

Cape Diamonds Plc

(the "Company")

Form of Proxy for use at the Annual General Meeting to be held on 30 December 2009 at 10.30am

Before completing this form, please read the explanatory notes below.

I/We (name in full)

of

(IN BLOCK CAPITALS)

being (a) holder(s) of ordinary shares of the above named Company, hereby appoint*

or failing him the Chairman of the meeting to act as my/our proxy at the Annual General Meeting of the Company to be held on 30 December 2009 and at any adjournment thereof and to vote on my/our behalf as indicated below in respect of the resolutions set out in the Notice of Meeting.

*If no name is inserted, the Chairman will act as your proxy.

	For	Against	Abstain
Ordinary RESOLUTION 1 To receive and adopt the financial statements for the year ended 30 June 2009			
Ordinary RESOLUTION 2 To re-appoint the Auditors			
Ordinary RESOLUTION 3 To authorise the Directors to allot shares generally			
Special RESOLUTION 4 To approve a limited disapplication of pre-emption rights			
Special RESOLUTION 5 To adopt the new Articles of Association			
Special RESOLUTION 6 To change the name of the Company			

Dated:

Signature(s):

Notes:

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert the full name of the proxy preferred and initial the alteration. If you fail to initial the alteration, or if you sign and return this proxy form without a name inserted for the proxy, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you will be responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish you proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy please contact the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Abstain" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting..
- To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to Neville Registrars Limited, 18 Laurel Lane, Halesowen, West Midlands B63 3BR; and
 - received by Neville Registrars no later than 48 hours before the General Meeting i.e. by 10.30 am on 28 December 2009;
 - or sent by facsimile transmission to 0121 585 1132 no later than 48 hours before the General Meeting i.e. . by 10.30 am on 28 December 2009.
 If the appointment of proxy is notified by facsimile transmission, the original appointment in the same form as received by facsimile transmission should be deposited at the place at which the facsimile transmission was received, or the Registered office of the Company, not less than 24 hours before the time appointed for the Meeting or adjourned meeting or the holding of a poll subsequently at which the vote is to be used.
- In the case of a member who is an individual, this proxy form must be executed by the individual or his attorney.
- In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

BUSINESS REPLY SERVICE
Licence No. BM 3865

1

**Neville Registrars Limited,
Neville House,
18 Laurel Lane,
Halesowen,
West Midlands,
B63 3BR**