

PROXY

LILIS ENERGY, INC.
201 Main Street, Suite 700
Fort Worth, Texas 76102
(817) 585-9001

**ANNUAL MEETING OF STOCKHOLDERS – JUNE 17, 2020
PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

The undersigned hereby appoints Joseph C. Daches 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 Company’s Annual Meeting of Stockholders to be held at 11:00 a.m. local time on June 17, 2020, at the Company’s office located at 201 Main Street, Suite 700, Fort Worth, Texas 76102.

We intend to hold the Annual Meeting in person. However, we are sensitive to concerns related to public health and travel that our stockholders may have and are monitoring the protocols that federal, state and local governments may recommend or require in light of the evolving coronavirus (COVID-19) situation. As a result, we may impose additional procedures or limitations on meeting attendees (beyond those described herein) or may decide to hold the Annual Meeting in a different location or solely by means of remote communication (i.e., a virtual-only meeting). In the event we determine it is necessary or appropriate to take additional steps regarding how we conduct the Annual Meeting, we will announce this decision in advance, and details will be posted on our website and filed with the Securities and Exchange Commission.

Proposal 1 – To approve the election of five directors to serve on the Company’s board of directors until the 2021 annual meeting of stockholders or until their successors are duly elected and qualified.

FOR the election as a director of the five nominees listed below.

NOMINEES: Nuno Brandolini, John Johanning, Markus Specks, Michael G. Long, and Nicholas Steinsberger.

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 the Company’s named executive officers.

For Against Abstain

Proposal 3 – To ratify the selection of BDO USA, LLP as the Company’s independent registered public accountants for the fiscal year ending December 31, 2020.

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: _____, 2020

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: