

KOPANE DIAMOND DEVELOPMENTS PLC

FORM OF PROXY FOR THE COURT MEETING (as defined in the Scheme of Arrangement mentioned below)

to be held on 6 September 2010

No.6122 of 2010

In the High Court of Justice

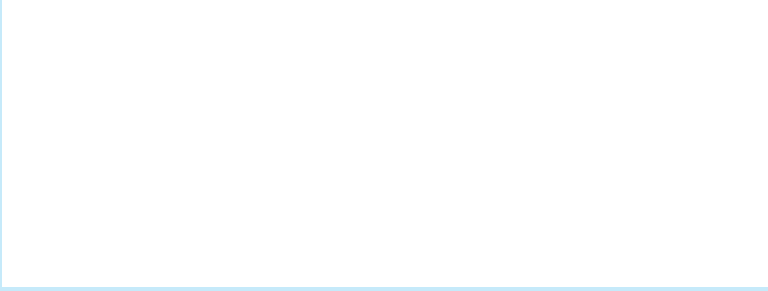
Chancery Division, Companies Court

In the matter of Kopane Diamond Developments Plc

and

In the matter of the Companies Act 2006

Please read the explanatory notes below before completing this form.
For use by holders of Scheme Shares entitled to vote at the Court Meeting.



I/We, being a member/members of Kopane Diamond Developments Plc (the "Company") entitled to attend and vote at the Court Meeting hereby appoint the chairman of the Court Meeting¹ or the following person as my/our proxy to attend and vote for me/us on my/our behalf over the following number of shares

Name of proxy: _____ Number of shares proxy is appointed over _____

¹Note: If you do not wish to appoint the chairman of the Court Meeting as your proxy, add in BLOCK CAPITALS the name of your chosen proxy or proxies in the empty box above. A proxy need not be a member of the Company.

Tick box if one of a multiple proxy appointment (see note 2)

at the meeting of Scheme Shareholders to be held at the offices of Ashurst LLP at Broadwalk House, 5 Appold Street, London EC2A 2HA on 6 September 2010 at 11.00 a.m. and at any adjournment of that meeting, for the purposes of considering and, if thought fit, approving (with or without modification) the proposed Scheme of Arrangement (the "Scheme") referred to in the Notice convening the Court Meeting and at such meeting, or any adjournment thereof, to vote for me/us and in my/our name(s) for the Scheme (either with or without modification, as my/our proxy may approve) or against the Scheme as indicated below.

IMPORTANT - If you wish to vote for the Scheme, insert your signature in the box marked "FOR the Scheme". If you wish to vote against the Scheme, insert your signature in the box marked "AGAINST the Scheme" (see note 2). Only insert your signature once. If you sign in both boxes, or if you do not sign in either box, then this Form of Proxy shall be invalid.

FOR the Scheme
_____ Signature
_____ Date

AGAINST the Scheme
_____ Signature

If signing on behalf of a company, please enter the company name below in block letters and state your official capacity:

For and on behalf of:

Company name :

Official capacity:

NOTES:

1. If you hold ordinary shares in the capital of Kopane Diamond Developments Plc and you are entitled to attend and vote at the Court Meeting but you do not wish to attend, or are unable to attend, you may appoint one or more persons, known as a proxy or proxies, who can attend and vote instead of you. If you wish to appoint a proxy or proxies but do not wish to appoint the chairman of the Court Meeting as your proxy or one of your proxies, you must insert the full name of each person whom you wish to appoint as your proxy in the box provided. If you leave this box blank, the chairman of the Court Meeting will be appointed as your proxy. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
2. If you wish to appoint more than one proxy using this form, please photocopy this form or contact Computershare for further Forms of Proxy indicating, when you submit the Form of Proxy, on each copy the name of the proxy and the number of shares in respect of which the proxy is appointed. Please also indicate by ticking the box provided if the proxy is one of multiple instructions being given. All Forms of Proxy must be signed and should be returned together in the same envelope. You should send all proxies to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY using the envelope provided (if posted in the UK) or deposited by hand with the Registrars (during normal business hours) at the same address, in either case by 11.00 a.m. on 2 September 2010 (or if the meeting is adjourned, 48 Business Hours before the time fixed for the holding of the adjourned meeting). If this Form of Proxy is not so lodged, it may be handed to Computershare on behalf of the chairman of the Court Meeting at the Court Meeting (or any adjournment thereof) before the taking of the poll.
3. If you wish to vote for the Scheme, sign in the box marked "FOR the Scheme" and if you wish to vote against the Scheme, sign in the box marked "AGAINST the Scheme". Unless you sign in one of the aforementioned boxes and one only, this Form of Proxy will be invalid. Your proxy will vote as you indicate. For any other business arising at the Court Meeting (including any proper procedural resolution not listed in the Notice of the Court Meeting) your proxy will vote at his or her discretion.
4. To be valid this Form of Proxy (if completed and returned in hard copy form) and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be sent by post to the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY using the envelope provided (if posted in the UK) or deposited by hand with the Registrars (during normal business hours) at the same address, in either case by 11.00 a.m. on 2 September 2010 (or if the meeting is adjourned, 48 Business Hours before the time fixed for the holding of the adjourned meeting). If this Form of Proxy is not so lodged, it may be handed to Computershare on behalf of the chairman of the Court Meeting at the Court Meeting (or any adjournment thereof) before the taking of the poll.
5. If you are a CREST member and wish to submit your Form of Proxy electronically through CREST, to be valid the appropriate CREST message must be transmitted so as to be received by Computershare by 11.00 a.m. on 2 September 2010 (or if the meeting is adjourned, 48 Business Hours before the time fixed for the holding of the adjourned meeting). For the purpose of submitting your Form of Proxy electronically through CREST, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which it 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. 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 Computershare (ID number 3RA50) not later than 48 Business Hours prior to the time appointed for holding the meeting. For further information relating to the CREST Proxy System, please refer to the CREST Manual and to the Notice of General Meeting in Appendix IX of the circular to Kopane Shareholders which accompanies this Form of Proxy ("Scheme Document").
6. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only Scheme Shareholders whose names are registered on the register of members of the Company at 6.00 p.m. on the day which is two Business Days before the date of the Court Meeting or adjourned meeting (as the case may be), shall be entitled to attend and vote, or appoint a proxy or proxies to vote on their behalf, at the Court Meeting in respect of the number of Scheme Shares registered in their name at that time. Changes to entries on the register of members after the time referred to above shall be disregarded in determining the rights of any person to attend or vote at the Court Meeting.
7. If the holder of Scheme Shares is a corporation, this Form of Proxy must be executed either under its common seal or signed by its attorney or by a duly authorised officer or corporate representative duly stating their capacity (e.g. director, secretary).
8. In the case of joint holders of Scheme Shares, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
9. Any alterations made on this Form of Proxy must be initialled by the person(s) who signs it.
10. Full details of the business to be decided at the Court Meeting are set out in the Notice of Court Meeting contained in Appendix VIII of the Scheme Document.
11. Terms defined in the Scheme Document shall have the same respective meanings when used in this Form of Proxy unless the context requires otherwise.
12. If you are in any doubt about completing this Form of Proxy please telephone Computershare between 9.00 a.m. and 5.00 p.m. (London time) Monday to Friday on 0870 889 4068 (from within the UK) and +44 870 889 4068 (from outside the UK). Calls to the Computershare 0870 number are charged at up to 10 pence per minute (including VAT) plus any of your service provider's network extras. Calls to the Computershare +44 870 number from outside the UK are charged at applicable international rates. Different charges may apply to calls made from mobile telephones and calls may be recorded and monitored randomly for security and training purposes. Computershare cannot provide advice on the merits of the Acquisition or the Scheme nor give any financial, legal or tax advice.

MULTIPLE PROXY VOTING INSTRUCTIONS

If you are a member of Kopane Diamond Developments Plc, you may appoint a proxy to attend and vote at the Court Meeting (as defined in the circular to holders of Scheme Shares, which accompanies this document) instead of you and may appoint more than one proxy to attend on the same occasion. You may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. The following principles shall apply in relation to the appointment of multiple proxies.

- (a) Kopane Diamond Developments Plc will give effect to the intentions of members and include votes wherever and to the fullest extent possible.
- (b) Where a proxy does not state the number of shares to which it applies (a "blank proxy") then, subject to the following principles where more than one proxy is appointed, that proxy is deemed to have been appointed in relation to the total number of shares registered in the name of the appointing member (the "member's entire holding"). In the event of a conflict between a blank proxy and a proxy which does state the number of shares to which it applies (a "specific proxy"), the specific proxy shall be counted first, regardless of the time it was sent or received (on the basis that as far as possible, the conflicting forms of proxy should be judged to be in respect of different shares) and remaining shares will be apportioned to the blank proxy (pro rata if there is more than one).
- (c) Where there is more than one proxy appointed and the total number of shares in respect of which proxies are appointed is no greater than the member's entire holding, it is assumed that proxies are appointed in relation to different shares, rather than that conflicting appointments have been made in relation to the same shares. That is, there is only assumed to be a conflict where the aggregate number of shares in respect of which proxies have been appointed exceeds the member's entire holding.
- (d) When considering conflicting proxies, later proxies will prevail over earlier proxies, and which proxy is later will be determined on the basis of which proxy is last sent (or, if Kopane Diamond Developments Plc is unable to determine which is last sent, last received). Proxies in the same envelope will be treated as sent and received at the same time, to minimise the number of conflicting proxies.
- (e) If conflicting proxies are sent or received at the same time, or if Kopane Diamond Developments Plc is unable to determine which was sent or received last, in respect of (or deemed to be in respect of) an entire holding, none of them shall be treated as valid.
- (f) Where the aggregate number of shares in respect of which proxies are appointed exceeds a member's entire holding and it is not possible to determine the order in which they were sent or received (or they were all sent or received at the same time), the number of votes attributed to each proxy will be reduced pro rata.
- (g) Where the application of paragraph (f) above gives rise to fractions of shares, such fractions will be rounded down.
- (h) If a member appoints a proxy or proxies and then decides to attend the Court Meeting in person and vote, on a poll, using his poll card, then the vote in person will override the proxy vote(s). If the vote in person is in respect of the member's entire holding then all proxy votes will be disregarded. If, however, the member votes at the meeting in respect of less than the member's entire holding, then if the member indicates on his polling card that all proxies are to be disregarded, that shall be the case; but if the member does not specifically revoke proxies, then the vote in person will be treated in the same way as if it were the last received proxy and earlier proxies will only be disregarded to the extent that to count them would result in the number of votes being cast exceeding the member's entire holding.
- (i) In relation to paragraph (h) above, in the event that a member does not specifically revoke proxies, it will not be possible for Kopane Diamond Developments Plc to determine the intentions of the member in this regard. However, in the light of the aim to include votes wherever and to the fullest extent possible, it will be assumed that earlier proxies should continue to apply to the fullest extent possible.

KOPANE DIAMOND DEVELOPMENTS PLC Court Meeting attendance card

6 September 2010

If you plan to attend the Court Meeting please sign this card below and on arrival hand it to the Company's registrars, Computershare.

Signature.....

Date.....