

Security Class

Holder Account Number

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Form of Proxy - Special Meeting to be held on Wednesday, November 26, 2008 at 1:00 P.M. (Toronto Time).

This Form of Proxy is solicited by and on behalf of Management.

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. 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management 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 Management.**
6. The securities represented by this proxy will be voted or withheld from voting, 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 to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 5:00 p.m. (Toronto Time), on Monday, November 24, 2008.



Appointment of Proxyholder

The undersigned Shareholder ("Registered Shareholder") of Petaquilla Copper Ltd. (the "Corporation") hereby appoints: Steven Astritis, or failing him Jochen Tilk

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 vote in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Special Meeting of Petaquilla Copper Ltd. to be held at 330 Bay Street, 11th Floor, Toronto, Ontario on Wednesday, November 26, 2008 at 1:00 P.M. (Toronto Time) and at any adjournment thereof.

The undersigned confirms that he or she consents that this form of proxy and all documents related to the matters contemplated hereby be furnished in the English language only. La personne soussignée confirme qu'elle consent à ce que cette formule de procuration ainsi que tous les documents se rapportant aux questions visées par les présentes soient fournis en anglais seulement.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Appendix "A" of the Management Information Circular

To pass, with or without variation, a special resolution, the full text of which is set forth in Appendix "A" of the Management Information Circular, approving an amendment to the Notice of Articles of PTC to remove from the authorized share structure of PTC the Preferred Shares Without Par Value With Special Rights and Restrictions (none of which are issued and outstanding) and the continuation of PTC under the Canada Business Corporation Act.

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For **Against**

2. Appendix "B" of the Management Information Circular

To pass, with or without variation, a special resolution, the full text of which is set forth in Appendix "B" of the Management Information Circular, approving an arrangement pursuant to Section 192 of the Canada Business Corporation Act.

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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 Management.

Signature(s)

Date

DD / MM / YY



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PCLQ

