

FORM OF PROXY

For use at the Annual General Meeting of Dekeloil Public Ltd to be held at 200 Strand, London WC2R 1DJ on 22nd July 2014 at 11:00 am

I/We, the undersigned, being (a) member/member(s) of DekelOil Public Ltd (“**Company**”), hereby appoint the Chairman of the Meeting or,

Name of Proxy.....

Number of shares.....

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 11:00 am. On 22nd July 2014 at 200 Strand, London WC2R 1DJ and at any adjournment thereof. I/We wish my/our proxy to vote as shown below in respect of the resolutions set out in the Notice of the Meeting.

Please indicate by ticking the box if this proxy appointment is one of multiple appointments being made*. For the appointment of one or more proxy, please refer to explanatory note 3) (below).

Resolutions	For	Against	Vote Withheld*
1. To receive and adopt the audited accounts for the financial period ended 31 December 2013 together with the report of the Directors and the auditors thereon			
2. To re-elect Youval Rasin, as a Director of the Company			
3. To re-elect Yehoshua Shai Kol as a Director of the Company			
4. To re-appoint Kost Forer Gabbay & Kasierer (a member of Ernst & Young Global) as auditors to the Company, to hold office until the conclusion of the next annual general meeting and to authorise the Directors to determine their remuneration			
5. To increase the authorised share capital of the Company to 4,000,000,000 by the creation of 1,920,997,921 new ordinary shares of €0.00003367 each.			
6. Authority to Allot Shares and Options and Disapplication of Pre-emption Rights			

If you want your proxy to vote in a certain way on the resolutions specified, please place an “X” in the appropriate box. If you fail to select any of the given options your proxy can vote as he/she chooses or can decide not to vote at all. The proxy can also do this on any other resolution that is put to the meeting.

* The “Vote Withheld” option is to enable you to abstain on any particular resolution. However, it should be noted that a “vote withheld” is not a vote in law and will not be counted in the calculation of the proportion of the votes “For” and “Against” a resolution.

Signed

Dated this day of 2014

Name:

Address:
SRN:

Notes for the completion of Form of Proxy

- 1 If you will not be attending the Annual General Meeting, or may not do so, you can appoint another person (a "proxy") to exercise all or any of your rights to attend, speak and vote at the meeting on your behalf. Completing this Form of Proxy does not prevent you from attending and voting in person.
- 2 If you wish to appoint a person other than the Chairman as your proxy, please insert the full name of the proxy (in block capitals) in the space provided and delete the words "the Chairman of the meeting or". A proxy need not be a member of the Company. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box provided the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a member, the full voting entitlement for that designated account).
- 3 You may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. Please indicate in the box provided if the proxy appointment is one of multiple appointments being given. If you wish to appoint more than one proxy, each proxy must be appointed on a separate Form of Proxy and please enter in the box provided the number of shares in respect of which the proxy is appointed. Additional Forms of Proxy may be obtained from Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, England. Alternatively you may photocopy the enclosed Form of Proxy the required number of times before completing it. All Forms of Proxy must be signed and returned together in the same envelope.
- 4 Unless you give specific instructions on how to vote on a particular resolution, your proxy may vote as he or she thinks fit on any motion to amend a resolution or to adjourn the meeting, or any other resolution proposed at the meeting.
- 5 The "Vote withheld" option is provided to enable you to abstain on any particular resolution. However it should be noted that a "Vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
- 6 To be valid, this proxy, together with any power of attorney under which it is signed or a duly certified copy thereof, should reach the office of the Company's Registrar, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, England by 11.00 a.m. on 17 July 2014. In the UK, postage on the Form of Proxy is pre-paid. UK members may, if they prefer, return the Form of Proxy in an envelope, free of charge, to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, England. Outside the UK, the appropriate postage must be paid.
- 7 If the member is a corporation, the proxy should be given under the common seal or under the hand of an officer or attorney duly authorised in writing.
- 8 In the case of joint holders, any joint holder may sign this Form of Proxy, but the vote of the person whose name appears first in the register of members in respect of the holding or his proxy will be accepted to the exclusion of the votes of other joint holders or their proxies.