

**RICEGROWERS LIMITED ABN 55 007 481 156 ("Company")**

**FORM OF PROXY**

(REFER TO INSTRUCTIONS OVERLEAF BEFORE COMPLETING THIS FORM)

I/We \_\_\_\_\_ (full name - BLOCK letters)  
of \_\_\_\_\_ (address)

being an A Class Shareholder of Ricegrowers Limited and entitled to attend and vote, appoint

the **Chair of the Meeting (mark box with an X)**

☐

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, write here the name of the person or body corporate you are appointing as your proxy

or failing the named person or body corporate, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 29 August 2008 at 10.30am at the Jerilderie Civic Hall, 33 Jerilderie Street, Jerilderie, and at any adjournment.

If you want to direct your proxy how to vote, you should place an (X) in the appropriate box.

Remuneration Report	<input type="checkbox"/>	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN
Constitution change – right of B Class Shareholders to attend general meetings - Rule 5.2(c)	<input type="checkbox"/>	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN
Constitution change – right of individual joint shareholders to acquire B Class Shares - Rule 9.4	<input type="checkbox"/>	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN
Constitution change – Employee Share Plan - Rule 1.1, Rule 3.4, Rule 3.16	<input type="checkbox"/>	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN
Approval of Ricegrowers Limited Employee Share Plan	<input type="checkbox"/>	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN

SIGNATURE OF SHAREHOLDER/S  
(SIGNING INSTRUCTIONS – SEE OVERLEAF)

COMPANIES ONLY

<input type="text"/>
Signature
<input type="text"/>
Signature
<input type="text"/>
Telephone

<input type="text"/>
COMPANY SEAL (IF APPLICABLE)

<input type="text"/>
Director Signature
<input type="text"/>
Director/Secretary Signature
<input type="text"/>
Sole Director of a proprietary company and no Secretary
<input type="text"/>
Sole Director and Sole Company Secretary Signature

**RICEGROWERS LIMITED**  
**ABN 55 007 481 156 ("Company")**

**Appointment of proxy**

- If you are unable to attend and vote at the Annual General Meeting of the Company on 29 August 2008, or any adjournment and wish to appoint a person to attend and vote as your proxy, please complete and return this form of proxy.
- A proxy need not be a shareholder.
- If you want to direct your proxy how to vote on any item you should mark the appropriate box on the proxy form.

**Signing instructions**

- The form of proxy must be signed by the shareholder or by their authorised agent.
- If the shareholder is a corporation, this form of proxy should be signed in accordance with the shareholder's constitution and the Corporations Act 2001(Cth).

**Lodgement details**

- The form of proxy must be received by the Company not less than 48 hours before the time for the holding of the Annual General Meeting at the following address:  
  
Ricegrowers Limited  
NIP 37  
Yanco Avenue  
Leeton NSW 2705
- If the form of proxy is signed by an agent, the original or an attested copy of the power of attorney or other authority under which the agent is authorised to sign must accompany the form of proxy, unless it has been previously provided to the Company.
- Alternatively, a copy of the form of proxy and power of attorney may be sent by facsimile to the Company on (02) 6953 7208 not less than 48 hours before the time for the holding of the Annual General Meeting.
- If you require further information on how to complete the form of proxy please telephone Mandy Del Gigante, Company Secretary, on (02) 6953 0405.