

Security Class

Holder Account Number

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Form of Proxy - Extraordinary General Meeting to be held on May 7, 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.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. The "Vote Withheld" option 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.
5. 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 the 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.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
8. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by management of the Company to the member.
9. 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 an instruction/specification is not made in respect of any matter, this proxy will be voted as recommended by management of the Company in the Company's circular dated April 9, 2009 and as indicated on the other side of this form of proxy.
10. This proxy confers discretionary authority in respect of amendments to matters identified in the enclosed Notice of Extraordinary General Meeting or other matters that may properly come before the meeting.
11. This proxy should be read in conjunction with the accompanying documentation provided by management.
12. To be effective at the meeting, this form must be lodged at the address of the Company's registrar not later than 2:00 p.m. (London time) on May 5, 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.

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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 and to vote in accordance with the following directions (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Extraordinary General Meeting of shareholders of the Company (the "Meeting") to be held at the offices of Ashurst LLP, Broadwalk House, 5 Appold Street, London, England EC2A 2HA on May 7, 2009 at 2:00 p.m. (London time) and at any adjournment thereof.

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

Special Resolutions

1. To subdivide and consolidate the share capital of the Company, to amend the articles of association, to approve the subscription by Natasa Mining Limited and the debt for equity swap and to authorise and empower the directors of the Company to allot new ordinary shares in connection with the share subscription by Natasa Mining Limited and the debt for equity swap as more fully described in the circular of the Company dated as at 9 April 2009.

For	Against	Vote Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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2. To authorise the directors of the Company to allot shares pursuant to section 80 of the Companies Act 1985 and to disapply pre-emption rights pursuant to section 95 of the Companies Act 1985.

For	Against	Vote Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

I/We authorize 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 of the Company.

Signature(s)

Date

MM / DD / YY



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