

Notice of meeting

Notice is hereby given that the 95th annual general meeting of the members of the company will be held at the registered office of the company, Illovo Sugar Park, 1 Montgomery Drive, Mount Edgecombe, KwaZulu-Natal on Wednesday, 21 July 2010 at 14:00 to transact the following business -

1. FINANCIAL STATEMENTS

To receive and adopt the annual financial statements for the year ended 31 March 2010.

2. ELECTION OF DIRECTORS

2.1 To confirm the appointments of Messrs A R Mpungwe, T S Munday and R N Pike who were appointed as directors since the previous annual general meeting.

2.2 To re-elect each of Messrs M J Hankinson, D G MacLeod, P M Madi, Dr D Konar, Mrs C W N Molope and Ms K Zarnack who retire by rotation, in terms of the articles of association, and who, being eligible, offer themselves for re-election.

The curricula vitae of these directors are provided in Appendix A to this notice; pages 118 and 119 of the Annual Report.

3. SPECIAL BUSINESS

3.1 Special resolution

To consider and, if deemed fit, to pass the following special resolution -

Special Resolution No. 1 – Specific authority to repurchase shares

“RESOLVED THAT, the company is hereby authorised by way of a specific authority in terms of Section 85 of the Companies Act, 61 of 1973, as amended, the Listings Requirements of the JSE Limited and article 29(g) of the company’s articles of association, to acquire, at the offer price of R30.72 per share, the ordinary shares of those odd-lot holders who elect or are deemed to elect to sell their odd-lot holdings to the company pursuant to the odd-lot offer, the details of which are contained in the circular to shareholders dated 22 June 2010, and those specific holders who elect to sell their ordinary shares to the company pursuant to the specific offer, the details of which are contained in the said circular.”

Reason for and effect of Special Resolution No. 1

The reason for Special Resolution No. 1 is for the company to repurchase its shares by reducing the number of small shareholders with a view to saving costs. The effect of Special Resolution No. 1 is to eliminate those small shareholders who elect or who are deemed to have elected to accept the company’s offer to repurchase.

3.2 Ordinary resolutions

To consider and, if deemed fit, to pass with or without modification the following ordinary resolutions -

1. Ordinary Resolution No. 1 – Authority to make and implement Odd-Lot Offer

“Resolved that, subject to the passing and registration of Special Resolution No. 1, the directors of the company be and they are hereby authorised and empowered to make and implement an odd-lot offer to shareholders holding less than 100 (one hundred) ordinary shares in the company as at close of business on Friday, 13 August 2010, according to the terms and conditions of the odd-lot offer contained in the circular dated 22 June 2010 and which has been approved by the JSE Limited.”

2. Ordinary Resolution No. 2 – General authority to make distributions to shareholders by way of a reduction in share premium

“Resolved that the directors of the company be and they are hereby authorised to make payments to shareholders in terms of Section 90 of the Companies Act, 61 of 1973, as amended, subject to the Listings Requirements of the JSE Limited, including the following requirements -

- (a) payments to shareholders in terms of this resolution shall be made pro rata to all shareholders;
- (b) in any one financial year, payments to shareholders in terms of this resolution shall not exceed a maximum of 20% of the company’s issued share capital, including reserves but excluding minority interests, and revaluations of assets and intangible assets that are not supported by a valuation by an independent professional expert acceptable to the JSE Limited prepared within the last six months, measured as at the beginning of such financial year; and
- (c) the general authority shall be valid until the company’s next annual general meeting, provided that it shall not extend beyond 15 months from the date of passing of this resolution.

Notice of meeting *continued*

Subject to the above, the quantum of the reduction in share premium will be determined by the board of the company or its delegee.”

The directors are of the opinion that, taking into consideration the effect of the maximum payment in terms of this authority -

- the company and the group will be able in the ordinary course of business to pay its debts for a period of 12 months after the date of the notice of the annual general meeting;
- 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 months after the date of the notice of the annual general meeting. For this purpose, the assets and liabilities will be recognised and recorded in accordance with the accounting policies used in the latest audited annual group financial statements;
- the share capital and reserves of the company and the group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting; and
- the working capital available to the company and the group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting.

The purpose of this general authority is to authorise the company's directors to return excess cash resources to shareholders on a pro rata basis if they deem it appropriate.

The following additional information, some of which appears elsewhere in the Annual Report of which this notice forms part, is provided in terms of the Listings Requirements of the JSE Limited for purposes of this general authority -

	Page No.
Directors and management	6 to 9
Directors' interests in ordinary shares	70
Share capital of the company	99
Major beneficial shareholders	114

The directors' responsibility statement, and the statements pertaining to material change and litigation, included in Appendix B to this notice, relating to Ordinary Resolution No. 3, apply equally to this Ordinary Resolution No. 2.

3. Ordinary Resolution No. 3 - Specific authority to make distribution to shareholders by way of a reduction in share premium

“Resolved that, the directors of the company be and they are hereby authorised to make a specific cash payment of 54.0 cents per ordinary share to members of the company registered as such at the close of business on Friday, 6 August 2010, by way of a reduction in the company's share premium account, in terms of Section 90 of the Companies Act, 61 of 1973, as amended, and subject to the Listings Requirements of the JSE Limited.

The purpose of this resolution is to authorise the company's directors to make a cash distribution to shareholders by way of a capital reduction out of the company's share premium account of 54.0 cents per share in lieu of a final dividend for the year ended 31 March 2010.

The additional information pertaining to directors and management, directors' interests in ordinary shares, share capital of the company, and major beneficial shareholders, as referenced in respect of Ordinary Resolution No. 2, applies equally to this Ordinary Resolution No. 3, and Appendix B to this notice provides further disclosures regarding the specific payment required in terms of the Listings Requirements of the JSE Limited.

4. Ordinary Resolution No. 4 – Determination of directors' fees

Resolved that, unless otherwise determined by the company in general meeting, the revised annual fees payable by the company to non-executive directors be approved with effect from 1 April 2010, as follows -

	Rands per annum	
	Current	Proposed
Board :		
Chairman *	1 820 000	1 930 000
Deputy Chairman *	1 200 000	1 275 000
Other members	180 000	190 000
Audit Committee:		
Chairman	135 000	145 000
Other members	78 000	80 000
Remuneration / Nomination Committee:		
Chairman	105 000	115 000
Other members	78 000	80 000
Risk Management Committee:		
Chairman	86 000	90 000
Other members	67 000	70 000

* Fees inclusive of committee membership fees and payable monthly in arrears.
All other fees are paid quarterly in arrears.

4. OTHER BUSINESS

To transact such other business as may be transacted at an annual general meeting of members.

Members holding certificated shares and members that have dematerialised their shares and have elected own name registration in the sub-register maintained by a Central Securities Depository Participant (CSDP), may attend, speak and vote at the annual general meeting or may appoint one or more proxies (who need not be members of the company) to attend, speak and vote at the annual general meeting on behalf of such member. A proxy form is included as page 123 of the Annual Report. Duly completed proxy forms must be returned to the transfer secretaries, Link Market Services South Africa (Proprietary) Limited (P O Box 4844, Johannesburg, 2000 or 5th Floor, 11 Diagonal Street, Johannesburg, 2001) to be received by no later than 14:00 on Monday, 19 July 2010.

Shareholders who have dematerialised their shares through a CSDP or a broker and who have not elected own name registration in the sub-register maintained by the CSDP and who wish to attend the annual general meeting, should instruct their CSDP / broker to issue them with the necessary letter of representation to attend. Shareholders who are unable or do not intend to attend the meeting, but wish to be represented at the meeting, may provide their CSDP / broker with their voting instructions in terms of the custody agreement entered into between such shareholders and their CSDP / broker.

By order of the board.

G D Knox
Company Secretary

Mount Edgecombe
22 June 2010

Appendix A to notice of meeting

ELECTION OF DIRECTORS

Curricula vitae

1. A R (Ami) Mpungwe (Tanzanian) (59), *BA(Hons)*

Appointed as a non-executive, independent director, with effect from 1 September 2009. He is a past Tanzanian High Commissioner to South Africa, having retired after 25 years' service in the Tanzanian diplomatic service. He is a non-executive director of three of Illovo's operating subsidiaries; Illovo Sugar (Malawi) Limited which is listed on the Malawi Stock Exchange, Zambia Sugar Plc which is listed on the Lusaka Stock Exchange, and Kilombero Sugar Company Limited in Tanzania. He is also a director of a number of other companies in Tanzania, and was previously a director of Illovo Sugar Limited from 2001 to 2006. He has a wealth of commercial experience in operating on the African continent

2. T S (Trevor) Munday (60), *BCom*

Appointed as a non-executive, independent director, with effect from 9 March 2010. He spent his formative years from 1971 in a wide-ranging number of roles in financial and commercial management positions both in southern Africa and Europe. In the late 1980s, he was appointed finance and commercial director of AECI Explosives and Chemicals Limited.

In 1990, he was appointed managing director of Dulux Paints and in the period 1996 to 2000, managing director of Polifin Limited. In 2001, he was appointed executive director and chief financial officer of Sasol Limited with responsibility also for corporate affairs and various other portfolios. Two years later, he assumed global responsibility for Sasol's chemical businesses. In 2005 and 2006, he was deputy chief executive of Sasol Limited. At the end of 2006, he retired from executive roles and in 2007 became a non-executive director of various companies. He currently serves as Chairman of Reunert Limited and as a director of Absa Group Limited, Absa Bank Limited, Sasol Synfuels International (Pty) Limited, Sasol Petroleum International (Pty) Limited, and Sasol Polymers and Sasol Nitro – both trading as divisions of Sasol Chemical Industries (Pty) Limited.

3. R N (Richard) Pike (40), *LLB, ACA, ATII, AMCT*

Appointed as a non-executive director, with effect from 28 January 2010. He joined the British Sugar Group in January 2010. Immediately prior to that, he was the group operations & finance director of Bridgemere UK Plc, and previously held senior positions in Manchester Airport Group plc, Scapa Group plc and Pilkington plc.

4. M J (Mike) Hankinson (61) *BCom, CA(SA)*

Appointed as a non-executive, independent director in 2008. After qualifying as a chartered accountant, he joined the Romatex group in 1976 where he managed a number of subsidiaries and was appointed group chief executive in 1994. He was president of the Textile Federation and a member of the SA Wool Board. He joined Dunlop in 1997 as chief executive officer, and during his tenure presided over the sale of the business to a private consortium, its delisting from the JSE Limited, and its sale to Apollo Tyres Limited, an Indian-based listed company. In 2007, he was appointed as a non-executive director of Apollo Tyres and relinquished his position at Dunlop. He is Chairman of The Spar Group Limited, and a non-executive director of Grindrod Limited, Sovereign Food Investments Limited and Transnet Limited.

5. D (Len) Konar (Dr) (56) *CA(SA), MAS(Illinois), DCom*

Appointed as a non-executive, independent director in 1995 and as chairman of the Audit Committee in 1997. He is a chartered accountant who acts as a professional director of companies. He was previously executive director of the Independent Development Trust where he was, amongst other activities, responsible for the internal audit and investments portfolios. Prior to that, he was professor and head of the Department of Accountancy at the University of Durban-Westville. He is a member of the King Committee on Corporate Governance, the Securities Regulation Panel and the Institute of Directors. He is also Chairman of Steinhoff International Holdings Limited, Exxaro Resources Limited and Mustek Limited, and a non-executive director of Alexander Forbes Equity Holdings (Pty) Limited, the South African Reserve Bank, J D Group Limited, Sappi Limited and Lonmin plc. He chairs or serves on the audit committees of these and other organisations. He is also the co-chairman of the Oversight Panel of the World Bank and a current member of the Safeguards Panel and past chairman and member of the external audit committee of the International Monetary Fund in Washington.

6. D G (Don) MacLeod (63) *BCom, AMP(Oxford)*

Joined the South African sugar industry in 1971 and became part of the Illovo group in 1973. He spent 10 years in various management positions before being appointed to the board in 1983. Mr MacLeod was previously finance director, was appointed managing director in 1992, became chief executive in 1995, and upon retirement in 2009, became deputy chairman. He is also a non-executive director / chairman of the main subsidiaries in each of Illovo's six countries of operation. He is a past chairman of the South African Sugar Association and the South African Sugar Millers' Association.

7. P M (Phinda) Madi (46) *BProc, EDP*

Appointed as a non-executive, independent director in November 2002. Obtained his law degree from the University of Zululand in 1987. Joined the French Bank of South Africa in 1987 as corporate banking and legal officer, and from 1992 to 1994 acted as an in-house consultant on employment equity for the Standard Bank group. He is a founder of several consulting and publishing companies and author of three books on business strategy and transformation. In 2001, he was appointed visiting professor of business leadership studies at Rhodes University and currently is deputy chairman of one of South Africa's major medical aid companies, Allcare Medical Aid Administrators. He is also a non-executive director of other listed companies, Nampak Limited, Sovereign Food Investments Limited and The Spar Group Limited.

8. C W N (Nosipho) Molope (45) *BSc(Medical Sciences), BCompt(Hons), CA(SA)*

Appointed as a non-executive, independent director in 2008. After qualifying as a chartered accountant in 1999, she 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 Limited. In 2004, she joined Zungu Investments Company as financial director, and in 2005 was appointed as chief financial officer of the Financial Services Board. She resigned from this position with effect from December 2008 to give focus to her role as a professional non-executive director of companies. She is also a director of Hudaco Industries Limited, and its subsidiary Hudaco Trading (Proprietary) Limited, Nampak Limited, MTN SA, MTN Business Solutions (Proprietary) Limited, and six other MTN group subsidiaries in West and East Africa.

9. K (Karin) Zarnack (37) *BCom, CA(SA)*

Appointed to the board as financial director in October 2005. Obtained her degree from the University of Natal, Durban in 1994. After completing her training contract with Deloitte & Touche, she was appointed a manager of its audit services division where she was responsible for the audits of both listed and private companies mainly in the manufacturing sector, including Illovo Sugar Limited. In 2004, she was admitted as an audit partner. Her international experience includes secondments to Miami, USA and Manila in the Philippines. She is a non-executive director of the main subsidiaries in each of Illovo's six countries of operation.

Appendix B to notice of meeting

Further JSE disclosures with regard to Ordinary Resolution No. 3.

1. Pro forma financial effects of distribution out of share premium

The illustrative pro forma financial effects set out below have been prepared to assist Illovo shareholders to assess the impact of the specific payment on the net asset value ("NAV") and the tangible net asset value ("TNAV") per ordinary share. The material assumptions are set out in the notes following the table. The pro forma financial effects are the responsibility of the directors and are provided for illustrative purposes only.

Shareholders are advised that, as the distribution is being made in lieu of a final dividend that would have been paid had no capital been available for distribution, there will be no additional reduction in the cash and cash equivalents and equity attributable to ordinary shareholders of the company.

The financial effects have been prepared for illustrative purposes only, and because of their nature, may not give a fair presentation of Illovo's financial position, changes in equity, results of operations or cash flows.

	Actual before distribution ⁽¹⁾	Impact of the proposed distribution ⁽²⁾	Pro forma after the distribution
Cash and cash equivalents (R million)	1 345.5	(248.5)	1 096.9
Total equity ⁽³⁾ (R million)	6 134.7	(248.5)	6 066.2
NAV ⁽⁴⁾ (cents per share)	1 372.3		1 318.3
TNAV ⁽⁴⁾ (cents per share)	1 333.36		1 279.36

(1) As per the published audited results of Illovo for the year ended 31 March 2010.

(2) Adjustments to the cash and cash equivalents and total equity were made on the assumption that the distribution to shareholders of 54.0 cents per share was paid on 31 March 2010.

(3) Total equity comprises the following items -

	Actual before distribution ⁽¹⁾	Impact of the proposed distribution ⁽²⁾	Pro forma after the distribution
Share capital	18.4	-	18.4
Share premium	3 057.3	-	3 057.3
Share-based payments reserve	13.1	-	13.1
Non-distributable reserves	(117.1)	-	(117.1)
Distribution reserve	248.5	(248.5)	-
Retained earnings	2 282.4	-	2 282.4
Non-controlling interest	812.1	-	812.1
Total equity	6 314.7	(248.5)	6 066.2

(4) The calculation of NAV per share and TNAV per share as at 31 March 2010 has been based on 460 159 638 ordinary shares in issue. The Total equity used in the calculation of TNAV per share is calculated as set out below -

Total equity	6 314.7	(248.5)	6 066.2
Intangible assets	(179.1)		(179.1)
	6 135.6	(248.5)	5 887.1

2. Working capital statement

The directors are of the opinion that, taking into consideration the effect of the specific payment and subject to the requirements of the Act -

- the company and the group will be able in the ordinary course of business to pay its debts for a period of 12 months after the date of the notice of the annual general meeting;
- 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 months after the date of the notice of the annual general meeting. For this purpose, the assets and liabilities will be recognised and measured in accordance with the accounting policies used in the latest audited annual group financial statements;
- the share capital and reserves of the company and the group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting; and
- the working capital of the company and the group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the annual general meeting.

3. Directors' responsibility statement

The directors whose names appear in the Annual Report, collectively and individually accept full responsibility for the accuracy of the information pertaining to this resolution and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and this notice contains all information required by law and the Listings Requirements of the JSE Limited.

4. Material change

Other than the information contained in the Annual Report, there have been no material changes in the affairs or financial position of the company and its subsidiaries since the date of publication of the company's audited results on 31 May 2010 and up to the date of this notice.

5. Litigation

The directors whose names appear in the Annual Report, are not aware of any legal or arbitration proceedings, including proceedings that are pending or threatened, that may have or had in the recent past, being at least the previous 12 months, a material effect on the company's financial position.

6. Taxation

This summary, which is based on tax legislation currently in force, serves as a general guide and is not intended to be, nor should it be considered to be, legal or tax advice. Shareholders are advised to consult their own advisers as to the tax consequences of the specific payment by way of distribution in light of their own particular circumstances. The company and its advisers are not responsible for the tax consequences of the distribution for shareholders under South African law, the law of the jurisdiction of their residence and any treaty between South Africa and such jurisdiction.

- i The distribution to shareholders will be made out of the company's share premium account and will, therefore, not constitute a "dividend" as defined in the Income Tax Act;
- ii As the distribution is not a dividend, no Secondary Tax on Companies (STC) will be payable by the company;
- iii The distribution will not qualify for a credit for STC purposes in the hands of any shareholder which is a company or close corporation resident in South Africa;
- iv To the extent that shareholders hold their shares as capital assets in terms of the Income Tax Act, the distribution will be treated as proceeds for capital gains tax purposes. This will also apply to the disposal of any shares held as trading stock, the proceeds of which are deemed to be of a capital nature in terms of Section 9C of the Income Tax Act; and
- v To the extent that shareholders hold their shares as trading stock in terms of the Income Tax Act, the distribution will be subject to income tax, unless the proceeds on disposal of the shares will be deemed to be of a capital nature in terms of Section 9C of the Income Tax Act.

7. Exchange Control

The following is a summary of the Exchange Control Regulations insofar as they have application to shareholders. Any shareholders who have any doubts as to the application thereof should consult their professional advisers as soon as possible -

7.1 Residents of the common monetary area

In the case of -

- 7.1.1 certificated shareholders whose registered address in the register is within the common monetary area and whose documents of title are not endorsed in terms of the Exchange Control Regulations, the distribution will be posted to his / her registered address (or electronically transferred to such shareholder's bank account if the transfer secretaries have details of that bank account and the shareholder concerned has concluded a mandate with the transfer secretaries); or
- 7.1.2 dematerialised shareholders, the distribution will be paid to his / her duly appointed Central Securities Depository Participant (CSDP) or broker and credited to such shareholder in accordance with the provisions of the custody agreement with his / her CSDP or broker.

7.2 Emigrants from the common monetary area

In the case of shareholders who are emigrants from the common monetary area and whose shares form part of their blocked assets, the distribution will -

- 7.2.1 in the case of certificated shareholders, be forwarded to the authorised dealer in foreign exchange in South Africa controlling such shareholder's blocked assets in terms of the Exchange Control Regulations. Shareholders should provide the details of the authorised dealer concerned; or
- 7.2.2 in the case of dematerialised shareholders, be paid to his / her CSDP or broker, which shall arrange for the same to be credited directly to the blocked rand bank account of the shareholder with his / her authorised dealer.

Appendix B to notice of meeting *continued*

8. Costs

The estimated costs of making the proposed distribution to shareholders are approximately R61 340, exclusive of value added tax, and include the following -

	R
JSE documentation fees	9 570
Legal fees - Garlicke & Bousfield Inc	6 900
Printing and postage costs – Ince (Proprietary) Limited	44 870
Total	61 340

9. Consents

The sponsor has consented in writing to act in the capacity stated, and has not withdrawn its consent prior to the publication of this notice.

10. Directors' recommendation

It is the opinion of the directors that it is appropriate to make payments to shareholders by way of reducing the capital of the company, and specifically the share premium arising out of past shares issued, in lieu of the final dividend, which would have been paid for the year ended 31 March 2010, subject to such limitations and conditions as are contained in this notice.

The directors further recommend that shareholders vote in favour of the proposed resolution. Every director that holds shares in the company intends to vote in favour of the proposed resolution.

11. Condition precedent

The distribution by way of reduction in share premium is subject to the fulfilment of the condition precedent that the approval by the requisite majority of shareholders at the annual general meeting is obtained.

12. Documents available for inspection

The following documents, or copies thereof, will be available for inspection by shareholders during normal business hours at the registered office of the company from Tuesday, 22 June 2010 to Tuesday, 20 July 2010 -

- the memorandum and articles of association of the company;
- the audited annual financial statements of the company for each of the past three financial years;
- the consent letter of the sponsor; and
- a signed copy of the notice of annual general meeting.

This notice is available in English only.

Form of proxy

for the 95th annual general meeting



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

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

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 Wednesday, 21 July 2010 at 14:00 and at any adjournment thereof as follows -

Resolution No.	Agenda Item	Mark with X where applicable		
		For	Against	Abstain

1	Adoption of 2010 annual financial statements			
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2	Election of directors			
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2.1	Confirmation of appointment of directors			
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2.1.1	A R Mpungwe			
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2.1.2	T S Munday			
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2.1.3	R N Pike			
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2.2	Re-election of directors			
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2.2.1	M J Hankinson			
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2.2.2	D Konar			
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2.2.3	D G MacLeod			
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2.2.4	P M Madi			
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2.2.5	C W N Molope			
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2.2.6	K Zarnack			
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3.1	Special resolution			
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1	Specific authority to repurchase shares			
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3.2	Ordinary resolutions			
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1	Authority to make and implement Odd-Lot offer			
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2	General authority to make distributions to shareholders by way of a reduction in share premium			
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3	Special authority to make distribution to shareholders by way of a reduction in share premium			
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4	Determination of directors' fees			
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Signed at _____ on this _____ day of _____ 2010

Signature _____

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

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

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 shareholders 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 shareholders 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 14:00 on Monday, 19 July 2010.
- 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
P O Box 194,
Durban, 4000

Postal address:

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+27 31 508-4300

Telefax:

+27 31 508-4535

E-mail

gdknox@illovo.co.za

Website:

www.illovosugar.com**Group Public Affairs Manager:**

C Fitz-Gerald

Telephone:

+27 31 508-4300

Telefax:

+27 31 508-4535

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
Audited group results	May
Annual report and financial statements	June

Dividends and distributions

Interim dividend	Declaration	November
	Payment	January
Final distribution	Declaration	May
	Payment	August

Shareholders are reminded to notify the transfer secretaries of any change in address.