

Notice of the Annual General Meeting

Notice is hereby given:

That the Annual General Meeting of Shareholders of the Company ("AGM") will be held at the office of Catalytic, 74 Waterfall Drive, Waterfall Corporate Campus, Building 5, First Floor, Waterfall City, Johannesburg, at 09:00 on Thursday, 19 February 2026. The record date on which Shareholders must be recorded as such in the register maintained by the transfer secretaries of the Company for purposes of determining which Shareholders are entitled to attend and vote at the Annual General Meeting is Friday, 13 February 2026. The last day to trade in order to be eligible to vote at the AGM will accordingly be Tuesday, 10 February 2026. The purpose of the meeting is to consider, and if deemed fit, to pass, with or without non-material modifications the following resolutions:

1. Ordinary resolution number 1 – Consolidated Annual Financial Statements

"RESOLVED THAT the Consolidated Annual Financial Statements of the Group for the year ended 30 June 2025, together with the Directors', Committees' and Auditor's reports thereon, be and are hereby received, considered and adopted."

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

2. Ordinary resolution number 2 - Director retirement and re-election

"RESOLVED THAT Mrs MJ Krastanov, who retires in accordance with the provisions of the Company's Memorandum of Incorporation but, being eligible, offers herself for re-election, be and is hereby re-elected as a Director of the Company."

A curriculum vitae for Mrs MJ Krastanov is set out under Directors' and Executive Managers' Profiles on page 10 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

3. Ordinary resolution number 3 – Appointment of auditors and remuneration

"RESOLVED THAT the re-appointment of Nexia SAB&T as the auditors, with Mr Johandre Engelbrecht as the designated auditor, be and is hereby approved and that the Audit and Risk Committee be and is hereby authorised to determine the remuneration of the auditors."

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

NOTICE OF THE ANNUAL GENERAL MEETING (Continued)

4. Ordinary resolution number 4 – General authority to allot and issue shares for cash

“RESOLVED THAT, subject to the approval of 75% of the members present in person and by proxy and entitled to vote at the meeting, the Directors of the Company be and are hereby authorised, by way of general authority, to allot and issue all or any of the authorised but unissued shares in the capital of the Company as they in their discretion deem fit, subject to the following limitations:

The shares which are the subject of the issue for cash must be of a class already in issue or, where this is not the case, must be limited to such equity securities or rights that are convertible into a class already in issue;

This authority shall not endure beyond the next Annual General Meeting of the Company nor shall it endure beyond 15 months from the date of this meeting, whichever comes soonest;

There will be no restrictions in regard to the persons to whom the shares may be issued provided that such shares are to be issued to public Shareholders (as defined by the JSE Listings Requirements) and not to related parties;

Upon any issue of shares which, together with prior issues during any financial year, will constitute 5% or more of the number of shares of the class in issue, the Company shall, by way of an announcement on Stock Exchange News Service (“SENS”), give full details thereof, including the effect on the net asset value of the Company and earnings per share;

Any such issue will only be made to public shareholders, as defined in paragraphs 4.25 to 4.27 of the JSE Listings Requirements, and not to related parties, save therefore that related parties may participate in a general issue for cash through a bookbuild process provided that (i) related parties may only participate with a maximum bid price at which they are prepared to take-up shares or at book close price. In the event of a maximum bid price and the book closes at a higher price the relevant related party will be “out of the book” and not be allocated shares; and (ii) equity securities must be allocated equitably “in the book” through the bookbuild process and the measures to be applied must be disclosed in the SENS announcement launching the bookbuild;

The number of ordinary shares that may be issued shall not in the current financial year, in aggregate, exceed 28 741 415 twenty eight million seven hundred and forty one thousand four hundred and fifteen shares (including any shares which are compulsorily convertible into ordinary shares), being 50% of the Company’s issued ordinary shares at the date of this notice of Annual General Meeting; and

The maximum discount at which shares may be issued is 10% of the weighted average traded price of the Company’s shares over the 30 business days prior to the date that the price of the issue is determined or agreed by the Directors of the applicant.”

In order for this ordinary resolution to be adopted, the support of 75% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

5. Ordinary resolution Ordinary resolution number 5 – Directors’ remuneration

“RESOLVED THAT the remuneration to be paid to non-executive Directors for the financial year ending 30 June 2026 and up to and including the next Annual General Meeting, as set out in the remuneration report on page 95 be and is hereby approved.”

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

6. Ordinary resolution number 6 – Authority to execute requisite documentation

“RESOLVED THAT any Director of the Company or the Company Secretary be and hereby is authorised to do all such things and sign all such documents issued by the Company and required to give effect to the special resolutions and ordinary resolutions passed at the Annual General Meeting.”

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

NOTICE OF THE ANNUAL GENERAL MEETING (Continued)

7. Ordinary resolution number 7 – Appointment of Ms MJ Krastanov as member and Chair of the Audit and Risk Committee

“RESOLVED THAT, subject to the approval of Ordinary Resolution number 2, the appointment of Ms MJ Krastanov as a member and Chair of the Audit and Risk Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Ms MJ Krastanov is set out under Directors’ and Executive Managers’ Profiles on page 10 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.
8. Ordinary resolution number 8 – Appointment of Mr MB Pretorius as member of the Audit and Risk Committee

“RESOLVED THAT the appointment of Mr MB Pretorius as a member of the Audit and Risk Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Mr MB Pretorius is set out under Directors’ and Executive Managers’ Profiles on page 9 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.
9. Ordinary resolution number 9 – Appointment of Adv. M Moela as member of the Audit and Risk Committee

“RESOLVED THAT the appointment of Adv. M Moela as a member of the Audit and Risk Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Adv. M Moela is set out under Directors’ and Executive Managers’ Profiles on page 10 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.
10. Ordinary resolution number 10 – Appointment of Adv. M Moela as member and Chair of the Social and Ethics Committee

“RESOLVED THAT the appointment of Adv. M Moela as a member and Chair of the Social and Ethics Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Adv. M Moela is set out under Directors’ and Executive Managers’ Profiles on page 10 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.
11. Ordinary resolution number 11 – Appointment of Ms MJ Krastanov as member of the Social and Ethics Committee

“RESOLVED THAT, subject to the approval of Ordinary Resolution number 2, the appointment of Ms MJ Krastanov as a member of the Social and Ethics Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Ms MJ Krastanov is set out under Directors’ and Executive Managers’ Profiles on page 10 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

NOTICE OF THE ANNUAL GENERAL MEETING (Continued)

12. Ordinary resolution number 12 – Appointment of Mr BR Topham as member of the Social and Ethics Committee

“RESOLVED THAT the appointment of Mr BR Topham as a member of the Social and Ethics Committee of the Company for the forthcoming year ending 30 June 2026 and until the next AGM be and is hereby approved.”

A curriculum vitae for Mr BR Topham is set out under Directors’ and Executive Managers’ Profiles on page 9 of the Integrated Annual Report.

In order for this ordinary resolution to be adopted, the support of 50% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the Annual General Meeting and entitled to exercise voting rights on the resolution is required.

13. Non-binding advisory resolution number 1 - Approval of Remuneration Policy

“RESOLVED THAT the Remuneration Policy as determined and implemented by the Remuneration Committee from time to time is hereby endorsed by way of a non-binding advisory vote.”

Motivation for the advisory endorsement:

A summary of the Company’s Remuneration Policy is included in the Integrated Annual Report under the Remuneration Committee section included in the Corporate Governance report. In terms of King IV and the JSE Listings Requirements, an advisory vote should be obtained from Shareholders on the implementation report of the Company’s remuneration policy. The vote allows Shareholders to express their views on the remuneration policy adopted, but will not be binding on the Company.

14. Non-binding advisory resolution number 2 – Approval of implementation report

“RESOLVED by way of a separate non-binding advisory vote that the implementation of the Company’s Remuneration Policy (excluding the remuneration of Non-Executive Directors for their services as Directors and members of Board Committees and the Audit and Risk Committee) as set out in the Consolidated Annual Financial statements for the year ended 30 June 2025 be and is hereby endorsed.”

Motivation for the advisory endorsement:

In terms of King IV and the Listings Requirements, an advisory vote should be obtained from Shareholders on the implementation report of the Company’s Remuneration Policy. The vote allows Shareholders to express their views on the extent of implementation of the Company’s Remuneration Policy, but will not be binding on the Company.

Should more than 25% of the total votes cast be against either non-binding advisory resolution number 1 or 2, the Company will issue an announcement on SENS inviting Shareholders who voted against the resolution(s) to meet with members of the Remuneration Committee. The process to be followed will be set out in the SENS announcement.

15. Special resolution number 1 – Non-Executive Directors’ remuneration

“RESOLVED THAT the Non-Executive Directors’ remuneration for the two years commencing 1 July 2025, which shall not exceed the amounts detailed below, excluding VAT, be and is hereby approved.”

	Amount per annum
Mr MB Pretorius	R399 996
Ms MJ Krastanov	R249 000
Adv. M Moela	R249 000
Any other new appointment	R249 000

In addition, remuneration of up to 30% of the above amount may be paid to Non-Executive directors in relation to specific additional work required, which work and remuneration will be determined by disinterested directors.

Shareholders are required to approve the remuneration of Non-Executive Directors. This special resolution requires a vote of 75% of Shareholders present and eligible to vote at the general meeting in terms of Section 66(9) of the Act.

NOTICE OF THE ANNUAL GENERAL MEETING (Continued)

16. Special resolution number 2 - General authority to repurchase shares in terms of section 48 of the Companies Act

“Resolved that the Board of Directors of the Company is hereby authorised, by way of a renewable general authority, to approve the purchase of its own ordinary shares by the Company, or to approve the purchase of ordinary shares in the Company by any subsidiary of the Company, upon such terms and conditions as the Board of Directors of the Company may from time to time determine, provided that:

- The general repurchase of ordinary shares in the aggregate in any one financial year by the Company does not exceed 5% (five percent) of the Company’s issued ordinary share capital as at the beginning of the financial year;
- The general repurchase of securities will be effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement between the Company and the counterparty (reported trades are prohibited);
- Authorisation thereto has been given by the Company’s Memorandum of Incorporation (“MOI”);
- This general authority shall only be valid until the Company’s next Annual General Meeting, provided that it shall not extend beyond 15 (fifteen) months from the date of passing of this Special Resolution;
- General repurchases may not be made at a price greater than 10% (ten percent) above the weighted average of the market value for the securities for the five business days immediately preceding the date on which the transaction is effected (the JSE should be consulted for a ruling if the applicant’s securities have not traded in such five business day period);
- At any point in time, the Company may only appoint one agent to effect any repurchases on the Company’s behalf;
- A resolution has been passed by the Board of Directors confirming that the Board has authorised the general repurchase, that the Company passed the solvency and liquidity test and that, since the test was done, there have been no material changes to the financial position of the Group;
- Any such general repurchase will be subject to the applicable provisions of the Companies Act (including sections 114 and 115 to the extent that section 48(8) is applicable in relation to that particular repurchase);
- Any such general repurchases are subject to exchange control regulations and approval at that point in time;
- The number of shares purchased and held by a subsidiary or subsidiaries of the Company shall not exceed 10% (ten percent) in aggregate of the number of issued shares in the Company at the relevant times;
- The Company or its subsidiary may not repurchase securities during a prohibited period as defined in the JSE Listings Requirements unless they have in place a repurchase programme where the dates and quantities of securities to be traded during the relevant period are fixed (not subject to any variation) and have been submitted to the JSE in writing prior to the commencement of the prohibited period; and
- When the Company has cumulatively repurchased 3% (three percent) of the initial number of the relevant class of securities, and for each 3% (three percent) in aggregate of the initial number of that class acquired thereafter, an announcement will be made in accordance with paragraph 11.27 of the JSE Listings Requirements.”

NOTICE OF THE ANNUAL GENERAL MEETING (Continued)

Reason and effect of special resolution number 2:

Special resolution number 2 is proposed to provide a general approval and authority in terms of section 5.72 of the JSE Listings Requirements for the acquisition by the Company and / or its subsidiaries of securities (as that term is defined in the Companies Act), issued by the Company.

The Board's intention in proposing special resolution number 3 is to enable the Company and its subsidiaries, subject to the requirements of the Companies Act, JSE Listings Requirements and the Company's MOI, to acquire (repurchase) ordinary shares issued by the Company should the Board consider that it would be in the interest of the Company and / or its subsidiaries to do so.

In order for this resolution to be adopted, the support of at least 75% of the voting rights exercised on the resolution by Shareholders present or represented by proxy at the AGM and entitled to exercise voting rights on the resolution is required.

Disclosures in regard to other JSE Listings Requirements applying to special resolutions and applying to special resolution number 2:

The JSE Listings Requirements prescribe certain disclosures which are disclosed in the Consolidated Annual Financial Statements and the Integrated Annual Report as set out below:

Major Shareholders of the Company are set out on in Note 13 on page 86 of the Integrated Annual Report;

The share capital of the Company is set out in Note 12 on page 86 of the Integrated Annual Report;

There has been no material change in the financial or trading position of the Company and its subsidiaries since the date of publication of the Company's audited results on 4 November 2025; and

The Directors of the Company will not effect a general repurchase of ordinary shares as contemplated above unless, in addition to complying with the requirements of the Companies Act, the following conditions as contemplated by the JSE Listings Requirements are met:

The Company and the Group are in a position to repay their debt in the ordinary course of business for a period of 12 months after the date of the notice of the Annual General Meeting;

The Company's and the Group's assets at fair value will be in excess of the liabilities of the Company and the Group for a period of 12 months after the date of the notice of the Annual General Meeting. For this purpose, the assets and liabilities will be recognised and measured in accordance with the accounting policies used in the latest Consolidated Annual Financial Statements, which comply with the Companies Act;

The share capital and reserves of the Company and the Group are adequate for a period of 12 months following the date of the notice of the Annual General Meeting; and

The available working capital of the Company and the Group will be adequate for ordinary business purposes for a period of 12 months after the date of the notice of the Annual General Meeting.

Directors' responsibility statement

The Directors, whose names appear on page 8 of the Integrated Annual Report, collectively and individually accept full responsibility for the accuracy of the information pertaining to special resolution 2 and certify that, to the best of their knowledge and belief, no facts have been omitted that would make any statement false or misleading and that all reasonable enquiries to ascertain such facts have been made and that this resolution and additional disclosures in terms of section 11.26 of the JSE Listings Requirements pertaining thereto contain all such information required by law and the JSE Listings Requirements.

17. Special Resolution 3 – Name Change – Correction of spelling error

“RESOLVED THAT in terms of Section 12(1) of the Act, the Company be and is hereby granted approval to reserve with Companies Intellectual Property Commission (“CIPC”) the name TeleMasters Holdings Limited and subsequent registration of the name change by CIPC.”

Reason and effect of special resolution number 3:

“The Company has a spelling error with the CIPC in that the name is recorded as TeleMasters Holdingsc Limited. Despite a diligent investigation as to how the error came to being the Board has not been able to get CIPC to amend the spelling error. Despite passing a similar resolution at the 2023 & 2024 AGM’s, we have not made progress in getting the error rectified at CIPC, the Board therefore requests shareholders to approve the reservation of the name TeleMasters Holdings Limited and subsequent “name change” registration with CIPC. This change will have no impact in terms of the JSE Listings Requirements. This special resolution requires a vote of 75% of Shareholders eligible to vote at the general meeting in terms of Section 66(9) of the Act.”

Electronic Participation

In terms of section 61(10) of the Companies Act, 71 of 2008, as amended, every Shareholders’ meeting of a public Company must be reasonably accessible within South Africa for electronic participation by Shareholders. Shareholders wishing to participate electronically in the Annual General Meeting are required to deliver written notice to the transfer secretaries, JSE Investor Services (Pty) Limited, One Exchange Square, 2 Gwen Lane, Sandown, Sandton, 2196 by no later than 09h00 on 17 February 2026 that they wish to participate via electronic communication at the Annual General Meeting (the “Electronic Notice”).

In order for the Electronic Notice to be valid it must contain:

If the Shareholder is an individual, a certified copy of their identity document and / or passport;

If the Shareholder is not an individual, a certified copy of a resolution by the relevant entity and a certified copy of the identity documents and / or passports of the persons who passed the relevant resolution. The relevant resolution must set out whom from the relevant entity is authorised to represent the relevant entity at the Annual General Meeting via electronic communication;

A valid e-mail address (the “contact address”); and

If the Shareholder wishes to vote via electronic communication, Notice of such must be sent by no later than 24 (twenty four) hours before the commencement of the Annual General Meeting, the Company shall use its reasonable endeavours to notify a Shareholder at their contact address of the relevant details through which the Shareholder can participate via electronic communication.

A form of proxy which sets out the relevant instructions for use is attached for those members who wish to be represented at the Annual General Meeting of members. Duly completed forms of proxy must be lodged with the transfer secretaries, JSE Investor Services (Pty) Limited, One Exchange Square, 2 Gwen Lane, Sandown, Sandton, 2196 by no later than 09h00 on 17 February 2026 or thereafter hand it to the Company or the Chairman of the meeting prior to the commencement of the meeting on 19 February 2026.

By order of the Board



Ramirez, Sascha
Company Secretary

74 Waterfall Drive, Waterfall Corporate Campus,
Building 5, First Floor,
Waterfall City

FORM OF PROXY

For use by certificated and “own name” registered dematerialised Shareholders of the Company (“Shareholders”) at the Annual General Meeting of Shareholders of the Company to be held at the office of Catalytic, 74 Waterfall Drive, Waterfall Corporate Campus, Building 5, First Floor, Waterfall City, Johannesburg, at 09h00 on 19 February 2026 (“the Annual General Meeting”) and at any adjournment thereof.

I/We (please print)

of (address)

being the holder of ordinary shares in the Company, hereby appoint

1. _____ or failing him/her,

2. _____ or failing him/her,

the chairman of the Annual General Meeting

as my / our proxy to act for me/us and on my / our behalf at the Annual General Meeting which will be held for the purpose of considering and, if deemed fit, passing, with or without non-material modification, the resolutions to be proposed thereat and at any adjournment thereof and to vote for and/or against the resolutions and/or abstain from voting in respect of the ordinary shares registered in my/our name/s, in accordance with the following instructions:

Number of votes (one vote per share)	For	Against	Abstain
Ordinary resolution number 1 – Adoption of Consolidated Annual Financial Statements			
Ordinary resolution number 2 – Director retirement and re-election – MJ Krastanov			
Ordinary resolution number 3 – Appointment of auditors and remuneration			
Ordinary resolution number 4 – General authority to allot and issue shares for cash			
Ordinary resolution number 5 – Approval of directors’ remuneration			
Ordinary resolution number 6 – Authority to execute requisite documentation			
Ordinary resolution number 7 – Appointment of MJ Krastanov as member and Chair of Audit and Risk Committee			
Ordinary resolution number 8 – Appointment of MB Pretorius as member of Audit and Risk Committee			
Ordinary resolution number 9 – Appointment of M Moela as member of Audit and Risk Committee			
Ordinary resolution number 10 – Appointment of M Moela as member and Chair of the Social and Ethics Committee			
Ordinary resolution number 11 – Appointment of MJ Krastanov as member of the Social and Ethics Committee			
Ordinary resolution number 12 – Appointment of BR Topham as member of the Social and Ethics Committee			

FORM OF PROXY (CONTINUED)

Number of votes (one vote per share)	For	Against	Abstain
Non-binding advisory resolution number 1 - Approval of Remuneration Policy			
Non-binding advisory resolution number 2 - Approval of Implementation report			
Special resolution number 1 – Non-Executive Directors’ remuneration			
Special resolution number 2 – General authority to repurchase shares			
Special resolution number 3 – Name change			

Signed at _____ on _____ 2025

Signature _____

Assisted by me (where applicable) _____

Name _____ Capacity _____ Signature _____

(Please print in BLOCK LETTERS) _____

Certificated Shareholders and dematerialised Shareholders with “own name” registration

If you are unable to attend the Annual General Meeting of Shareholders to be held at 09h00 on Thursday, 19 February 2026 at the office of Catalytic, 74 Waterfall Drive, Waterfall Corporate Campus, Building 5, First Floor, Waterfall City, Johannesburg, and wish to be represented thereat, you should complete and return the attached form of proxy in accordance with the instructions contained therein and lodge it with, or post it to, the transfer secretaries, JSE Investor Services (Pty) Limited, One Exchange Square, 2 Gwen Lane, Sandown, Sandton, 2196 to be received by them by no later than 09h00 on 17 February 2026 or thereafter hand it to the Company or the Chairman of the meeting prior to the commencement of the meeting on 19 February 2026.

NOTES TO THE PROXY FORM

Dematerialised Shareholders other than those with “own name” registration

If you hold dematerialised shares through a CSDP or broker other than with an “own name” registration, you must timeously advise your CSDP or broker of your intention to attend and vote at the Annual General Meeting in order for your CSDP or broker to provide you with the necessary authorisation to do so or, should you not wish to attend the Annual General Meeting in person, you must timeously provide your CSDP or broker with your voting instruction in order for the CSDP or broker to vote in accordance with your instruction at the Annual General Meeting.

- Each member is entitled to appoint one or more proxies (who need not be members of the Company) to attend, speak and, on a poll, vote in place of that member at the Annual General Meeting;
- A member may insert the name of a proxy or the names of two alternative proxies of the member’s choice in the space provided, with or without deleting “the chairman of the Annual General Meeting”. The person whose name stands first on the form of proxy and who is present at the Annual General Meeting will be entitled to act as proxy to the exclusion of those whose names follow;
- A member’s instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by that member in the appropriate box/es provided. Failure to comply with the above will be deemed to authorise the chairperson of the Annual General Meeting, if he/her is the authorised proxy, to vote in favour of the resolutions at the Annual General Meeting, or any other proxy to vote or to abstain from voting at the Annual General Meeting as he/she deems fit, in respect of all the member’s votes exercisable thereat;
- A member or their proxy is not obliged to vote in respect of all the ordinary shares held or represented by them but the total number of votes for or against the resolutions and in respect of which any abstention is recorded may not exceed the total number of votes to which the member holder or their proxy is entitled;
- Forms of proxy must be lodged with the transfer secretaries of the Company by no later than 09h00 on 17 February 2026 or thereafter hand it to the Company or the Chairman of the meeting prior to the commencement of the meeting on 19 February 2026;
- The completion and lodging of this form of proxy will not preclude the relevant member from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such member wish to do so;
- Any alterations or corrections to this form of proxy must be initialled by the signatory/ies;
- Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company’s transfer office or waived by the chairperson of the Annual General Meeting; and
- The chairperson of the Annual General Meeting may reject or accept any proxy form which is completed and/or received other than in accordance with these instructions and notes, provided that he is satisfied as to the manner in which a member wishes to

SUMMARY OF RIGHTS

Summary of rights established by section 58 of the Companies Act, 71 of 2008 ("Companies Act"), as required in terms of subsection

58(8)(b)(i):

- A Shareholder may at any time appoint any individual, including a non-Shareholder of the Company, as a proxy to participate in, speak and vote at a Shareholders' meeting on his or her behalf (section 58(1)(a)), or to give or withhold consent on behalf of the Shareholder to a decision in terms of section 60 (Shareholders acting other than at a meeting) (section 58(1)(b));
- A proxy appointment must be in writing, dated and signed by the Shareholder, and remains valid for one year after the date on which it was signed or any longer or shorter period expressly set out in the appointment, unless it is revoked or expires earlier (section 58(2));
- A Shareholder may appoint two or more persons concurrently as proxies and may appoint more than one proxy to exercise voting rights attached to different securities held by the Shareholder (section 58(3)(a));
- A proxy may delegate his or her authority to act on behalf of the Shareholder to another person, subject to any restriction set out in the instrument appointing the proxy ("proxy instrument") (section 58(3)(b));
- A copy of the proxy instrument must be delivered to the Company, or to any other person acting on behalf of the Company, before the proxy exercises any rights of the Shareholders Company, at a Shareholders' meeting (section 58(3)(c)) and in terms of the MOI at least 48 hours before the meeting commences;
- Irrespective of the form of instrument used to appoint a proxy: the appointment is suspended at any time and to the extent that the Shareholder chooses to act directly and in person in the exercise of any rights as a Shareholder (section 58(4)(a)); the appointment is revocable unless the proxy appointment expressly states otherwise (section 58(4)(b)); and if the appointment is revocable, a Shareholder may revoke the proxy appointment by cancelling it in writing or by making a later, inconsistent appointment of a proxy, and delivering a copy of the revocation instrument to the proxy and to the Company (section 58(4)(c));
- The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the Shareholder as of the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered as contemplated in paragraph 6.3 above (section 58(5));
- If the proxy instrument has been delivered to a Company, as long as that appointment remains in effect, any notice required by the Companies Act or the Company's MOI to be delivered by the Company to the Shareholder must be delivered by the Company to the Shareholder (section 58(6)(a)), or the proxy or proxies, if the Shareholder has directed the Company to do so in writing and paid any reasonable fee charged by the Company for doing so (section 58(6)(b));
- A proxy is entitled to exercise, or abstain from exercising, any voting right of the Shareholder without direction, except to the extent that the MOI or proxy instrument provides otherwise (section 58(7)); and
- If a Company issues an invitation to Shareholders to appoint one or more persons named by the Company as a proxy, or supplies a form of proxy instrument: the invitation must be sent to every Shareholder entitled to notice of the meeting at which the proxy is intended to be exercised (section 58(8)(a)); the invitation or form of proxy instrument supplied by the Company must:
 - bear a reasonably prominent summary of the rights established in section 58 of the Companies Act (section 58(8)(b) (i));

-
- contain adequate blank space, immediately preceding the name(s) of any person(s) named in;
 - it, to enable a Shareholder to write the name, and if desired, an alternative name of a proxy chosen by the Shareholder (section 58(8)(b)(ii));
 - provide adequate space for the Shareholder to indicate whether the appointed proxy is to vote in favour of or against any resolution(s) to be put at the meeting, or is to abstain from voting (section 58(8)(b)(iii)); the Company must not require that the proxy appointment be made irrevocable (section 58(8)(c)); and the proxy appointment remains valid only until the end of the meeting at which it was; and
 - intended to be used, subject to paragraph 7 above (section 58(8)(d)).