

ZCI LIMITED

(Registered in Bermuda)

JSE Code: ZCI

ISIN: BMG9887P1068

("ZCI" or "the Company")

FORM OF PROXY

I / We.....

(BLOCK CAPITALS)

Of.....

(ADDRESS)

being a member / members of the company hereby appoint:

.....or failing him/her the Chairman of the meeting as my / our proxy to attend and to vote on my / our behalf at the Annual General Meeting of shareholders to be held at the Intercontinental Hotel, Haile Selassie Avenue, Lusaka, Zambia on Thursday, 31 December 2015 at 10:30 CAT (08:30 GMT, 09:30 CET) and at any adjournment thereof and in particular to vote on the following resolutions dealing with the matters described in the notice of meeting:

Resolutions to be proposed at the Annual General Meeting	FOR	AGAINST	VOTE WITHHELD
Ordinary resolution number one Adopt the annual financial statements for the year ended 31 March 2015			
Ordinary resolution number two Re-election of the following directors:			
2.1 T Kamwendo			
2.2 W Badenhorst			
2.3 S Simukanga			
2.4 C O'Connor			
2.6 J Lungu			
Ordinary Resolution number three To elect the following directors of the company as the members of the audit and finance committee of the company until the conclusion of the next AGM of the company:			
3.1 C O'Connor			
3.2 S Simukanga			
3.3 J Lungu			

Ordinary resolution number four Approve the remuneration of the directors for the period ended 31 March 2015			
Ordinary resolution number five Reappointment of auditors and to fix remuneration			

**Please indicate with an "X" in the appropriate space above how you wish your vote to be cast. If you return this form duly signed without specific instructions, the proxy will vote or withhold his vote as he deems fit.

Signature.....

Dated.....2015

Notes

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of the member. A Proxy need not be a shareholder of the Company.
2. The "Vote Withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
3. In the case of a joint holding of shares the first named in the Register of Members only need sign and his vote will be accepted to the exclusion of the vote(s) of the other joint holder(s).
4. A corporation may affix its common or official seal or use the signature of its duly authorised officer.
5. Completion and lodging of this form of proxy will not preclude the member who grants the proxy from attending the meeting and speaking and voting in person to the exclusion of any proxy appointed.
6. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at a meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
7. Any alterations made to this form should be initialled.
8. Your address, as shown on the envelope, is how it appears on the Register of Members. If this information is incorrect please ring Computershare Investor Services PLC's helpline on 0870 707 1574 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
9. Proxy forms should be completed and returned so as to be received by the Company's Transfer Secretaries, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZZ, UK, by no later than 10:30 CAT (08:30 GMT, 09:30 CET) on Tuesday, 29 December 2015.