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## **RESOURCE GENERATION LIMITED**

**ACN 059 950 337**

## **NOTICE OF ANNUAL GENERAL MEETING**

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**TIME:** 3.00 pm (Brisbane time)

**DATE:** Friday 29 January 2021

**PLACE:** Christie Conference Centre, 320 Adelaide Street, Brisbane, Qld 4000

***This Notice of Meeting and Explanatory Statement should be read in its entirety.***

***If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.***

***Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on 0413 706 143.***

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## **TIME AND PLACE OF MEETING AND HOW TO VOTE**

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### **VENUE**

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The Annual General Meeting of the Shareholders of Resource Generation Limited to which this Notice of Meeting relates will be held at 3.00pm (Brisbane time) on Friday 29 January 2021 at:

Christie Conference Centre, 320 Adelaide Street, Brisbane, Qld 4000

### **YOUR VOTE IS IMPORTANT**

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The business of the Annual General Meeting affects your shareholding and your vote is important.

### **VOTING IN PERSON**

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To vote in person, attend the Annual General Meeting on the date and at the place set out above.

### **VOTING BY PROXY**

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#### **Proxies**

Please note that:

- (a) a Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company;
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent

to the Company or its share registry in advance of the Annual General Meeting or handed in at the Annual General Meeting when registering as a corporate representative.

To vote by proxy, please complete and sign the proxy form enclosed and either:

- (a) deliver the proxy form:
  - (i) by hand to the Company's share registry, Boardroom Pty Limited at Level 12, 225 George Street, Sydney NSW 2000; or
  - (ii) by post to Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001;
- (b) fax the proxy form to Boardroom Pty Limited on facsimile number (61) 2 9290 9655; or
- (c) vote online at [www.votingonline.com.au/resgenagm2020](http://www.votingonline.com.au/resgenagm2020) and follow the prompts.

so that it is received not later than 3.00 pm (Brisbane time) on Wednesday 27 January 2021. Proxy forms received later than this time will be invalid.

**Your proxy form is enclosed as a separate document.**

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## NOTICE OF ANNUAL GENERAL MEETING

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Notice is given that the Annual General Meeting of Shareholders of Resource Generation Limited will be held at 3.00 pm (Brisbane time) on Friday 29 January 2021 at the Christie Conference Centre, 320 Adelaide Street, Brisbane, Qld 4000.

The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the Annual General Meeting and the proposed items of business set out below should be read in conjunction with the additional information contained in the Explanatory Statement. The Explanatory Statement and the proxy form are part of this Notice of Meeting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders of the Company at 5.00 pm (Brisbane time) on Wednesday 27 January 2021.

Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

### AGENDA

#### ORDINARY BUSINESS

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#### 1. DIRECTORS' REPORT AND FINANCIAL STATEMENTS

To receive the Financial Statements of the Company for the year ended 30 June 2020, together with the Directors' Report and the Auditor's Report as set out in the Annual Report for 2020.

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#### 2. RESOLUTION 1 – RE-ELECTION OF MR LULAMILE LINCOLN XATE AS A DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following **ordinary resolution**:

*"That, Mr Lulamile Lincoln Xate, being a Director, retires by rotation in accordance with clause 11.1 of the Constitution and, being eligible, is hereby re-elected as a Director."*

#### Voting Exclusion Statement – Resolution 1

In accordance with an undertaking to the Company, the Company will disregard any votes cast on Resolution 1 by:

- Resgen Scrip Lending Pty Limited.

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### 3. RESOLUTION 2 – RE-ELECTION OF DR KONJI SEBATI AS A DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following **ordinary resolution**:

*“That, Dr Konji Sebati being a Director, retires by rotation in accordance with clause 11.1 of the Constitution and, being eligible, is hereby re-elected as a Director.”*

#### **Voting Exclusion Statement – Resolution 2**

In accordance with an undertaking to the Company, the Company will disregard any votes cast on Resolution 2 by:

- Resgen Scrip Lending Pty Limited.

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### 4. RESOLUTION 3 – ADOPTION OF REMUNERATION REPORT (NON-BINDING)

To consider and, if thought fit, to pass, with or without amendment, the following **ordinary resolution**:

*“That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, the Company approves and adopts the Remuneration Report contained in the Annual Report of the Company for the financial year ended 30 June 2020.”*

#### **Short Explanation:**

The Corporations Act provides that a resolution approving the adoption of the Remuneration Report must be put to vote at a listed company's annual general meeting. The vote on this Resolution 3 is advisory only and does not bind the Directors or the Company.

If 25% or more of the votes cast on this Resolution 3 are against the Resolution along with a similar resolution at the 2021 AGM, the Company will then be required to put a spill resolution to the 2021 meeting for consideration and voting.

#### **Voting Exclusion Statement – Resolution 3**

In accordance with an undertaking to the Company, the Company will disregard any votes cast on Resolution 3 by:

- Resgen Scrip Lending Pty Limited.

The Company will also disregard any votes cast on Resolution 3 by or on behalf of:

- a director or a member of the key management personnel as disclosed in the Remuneration Report contained in the Annual Report of the Company for the financial year ended 30 June 2020; and
- any closely related party (such as close family members and any controlled companies) of those persons.

However, the above persons may cast a vote on Resolution 3 as a proxy if the vote is not cast on behalf of a person described above and either:

- the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- the voter is the chair of the meeting and the appointment of the chair as proxy:
  - does not specify the way the proxy is to vote on the resolution; and
  - expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company or, if the Company is part of a consolidated entity, for the entity.

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## **5. CHAIRMAN'S VOTING INTENTIONS**

If the Chairman of the Annual General Meeting is appointed as a proxy or may be appointed by default, and the Shareholder does not direct the proxy how to vote in respect of any resolution, the Chairman intends to vote those undirected proxies (where he has been appropriately authorised to do so, having regard to the voting restrictions set out in this Notice of Meeting) in favour of all resolutions. In particular, the Chairman intends to vote undirected proxies (where the Chairman has been appropriately authorised) in favour of the Resolution 3, which is the resolution to approve and adopt the Company's Remuneration Report.

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## **9. EXPLANATORY STATEMENT**

The accompanying Explanatory Statement forms part of this Notice of Meeting and should be read in conjunction with it.

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## **10. VOTING ENTITLEMENTS**

In accordance with Regulations 7.11.37 and 7.11.38 of the Corporations Regulations, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person as set out in the register of Shareholders as at 5pm (Brisbane time) on Wednesday 27 January 2021. Accordingly, transactions registered after that time will be disregarded in determining a Shareholder's entitlement to attend and vote at the Annual General Meeting.

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## **11. CORPORATE REPRESENTATIVE**

A corporation that is a Shareholder or a proxy may elect to appoint a person to act as its corporate representative at the meeting, in which case the corporate Shareholder or proxy (as applicable) must provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as the Shareholder's or proxy's (as applicable) corporate representative. The authority must be sent to the Company and/or the Company's Share Registry

(detailed above) in advance of the meeting or handed in at the meeting when registering as a corporate representative.

**DATED: This 24th day of December 2020**  
**BY ORDER OF THE BOARD**

**MIKE MEINTJES**  
**COMPANY SECRETARY**



# **EXPLANATORY STATEMENT TO SHAREHOLDERS**

## **RESOURCE GENERATION LIMITED (ACN 059 950 337)**

### **EXPLANATORY STATEMENT**

This Explanatory Statement has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted at the Annual General Meeting to be held at 3.00 pm (Brisbane time) on Friday 29 January 2021 at the Christie Conference Centre, 320 Adelaide Street, Brisbane, Qld 4000

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.



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## 1. DIRECTORS' REPORT AND FINANCIAL STATEMENTS

As required by section 317 of the Corporations Act, the Financial Statements, Directors' Report and Auditor's Report of the Company for the year ended 30 June 2020 will be laid before the meeting. No resolution is required for this item of business.

A copy of the Company's Annual Report which includes these documents is available at [www.resgen.com.au](http://www.resgen.com.au).

In accordance with the Corporations Act, during this item of business a reasonable opportunity will be given to Shareholders as a whole to ask questions about, or make comments on, the management of the Company.

The Corporations Act does not require Shareholders to vote on the financial statements contained in the Company's Annual Report or any other aspect of that document. However, Shareholders attending the AGM will be given a reasonable opportunity to ask questions about, or make comments on, the Company's Annual Report and the financial statements contained within it. The Chairman will also take Shareholders' questions and comments about the management of the Company at the meeting.

Similarly, a reasonable opportunity will be given to Shareholders as a whole to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the audit for the year ended 30 June 2020.

## 2. RESOLUTIONS 1, 2 – RE-ELECTION OF DIRECTORS – MR LULAMILE XATE AND DR KONJI SEBATI

### ***Retirement by rotation***

Clause 11.1.3 of the Constitution requires that at each annual general meeting of the Company, one third of the Directors for the time being or, if their number is not a multiple of 3, then the number nearest one third (rounded upwards in case of doubt), and any other Director who has held office for three years or more (except a Managing Director) shall retire from office. Clause 11.1.6 of the Constitution provides that no Director (except a Managing Director) shall hold office for period in excess of 3 years or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

A Director who retires by rotation under clause 11.1 of the Constitution is eligible for re-election.

In determining the number and identity of the Directors to retire by rotation, the Managing Director and any Director seeking election after appointment by the Board to fill a casual vacancy are not taken into account. It has been determined that the Directors who are to retire from office in accordance with clause 11.1 of the Constitution are Mr Lulamile Lincoln Xate and Dr Konji Sebati.

Each of Mr Xate and Dr Sebati retire by rotation at this meeting and, being eligible, seek re-election as Directors of the Company.

## Mr Lulamile Xate

Mr Xate was first elected as a Director by Shareholders on 26 November 2015 at a general meeting requisitioned under S249D of the Corporations Act and was last re-appointed to the Board at the 2018 AGM. He was appointed as Chairman by the Board on 22 November 2017

Mr Xate holds a Bachelor of Commerce from UNISA and a Post-Graduate Diploma in Energy Studies from Murdoch University, Perth, Australia.

Mr Xate has significant business experience in South Africa, having completed articles at PwC and then proceeded with developing a number of successful business interests in fishing, gas and forestry industries.

Mr Xate is not regarded as an independent non-executive director due to his shareholding and directorship with Altius Holdings (Pty) Ltd (Altius), a Substantial Shareholder through control of Shinto Torii Inc. Altius is rated BBEE Level 1, being the highest rating under a statutory programme to integrate black South Africans into the economy.

Mr Xate is a member of the Nomination, Remuneration and Social, Ethics and Transformation Committees and has attended close to 100% of all Board and Sub-Committee meetings since joining the Board.

Mr Xate, along with other Board Members, has agreed to waive non-executive director fees for the period November 2020 - February 2021 to assist in conserving cash resources whilst the Company conducts a strategic review of alternatives for ensuring the continued financial health of the Group along with development of the Boikarabelo Project.

Mr Xate does not hold a direct interest in the ordinary shares of Resource Generation Limited.

### *Board recommendation*

All the Directors, other than Mr Xate, recommend that Shareholders **vote in favour** of Resolution 1.

## Dr Konji Sebati

Dr Sebati was first elected as a Director by Shareholders on 26 November 2015 at a general meeting requisitioned under S249D of the Corporations Act and was last re-appointed to the Board at the 2018 AGM.

Dr Sebati is a medical practitioner and CEO of national pharmaceutical association IPASA. She has practiced in the public sector, specialising in rural child health. She subsequently joined the private sector and served in senior positions in South Africa and USA with Roche and Pfizer.

Dr Sebati was a former South African Ambassador to both Switzerland and France.

Dr Sebati is regarded as an independent board member and is the Chair of the Audit Committee and a member of the Social, Ethics and Transformation Committee. She has attended fifteen of the twenty two Board meetings held during the year and one of the two Audit Committee meetings.

### *Board recommendation*

All the Directors, other than Dr Sebati, recommend that Shareholders **vote in favour** of Resolution 2.

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### 3. RESOLUTION 3 – REMUNERATION REPORT (NON-BINDING RESOLUTION)

#### Overview

The Company's Remuneration Report for the year ended 30 June 2020 (which forms part of the directors' report) (**2020 Remuneration Report**) is contained in the Annual Report of the Company for the year ended 30 June 2020, which is available to view online at the Company's website – [www.resgen.com.au](http://www.resgen.com.au) and was despatched to those Shareholders who did not elect to receive the Company's reports electronically.

The 2020 Remuneration Report describes the underlying policies and structure of the remuneration arrangements of the Company and sets out the remuneration arrangements in place for Directors and senior executives for the year ended 30 June 2020. Following in excess of 25% of the votes being cast against the resolution to adopt the Company's Remuneration Report at the 2018 Annual General Meeting of the Company, the Board conducted a review of the Company's remuneration arrangements and took appropriate steps in response to that vote. The clarification of the policy and disclosures has been similarly considered when preparing the 2020 Remuneration Report.

#### *Requirement for Remuneration Report to be put to a vote*

Section 249L(2) of the Corporations Act requires a company to inform shareholders that a resolution on the remuneration report for the company for the last financial year (**Remuneration Report**) will be put at the Annual General Meeting. Section 250R(2) of the Corporations Act requires a resolution that the Remuneration Report be adopted must be put to the vote. Resolution 3 seeks this approval. In accordance with section 250R(3) of the Corporations Act, Shareholders should note that Resolution 3 is an "advisory only" resolution which does not bind the Directors of the Company. Following consideration of the 2020 Remuneration Report at the Annual General Meeting, the Chairman, in accordance with section 250SA of the Corporations Act, must give Shareholders a reasonable opportunity to ask questions about, or make comments on, the 2020 Remuneration Report before Resolution 3 is put to a vote.

Under the Corporations Act, if at least 25% of the votes validly cast on a resolution to adopt a Remuneration Report are against the adoption of the Remuneration Report for two consecutive annual general meetings, shareholders will be required to vote at the second annual general meeting on a 'spill resolution' to determine whether the Directors will need to stand for re-election at another general meeting of the Company within 90 days. This is known as the 'two strikes' rule.

#### *Additional information*

At the 2019 Annual General Meeting, the Company's Remuneration Report for the year ended 30 June 2019 was carried with less than 25% of the votes cast on that resolution against the resolution i.e. the Company did not incur a 'first strike'.

#### **Board recommendation**

The Directors unanimously recommend that Shareholders vote **in favour** of Resolution 3.

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### 4. GLOSSARY

For the purposes of the Notice of Meeting and Explanatory Statement:

**AGM** or **Annual General Meeting** means the Annual General Meeting of the Company to be held on Friday 29 January 2021;

**ASX** means the ASX Limited;

**ASX Listing Rules** means the Listing Rules of ASX;

**Board** means the board of directors of the Company;

**Closely Related Party** (as defined in the Corporations Act) of a member of the Key Management Personnel means:

- (a) a spouse or child of the member; or
- (b) a child of the member's spouse; or
- (c) a dependant of the member or the member's spouse; or
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations;

**Company** or **Resource Generation Limited** means Resource Generation Limited ACN 059 950 337;

**Corporations Act** means the *Corporations Act 2001* (Cth);

**Corporations Regulations** means the *Corporations Regulations 2001* (Cth);

**Directors** means the directors of the Company from time to time;

**Explanatory Statement** means the explanatory memorandum accompanying the Notice of Meeting;

**Key Management Personnel or KMP** has the definition given in the accounting standards as those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly and indirectly, including any director (whether executive or otherwise) of that entity;

**Listing Rules** or **ASX Listing Rules** means the Official Listing Rules of the ASX as amended from time to time;

**Notice of Meeting** or **Notice** means the notice of meeting which accompanies this Explanatory Memorandum;

**Ordinary Resolution** means a resolution passed by more than 50% of the votes at a general meeting of shareholders;

**Resolutions** means the resolutions set out in the Notice of Meeting;

**Shares** means fully paid ordinary shares in the Company from time to time;

**Shareholders** means the holders of Shares in the Company; and

**Special Resolution** means a resolution:

- (g) of which notice has been given as set out in paragraph 249L(1)(c) of the Corporations Act; and
- (h) that has been passed by at least 75% of the votes cast by members entitled to vote on the resolution.



#### All Correspondence to:

- ✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)
- ☎ **By Phone:** (within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 3:00pm (Brisbane Time) on Wednesday, 27 January 2021.**

### 🖥 TO VOTE ONLINE

- STEP 1: VISIT** <https://www.votingonline.com.au/resgenagm2020>
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**
- STEP 3: Enter your Voting Access Code (VAC):**

### 📱 BY SMARTPHONE



Scan QR Code using smartphone  
QR Reader App

### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

##### Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

##### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

#### STEP 3 SIGN THE FORM

The form **must** be signed as follows:

**Individual:** This form is to be signed by the securityholder.

**Joint Holding:** where the holding is in more than one name, all the securityholders should sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

#### STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **3:00pm (Brisbane time) on Wednesday, 27 January 2021.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 💻 **Online** <https://www.votingonline.com.au/resgenagm2020>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited  
Level 12, 225 George Street,  
Sydney NSW 2000 Australia

#### Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

# Resource Generation Limited

ACN 059 950 337

## Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

**Please note, you cannot change ownership of your securities using this form.**

## PROXY FORM

### STEP 1 APPOINT A PROXY

I/We being a member/s of **Resource Generation Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chair of the Meeting (mark box)**

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the **Annual General Meeting** of the Company to be held at the **Christie Conference Centre, 320 Adelaide Street, Brisbane QLD 4000 on Friday, 29 January 2021 at 3:00pm (Brisbane time)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit).

The Chair authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair as my/our proxy or the Chair Holder of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 3, I/we expressly authorise the Chair to exercise my/our proxy in respect of Resolution 3, even though each of this Resolution is connected directly or indirectly with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all resolutions, including Resolution 3. If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on the item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

### STEP 2 VOTING DIRECTIONS

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Re-election of Mr Lulamile Lincoln Xate as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Dr Konji Sebati as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Adoption of Remuneration Report (non binding)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2021