

Shareholder information
Form of proxy

Kumba Iron Ore Limited

(Incorporated in the Republic of South Africa)

(Registration number: 2005/015852/06)

("Kumba Iron Ore" or "the company")

JSE code: KIO

ISIN: ZAE000085346

To be completed by certificated shareholders and dematerialised shareholder with "own name" registration only.

Form of proxy

For completion by registered members of Kumba Iron Ore who are unable to attend the annual general meeting of the company to be held at 12:00 on Friday 20 March 2009, at the Hyatt Regency Johannesburg Hotel, or at any adjournment thereof.

I/We _____ (please print names in full)

of (address) _____

being the holder/s or custodians of ordinary shares in the company, do hereby appoint:

1. _____ or failing him/her,

2. _____ or failing him/her,

3. the chairman of the general meeting, as my/our proxy to act for me/us at the general meeting which will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the ordinary resolutions to be proposed thereat and at each adjournment thereof and to vote on such resolutions in respect of the ordinary shares in the issued capital of the company registered in my/our name/s in accordance with the following instructions:

	Number of votes (one vote per share)		
	In favour of	Against	Abstain
1. Ordinary resolution number 1 (To consider the annual financial statements for the year ended 31 December 2008)			
2. Ordinary resolution number 2 (To reappoint Deloitte & Touche as independent auditors and BW Smith as designated auditor)			
3. Ordinary resolution number 3 (To re-elect the directors who retire in terms of article 16.1 & 16.2 of the articles of association)			
3.1. CI Griffith			
3.2. ZBM Bassa			
3.3. DD Mokgatle			
3.4. ND Moyo			
3.5. AJ Morgan			
4. Ordinary resolution number 4 (To approve non-executive directors' remuneration with effect from 1 January 2009)			
5. Ordinary resolution number 5 (To approve the Kumba Bonus Share Plan)			
6. Ordinary resolution number 6 (Specific authority to issue shares for cash in terms of the Kumba Bonus Share Plan)			
7. Ordinary resolution number 7 (Control of 5% of unissued shares)			
8. Ordinary resolution number 8 (General authority to issue shares for cash)			
9. Special resolution number 1 (Specific authority to repurchase shares)			
10. Special resolution number 2 (Authority to provide financial assistance to acquire shares in the company)			
11. Special resolution number 3 (General authority to repurchase shares)			

Insert an "X" in the relevant space above according to how you wish your votes to be cast, however, if you wish to cast your votes in respect of less than all of the shares that you own in the company, insert the number of ordinary shares held in respect of which you desire to vote.

Signed at _____ on _____

Signature _____

Assisted by me (where applicable) _____

Each member is entitled to appoint one or more proxies (none of whom need be a member of the company) to attend, speak and, on a poll, vote in place of that member at the general meeting. **Please read the notes on the reverse side hereof.**

Shareholder information

Notes to proxy

Notes to proxy:

1. A form of proxy is only to be completed by those ordinary shareholders who are:
 - 1.1 holding ordinary shares in certificated form; or
 - 1.2 recorded on subregister electronic form in "own name".
2. If you have already dematerialised your ordinary shares through a Central Securities Depository Participant (CSDP) or broker and wish to attend the annual general meeting, you must request your CSDP or broker to provide you with a Letter of Representation or you must instruct your CSDP or broker to vote by proxy on your behalf in terms of the agreement entered into between you and your CSDP or broker.
3. A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the space. The person whose name stands first on the form of proxy and who is present at the annual general meeting of shareholders will be entitled to act to the exclusion of those whose names follow.
4. On a show of hands a member of the company present in person or by proxy shall have one (1) vote irrespective of the number of shares he/she holds or represents, provided that a proxy shall, irrespective of the number of members he/she represents, have only one (1) vote. On a poll a member who is present in person or represented by proxy shall be entitled to that proportion of the total votes in the company, which the aggregate amount of the nominal value of the shares held by him/her bears to the aggregate amount of the nominal value of all the shares issued by the company.
5. A member's instructions to the proxy must be indicated by the insertion of the relevant numbers of votes exercisable by the member in the appropriate box provided. 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 member's votes exercisable thereat. A member or the proxy is not obliged to use all the votes exercisable by the member or by the proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the member or by the proxy.
6. Forms of proxy must be lodged at, or posted to Computershare Investor Services 2004 (Pty) Limited, to be received not later than 24 hours before the time fixed for the meeting (excluding Saturdays, Sundays and public holidays).

For shareholders on the South African register:

Computershare Investor Services 2004 (Pty) Limited
Ground Floor, 70 Marshall Street
Johannesburg, 2001
PO Box 61051
Marshalltown
2107

www.computershare.com
Tel: +27 11 370 5000

Over-the-counter American Depository Receipt (ADR) holders: Kumba Iron Ore has an ADR facility with the Bank of New York (BoNY) under a deposit agreement. ADR holders may instruct BoNY as to how the shares represented by their ADRs should be voted.

American Depository Receipt Facility
Bank of New York
101 Barclay Street, New York, NY 10286
www.adrbny.com
shareowners@bankofny.com
(00-1) 888 815 5133
7. The completion and lodging of this form of proxy will not preclude the relevant member from attending the annual general meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.
8. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity or other legal capacity must be attached to this form of proxy, unless previously recorded by the transfer secretaries or waived by the chairman of the annual general meeting.
9. Any alteration or correction made to this form of proxy must be initialed by the signatory/ies.
10. Notwithstanding the foregoing, the chairman of the annual general meeting may waive any formalities that would otherwise be a prerequisite for a valid proxy.
11. If any shares are jointly held, all joint members must sign this form of proxy. If more than one of those members is present at the annual general meeting either in person or by proxy, the person whose name appears first in the register shall be entitled to vote.