



CHROMETCO LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 2002/026265/06)

Share code: CMO ISIN: ZAE000070249

(Chrometco or the company)

FORM OF PROXY

For use by the holders of the company's certificated ordinary shares ("certificated shareholder") and/or dematerialised ordinary shareholders whose shares are held through a CSDP or broker and who have selected own name registration ("own name dematerialised shareholders") at the annual general meeting of the company to be held at the offices of Computershare Investor Services (Pty) Ltd, 70 Marshall Street, Johannesburg, 2001 at 10:00 on Friday, 4 July 2014 and at any adjournment thereof.

Not for the use by holders of the company's dematerialised ordinary shares who are not own name dematerialised shareholders. Such shareholders must contact their CSDP or broker timeously if they wish to attend and vote at the annual general meeting and request that they be issued with the necessary Letter of Representation to do so, or provide the CSDP or broker timeously with their voting instructions should they not wish to attend the annual general meeting in order for the CSDP or broker to vote thereat in accordance with their instructions.

I/We(please print full names)

Of(address)

being the holder(s) **NUMBER** of ordinary shares in the company, hereby appoint:

1. or failing him/her,
2. or failing him/her,
3. the chairman of the annual general meeting,

as my/our proxy to attend and speak out and, on a poll, vote for me/us on my/our behalf at the annual general meeting of the company to be held for the purpose of considering and, if deemed fit, passing the ordinary and special resolutions to be proposed thereat and at each adjournment thereof, and to vote for and/or against and/or abstain from voting in respect of the ordinary shares in the issued share capital of the company registered in my/our name/s in accordance with the following instructions:

Please indicate with an "X" the appropriate space below how you wish your votes to be cast unless otherwise instructed my/our proxy may vote as he/she thinks fit.

	IN FAVOUR	AGAINST	ABSTAIN
ORDINARY BUSINESS			
1. Presentation and adoption of the annual financial statements for the year ended 28 February 2014			
2. To re-appoint RSM Betty & Dickson (Johannesburg) as independent auditors of the company (the designated auditor being Mr L Quintal).			
3. (a) To re-elect I Collair as a director			
(b) To appoint R McConnachie as a director			
4. (a) To appoint Mr J G Scott as a member of the Audit Committee			
(b) To appoint Mr R Rossiter as chairman of the Audit Committee			
(c) To appoint Mr E Bramley as a member of the Audit Committee			
(d) To appoint Mr I Collair as a member of the Audit Committee			
(e) To appoint Mr R McConnachie as a member of the Audit Committee			
5. General authority to issue shares for cash			
6. Remuneration philosophy			
7. Authority to sign all documents required			
SPECIAL BUSINESS			
1. General authority to repurchase shares			
2. Approval of directors' remuneration			
3. Financial assistance			

A member entitled to attend and vote at the annual general meeting may appoint one or more proxies to attend, speak and, on a poll, vote in his stead. A proxy so appointed need not be a member of the company.

Signed at on 2014

Signature

Assisted by (if applicable)

Please read the notes on the reverse.

NOTES TO FORM OF PROXY

1. This form of proxy is to be completed only by those members who are:
 - holding shares in certificated form; or
 - recorded in the sub-register in electronic form in their “own name”.
2. A shareholder may insert the name or names of two alternative proxies of his choice in the space provided, with or without deleting “the chairman of the annual general meeting”. The person whose name appears first on this form of proxy and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow. Any such proxy, who need not be a shareholder of the company, is entitled to attend, speak and vote on behalf of the shareholder.
3. A proxy is entitled to one vote on a show of hands and, on a poll, one vote for each share held. A shareholder's instructions to the proxy must be indicated in the appropriate space.
4. If a shareholder does not indicate on this instrument that the proxy is to vote in favour of or against any resolution or to abstain from voting or gives contradictory instructions, or should any further resolution/s or any amendment/s which may be properly put before the annual general meeting be proposed, the proxy shall be entitled to vote as he thinks fit. Forms of proxy must be lodged at, posted to or faxed to the transfer secretaries, Computershare Investor Services (Pty) Ltd, Ground Floor, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107) to reach the company by no later than 10:00 on Wednesday, 2 July 2014.
5. Documentary evidence establishing the authority of the person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the company's transfer secretaries or waived by the chairman of the annual general meeting.
6. The completion and lodging of this form of proxy does not preclude the relevant shareholder from attending the annual general meeting and speaking and voting in person to the exclusion of any proxy appointed in terms of this form of proxy.
7. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies.
8. The chairman of the annual general meeting may accept or reject any form of proxy, which is completed and/or received, other than in accordance with these notes, provided that the chairman shall not accept a proxy unless the chairman is satisfied as to the manner in which a member wishes to vote.
9. Shareholders who have dematerialised their shares must inform their CSDP or broker of their intention to attend the annual general meeting and request their CSDP or broker to issue them with the necessary Letter of Representation to attend the annual general meeting or provide their CSDP or broker with their voting instructions should they not wish to attend the annual general meeting in person but wish to be represented thereat. This must be done in terms of the agreement entered into between the members and their CSDP or broker.
10. Please note that, in terms of section 58(3) of the Companies Act:
 - the appointment of a proxy is revocable unless the proxy appointment expressly states otherwise. If the appointment of a proxy is revocable, a shareholder may revoke the proxy appointment by cancelling it in writing, or making a later inconsistent appointment of a proxy; and delivering a copy of the revocation instrument to the proxy, and to the company. The revocation will take effect on the later of: (i) the date stated in the revocation instrument or (ii) the date on which the revocation instrument was delivered to the proxy and the company.
 - a proxy may delegate his authority to act on your behalf to another person, subject to any restriction set out in this form of proxy.
 - a proxy must be delivered to the company, or to the transfer secretaries of the company, namely Computershare Investor Services (Pty) Ltd, before your proxy exercises any of your rights as a shareholder at the annual general meeting.

The last day to trade in order to be eligible to vote at the annual general meeting is Friday, 20 June 2014.

The record date in order to vote at the annual general meeting is Friday, 27 June 2014.