



Caledon Resources plc
ARBN 129 401 396

Caledon
Resources plc

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SAM
MR JOHN SAMPLE
FLAT 123
SAMPLE STREET
SAMPLE STREET
SAMPLE STREET
SAMPLETOWN VIC 3030

Lodge your proxy online:

www.investorvote.com.au

Your secure access information is:

Control Number: 999999

SRN/HIN:

Securityholder Reference Number (SRN)



I 1234567890 I N D

Voting Instruction Form - Court Meeting

Please read the instructions overleaf.

A **Voting instruction** – please mark 'X'
I/We appoint CHESD Depository Nominees Pty Limited (CDN) to vote on my/our behalf with respect to the Resolution below in the manner instructed in section C below.

OR – please mark box A **OR** B

B **Appointment of Proxy**
CHESD Depository Nominees Pty Limited (CDN) appoints the Chairman of the meeting as its proxy – please mark 'X'

OR the following person:

Write the name of the person if this is someone other than the Chairman of the meeting.

to attend, speak and vote on my/our behalf at the Court Meeting to be held at the offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London WC1X 8RW on **25 July 2011 at 7:00pm (AEST)** and at any adjournment of the meeting. CDN instructs its proxy to vote on the resolution proposed at the meeting in accordance with the following directions. Where no direction is given, the proxy may vote as they see fit or abstain in relation to the proposed resolution. In addition, the proxy can vote as they see fit, or abstain, on any other business of the meeting, including amendments to resolution, and at any adjournment of the meeting.

C **Voting Directions** – please mark 'X' to indicate your directions

FOR AGAINST ABSTAIN

1. To approve the Scheme of Arrangement dated 1 July 2011 between the Company and the Scheme Shareholders referred to in the Notice of Court Meeting (with or without modification).

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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D **Signatures** – please sign in the boxes below

Individual or first CDI holder

CDI holder 2

CDI holder 3

Sole director and sole company secretary

Director

Director/company secretary



Notes to the Voting Instruction Form

1. Holders of CHESS Depository Interests (CDIs) who do not wish to attend the meeting may instruct CDN (the registered owner of the shares represented by their CDIs) to vote on their behalf on the resolutions set out in the Notice of Meeting. To instruct CDN to vote on your behalf and to direct CDN how to vote on each resolution:
 - Mark the box in section A with an 'X';
 - Indicate your voting directions by completing section C;
 - Sign the Form in section D (refer to note 5);
 - **Do not** complete section B; and
 - Return your completed form to the Caledon Resources Share Registry in the envelope provided so that it is received no later than **7:00pm (AEST) on 21 July 2011**.

Alternatively, you may submit your voting instruction electronically as explained in note 7 below.

2. CDI holders do not have an automatic right to attend, speak and vote at the meeting. If you wish to attend, speak and vote at the meeting you must instruct CDN (the registered owner of the shares represented by your CDIs) to nominate you as its proxy. To instruct CDN to appoint you as its proxy.

- **Do not** complete section A;
- Mark the box in section B with an 'X' and enter your own name in the space provided;
- Indicate your voting directions by completing section C;
- Sign the Form in section D (refer to note 5); and
- Return your completed form to the Caledon Resources Share Registry in the envelope provided so that it is received no later than **7:00pm (AEST) on 21 July 2011**.

At the meeting, as a proxy, you may vote as you choose on any resolution for which a voting direction has not been given and on any further or amended resolution.

Alternatively, you may submit your voting instruction electronically as explained in note 7.

3. If you do not wish to attend, speak and vote at the meeting you may instruct CDN (the registered owner of the shares represented by your CDIs) to nominate the Chairman of the meeting or someone else as its proxy.

To instruct CDN to appoint a proxy other than yourself and to direct the proxy how to vote on each resolution:

- **Do not** complete section A;
- Mark the first box in section B with an 'X' and enter the name of the first person you would like to represent you at the meeting in the space provided. If you would like the Chairman of the meeting to represent you at the meeting, leave the space blank;

- Indicate your voting directions by completing section C;
- Sign the Form in section D (refer to note 5); and
- Return your completed form to the Caledon Resources Share Registry in the envelope provided so that it is received no later than **7:00pm (AEST) on 21 July 2011**.

At the meeting, the proxy may vote as he or she chooses on any resolution for which a voting direction has not been given and on any further or amended resolution.

Alternatively, you may submit your voting instruction electronically as explained in note 7.

4. The 'vote withheld' option overleaf is provided to enable you to give a direction to abstain on any particular resolution. However, it is not a vote in law and will not be counted in the calculation of the proportion of votes 'For' and 'Against' a resolution.
5. Each CDI Holder should sign this Voting Instruction Form. If your CDIs are held in joint names all CDI Holders should sign in the boxes in section D. If you are signing as an attorney, then the power of attorney must have been noted by the Caledon Resources Share Registry or a certified copy of it must accompany this Voting Instruction Form.

Only duly authorised officers can sign on behalf of a Company. Please sign in the boxes corresponding to the office held by the signatory, ie sole director and sole company secretary, director and director, or director and company secretary.

6. Where CDIs are held jointly, and more than one of the joint CDI holders gives an instruction, only the instruction of the senior CDI holder who tenders an instruction will be valid. Seniority is determined by the order in which the names appear on the register of CDI holders.
7. If you would like to submit your voting instruction electronically, you can do so via the website, **www.investorvote.com.au**. You will require your Control Number and your SRN or HIN which is shown on the front of this Form along with your name and address.
8. Any document or information relating to voting instructions for the meeting may only be sent in one of the ways set out in these Notes.

You can submit your voting instructions the following ways:



By Post

return this form in the reply-paid envelope provided or post it to:
Computershare Investor Services Pty Limited, GPO Box 242,
Melbourne, Victoria 3001



Online

www.investorvote.com.au - see note 7 above.
You can submit your voting instruction using the internet 24 hours a day,
seven days a week.



By Facsimile

1800 783 447 or +61 3 9473 2555

