

Blue Label Telecoms Limited
 (Incorporated in the Republic of South Africa)
 (Registration number 2006/022679/06)
 Share code: BLU ISIN: ZAE000109088
 ("Blue Label Telecoms" or "the company")

FORM OF PROXY FOR THE FIRST ANNUAL GENERAL MEETING TO BE HELD AT BLUE LABEL TELECOMS CORPORATE OFFICES AT 75 GRAYSTON DRIVE, SANDTON, ON WEDNESDAY, 12 NOVEMBER 2008 AT 10:00 – FOR USE BY CERTIFICATED ORDINARY SHAREHOLDERS AND DEMATERIALIZED ORDINARY SHAREHOLDERS WITH OWN NAME REGISTRATION ONLY

Dematerialised shareholders other than "own name" registration must inform their CSDP or broker of their intention to attend the annual general meeting and request their CSDP to issue them with the necessary authorisation to attend the annual general meeting in person or provide their CSDP or broker with their voting instructions should they not wish to attend the annual general meeting in person but wish to be represented thereat.

I/We

(Please print)

of address _____

Being the registered holder(s) of _____ ordinary shares in the capital of the company do hereby appoint

1. _____

2. _____

the chairman of the annual general meeting as my/our proxy to act for me/us and on my/our behalf at the first annual general meeting of the company which will be held on Wednesday, 12 November 2008 at 10:00 for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at any adjournment thereof, and to vote for and/or against the resolutions and/or abstain from voting in respect of the shares registered in my/our name/s, in accordance with the following instructions:

	NUMBER OF ORDINARY SHARES		
	For	Against	Abstain
1. Adoption of annual financial statements			
2. Re-election of directors			
2.1 S Ellerine			
2.2 GD Harlow			
2.3 RJ Huntley			
2.4 NN Lazarus			
2.5 BM Levy			
2.6 MS Levy			
2.7 P Mansour			
2.8 JS Mthimunye			
2.9 LM Nestadt			
2.10 MV Pamensky			
2.11 DB Rivkind			
2.12 HC Theledi			
2.13 LM Tyalimpi			
3. Ratification of fees paid to non-executive directors			
4. Approval of non-executive director fees			
5. Reappointment of independent auditors			
6. Special resolution: General authority to repurchase shares			
7. Ordinary resolution number 1: Control of authorised but unissued shares			
8. Ordinary resolution number 2: General authority to issue shares for cash			
9. Ordinary resolution number 3: Adoption of the Forfeitable Share Plan			
10. Ordinary resolution number 4: Authorisation to implement the Forfeitable Share Plan			
11. Ordinary resolution number 5: Signature of documents			

Signed at _____ on _____ 2008

Signature _____

Assisted by me (where applicable)