

# CALEDON RESOURCES PLC

## Attendance Card – General Meeting

Please bring this card with you to the Meeting and present it at Shareholder registration/accreditation.

**Additional Holders:**

The Chairman of Caledon Resources PLC invites you to attend the General Meeting of the Company to be held at the **offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London, WC1X 8RW** on 25 July 2011 at 10.15 am.

Shareholder Reference Number

Please detach this portion before posting this proxy form.

### Form of Proxy — General Meeting to be held on 25 July 2011



**Cast your Proxy online 24/7... It's fast, easy and secure!**  
**www.eproxyappointment.com**

You will be asked to enter the Control Number, the Shareholder Reference Number (SRN) and PIN and agree to certain terms and conditions.

Control number: 910920

SRN. [●]

PIN. [●]

**To be effective, all proxy appointments must be lodged with the Company's Registrars at:  
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 23 July 2011 at 10.15 am.**

#### Explanatory Notes:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether and, if so, how he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether and, if so, how he votes).
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 889 4093 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking 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.
- The 'Vote Withheld' option overleaf 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.
- Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. 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 issuer's agent is able to retrieve the message. 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.
- The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0870 889 4093 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**Kindly note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

#### All Named Holders

# CALEDON RESOURCES PLC

## Attendance Card – Court Meeting

Please bring this card with you to the Meeting and present it at Shareholder registration/accreditation.

**Additional Holders:**

The Chairman of Caledon Resources PLC invites you to attend the Court Meeting of the Company to be held at the **offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London, WC1X 8RW** on 25 July 2011 at 10.00 am.

Shareholder Reference Number

Please detach this portion before posting this proxy form.

### Form of Proxy — Court Meeting to be held on 25 July 2011



**Cast your Proxy online 24/7... It's fast, easy and secure!**  
**www.eproxyappointment.com**

You will be asked to enter the Control Number, the Shareholder Reference Number (SRN) and PIN and agree to certain terms and conditions.

Control number: 910919

SRN. [●]

PIN. [●]

**To be effective, all proxy appointments must be lodged with the Company's Registrars at:  
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 23 July 2011 at 10.00 am.**

#### Explanatory Notes:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether and, if so, how he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether and, if so, how he votes).
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 889 4093 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking 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.
- The 'Vote Withheld' option overleaf 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.
- Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. 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 issuer's agent is able to retrieve the message. 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.
- The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0870 889 4093 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**Kindly note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

#### All Named Holders

## Form of Proxy – Court Meeting

Please complete this box only if you wish to appoint a third party proxy other than the Chairman, Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the Court Meeting of Caledon Resources PLC to be held at the offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London, WC1X 8RW on 25 July 2011 at 10.00 am, and at any adjourned meeting.

\*For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

**IMPORTANT: If you wish to vote for the Scheme, place 'X' in the box marked "FOR". If you wish to vote against the Scheme, place 'X' in the box marked "AGAINST".**

I/We direct my/our proxy to vote in respect of the Resolution to be proposed at the Court Meeting (as set out in the Notice of the Court Meeting) as indicated below:

For  Against

### Resolution

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

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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## Poll Card

To be completed only at the General Meeting if a Poll is called.

I/We direct my/our proxy to vote in respect of the Special Resolution to be proposed at the General Meeting (as set out in the Notice of the General Meeting) as indicated below:

**Special Resolution**

To: give effect to the Scheme of Arrangement dated 1 July 2011; authorise the directors to take all necessary or appropriate action; effect a reduction of capital; authorise the directors to allot new Caledon Shares in connection with the reduction of capital; and amend the articles of association.

For  Against  Vote Withheld

The Vote Withheld option is to allow you to instruct your proxy or proxies to abstain from voting on the Special Resolution. Please note that abstention has no legal effect and will not be counted in the votes for or votes against the Special Resolution.

### Signature

In the case of a Corporation, a letter of representation will be required (in accordance with S323 of the Companies Act 2006) unless this has already been lodged at registration.

## Form of Proxy – General Meeting

Please complete this box only if you wish to appoint a third party proxy other than the Chairman, Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the General Meeting of Caledon Resources PLC to be held at the offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London, WC1X 8RW on 25 July 2011 at 10.15 am, and at any adjourned meeting.

\*For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

I/We direct my/our proxy to vote in respect of the Special Resolution to be proposed at the General Meeting (as set out in the Notice of the General Meeting) as indicated below:

**Special Resolution**

To: give effect to the Scheme of Arrangement dated 1 July 2011; authorise the directors to take all necessary or appropriate action; effect a reduction of capital; authorise the directors to allot new Caledon Shares in connection with the reduction of capital; and amend the articles of association.

For  Against  Vote Withheld

The Vote Withheld option is to allow you to instruct your proxy or proxies to abstain from voting on the Special Resolution. Please note that abstention has no legal effect and will not be counted in the votes for or votes against the Special Resolution.

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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