

**BLACK EARTH FARMING LIMITED
PROXY**

Name of SDR holder: _____

Number of SDRs in Black Earth Farming Limited _____

The undersigned shareholder of Black Earth Farming Ltd (the "Company") hereby authorises

_____,

(the "Proxyholder") to represent and vote for all of our/my votes in the Company at the Annual General Meeting of shareholders of the Company on 25 May 2011 at which we/I are/am unable to be present, and at any adjournments thereof, in such manner as the Proxyholder shall think proper.

Signed for and on behalf of

this

day of

2011