

RIMCAPITAL LIMITED

INSTRUCTIONS – APPOINTMENT OF PROXIES

- A member entitled to attend and vote is entitled to appoint not more than two proxies to attend and vote instead of the member.
- A proxy need not be a member of the Company.
- Where two proxies are appointed, each must be appointed to represent a specific portion or number of the member's voting rights. If such apportionment is not made, each proxy may exercise half of the member's voting rights. Neither proxy is entitled to vote on a show of hands.
- The proxy form must be signed personally by the shareholder or his/her attorney, duly authorised in writing. If a proxy is given by a corporation, the proxy must be executed under the common seal of the corporation or its authorised attorney. In the case of joint shareholders, this proxy must be signed by at least one of the joint shareholders personally or by an authorised attorney.
- If a proxy is executed by an attorney of a shareholder, the original of the relevant power of attorney or a certified copy of the power of attorney, if it has not already been noted by the Company, must accompany the proxy form.
- To be effective, proxies must be received by the Company at its registered office at Suite 505, Level 5, 33 Bligh Street, Sydney NSW 2000 at least 48 hours before the time appointed for the meeting.
- A proxy may be sent by fax to 02 9232 0233 to be received by the time specified above.

**PROXY FORM
RIMCAPITAL LIMITED
ACN 064 874 620**

Registered address: Suite 505, Level 5, 33 Bligh Street, Sydney NSW 2000

In respect of the **Annual General Meeting to be held at Boardroom 3, Intercontinental Sydney, 117 Macquarie Street, Sydney NSW 2000 Australia at 10.00 am on Thursday, 3 November 2005** or any adjournment thereof, or poll

I/We (full name)

of

being a member/members, holding fully paid ordinary shares in RIMCapital Limited, hereby appoint:-

.....

of

and (in the case of a second proxy)

.....

of

or in default, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and vote for me/us and on my/our behalf at the said General Meeting or at any adjournment thereof or poll in respect of:

* all of my/our shares * or (this number) shares – (proxy one)

..... shares – (proxy two)

total shares

(Should you desire to direct your proxy how to vote, please complete the following section of this form by inserting "X" or a tick in the appropriate boxes. If you do not direct your proxy on any item, your proxy may vote on it as the proxy thinks fit or may abstain from voting.)

I/We instruct my/our proxy to vote as indicated below in respect of the item of business referred to:

Item of Business

	For	Against	Abstain
1. 2005 Financial and Directors' Report	☐	☐	☐
2. Remuneration Report	☐	☐	☐
3. Rotation of Director – re-election of Mr Chris Lim	☐	☐	☐

NOTE:

If a shareholder appoints a Chairman of the meeting as a shareholder's proxy and does not specify how the Chairman is to vote on an item of business, subject to requirements of the Corporations Act, it is the intention of the Chairman to vote on a poll as proxy for the shareholder in favour of each resolution.

If you do not wish to direct your proxy how to vote, please mark the box

☐

By marking this box you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest.

Dated this day of 2005

Signature of Member(s)

- * Please delete one; if no deletion is made and the proportion or number of shares is not inserted and only one proxy is appointed, it will be assumed that the proxy is for all shares registered in the name of the member(s); if no deletion is made and two proxies are appointed, each proxy may exercise half of the member's voting rights. Neither proxy is entitled to vote on a show of hands.

PLEASE REFER TO REVERSE SIDE FOR INSTRUCTIONS ABOUT THE APPOINTMENT OF PROXIES