

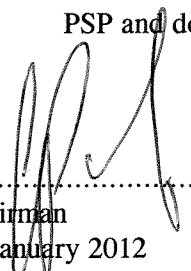


SPECIAL BUSINESS RESOLUTION – ANNUAL GENERAL MEETING

At the fourteenth Annual General Meeting of the Petra Diamonds Limited (incorporated and registered in Bermuda under company registration number EC23123) (the “**Company**”), duly held and convened and held at 44 Southampton Buildings, London WC2A 1AP on 27 January 2012 at 10 a.m., the following resolution was duly passed as special business by way of an ordinary resolution:

Ordinary Resolution

11. That the Petra Diamonds Limited 2012 Performance Share Plan (“PSP”) in the form of the rules produced to this meeting and initialled by the Chairman for identification purposes and as summarised in the Appendix forming part of the Notice of Annual General Meeting, be hereby approved and the Directors be authorised to adopt the PSP and do everything they consider necessary or desirable to implement the PSP.


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Chairman
27 January 2012

Registered office

Clarendon House, 2 Church Street, Hamilton HM11, Bermuda
Company registration number: EC23123