



MR SAM SAMPLE  
123 SAMPLES STREET  
SAMPLETOWN SS X9X 9X9

Security Class      ORDINARY SHARES

Holder Account Number

C1234567890      X X X

## Form of Proxy - Annual General Meeting to be held on July 30, 2009

**This Form of Proxy is solicited by and on behalf of Management of African Copper plc (the “Company”).**

### Notes to proxy

1. Every member has the right to appoint some other person or company of their choice, who need not be a member, to attend and act on their behalf at the meeting. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. This form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. In the case of a corporation, this form must be given under its common seal or signed on its behalf by a duly authorised officer or an attorney. This proxy should be signed in the exact manner as the name appears on this proxy.
3. The vote “Withhold” option is to enable members 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.
4. 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 6:00 p.m. (London time) on 28 July 2009. 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.
5. Any alterations made to this form should be initialled.
6. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
7. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by management to the member.
8. **The securities represented by this proxy will be voted or withheld from voting in accordance with the instructions of the member on any ballot that may be called for and, if the member has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly. However, if such a instruction/specification is not made in respect of any matter, this proxy will be voted as recommended by management of the Company in the enclosed Management Proxy Circular dated 26 June 2009 and as indicated on the other side of this form of proxy.**
9. This proxy confers discretionary authority in respect of amendments to matters identified in the enclosed Notice of Annual General Meeting or other matters that may properly come before the meeting.
10. This proxy should be read in conjunction with the accompanying documentation provided by management.
11. **To be effective at the meeting, this form must be lodged at the address of the Company’s registrar not later than 6:00 p.m. (London time) on 28 July 2009, together if appropriate, with the power of attorney, or other authority under which it is signed or a duly certified copy of that power or authority. The address of the registrar is: Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.**



### Appointment of Proxyholder

I/We being holder(s) of ordinary shares of African Copper plc (the "Company") hereby appoint the Chairman of the Meeting (the "Management Nominee")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominee listed herein.

as my/our proxyholder with full power of substitution to attend and vote on my/our behalf in accordance with the following directions (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Annual General Meeting of shareholders of the Company (the "Meeting") to be held at the offices of Numis Securities Ltd., The London Stock Exchange Building, 10 Paternoster Square, London EC4M 7LT, on July 30, 2009 at 11:00 a.m. (London time) and at any adjournment thereof. Please mark an X to indicate your vote.

MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

**For** Against Withhold

### 1. Financial Statements

To receive and adopt the reports of the directors and auditors and the financial statements for the year-ended December 31, 2008.

### Election of Directors

**For** Against Withhold

**For** Against Withhold

**For** Against Withhold

2. David Rodier

3. Jordan Soko

4. Roy Corrans

**For** Against Withhold

**For** Against Withhold

5. Christopher Fredericks

6. Bradley Robert Kipp

**For** Against Withhold

### 7. Appointment of Auditors

To re-appoint PKF (UK) LLP as auditors of the Company and to authorise the directors to fix their remuneration.

**For** Against Withhold

### 8. Increase in authorised share capital and authority to allot shares

To increase the authorised share capital of the Company and to grant authority to the directors to allot relevant securities in the Company.

**For** Against Withhold

### 9. Disapplication of pre-emption rights

To empower the directors to allot equity securities for cash other than to existing shareholders in proportion to their holdings.

### Authorised Signature(s) - This section must be completed for your instructions to be executed.

I/We authorise you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this proxy will be voted as recommended by Management.**

Signature(s)

Date

MM / DD / YY

### Interim Financial Statements

Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

### Annual Report

Mark this box if you would like to receive the Annual Report and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at [www.computershare.com/maillinglist](http://www.computershare.com/maillinglist).