



2<sup>nd</sup> November 2011

Dear Shareholder

Please find enclosed a proxy form for the upcoming Annual General Meeting of the Company on 24 November 2011.

In the proxy previously sent to you, with the Notice of Meeting, the Resolutions were listed out of sequence to the order in which they appear on the Notice of Meeting. To ensure that there is no confusion and your vote is correctly counted we attached an amended proxy.

If you wish to vote please use this amended proxy.

If you have already voted, we ask that you complete this new proxy so as to avoid any confusion.

We regret any inconvenience that this error may have caused.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Bruno Bamonte', is placed on a light blue rectangular background.

Bruno Bamonte  
Company Secretary

CuDeco Limited (ACN 000 317 251)  
**PROXY FORM**  
for Annual General Meeting 24 November 2011

**Appointment of Proxy**

I/We being a shareholder of CuDeco Ltd and entitled to attend and vote hereby appoint

The Chairman  
of the Meeting (mark  
with an "X")

OR

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered shareholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the general meeting of CuDeco Limited to be held on 24 November 2011 and at any adjournment of that meeting.

---

***If you do NOT wish to direct your proxy how to vote with respect to Resolutions 5, 6, 7, 8 and 9, please place a mark in the box →→***

By marking this box, you acknowledge that the Chairman (as the default proxy, if you have not named someone else) may exercise your proxy even if he has an interest in the outcome of those resolutions and votes cast by him other than as proxy holder will be disregarded because of that interest. **The Chairman of the Meeting intends to vote any such undirected proxies for Resolutions 2, 3, 4, 5, 6, 7, 8, 9 and 10 in FAVOUR of all those resolutions.**

If you do not mark the above box and you have not directed your proxy how to vote with respect to Resolutions 2, 3, 4, 5, 6, 7, 8, 9 and 10 in the boxes below, your votes will not be cast on those resolutions and your votes will not be counted in computing the required majority, if a poll is called.

***Undirected proxies to the Chairman or Key Management Personnel will NOT be able to be cast or counted with respect to the adoption of the Remuneration Report under Resolution 1. If you wish to cast a vote in relation Resolution 1, then you should direct the proxy how to vote for Resolution 1 below.***

---

Voting directions to your proxy – please mark  to indicate your directions

	For	Against	Abstain*
Resolution 1 – Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 – Re-election of P. Keran as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 – Re-election of D. Taylor as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 – Re-election of Z. Ma as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

---

For                  Against                  Abstain\*

**Approval of Share Issue to Directors**

Resolution 5 – Adoption of Company's Loan Funded Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6 – Approval of Share Issue to W. McCrae	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7 – Approval of Share Issue to P. Hutchison	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8 – Approval of Share Issue to D. Taylor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9 – Approval of Share Issue to P. Keran	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10 – Approval of Share Issue to G. Lambert	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.*

PLEASE SIGN HERE - This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director and  
Sole Company Secretary

Director

Director/Company Secretary

Dated: \_\_\_/\_\_\_/2011

---

---

## How to complete the Proxy Form

### 1 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company. Do not write the name of the Company or your name in the space.

### 2 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### 3 Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together.

### 4 Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, each of the holders must sign.

Power of Attorney: to sign under Power of Attorney, you must have already lodged the Power of Attorney document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of a corporate shareholder or proxy is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the Company's share registry.

### Lodgment of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 10.30 am 22 November 2011, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

---

#### Documents may be lodged:

IN PERSON: Registered Office – Unit 34, Brickworks Annex,  
19 Brolga Avenue,  
Southport, Queensland 4215

BY MAIL: Registered Office – P O Box 1044, Southport, Queensland 4215

BY FAX: (61 7) 5503 0288

---