

# CLICKS GROUP

## L I M I T E D

CLICKS GROUP LIMITED  
 Reg No. 1996/000645/06  
 Share code: CLS • ISIN: ZAE000134854

## FORM OF PROXY

For use by certificated Clicks Group shareholders and "own name" dematerialised Clicks Group shareholders only, at the annual general meeting of shareholders of the company to be held on Monday, 18 January 2010 at 11:00 at the registered office of Clicks Group Limited, corner Searle and Pontac Streets, Cape Town.

I/We (full names – in block letters) \_\_\_\_\_

of (address) \_\_\_\_\_

being the registered holder of \_\_\_\_\_ ordinary shares (see note 1) in Clicks Group Limited hereby appoint:

1. \_\_\_\_\_ or failing him/her
2. \_\_\_\_\_ or failing him/her
3. the chairman of the meeting, as my/our proxy to attend, speak and vote on my/our behalf, as indicated below, at the annual general meeting to be held on Monday, 18 January 2010 at 11:00 and at any adjournment thereof.

	Number of votes (one vote per ordinary share)		
	For	Against	Abstain
1. Ordinary resolution No. 1: Adoption of financial statements			
2. Ordinary resolution No. 2: Reappointment of auditors			
3. Ordinary resolution No. 3: Re-election of Mr DM Nurek as a director			
4. Ordinary resolution No. 4: Re-election of Mr KDM Warburton as a director			
5. Ordinary resolution No. 5: Re-election of Mrs F Jakoet as a director			
6. Ordinary resolution No. 6: Approval of 2010 directors' fees			
7. Ordinary resolution No. 7: Directors' authority over unissued shares			
8. Ordinary resolution No. 8: General authority to make distributions to shareholders by way of a reduction in share premium			
9. Ordinary resolution No. 9: Specific authority to issue shares in terms of the Companies Act			
10. Ordinary resolution No. 10: Specific authority to issue shares in terms of the JSE Listings Requirements			
11. Special resolution No. 1: General authority to repurchase shares			
12. Special resolution No. 2: Amend article 89 of the company's articles of association by deletion of the current article and replacement with substitute article			

Unless otherwise instructed above, my/our proxy may vote as he/she deems fit.

Signed by me/us this \_\_\_\_\_ day of \_\_\_\_\_

Signature(s) \_\_\_\_\_

## Notes:

1. On a poll, a shareholder is entitled to one vote for every share held.
2. Any alteration or correction made on this form must be initialled by the signatory/ies.
3. This proxy form must be lodged with the company's transfer secretaries, Computershare Investor Services (Proprietary) Limited, Ground Floor, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107) or at the registered office of the company, Cnr Searle and Pontac Streets, Cape Town, no later than 24 hours (11:00, Friday, 15 January 2010) before the commencement of the meeting or posted to the company secretary at PO Box 5142, Cape Town, 8000, to arrive no later than 24 hours (11:00, Friday, 15 January 2010) before the commencement of the meeting (excluding Saturdays, Sundays and public holidays).
4. A proxy need not be a shareholder of the company.
5. If this proxy is signed under the power of attorney or on behalf of a company, such powers of authority, unless previously registered with the company, must accompany it.
6. If you are a dematerialised shareholder and are not an own name dematerialised shareholder and you are unable to attend the annual general meeting, you must contact your Central Securities Depository Participant ("CSDP") or broker, as the case may be, and furnish it with your voting instructions in respect of the annual general meeting in accordance with the mandate between yourself and the CSDP or broker, as the case may be. You should not complete the attached form of proxy. If your CSDP or broker does not obtain your voting instructions from you in respect of the annual general meeting, it will be obliged to act in terms of your mandate, or if you is silent, to abstain from voting. The instruction must be provided within the time period required by your CSDP or broker, as the case may be.