

FORM OF PROXY
Minera IRL Limited– ANNUAL GENERAL MEETING

I/We

Please complete in capitals using the exact name and address details printed on your address label

Of

being a registered holder(s) of Ordinary Shares of Minera IRL Limited, hereby appoint the Chairman of the Meeting or

Leave blank if the Chairman is to be your proxy

as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held on 12 August 2010 at 11 a.m. and at Ordnance House, 31 Pier Road, St. Helier, Jersey, JE4 8PW any adjournment thereof. I have indicated with an "X" how I/we wish our votes to be cast on the following resolutions:

	RESOLUTION	FOR	AGAINST	WITH-HELD
1	To receive and adopt the Report and Accounts for the year ended 31 December 2009.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	To approve the Directors' Remuneration Report for the year ended 31 December 2009.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	To re-elect Mr D Jones as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	To re-elect Mr G Ross as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	To re-appoint Mr K Judge as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	To re-appoint Mr N Valdez Ferrand as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	To re-appoint PKF (UK) LLP as auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	To authorise the directors to determine the auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	To authorise the directors to issue up to a maximum of 34,325,625 shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10	To authorise the directors to allot up to a maximum of 34,325,625 shares otherwise than in accordance with Section 6.1 of the Articles.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11	To adopt amended Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

12 To approve the amended Share Option Plans.

--	--	--

Signature

--

Date

--

NOTES

1. To appoint as a proxy a person other than the Chairman of the Meeting insert the full name in the space provided. A proxy need not be a shareholder of the Company.
2. Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
3. To be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must reach Computershare Investor Services (Jersey) Limited at the address referred to in the document containing the AGM notice by no later than 48 hours before the Meeting.
4. A corporation must execute this form of proxy under either its common seal or the hand of a duly authorised officer or attorney.
5. In the case of joint holders, the vote of the first named in the register who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders.
6. The vote "Withheld" option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes "For" or "Against" a resolution.