

NOVENTA LIMITED
Form of Proxy – Annual General Meeting

Please complete in block capitals I/We (Note 4) of being a member(s) of Noventa Limited hereby appoint (Note 3) the Chairman of the meeting
.....as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 26 New Street, St Helier, Jersey on 25 July 2008 at 9.30 a.m. and at any adjournment thereof. I/We direct my/our proxy to vote on the resolutions as set out in the notice convening the Annual General Meeting as follows:

Please indicate how you wish your proxy to vote by placing a tick in the appropriate space. Unless otherwise indicated the proxy will vote, or abstain from voting as thought fit.

Ordinary Resolutions	For	Against
1. That the Report of the Directors and the financial statements of the company for the year ended 31 December 2007 together with the report of the auditors thereon be approved.		
2. To re-appoint Clinton Wood as director and chairman in accordance with Article 19(2) of the Articles of Association.		
3. To re-appoint Peregrine Moncreiffe as non executive director in accordance with Article 19(2) of the Articles of Association.		
4. To re-appoint John Herselman as director in accordance with Article 19(2) of the Articles of Association.		
5. To re-appoint Martin Hinxman as director in accordance with Article 19(2) of the Articles of Association.		
6. To re-appoint Michael Richardson as non executive director in accordance with Article 19(2) of the Articles of Association.		
7. To re-appoint Patrick Delafield as non executive director in accordance with Article 19(2) of the Articles of Association.		
8. To re-appoint Richard Burt as non executive director in accordance with Article 19(2) of the Articles of Association.		
9. To re-appoint Ronald Emerson as non executive director in accordance with Article 19(2) of the Articles of Association.		
10. To re-appoint Taole Mokoena as non executive director in accordance with Article 19(2) of the Articles of Association.		
11. That KPMG be re-elected as Auditors for the Company for the current financial year.		
12. That the Directors be authorised to fix the remuneration of the auditors		
13. That the Directors fees be approved		
Special Resolution as special business	For	Against
IT WAS RESOLVED that in accordance with article 4(2) of the Company's articles of association, the allotment and issue of 1,522,843 shares to Highland African Ventures Limited in connection with the conversion of its zero coupon unsecured convertible loan notes be approved without the requirement to make an offer to shareholders in accordance with article 4(2) of the Company's articles of association.		
IT WAS RESOLVED that, in accordance with article 90 of the Companies (Jersey) Law 1991 (following its amendment by article 15 of the Companies (Amendment No. 9) Law 2008 once implemented), notwithstanding anything to the contrary contained in the Company's articles of association (save in respect of article 33), where the Company proposes any special resolution at any general meeting (or class meeting) of the Company, it shall be required to give not less 14 clear		

days' notice of such meeting.		
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.....
Signed this day of 2008

Name (Please print)

Notes:

- 1 To be valid this Form of Proxy must arrive not later than 48 hours before the time set for the meeting Dumaresq House, Dumaresq Street, St. Helier, Jersey.
- 2 Where this form is executed by a corporation it must be either under its seal or under the hand of an officer or attorney duly authorised.
- 3 If any other proxy is desired strike out the words “the Chairman of the meeting” and insert the name or names preferred. Any alteration must be initialled. Appointment of a proxy will not preclude a member from attending the meeting and voting in person. A proxy need not be a member of the Company.
- 4 In the case of joint holders the signature of any one holder will be sufficient but the names of all the joint holders should be stated.