Form of PROXY

CROOKES BROTHERS LIMITED
Company registration number 1913/000290/06
Share code: CKS ISIN: ZAE000001434
(“Crookes Brothers” or “the company”)

Annual general meeting
For use only by certificated shareholders, own name registered dematerialised shareholders, Central Securities Depository Participants’ (“CSDP”) nominee companies and brokers’ nominee companies at the annual general meeting of shareholders to be held at the Durban Country Club, at 11:00 on Friday, 31 July 2015.

Dematerialised shareholders other than by own name registration, must not complete this form of proxy and must provide their CSDP or broker with their voting instructions, or alternatively, should they wish to attend the annual general meeting themselves, they may request the CSDP or broker to provide them with a letter of representation in terms of the custody agreement entered into between such shareholders and their CSDP or broker.

I/We (block capitals)
of (address)
being a member(s) of the above-named company and entitled to vote,
do hereby appoint of
or failing him/her of
or failing him/her the chairman of the annual general meeting as my/our proxy to vote for me/us and on my/our behalf at the annual general meeting of the company to be held on Friday, 31 July 2015, or at any adjournment thereof.

I/We hereby direct that my/our proxy shall exercise his/her discretion as to the manner in which he/she votes, except as indicated below.

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<thead>
<tr>
<th>Agenda item</th>
<th>For</th>
<th>Against</th>
<th>Abstain</th>
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<tbody>
<tr>
<td>1. Re-appointment of auditors</td>
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<td>2.1.1 Re-election of non-executive director – Mr JR Barton</td>
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<td>2.1.2 Re-election of non-executive director – Mr JAF Hewat</td>
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<td>2.1.3 Re-election of non-executive director – Mr G Vaughan-Smith</td>
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<td>3.1 Re-election of audit committee member – Mr JAF Hewat</td>
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<td>3.2 Re-election of audit committee member – Mr MT Rutherford</td>
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<td>3.3 Election of audit committee member – Mr RE Stewart</td>
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<td>4. Remuneration policy – Non-binding advisory vote</td>
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<td>5. Special resolution number 1 – Repurchase of shares</td>
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<td>6. Special resolution number 2 – Remuneration of non-executive directors</td>
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<td>7. Special resolution number 3 – Authority to grant financial assistance in terms of section 44 of the Companies Act</td>
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<td>8. Special resolution number 4 – Authority to grant financial assistance to related and inter-related companies or corporations in terms of section 45 of the Companies Act</td>
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</table>

Signed at on this day of 2015

Signature Number of shares

Annual general meeting luncheon invitation
Shareholders are advised that a luncheon will be served at the Durban Country Club after the conclusion of the annual general meeting. In order to assist with catering requirements, shareholders are requested to complete this catering notification card and post it to Crookes Brothers Limited, PO Renishaw, 4181 or scan and mail it to cclifton@cbl.co.za.

I/We, being a member/members of the above-named company, wish to attend the annual general meeting of the company to be held on Friday, 31 July 2015 and would like to/cannot attend the shareholders’ luncheon.

RSVP: No later than 24 July 2015

Signature: Number of people:
Notes to the form of proxy

A Crookes Brothers shareholder may insert the name of a proxy or the names of two alternative proxies of the Crookes Brothers shareholder’s choice in the space/s provided, with or without deleting “the chairman of the annual general meeting”, but any such deletion must be initialled by the Crookes Brothers shareholder concerned. The person whose name appears first on the 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.

Please insert an “X” in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of shares than you own in Crookes Brothers, insert the number of ordinary shares held in respect of which you desire to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit in respect of all the shareholder’s votes exercisable thereat. A Crookes Brothers shareholder or his/her proxy is not obliged to use all the votes exercisable by the Crookes Brothers shareholder or by his/her proxy, but the total of the votes cast and in respect whereof abstentions are recorded may not exceed the total of the votes exercisable by the shareholder or by his/her proxy.

The date must be filled in on the proxy form when it is signed.

The completion and lodging of this form of proxy will not preclude the relevant Crookes Brothers shareholder from attending the annual general meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof. Where there are joint holders of shares, the vote of the senior joint holder who tenders a vote, as determined by the order in which the names stand in the register of members, will be accepted.

Documentary evidence establishing the authority of a person signing the form of proxy in a representative capacity must be attached to the form of proxy unless previously recorded by the transfer secretaries or the company secretary of Crookes Brothers or waived by the chairman of the annual general meeting of Crookes Brothers shareholders.

Any alterations or corrections made to the form of proxy must be initialled by the signatory/ies.

A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries or the company secretary of Crookes Brothers Limited.

Forms of proxy must be received by the company, Crookes Brothers Limited, at Renishaw, KwaZulu-Natal (PO Renishaw, 4181) or by the company’s transfer secretaries, Computershare Investor Services (Pty) Ltd, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107) by not later than 11:00 on Wednesday, 29 July 2015.

The chairman of the annual general meeting may, in his absolute discretion, accept or reject any form of proxy which is completed other than in accordance with these notes.

If required, additional forms of proxy are available from the company secretary of Crookes Brothers Limited.

Dematerialised shareholders, other than by own name registration, must not complete this form of proxy but must provide their CSDP or broker with their voting instructions in terms of the custody agreement entered into between such shareholders and their CSDP or broker.