

Proxy

I hereby constitute and appoint _____
as my proxy to vote shares of stock which I would be entitled to vote if personally
present at the meeting of the stockholders of the Nephi Irrigation Company, to be
held at Nephi, Utah, on _____ day of _____ 20_____, or at
any adjournment thereof, said stock being as follows:

Name of Owner: _____

Number of Shares: _____

Dated this _____ day of _____ 20_____