a proxy does not preclude you from attending the Annual General Meeting and voting in person. If you have appointed a proxy and attend the Annual General Meeting in person, your proxy appointment will automatically be terminated.
- This form must (a) in the case of an individual be signed by the appointor or his attorney duly authorised in writing; and (b) in the case of a corporation, be executed under its common seal or signed by an officer or attorney so authorised.
- 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).
- To be effective, completed forms of proxy must be returned to MUFG Corporate Markets, by post to PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL, as soon as possible but, in any event, by no later than 11.00 a.m. on 1 December 2025. Completion and return of a form of proxy will not preclude a member from attending and voting at the Annual General Meeting or at any adjournment thereof in person if he or she wishes to do so.
- To direct your proxy how to vote on the resolutions, mark the appropriate box with an ‘X’. The “Withheld” option is provided to enable you to withhold your vote on any particular resolution. It should be noted that a vote withheld is not a vote in law and will not be counted as a vote “For” or “Against” a resolution.
- 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, additional proxy form(s) may be obtained from MUFG Corporate Markets by contacting them via email at shareholderenquiries@cm.mps.mufg.com or by calling on +44 (0)371 664 0321, or you may photocopy this form.
- 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.
- CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual (published by Euroclear UK & International Limited). To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by MUFG Corporate Markets (ID RA10) by 11.00 a.m. on 1 December 2025 (or, in the case of an adjournment of the Annual General Meeting, not less than 48 hours before the time fixed for the holding of the adjourned Annual General Meeting (excluding any part of a day that is not a working day)).
- Resolutions 1, 5, 6, 7, 8, 9, 10 and 11 are proposed to be passed as resolutions requiring the approval: (i) on a show of hands by a majority of in excess of 50 per cent of such members as are present and voting at the meeting and are entitled under the articles of association of the Company to vote on a show of hands; or (ii) on a poll, by members of the Company holding a majority of in excess of 50 per cent of the voting rights attributable to the shares held by those members which are present and voting at the meeting and are entitled under the articles of association of the Company to vote on a show of hands; or (iii) on a poll, by members of the Company holding not less than 75 per cent of the voting rights attributable to the shares held by those members which are present and voting at the meeting and are entitled under the articles of association of the Company to vote on a poll.
- A copy of this notice and the Form of Proxy can be found on the Company's website at <https://www.opgpower.com/investors/shareholder-information/shareholder-circulars>.
- You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.

Signature(s) Print Name:

Date:



Business Reply Plus
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MUFG Corporate Markets
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