

ANNUAL MEETING OF STOCKHOLDERS – JUNE 28, 2018
PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

The undersigned hereby appoints Ronald Ormand or Joseph Daches, or either of them, as the lawful agent and proxy of the undersigned (with all the powers the undersigned would possess if personally present, including full power of substitution), and hereby authorizes him to represent and to vote, as designated below, all the shares of common stock of Lilis Energy, Inc. (the “Company”) held of record by the undersigned, that the undersigned would be entitled to vote if personally present at the Annual Meeting of Stockholders to be held at 8:30 a.m. local time on June 28, 2018, at the offices of Baker Hostetler LLP located at 811 Main Street Suite 1100, Houston, Texas 77002-6111.

Proposal 1 – Election of Directors

_____ FOR the election as a director of the nine nominees listed below (except as marked to the contrary below).
NOMINEES: Nuno Brandolini, R. Glenn Dawson, John Johannning, Markus Specks, Michael G. Long, Mark Christensen, Nicholas Steinsberger, David M. Wood, and Ronald Ormand.

_____ WITHHOLD AUTHORITY to vote for the following nominees: _____

INSTRUCTION: To withhold authority to vote for individual nominees, write their names in the space provided.

Proposal 2 – To approve, on an advisory basis, the compensation of our named executive officers.

For Against Abstain

Proposal 3 – To approve, on an advisory basis, the frequency of an advisory vote on executive compensation.

1 Year 2 Years 3 Years Abstain

Proposal 4 – To ratify the selection of BDO USA, LLP as our independent registered public accountants for the fiscal year ending December 31, 2018.

For Against Abstain

Proposal 5 – To approve and adopt an amendment to our 2016 Omnibus Incentive Plan to increase the authorized number of shares of common stock available and reserved for issuance under such plan by 5,000,000 shares.

For Against Abstain

In his or her discretion, the proxy is authorized to vote upon any matters which may properly come before the Annual Meeting, or any adjournment or postponement thereof.

It is understood that when properly executed, this proxy will be voted in the manner directed herein by the undersigned stockholder. Where no choice is specified by the stockholder, the proxy will be voted in favor of the proposals set forth on this proxy.

The undersigned hereby revokes all previous proxies relating to the shares covered hereby and confirms all that said proxy may do by virtue hereof.

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

Dated: _____, 2018

Signature

Signature (Joint Owners)

Address Changes/Comments: _____

Please date and sign name exactly as it appears hereon. Executors, administrators, trustees, etc. should so indicate when signing. If the stockholder is a corporation, the full corporate name should be inserted and the proxy signed by an officer of the corporation indicating his/her title.

Please indicate whether you plan to attend this meeting: