NON-EXECUTIVE DIRECTORS

Roy Cecil Andersen (62)
CA(SA) CPA (Texas)
Independent non-executive chairman

Appointed to the Board in 2003. Appointed chairman in 2004. Chairman of the nomination committee. Member of the remuneration & human resources committee, the health, safety & environment committee and the social & ethics committee with effect from 1 July 2010. Trustee of The Murray & Roberts Trust. Director of Aspen Pharmacare Holdings Limited, Nampak Limited, Virgin Active Group Limited and Business Against Crime. Member of the King Committee on Corporate Governance. Previously chairman of Sanlam Limited. Former chief executive and deputy chairman of Liberty Group.

Roy served as executive president of the JSE Limited from 1992 to 1997 where he was responsible for overseeing its restructuring, including the introduction of electronic equity trading. Roy was with Ernst & Young from 1971 to 1992 where his last position was executive chairman. He holds the rank of Major General and is Chief of Defence Reserves of the SANDF, Honorary Colonel of the Transvaal Horse Artillery as well as a member of the Council for the Support of National Defence. He is a member of the Defence Staff Council and the Military Command Council.

David Duncan Barber (57)
FCA (England & Wales) AMP (Harvard)
Independent non-executive director

Appointed to the Board in 2008. Chairman of the audit committee. Member of risk management committee. Director of AFGRI Limited. Former global chief financial officer of Anglo Coal, a division of the Anglo American plc Group with operations in Australia, Canada, Venezuela, Colombia, China and South Africa. Former chief financial officer of Anglo American Corporation of South Africa. The majority of his career was spent in the Anglovaal Group prior to its unbundling where he held the position of group chief financial officer. He has served as a non-executive director and member of the audit committee for several companies, including Anglo Platinum Limited, Barnard Jacobs Mellet Holdings Limited, Telkom, Highveld Steel and Vanadium Corp Limited. His career has also included positions within PricewaterhouseCoopers, Fedsure and SA Breweries.

Alan De Villiers Charles Knott-Craig (58)
BSc Eng (Elec) MBL DBL (hc) DBA (hc)
Independent non-executive director

Appointed to the Board in 2008. Chairman of the health, safety & environment committee. Director of Nedbank Group Limited and Nedbank Limited. Board member of Council for Scientific and Industrial Research (CSIR) and Right to Care. Previously chief executive of Vodacom Group. Alan is a telecommunications consultant and was recently awarded an Honorary Professorship in Business Leadership.

Namane Milcah Magau (58)
BA EdD (Harvard) MEd BEd
Independent non-executive director

Appointed to the Board in 2004. Member of the remuneration & human resources committee and the health, safety & environment committee. Trustee of The Murray & Roberts Trust. President of the Businesswomen's Association. Director of Santam Limited, Simmer & Jack Mines, Monara Empowerment Rating (Proprietary) Limited, Xhumani Zandla Bafazi Investments (Proprietary) Limited and Merrill Lynch South Africa (Proprietary) Limited. Member of Women In Sport cc and the Advisory Board of University of Cape Town Business School. Dr Magau is currently director of her own consulting company and was formerly the director of group human capital services at the SABC. She came to the SABC from the CSIR where she was vice president of human resources.

John Michael McMahon (63)
PrEng BSc Eng (Glasgow)
Independent non-executive director

Appointed to the Board in 2004. Member of the health, safety & environment committee. Director of Central Rand Gold Limited and Impala Platinum Holdings Limited. Former chairman of Gencor Limited and Impala Platinum Holdings Limited. Former director of Gold Fields. Michael was a project manager at Murray & Roberts during the 1970s.

Imogen Nonhlanhla Mkhize (47)
BSc Information Systems (Rhodes) MBA (Harvard)
Independent non-executive director

Appointed to the Board in 2005. Member of the audit committee and the risk management committee. Chairman of Richards Bay Coal Terminal. Director of companies including Sasol Limited, Mondi plc, Mondi Limited and MTN Service Provider (Proprietary) Limited. She is a member of the Financial Markets Advisory Board and Rhodes University Board of Governors.

Imogen was CEO of the 18th World Petroleum Congress from June 2003 to July 2006. Previously, she was the executive chairman of the Zitek Group and managing director of Lucent Technologies South Africa. Her formative employment history also includes Anglo American, Andersen Consulting and Nedcor. In 2001, the World Economic Forum recognised her as a Global Leader for Tomorrow.

William Alan Nairn (65)
PrEng BSc Eng (Mining)
Independent non-executive director

Appointed to the Board on 30 August 2010. Member of the risk management committee and the health, safety & environment committee. Director of AngloGold Ashanti Limited. Previously served on the boards of several companies including Anglo American plc, Anglo Platinum Limited and Kumba Resources Limited.

Anthony Adrian Routledge (62)
BCom CA(SA)
Independent non-executive director

Appointed to the Board in 1994. Member of the audit committee, remuneration & human resources committee and social & ethics committee with effect from 1 July 2010. Trustee of The Murray & Roberts Trust. Former executive director of Nedcor Limited, Nedbank Limited and Sankorp Limited.

Mahlape Sello (48)
LLB, Master of Arts and Law (Russia)
Independent non-executive director

Appointed to the Board in 2009. Chairman of the social & ethics committee with effect from 1 July 2010 and member of the audit committee. Serves on the Johannesburg Bar Council and is a member of the South African Law Reform Commission. Former chairman of the Advisory Committee on Licensing of Private Hospitals at the Gauteng Department of Health.

Sibusiso Patrick Sibisi (55)
BSc Physics (Hons) PhD (Cambridge)
Independent non-executive director

Appointed to the Board in 2007. Chairman of the risk management committee and member of the nomination committee. President and CEO of the CSIR. Chairman of Denel and director of Liberty Group Limited. Co-founder of a research-based enterprise at Cambridge. Fulbright Fellow at the California Institute of Technology in 1988. Former deputy vice chancellor, research and innovation, University of Cape Town.

Royden Thomas Vice (63)
BCom CA(SA)
Independent non-executive director

Appointed to the Board in 2005. Chairman of the remuneration & human resources committee. Member of the risk management committee and the nomination committee. Trustee of The Murray & Roberts Trust. CE of Waco International Limited and chairman of Hudaco Industries Limited. Previously CEO of Industrial and Special Products of the UK-based BOC Group. Previously chairman of African Oxygen Limited (Afrox), Afrox Healthcare and Consol Glass Limited. Governor of Rhodes University.

EXECUTIVE DIRECTORS

Brian Cameron Bruce (61)
PrEng BSc Eng (Civil) DEng (hc) HonFSAICE
Group chief executive

Appointed to the Board and group CE in 2000. First joined the Group in 1967. Director of Clough Limited. President (1994) of South African Institution of Civil Engineering. Member of University of Witwatersrand Council.

Previously chairman (2001 to 2004) and member (2004 to 2007) of Construction Industry Development Board. Director of National Business Initiative. Recipient of awards and active leader in development of strategic future of the regional and international construction and engineering sector.

Malose Phillip Chaba (50)
PrEng BSc Eng (Elec) MSc
Group executive director

Joined the Group in 2004 and appointed to the Board in 2009. Head of group assurance which oversees all aspects of the Group's risk management, internal audit, health, safety & environment, technical and project review and systems compliance.

Appointed director of Murray & Roberts Limited and in 2008 appointed group chief engineer and executive director responsible for Murray & Roberts Marine and Wade Walker. Member of the NEPAD Business Forum (Energy Working Group). Founder member of Black Business Council and the National Science and Technology Forum.

Orrie Fenn (55)
BSc (Hons) Eng MPhil Eng DEng
Group executive director

Joined the Group and appointed to the Board in 2009. Appointed executive director for the Group's Construction Products SADC cluster as well as development of group housing strategy. Previously chief operating officer of PPC. Former project director in Blue Circle Cement and spent seven years at the Chamber of Mines Research Organisation, where he obtained a doctorate in engineering. Member of the SA Institute of Mining and Metallurgy, a fellow of the Institute of Quarrying and holds a government Certificate of Competency (Mines and Works).

Trevor George Fowler (59)
BSc Eng (Civil)
Group executive director

Joined the Group and appointed to the Board in 2009. Appointed executive director responsible for Construction SADC. Previously chief operations and accounting officer in the South African Presidency. Has extensive professional experience earned in Canada, USA, Botswana and South Africa in civil, structural and development engineering ranging from design, construction, teaching, policy development and implementation. Subsequent to 1990, played a leading role in Gauteng Provincial and National Government administrative and political developments. Served on the Technical Team of the Provincial Demarcations Commission of CODESA as well as the Technical Services Task Team of the Local Government Negotiating Forum which negotiated the Local Government Transition Act of 1993. Served as advisor to the Minister of Water Affairs and Forestry, political advisor to a former Gauteng Premier and also served as Gauteng MEC for Development Planning and Local Government as well as the Speaker of Gauteng Legislature. Former chairman of the boards of the Institute for Research and Local Government (Inlogov) and Trans Caledon Tunnel Authority (TCTA). Deputy chairman of Health Systems Trust and board member of Development Bank of Southern Africa.

Roger William Rees (57)
BSc (Econ) Hons FCA
Group financial director

Joined the Group and appointed to the Board in 2000. Early career development with Arthur Andersen in London and Johannesburg. Held financial leadership positions in the international food, tobacco and media sectors. Has extensive international experience in corporate finance activities including due diligence, mergers and acquisitions. Chairman of Murray & Roberts International Limited. Deputy chairman of Clough Limited.

GROUP SECRETARY

Yunus Karodia (38)
CFA CA(SA)

Joined the Group in 1999. Appointed group secretary in April 2007. Previously financial manager at Murray & Roberts International Limited based in Dubai and financial manager of Murray & Roberts Concessions. Trustee of Letsema Vulindlela Black Executives and Sizwe Broad-Based Community Trusts.

Sean Joseph Flanagan resigned as a director on 31 January 2010.

Murray & Roberts Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1948/029826/06)
(JSE Share code: MUR) (ISIN: ZAE000073441)
(company)

Notice is hereby given that the sixty-second annual general meeting of the company will be held at Douglas Roberts Centre, 22 Skeen Boulevard, Bedfordview, Johannesburg on Wednesday, 27 October 2010 at 11:00 to conduct the following business:

1. ORDINARY RESOLUTION NUMBER 1:

To receive and consider the annual financial statements of the Group and company for the year ended 30 June 2010.

2. ORDINARY RESOLUTION NUMBER 2:

To elect as directors:

- O Fenn as executive director and WA Nairn as non-executive director, who were appointed since the last annual general meeting, and in accordance with the company's articles of association, retire at this annual general meeting.
- NM Magau, JM McMahon and RT Vice as non-executive directors, who in terms of the articles of association retire by rotation.

All the above retiring directors are eligible and available for re-election. Their profiles appear on pages 28, 29, 211 and 212. The Board recommends the re-election of these directors.

IN Mkhize retires by rotation and is not available for re-election.

3. ORDINARY RESOLUTION NUMBER 3:

To appoint a firm of external auditors for the company and note the remuneration of the external auditors as determined by the audit committee of the Board.

The audit committee has nominated for re-appointment Deloitte & Touche as independent auditors and in particular AF Mackie, being the individual and designated auditor who will undertake the company's audit for the financial year ending 30 June 2011.

Particulars of the auditors' remuneration can be found in note 28 of the annual financial statements.

4. ORDINARY RESOLUTION NUMBER 4:

To approve the proposed fees payable quarterly in arrears to non-executive directors with effect from the quarter commencing 1 October 2010 as follows:

		Proposed per annum	Previous per annum
Chairman fee	Includes director and committee fees	[1]R1 025 000	R1 025 000
Director fees	Per annum	[2 & 3]R160 000	R150 000
Committee fees:			
Audit	Chairman	R160 000	R150 000
	Member	R80 000	R75 000
Health, safety & environment	Chairman	R108 500	R102 500
	Member	R69 000	R65 000
Nomination	Chairman	[4]R50 000	R50 000
	Member	R34 500	R32 500
Remuneration & human resources	Chairman	R108 500	R102 500
	Member	R69 000	R65 000
Risk management	Chairman	R108 500	R102 500
	Member	R69 000	R65 000
Social & ethics[5]	Chairman	R108 500	–
	Member	R69 000	–

1 *Effective from 1 January 2011 payable monthly in arrears. RC Andersen voluntarily declined a proposed fee increase for 2011.*
2 *Calculated on the basis of 5 meetings per annum.*
3 *A deduction of R14 000 per meeting will apply for non-attendance at a scheduled meeting and R27 500 will be payable for attendance at a special board meeting.*
4 *Included in chairman fee.*
5 *New committee established 1 July 2010.*

SPECIAL BUSINESS

To consider and if deemed fit, to pass, with or without modification the following special resolution:

5. SPECIAL RESOLUTION NUMBER 1:

"RESOLVED THAT the directors of the company be and are hereby authorised to approve the purchase by the company, or by any of its subsidiaries, of the company's ordinary shares subject to the provisions of the Companies Act 61 of 1973, as amended (Companies Act) or as may be required under the Companies Act 71 of 2008, as amended (New Companies Act) and the Listings Requirements of the JSE Limited provided that:

a) the general authority granted to the directors shall be valid only until the company's next annual general meeting and shall not extend beyond 15 (fifteen) months from the date of this resolution;

b) any general purchase by the company and/or any of its subsidiaries of the company's ordinary shares in issue shall not in aggregate in any one financial year exceed 10% (ten percent) of the company's issued ordinary share capital at the time that the authority is granted;

c) no acquisition may be made at a price more than 10% (ten percent) above the weighted average of the market value of the ordinary share for the 5 (five) business days immediately preceding the date of such acquisition;

d) the repurchase of the ordinary shares are effected through the order book operated by the JSE Limited's trading system and done without any prior understanding or arrangement between the company and the counter party;

e) the company may only appoint one agent at any point in time to effect any repurchase(s) on the company's behalf;

f) the company and/or any of its subsidiaries may not repurchase ordinary shares during a prohibited period unless they have in place a repurchase program where the dates and quantities of securities to be traded during the relevant period are fixed (not subject to any variation) and full details of the program have been disclosed in an announcement over SENS prior to the commencement of the prohibited period;

g) authorisation thereto given by the company's articles of association;

h) the general authority may be varied or revoked by special resolution of the members prior to the next annual general meeting of the company; and

i) should the company and/or any of its subsidiaries cumulatively repurchase, redeem or cancel 3% (three percent) of the initial number of the company's ordinary shares in terms of this general authority and for each 3% (three percent) in aggregate of the initial number of that class acquired thereafter in terms of this general authority, an announcement shall be made in terms of the Listings Requirements of the JSE Limited."

Having considered the effect on the company of the maximum repurchase under this general authority, the directors are of the opinion that:

i) the company and the Group will be able, in the ordinary course of business, to pay its debts for a period of 12 (twelve) months after the date of this notice of annual general meeting;

ii) the assets of the company and the Group will be in excess of the liabilities of the company and the Group for a period of 12 (twelve) months after the date of this notice of annual general meeting which assets and liabilities have been valued in accordance with the accounting policies used in the audited financial statements of the company and the Group for the year ended 30 June 2010;

iii) the share capital and reserves of the company and the Group will be adequate for ordinary business purposes for a period of 12 (twelve) months after the date of this notice of annual general meeting; and

iv) the working capital of the company and the Group are considered adequate for ordinary business purposes for a period of 12 (twelve) months after the date of this notice of annual general meeting.

A general repurchase of the company's shares shall not be effected before the JSE Limited has received written confirmation from the company's sponsor to the effect that the directors have considered the solvency and liquidity of the company as required in terms of section 85(4) of the Companies Act or as may be required under the New Companies Act. Furthermore, the company will consult its sponsor before it repurchases securities on whether the financial position of the company has changed materially from the date when the sponsor first issued its written confirmation in order for the sponsor to review the validity of its letter issued when the general authority was granted.

Reason for and effect of special resolution number 1:

The reason for special resolution number 1 is to grant the company's directors a renewable general authority or permit the company or a subsidiary of the company to acquire ordinary shares of the company. The effect of this special resolution is to confer a general authority on the directors of the company or permit a subsidiary company to repurchase ordinary shares of the company which are in issue from time to time.

The Board has considered the impact of a repurchase of up to 10% (ten percent) of the company's shares. Should the opportunity arise and should the directors deem it in all respects to be advantageous to the company to repurchase such shares, it is deemed appropriate that the directors be authorised to repurchase the company's shares.

For the purposes of considering special resolution number 1 and in compliance with paragraph 11.26 (b) of the Listings Requirements of the JSE Limited, the information listed below has been included in the annual report, in which this notice of annual general meeting is included, at the places indicated:

Directors and management of the company can be found on pages 28 and 29, major shareholders of the company can be found on page 130, directors' interest in securities of the company can be found on page 137 and note 46 to the consolidated financial statements, and the share capital of the company can be found in note 11.

Directors' responsibility and litigation statement

The directors, whose names are set out on pages 28 and 29 of this report, collectively and individually accept full responsibility for the accuracy of the information pertaining to this special resolution and certify to the best of their knowledge and belief that there are no facts that have been omitted which would make any statement false or misleading and that they have made all reasonable enquiries in this regard; and that there are no legal or arbitration proceedings, including proceedings that are pending or threatened, that may have or have had in the previous 12 months a material effect on the company and the Group's financial position.

Material change

Other than the facts and developments reported on in the annual report of which this notice of meeting forms part, there have been no material changes in the affairs or financial position of the company and its subsidiaries since the date of signature of the annual financial statements and the date of this notice of annual general meeting.

VOTING AND PROXIES

Ordinary shareholders are entitled to attend, speak and vote at the annual general meeting.

Ordinary shareholders may appoint a proxy to attend, speak and vote in their stead. A proxy need not be a shareholder of the company.

Shareholders holding dematerialised shares, but not in their own name must furnish their Central Securities Depository Participant (CSDP) or broker with their instructions for voting at the annual general meeting. If your CSDP or broker, as the case may be, does not obtain instructions from you, it will be obliged to act in terms of your mandate furnished to it, or if the mandate is silent in this regard, complete the relevant form of proxy attached.

Unless you advise your CSDP or broker, in terms of the agreement between you and your CSDP or broker by the cut off time stipulated therein, that you wish to attend the annual general meeting or send a proxy to represent you at the annual general meeting, your CSDP or broker will assume that you do not wish to attend the annual general meeting or send a proxy.

If you wish to attend the annual general meeting or send a proxy, you must request your CSDP or broker to issue the necessary letter of representation to you. Shareholders holding dematerialised shares in their own name, or holding shares that are not dematerialised, and who are unable to attend the annual general meeting and wish to be represented thereat, must complete the relevant form of proxy attached in accordance with the instructions therein and lodge it with or mail it to the transfer secretaries.

Forms of proxy should be forwarded to reach the transfer secretaries, Link Market Services South Africa (Proprietary) Limited, by no later than 11:00 on Monday, 25 October 2010.

The completion of a form of proxy will not preclude a shareholder from attending the annual general meeting.

By order of the Board

Per: Yunus Karodia
Group Secretary

30 September 2010

SHAREHOLDERS' DIARY

Financial year end	30 June 2010
Mailing of annual report	30 September 2010
Annual general meeting	27 October 2010
Publication of half year results 2010/11	23 February 2011
Publication of preliminary report 2010/11	31 August 2011

DIVIDEND

Interim dividend

▪ SA cents per share	52
▪ Date declared	24 February 2010
▪ Last date traded cum dividend	9 April 2010
▪ Trading ex dividend commenced	12 April 2010
▪ Record date	16 April 2010
▪ Date paid	19 April 2010

Final dividend

▪ SA cents per share	53
▪ Date declared	25 August 2010
▪ Last date traded cum dividend	8 October 2010
▪ Trading ex dividend commences	11 October 2010
▪ Record date	15 October 2010
▪ Date payable	18 October 2010

ADMINISTRATION

COMPANY NAME	Murray & Roberts Holdings Limited
COMPANY REGISTRATION NUMBER	1948/029826/06
JSE SHARE CODE	MUR
ISIN	ZAE000073441

BUSINESS ADDRESS AND REGISTERED OFFICE
Douglas Roberts Centre,
22 Skeen Boulevard, Bedfordview 2007
Republic of South Africa

POSTAL & ELECTRONIC ADDRESSES AND TELECOMMUNICATIONS NUMBERS
PO Box 1000, Bedfordview 2008
Republic of South Africa

Telephone	+27 11 456 6200
Fax	+27 11 455 3524
Email	info@murrob.com
Website	www.murrob.com

SHARE TRANSFER SECRETARIES
Link Market Services South Africa (Proprietary) Limited
PO Box 4844, Johannesburg 2000
Republic of South Africa

Telephone	+27 11 630 0800
Fax	+27 86 674 4381

SPONSORED LEVEL 1 AMERICAN DEPOSITORY RECEIPT (ADR) PROGRAM

US Exchange	OTC
US Ticker	MURZY
Ratio of ADR to Ordinary Share	1:1
CUSIP	626805204
Depository Bank	Deutsche Bank Trust Company Americas

AUDITORS
Deloitte & Touche

SPONSOR
Deutsche Securities (SA) (Proprietary) Limited

FORM OF PROXY

Murray & Roberts Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1948/029826/06)
(JSE share code: MUR) (ISIN: ZAE000073441)
(company)

If you are a dematerialised shareholder, other than with own name registration, do not use this form. Dematerialised shareholders, other than with own name registration, should provide instructions to their appointed CSDP or broker in the form as stipulated in the custody agreement entered into between the shareholder and the CSDP or broker.

I/We

(please print full names)

of

do hereby appoint (see note 3 and 5)

1.

2.

3. the chairman of the annual general meeting

as my/our proxy to vote for me/us on my/our behalf at the sixty-second annual general meeting which will be held at Douglas Roberts Centre, 22 Skeen Boulevard, Bedfordview, Johannesburg on Wednesday, 27 October 2010 at 11:00 and at any adjournment or postponement thereof, for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat, and to vote on the resolutions in respect of the ordinary shares registered in my/our name(s) in accordance with the following instructions (see note 6):

	Insert number of votes		
	For	Against	Abstain
1. Approval of annual financial statements			
2. Re-election of directors			
2.1 O Fenn			
2.2 WA Nairn			
2.3 NM Magau			
2.4 JM McMahon			
2.5 RT Vice			
3. Re-appointment of external auditors			
4. Approval of the fees payable to non-executive directors			
5. Special resolution number 1 General authority to repurchase shares			

Signed at on 2010

Signature

Assisted by me (where applicable)

Each member is entitled to appoint one or more proxies (none of whom needs to be a member of the company) to attend, speak and, on a poll, vote in place of that member at the annual general meeting.

NOTES TO PROXY

Instructions on signing and lodging the annual general meeting proxy form

1. The following categories of members are entitled to complete a proxy form:
   a) certificated members whose names appear on the company's register;
   b) own name electronic members whose names appear on the sub-register of a Central Securities Depository Participant (CSDP);
   c) CSDPs with nominee accounts; and
   d) brokers with nominee accounts.
2. Certificated members wishing to attend the annual general meeting have to ensure beforehand with the transfer secretaries of the company that their shares are registered in their name.
3. Beneficial members whose shares are not registered in their own name but in the name of another, for example, a nominee, may not complete a proxy form, unless a proxy is issued to them by the registered member and they should contact the registered member for assistance in issuing instruction on voting their shares, or obtaining a proxy to attend the annual general meeting.
4. All beneficial owners who have dematerialised their shares through a CSDP or broker, other than those in own name, must provide the CSDP or broker with their voting instruction. Alternatively, should such a member wish to attend the meeting in person, in terms of the custody agreement with the CSDP or broker, such member may request the CSDP or broker to provide the member with a letter of representation.
5. A member may insert the name of a proxy or the names of two alternative proxies of the member'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 member. The person whose name stands 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.
6. Please insert number of votes 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 ordinary shares than you own in the company, insert the number of ordinary shares 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 member's votes exercisable thereat. Where the proxy is the chairman, failure to comply, will be deemed to authorise the chairman to vote in favour of the resolution. 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 votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the member or by the proxy.
7. Forms of proxy must be received at the office of the company's transfer secretaries, Link Market Services South Africa (Proprietary) Limited, 11 Diagonal Street, Johannesburg, 2001 (PO Box 4844, Johannesburg, 2000) by no later than 11:00 South African time on Monday 25 October 2010.
8. 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 thereof.
9. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy.
10. Any alteration or correction made to this form of proxy must be initialed by the signatory/ies.
11. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced.
12. The chairman of the annual general meeting may reject or accept a form of proxy which is completed and/or received other than in accordance with these notes, if he is satisfied as to the manner in which the member wishes to vote.

MURRAY & ROBERTS INTERNATIONAL OFFICES

Botswana
Plot 1214, Nkuruma Road, Old Industrial Site
PO Box 657, Gaborone
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Fax: +44 1624 61 1126
Email: roger.mower@murrob.co.im

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Email: info@cementation.ca

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Fax: +56 2 7133101
Email: info@cementation.cl

Clough Limited
Alluvion Building
58 Mounts Bay Road
Perth, Western Australia, 6000
Tel: +61 8 9281 9281
Fax: +61 8 9281 9943
Email: clough@clough.com.au

Murray & Roberts (Zimbabwe) Limited
44 Tilbury Road,
Willowvale, Harare
PO Box CY490
Causeway, Harare, Zimbabwe
Tel: +263 4611641-5 or +263 4611741-6
Fax: +263 4612986
Email: info@murrob.co.zw