

# ROCKWELL DIAMONDS INC.



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Toronto, Ontario M5J 2Y1  
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MR SAM SAMPLE  
123 SAMPLES STREET  
SAMPLETOWN SS X9X 9X9

Security Class 123

Holder Account Number  
C1234567890 X X X

## GREEN PROXY

The future of Rockwell Diamonds Inc. will be determined by your vote. Vote only your GREEN proxy.

### Form of Green Proxy - Special General Meeting to be held on June 17, 2009

This Form of Proxy is solicited by the Executive Directors of Rockwell Diamonds Inc., as defined in the Executive Directors information circular dated May 20, 2009.

#### Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed to the holder.
5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by certain Directors of Rockwell Diamonds Inc. (the "Executive Directors").
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by the Executive Directors.

Proxies submitted must be received by 11:00 am, Pacific Daylight Time, on June 15, 2009.

### VOTE USING THE TELEPHONE, INTERNET OR FAX 24 HOURS A DAY 7 DAYS A WEEK!



#### To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



#### To Vote Using the Internet

- Go to the following web site:  
[www.investorvote.com](http://www.investorvote.com)



#### To Vote by Fax

- Complete, sign and date the reverse hereof.
- Forward it by fax to 1-866-249-7775 for calls within Canada and the U.S. There is **NO CHARGE** for this call.
- Forward it by fax to 416-263-9524 for calls outside Canada and the U.S.

If you vote by telephone, Internet or Fax, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail, Internet or Fax are the only methods by which a holder may appoint a person as proxyholder other than the Executive Directors nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER, HOLDER ACCOUNT NUMBER and ACCESS NUMBER listed below.

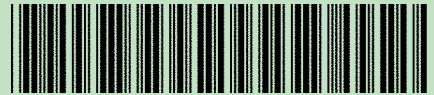
CONTROL NUMBER 123456

HOLDER ACCOUNT NUMBER C1234567890

ACCESS NUMBER 12345

+ MR SAM SAMPLE

C1234567890



XXX 123

**Appointment of Proxyholder**

I/We, being holder(s) of Rockwell Diamonds Inc. hereby appoint: David Copeland, or failing him Trevor Thomas,

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Special General Meeting of shareholders of Rockwell Diamonds Inc. to be held at Boardroom B1, 666 Burrard Street, Vancouver, British Columbia on June 17, 2009 at 11:00 AM (Pacific Daylight Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

**For** **Against**

**1. Removal of Directors**

To remove from office, by special resolution, one or more directors of Rockwell Diamonds Inc.

**For** **Against**

**2. Shareholder Rights Plan**

To continue the Shareholder Rights Plan.

**For** **Against**

**3. Fair Rights Offering**

To authorize and direct the Company to conduct a fair rights offering which does not require amendment or termination of the Shareholder Rights Plan on the terms set out in the information circular prepared by the Executive Directors.

**For** **Against**

**4. Denial of Dissidents Costs**

To direct Rockwell Diamonds Inc. to not reimburse the Dissident requisitioner of the Meeting for its costs in connection with the Meeting.

# GREEN PROXY

**Authorized Signature(s) – This section must be completed for your instructions to be executed.**

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted as recommended by the Executive Directors.**

Signature(s)

Date

DD / MM / YY

TIME IS OF THE ESSENCE - PLEASE VOTE ONLY YOUR GREEN PROXY TODAY

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