

NAUTILUS MARINE SERVICES PLC

Proxy form for use by Shareholders in Nautilus Marine Services PLC at the Sixteenth Annual General Meeting to be held on 29 June 2017

You may vote submit your Proxy Form electronically at www.signalshares.com. If your shares are held through CREST, you may use the CREST proxy voting system to submit your proxy. Further information is provided at Note 1.

Please read the Notice of the Meeting and the accompanying notes carefully before completing this Proxy Form.

As a shareholder of Nautilus Marine Services Plc (the **Company**) you have the right to attend, speak at and vote at the Annual General Meeting to be held on 29 June 2017 at 3:00 p.m. (Central Standard Time) at 180 State Street, Suite 200, Southlake, Texas USA 76092 (the **Meeting**). If you cannot, or do not want to, attend the Meeting but still want to vote, you can appoint someone to attend the Meeting and speak and vote on your behalf. That person is known as a "proxy". You can use this f Proxy Form to appoint the Chairman of the Meeting, or someone else, as your proxy. Your proxy does not need to be a shareholder of the Company.

I/We (name in full)(in BLOCK CAPITALS)
of

being (a) member(s) of the Company entitled to attend and vote at meetings, hereby appoint the Chairman of the meeting or(see Note 2) as my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf as indicated below at the Meeting, and at any adjournment thereof (see Notes 3, 4 and 5).
Please tick here if this proxy appointment is one of multiple appointments being made (see Note 4). ☐

Please indicate with an "X" in the appropriate box opposite the resolutions below in respect of how you wish your votes to be cast (see Note 5).

RESOLUTION		For	Against	Vote withheld
Ordinary Business				
1.	To re-elect Mikel Faulkner as a Director			
2.	To re-elect Alan Henderson as a Director			
3.	To re-elect David Quint as a Director			
4.	To re-elect Zac Phillips as a Director			
5.	To receive and adopt the annual report and audited accounts for the year ended 31 December 2016			
6.	To appoint BDO LLP as Auditors			
7.	To authorise the Directors to fix the remuneration of the Auditors			
Special Business				
Ordinary resolutions				
8.	To authorise the Directors to allot shares			
Special resolution				
9.	To partially disapply statutory pre-emption rights on issues of shares for cash			

Dated Signature.....

Notes to the Proxy Form:

1. CREST members wishing to appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system must ensure that, in order for such CREST Proxy Instruction to be effective, it is received by the Company's agent, (ID number RA10) no later than 48 hours (excluding weekends and public holidays) before the time appointed for holding the Meeting or any adjournment thereof, together with any power of attorney or other authority under which it is sent. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001. For further information relating to the CREST proxy system, please refer to the CREST manual and the notes to the Notice of the Meeting.
2. If you wish to appoint as a proxy a person other than the Chairman of the Meeting (who need not be a member), please delete the words "the Chairman of the Meeting" and insert the name of the other person. All alterations made to this Proxy Form must be initialled by the signatory.
3. The completion and return of this Proxy Form will not prevent you from attending in person and voting at the Meeting should you subsequently decide to do so.
4. A member may appoint more than one proxy to attend provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, (an) additional Proxy Form may be obtained by contacting the Registrars helpline on 0871 664 0300 (calls cost 12p per minute plus network extras). If you are outside the United Kingdom, please call +44 371 664 0300 (calls will be charged at the applicable international rate). We are open between 9.00 am – 5.30 pm, Monday to Friday excluding public holidays in England and Wales, or you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided, if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. A proxy need not be a member of the Company. When two or more valid but differing instruments of proxy are delivered in respect of the same share or shares for use at the same meeting and in respect of the same matter, the one which is lastly delivered (regardless of its date or of the date of its execution) shall be treated as replacing and revoking the other or others as regards that share. If the Company is unable to determine which instrument was lastly delivered, none of them shall be treated as valid in respect of that share.
5. If you wish your proxy to cast all of your votes for or against a resolution you should insert an "X" in the appropriate box. If you wish your proxy to cast only certain votes for and certain votes against, insert the relevant number of shares in the appropriate box. In the absence of instructions, your proxy may vote or abstain from voting as he or she thinks fit on the specified resolutions and, unless instructed otherwise, may also vote or abstain from voting as he or she thinks fit on any other business (including on a motion to amend a resolution, to propose a new resolution or to adjourn the Meeting) which may properly come before the Meeting.
6. The "Vote Withheld" option is provided to enable you to instruct your proxy to abstain from voting on a particular resolution. A "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" or "Against" a resolution.
7. This Proxy Form must be signed by the shareholder or his/her attorney. Where the shareholder is a corporation, the signature must be under seal or signed by a duly authorised representative. In the case of joint shareholders, any one shareholder may sign this Proxy Form. The vote of the senior joint shareholder (whether in person or by proxy) will be taken to the exclusion of all others, seniority being determined by the order in which the names stand in the register of members in respect of the joint shareholding.
8. To be valid, this Proxy Form (together with any power of attorney or other authority under which it is signed or a copy of such authority certified notari ally or in some other way approved by the Board of Directors) must be returned to the Company's registrars, either by hand, to: Capita Asset Services, The Registry, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU; or, by post, to: Capita Asset Services, PXS, 34 Beckenham Road, Beckenham BR3 4TU, so as to be received by the Company's registrars, not less than 48 hours (excluding weekends and public holidays) before the time appointed for the Meeting or any adjournment thereof.



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