

ARNOT OPCO PROPRIETARY LIMITED (IN BUSINESS RESCUE)

FORM OF PROXY

For use by Creditors at a meeting convened in terms of section 151 of the Companies Act 71 of 2008 (as amended) and held via Microsoft Teams on **28 July 2023, at 10h00**, or any adjournment thereof.

The meeting is convened for the purpose of, amongst others, considering and voting on the offers for the acquisition of the Company as a going concern or the acquisition of some of the assets in Arnot Opco Proprietary Limited (registration number: 2019/072282/07) (in business rescue) ("Arnot Opco") or sale of some parts of the business or assets of Arnot Opco.

Name of the Creditor: _____

Registration number of the Creditor: _____

Amount of the Creditor's Claim: _____

The Creditor hereby appoints (see note 1)

1. _____ or, failing him/her;
2. _____ or, failing him/her;
3. the Chairman of the Creditor's meeting.

as its proxy to act for the Creditor and on the Creditor's behalf at the Creditors' meeting and to vote in the following manner in relation to the proposed resolutions:

*(Please indicate instruction to proxy by way of a **tick** in the appropriate box)*

The Creditor hereby votes as follows:	Creditor's vote
The Creditor hereby votes FOR the adoption of Resolution 1 - (Ndalamo Offer)	
The Creditor hereby votes AGAINST the adoption of Resolution 1 - (Ndalamo Offer)	
The Creditor hereby ABSTAINS from voting on Resolution 1 - (Ndalamo Offer)	
The Creditor hereby votes FOR the adoption of Resolution 2 - (Mashwayi Offer)	
The Creditor hereby votes AGAINST the adoption of Resolution 2 - (Mashwayi Offer)	

The Creditor hereby ABSTAINS from voting on Resolution 2 - (Mashwayi Offer)	
The Creditor hereby votes FOR the adoption of Resolution 3 - (NG Global Offer)	
The Creditor hereby votes AGAINST the adoption of Resolution 3 - (NG Global Offer)	
The Creditor hereby ABSTAINS from voting on Resolution 3 - (NG Global Offer)	
The Creditor hereby votes FOR the adoption of Resolution 4- (Cometa Offer)	
The Creditor hereby votes AGAINST the adoption of Resolution 4 - (Cometa Offer)	
The Creditor hereby ABSTAINS from voting on Resolution 4 - (Cometa Offer)	

Except as instructed above or if no instructions are inserted above, my/our proxy may vote as he/she deems fit.

Signed at _____ this _____ day of _____ 2023.

Signature by the authorised representative of the Creditor

NOTES:

1. A Creditor may insert the name of a proxy or the names of two alternative proxies of his/her choice in the space provided., with or without deleting “the Chairman of the Creditors’ meeting”. The person whose name stands first on the form of proxy and who is present at the Creditors’ meeting will be entitled to act as proxy to the exclusion of those whose names follow.
2. Form of proxy must be emailed to Tsakisani@gcs-sa.co.za by **no later than Thursday, 11 July 2023 at 17h00.**