



ABN 27 091 320 464

**PROXY FORM**

**SHAREHOLDER/S NAME/S AND ADDRESS**  
(PLEASE COMPLETE IN BLACK INK)

Name/s:

Address:

I/we appoint as my/our proxy the person named below at the Annual General Meeting of the Company to be held at 10.00 am (NSW time) on Wednesday 25 August 2010 at the Regus Meeting Rooms, Level 8, 1 Alfred Street, Sydney NSW 2000.

**APPOINTMENT OF PROXY:** I/We being a member of FarmWorks Australia Limited and entitled to vote and attend hereby appoint

The Chairman  
of the Meeting  
(mark with an 'X')

OR

If you are appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered security holder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of FarmWorks Australia Limited to be held at the Regus Meeting Rooms, Level 8, 1 Alfred Street, Sydney, NSW, 2000 on Wednesday 25 August 2010 at 10.00 am (NSW time) and at any adjournment of that meeting.

If the Chair of the meeting is appointed as your proxy, or may be appointed by default and you do **not** wish to direct your proxy how to vote as your proxy in respect of a Resolution, please place a mark in the box. By marking this box, you acknowledge that the Chair may exercise your proxy even if he has an interest in the outcome of a Resolution and that votes cast by the Chair of the meeting for a Resolution other than as proxy holder will be disregarded because of that interest. The Chairman intends to vote in favour of all undirected proxies.

**VOTING DIRECTIONS TO YOUR PROXY – please mark  to indicate your directions. If you leave your proxy undirected with respect to any resolution and in favour of the Chairman (or if your appointed proxy fails to attend), then the Chairman will vote such proxies in favour of those resolutions.**

No	RESOLUTION	FOR	AGAINST	ABSTAIN*
2	Approval of the Remuneration report			
3	Election of Mr Glenn Tetley as a Director			
4	Election of Mr Wayne Kernaghan as a Director			
5	Confirmation of the Appointment of Mr Ross Withers as a Director			
6	Approval of the Performance Rights Plan			
7	Approval of the grant of options to Mr Ross Withers			
8	Approval of the grant of options to Mr Wayne Kernaghan			
9	Approval of the grant of options to Mr Kevin Dart			

\*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

**Appointing a second Proxy:** We wish to appoint a second proxy

Mark with an "X" if you wish to appoint a second proxy

**AND**

**OR**

State the percentage of your voting rights or the number of securities for this Proxy

**PLEASE SIGN HERE** This section must be signed in accordance with the instruction overleaf to enable your directions to be implemented

Individual or security holder 1

Individual/Sole Director and  
Sole Company Secretary

Security holder 2

Director

Security holder 3

Director/Company Secretary

**IMPORTANT – This Proxy Form (and any power of attorney under which it is signed) MUST be received no less than 48 hours before the proposed time for the meeting. Any Proxy Form received after that time will not be valid.**

*See the following page on Voting and Proxies*

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## **HOW TO COMPLETE THIS PROXY FORM**

### **1. Name and Address**

Please complete your name and address as it appears on the company's share register. If this information is incorrect, please mark the correction on the form. Security holders sponsored by a broker (in which case your reference number overleaf with commence with an 'X') should advise your broker of any changes. **Please note you cannot change ownership of your securities using this form.**

### **2. Appointment of a Proxy**

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of the individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company. Do not write the name of the issuer company or the registered shareholder in the space.

### **3. Votes on Items of Business**

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each Item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any one item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### **4. Appointment of a Second Proxy**

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by calling the Company or you may copy this form.

To appoint a second proxy you must:

- a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- b) return both forms in the same envelope.

### **5. Signing Instructions**

You must sign this form in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all the shareholders should sign.

Power of Attorney: to sign under Power of Attorney, you must have had already lodged this document with the share registry. If you have not previously lodged this document, please attach a certified copy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporate shareholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained by contacting the company's share registry.

### **6. Lodgement of Proxy**

**The Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting, that is by 10:00 am on Monday 23 August 2010. Any proxy form received after that time will not be valid for the scheduled meeting.**

<b>IN PERSON:</b>	<b>Registered Office:</b>	<b>Level 1, 59 Parraween Street, Cremorne, NSW 2090</b>
<b>BY MAIL:</b>		<b>PO Box R1895, Royal Exchange, NSW, 1225</b>
<b>BY FAX:</b>		<b>+61 2 9247 7722</b>

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