

Appendix to notice of meeting

ELECTION OF DIRECTORS

Curricula vitae

1. C W N (Nosipho) Molohe (44),

BSc(Medical Sciences), BCompt(Hons), CA(SA)

Mrs Molohe, who was previously the Chief Financial Officer of the Financial Services Board, has considerable financial and business experience. After qualifying as a chartered accountant in 1999, Mrs Molohe was appointed Finance Executive of Akulalwa Corporate Advisors. In 2001, she joined Wipcapital as Manager : Specialised Funds Management, and later that year was appointed Group Financial Executive of Viamax, a subsidiary of Transnet. In 2004, she joined Zungu Investments Company as Financial Director, and in 2005 was appointed as Chief Financial Officer of the Financial Services Board. Mrs Molohe is also a director of Hudaco Industries Limited, Nampak Limited, The Petroleum Oil and Gas Corporation of SA (Proprietary) Limited, MTN South Africa (Proprietary) Limited and four other MTN subsidiaries in West Africa.

2. D L (David) Haworth (60),

BSc(Hons)

Appointed to the board on 1 April 2009 as Business Development Director. Having previously held a number of senior positions in several companies operating in East and Southern Africa, he first joined Illovo in 1999, as Managing Director of Kilombero Sugar Company Limited. Prior to his appointment as a director, he was Managing Director of Illovo Sugar (Malawi) Limited, having been appointed to that position in March 2006. He gained his honours degree, majoring in geology from the University of Edinburgh.

3. L W (Larry) Riddle (49),

BCom, CA(SA)

Appointed to the board on 1 April 2009 as Commercial Director. After qualifying as a chartered accountant, he joined Illovo Sugar in 1986. He has held a number of senior management positions within the company, most recently being general manager with overall responsibility for the South African operations. He was appointed as a member of the Group Executive Committee in March 2005. He is Chairman of the South African Sugar Millers' Association and was previously Chairman of the Ethanol Producers' Association of South Africa.

4. M I (Mark) Carr (Dr) (46),

BSc, PhD, MBA, CertEng, MIMechE

Appointed to the board in 2006, as a nominee of the holding company. Appointed Chief Executive of British Sugar in April 2004. He was previously Managing Director of Corus Strip Products U.K., part of Corus Group plc. Dr Carr held a variety of senior positions within Corus, formerly British Steel plc, including assignments in the U.S.A. with CSX Transportation Inc. and Avesta Sheffield Inc. He gained a doctorate in mechanical engineering at Swansea University and an MBA from Warwick University.

5. G J (Graham) Clark (53),

BACct(Hons), FCA(Australia)

Appointed to the board in 1997 and as Managing Director on 1 April 2009. Qualified with an honours degree in accounting and is a fellow of the Institute of Chartered Accountants in Australia. He joined the sugar industry in Malawi in 1980 and occupied several financial and management positions, as part of which he obtained extensive sugar industry experience throughout Africa and internationally. Participation in the 2005/06 reform of the EU sugar regime resulted in him occupying a leadership role representing the interests of sugar producers in Least Developed Countries.

6. D R (David) Langlands (43),

BScMaths, ACA

Appointed to the board in 2006, as a nominee of the holding company. He joined the Associated British Foods group in 1994, during which time he held various senior positions. Prior to his appointment as Finance Director of British Sugar in June 2003, Mr Langlands was Finance and Information Technology Director at ABNA, the agricultural division of Associated British Foods plc. He also worked at KPMG for six years. He is a chartered accountant and has a mathematics degree which he gained at the University of Manchester.

7. P A (Paul) Lister (45),

LLB

Appointed to the board in 2006, as a nominee of the holding company. He is currently Director of Legal Services and Company Secretary of Associated British Foods plc, having joined the ABF group in that role in January 2001. Mr Lister was formerly Associate General Counsel of Diageo plc. He holds a law degree from University College London and is a qualified solicitor in England and Wales.

8. B M (Barry) Stuart (61),

BCom, DipSugarTech, SEP(Stanford)

Joined the Illovo group in 1973 and spent 13 years in various production management positions before being appointed as General Manager of the Umzimkulu mill and later General Manager of the Sezela mill. He was appointed to the board as Cane Procurement Director in 1994, became Operations Director responsible for operations in South Africa in 1995, was appointed Technical Director in 2006 and Operations Director in 2008. He is a past chairman of the South African Sugar Millers' Association.

9. R A (Robbie) Williams (68),

BA, LLB

Appointed to the board in 1985 and as chairman in 1997. Qualified at the University of Cape Town and joined Barlows Manufacturing Company where he became the managing director in 1979. He is a past chairman of C G Smith Foods Limited and Tiger Brands Limited. He is also a non-executive director of Oceana Group Limited and Pescanova SA in Spain.

Form of proxy

for the 94th annual general meeting



For completion only by members holding certificated shares, and members that have dematerialised their shares and have elected "own name" registration.

Company Registration No. 1906/000622/06
Share code ILV ISIN ZAE000083846

I/We _____
(Name/s in block letters)

of _____
(address)

Number of votes

being the shareholder/member of the abovenamed company and entitled to

(1 share = 1 vote)

do hereby appoint

1 _____ of _____ or failing him/her

2 _____ of _____ or failing him/her

3 the chairman of the meeting

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the annual general meeting of the company to be held at the registered office of the company, Illovo Sugar Park, 1 Montgomery Drive, Mount Edgecombe, KwaZulu-Natal on Tuesday, 14 July 2009 at 12:00 and at any adjournment thereof as follows -

Resolution No.	Agenda Item	Mark with X where applicable		
		For	Against	Abstain
1	Adoption of 2009 annual financial statements			
2	Election of directors			
2.1	Confirmation of appointment of directors			
2.1.1	D L Haworth			
2.1.2	C W N Molohe			
2.1.3	L W Riddle			
2.2	Re-election of directors			
2.2.1	M I Carr			
2.2.2	G J Clark			
2.2.3	D R Langlands			
2.2.4	P A Lister			
2.2.5	B M Stuart			
2.2.6	R A Williams			
3.1	Ordinary resolution			
1	Determination of directors' fees			
2	Authority to issue shares for a rights offer			

Signed at _____ on this _____ day of _____ 2009

Signature _____

Assisted by me (where applicable) (see note 4) _____

Full name/s of signatory/ies if signing in a representative capacity (see note 5)

NB Please refer to the notes on the reverse of this Form of Proxy

Notes to the form of proxy

- 1 A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the company.
- 2 This proxy form is not for completion by those shareowners who have dematerialised their shares (other than those whose shareholding is recorded in their own name in the sub-register maintained by their Central Securities Depository Participant [CSDP]). Such shareowners should provide their CSDP/ broker with their voting instructions.
- 3 If this proxy form is returned without any indication as to how the proxy should vote, the proxy will be entitled to vote or abstain from voting as he/she thinks fit.
- 4 A minor must be assisted by his/her guardian.
- 5 The authority of a person signing a proxy in a representative capacity must be attached to the proxy unless that authority has already been recorded by the company.
- 6 In order to be effective, proxy forms must reach the transfer secretaries, Link Market Services South Africa (Proprietary) Limited (P O Box 4844, Johannesburg, 2000 or 5th Floor, 11 Diagonal Street, Johannesburg, 2001) no later than 12:00 on Friday, 10 July 2009.
- 7 The delivery of the duly completed proxy form shall not preclude any member or his/her duly authorised representative from attending the meeting, speaking and voting instead of such duly appointed proxy.
- 8 If two or more proxies attend the meeting, then that person attending the meeting whose name appears first on the proxy form, and whose name is not deleted, shall be regarded as the validly appointed proxy.



Corporate information

Company Secretary:

G D Knox
Business address
and registered office: Illovo Sugar Park,
1 Montgomery Drive,
Mount Edgecombe, KwaZulu-Natal
Postal address: P O Box 194,
Durban, 4000
Telephone: +27 31 508-4300
Telefax: +27 31 508-4525
E-mail: gdknox@illovo.co.za
Website: www.illovosugar.com

Group Public Affairs Manager:

C Fitz-Gerald
Telephone: +27 31 508-4300
Telefax: +27 31 508-4525
E-mail: cfitzgerald@illovo.co.za

Transfer Secretaries:

Link Market Services South Africa
(Proprietary) Limited
Business address: 5th Floor, 11 Diagonal Street,
Johannesburg, 2001
Postal address: P O Box 4844,
Johannesburg, 2000
Telephone: +27 11 834-2266
Telefax: +27 11 834-4398
E-mail: info@linkmarketservices.co.za

Auditors:

Deloitte & Touche

Attorneys:

Garlicke & Bousfield Incorporated

Principal Banker:

The Standard Bank Group Limited

Sponsor:

J P Morgan Equities Limited

Financial adviser:

The Standard Bank Group Limited

Company Registration No:

1906/000622/06

Share Code:

ILV

International Security Identification No:

ZAE000083846

Shareholders' diary

Financial year end		March
Annual general meeting		July
Reports and profit statements		
Interim report		November
Profit statement for the year		May
Annual report and financial statements		June
Dividends		
Interim	Declaration	November
	Payment	January
Final	Declaration	May
	Payment	July

