

Form of proxy for the 100th annual general meeting



Registration number: 1906/000622/06
Share code: ILV ISIN: ZAE000083846

For completion only by shareholders holding certificated shares, and shareholders that have dematerialised their shares and have elected own name registration.

I/We _____ (name/s in block letters)

of _____ (address)

being a shareholder of the abovenamed company and entitled to: _____

Number of votes

1 share = 1 vote

do hereby appoint

1. _____ of _____ or failing him/her,

2. _____ of _____ or failing him/her,

3. the chairman of the meeting

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the annual general meeting of the company to be held at the registered office of the company, Illovo Sugar Park, 1 Montgomery Drive, Mount Edgecombe, KwaZulu-Natal on Wednesday, 15 July 2015 at 14:00 and at any adjournment thereof as follows:

Resolution number	Agenda item	Mark with X where applicable		
		For	Against	Abstain
	Ordinary resolutions			
Ordinary Resolution 1	Confirmation of appointment of director – J Cowper			
Ordinary Resolution 2	Confirmation of appointment of director – G Gomwe			
Ordinary Resolution 3	Election of director – Dr S Kana			
Ordinary Resolution 4	Re-election of retiring non-executive directors:			
	M J Hankinson			
	C W N Molope			
Ordinary Resolution 5	Appointment of the members of the Audit Committee			
	Dr D Konar (Chairman)			
	M J Hankinson			
	Dr S Kana			
	C W N Molope			
Ordinary Resolution 6	Appointment of Deloitte & Touche as independent registered auditor			
Ordinary Resolution 7	Non-binding advisory approval of the remuneration policy			
Ordinary Resolution 8	Authority to implement the ordinary and special resolutions passed at the annual general meeting			
	Special resolutions			
Special Resolution 1	Approval of non-executive directors' fees			
Special Resolution 2	Approval of additional daily fee for unscheduled board and board committee meetings.			

Signed at _____ on this _____ day of _____ 2015

Signature _____

Assisted by me _____ (where applicable) (see note 4)

Full name/s of signatory/ies if signing in a representative capacity (see note 5)

Notes to the form of proxy

1. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy need not be a shareholder of the company.
2. This proxy form is not for completion by those shareholders who have dematerialised their shares (other than those whose shareholding is recorded in their own name in the sub-register maintained by their Central Securities Depository Participant (CSDP). Such shareholders should provide their CSDP/broker with their voting instructions.
3. If this proxy form is returned without any indication as to how the proxy should vote, the proxy will be entitled to vote or abstain from voting as he/she thinks fit.
4. A minor must be assisted by his/her guardian.
5. The authority of a person signing a proxy in a representative capacity must be attached to the proxy unless that authority has already been recorded by the company.
6. In order to be effective, proxy forms must reach the transfer secretaries, Link Market Services South Africa Proprietary Limited, (PO Box 4844, Johannesburg, 2000 or Rennie House, 13th Floor, 19 Ameshoff Street, Braamfontein, 2001) no later than 12:00 on Monday, 13 July 2015.
7. The delivery of the duly completed proxy form shall not preclude any shareholder or his/her duly authorised representative from attending the meeting, speaking and voting instead of such duly appointed proxy.
8. If two or more proxies attend the meeting, then that person attending the meeting whose name appears first on the proxy form, and whose name is not deleted, shall be regarded as the validly appointed proxy.
9. Proxies attending the meeting will be required to provide satisfactory identification.