

# MWANA AFRICA PLC

(the “Company”)

## FORM OF PROXY

Name: Please print .....

Address: Please print .....

I/We, the undersigned, being (a) member(s) of Mwana Africa PLC hereby appoint the Chairman of the Meeting or Name of Proxy (see Note 4) Please print: .....as my/our proxy to vote for me/us and on my/our behalf of the Annual General Meeting of the Company to be held at the offices of Charles Russell LLP, 8-10 New Fetter Lane, London EC4A 1RS on 31 July 2007 at 11:00 a.m. and at any adjournment thereof.

I/We direct the proxy to vote in respect of the resolutions to be proposed at the Meeting as indicated below (see Note 7).

Signed..... Dated this ..... day of .....2007

ROUTINE BUSINESS	FOR	AGAINST	ABSTAIN WITHHELD
<b>Ordinary Resolutions</b>			
1. To receive and adopt the Company's annual accounts for the year ended 31 March 2007			
2. To re-appoint Oliver Baring as a director			
3. To re-appoint Kalaa Mpinga as a director			
4. To re-appoint John Anderson as a director			
5. To re-appoint Etienne Denis as a director			
6. To approve the directors' remuneration report for the year ended 31 March 2007			
7. To re-appoint KPMG Audit Plc as auditors of the Company			
8. To authorise the directors to fix the remuneration of the auditors			
<b>SPECIAL BUSINESS</b>			
9. To authorise the directors to allot relevant securities			
10. To approve the Mwana Africa Share Option Scheme			
11. To approve the Mwana Africa Share Incentive Scheme			
12. To approve the Mwana Africa Employee Benefits Trust			
<b>Special Resolutions</b>			
13. To disapply statutory pre-emption rights in respect of the allotment of equity securities for cash			
14. To authorise the Company to purchase its own shares			
15. To amend the articles of association of the Company			

### Notes

- Please indicate how you wish your proxy to vote on the resolutions by inserting 'X' in the appropriate space.
- In the case of a corporation the proxy must be under its common seal (if any) or the hand of its duly authorised agent or officer. In the case of an individual the proxy must be signed by the appointor or his agent, duly authorised in writing.
- This form of proxy has been sent to you by post. It must be returned by post or courier or by hand to the Company's Registrars, Computershare Investor Services (Ireland) Limited, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18 and must be received not less than 48 hours before the time for the holding of the meeting or adjourned meeting together with any authority (or a notarially certified copy of such authority) under which it is signed.
- If you wish to appoint a proxy other than the Chairman of the meeting, delete the words 'the Chairman of the Meeting' and insert the name and address of your proxy in the space provided. Please initial the amendment. A proxy, who need not be a member of the Company, must attend the meeting in person to represent you.
- In the case of joint holders the signature of only one of the joint holders is required but, if more than one votes, the vote of the first named on the register of members will be accepted to the exclusion of other joint holders.
- Completion of a Form of Proxy will not prevent the holder(s) of Ordinary Shares from attending and voting at the meeting in person should they so wish.
- If no indication of how the proxy shall vote is given, the proxy will exercise discretion as to voting or abstention therefrom.
- The Company, pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, specifies that only those ordinary shareholders registered in the register of members of the Company 48 hours before the meeting shall be entitled to attend or vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the meeting.

Third Fold and Tuck in

Please  
affix  
stamp  
here

Computershare Investor Services (Ireland) Limited  
Heron House  
Corrig Road  
Sandyford Industrial Estate  
Dublin 18

Second Fold

First Fold