



TONGAAT HULETT LIMITED (IN BUSINESS RESCUE)

PROXY FORM

For use by the Creditors of Tongaat Hulett Limited (in business rescue) ("**Company**"), for the purposes of voting on the Pre-Meeting Proxy Vote.

NAME OF CREDITOR:

I / We, being a Creditor of the Company, do hereby nominate, constitute and appoint:

- i. _____ or failing him / her;
- ii. _____ or failing him / her;
- iii. any one of the business rescue practitioners ("**BRPs**") as my/our proxy to attend and act for me/us and on my/our behalf to vote in favour of the scheduled order of proceedings at the section 151 meeting:
 - a) the business rescue plan incorporating the RGS Transactions, to be followed by the business rescue plan incorporating the Vision Transactions; or
 - b) the business rescue plan incorporating the Vision Transactions, to be followed by the business rescue plan incorporating the RGS Transactions; or
 - c) abstaining from voting on the scheduled order of proceedings at the section 151 meeting.

the BRPs request for the Pre-Meeting Proxy Vote as indicated with an X below:

| VOTE IN FAVOUR OF (A) | VOTE IN FAVOUR OF (B) | ABSTAIN FROM VOTING (C) |
|-----------------------|-----------------------|-------------------------|
| | | |

Signed at _____ on this _____ day of _____ 2023

SIGNATURE/S

NAME/S

Who warrants that he is/she is/they are duly authorised thereto

NOTES ON THIS PROXY FORM:

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 "any one of the business rescue practitioners ("**BRPs**")". The person whose name stands first on the form of proxy and who is either present and voting at a Meeting of Creditors and/or by utilising this proxy form will be entitled to act as proxy to the exclusion of those whose names follow.
2. The form of proxy must be:
 - 2.1 submitting it via email, to the Company's business rescue email address at: BR@tongaat.com by no later than **12H00 on Thursday 7 December 2023**; or
 - 2.2 delivering it by hand, to the Company's registered business address - located at: Amanzimnyama Hill, Tongaat, KwaZulu-Natal, 4400, South Africa - by no later than **12H00 on Thursday 7 December 2023**.
3. The completion and lodging of this form of proxy will not preclude the relevant Creditor from virtually attending and participating in any Meeting and voting thereat, to the exclusion of the proxy appointed in terms thereof, should such Creditor wish to do so.
4. If this proxy is signed under power of attorney or by a representative on behalf of a company, close corporation or trust, it must be accompanied by an appropriate power of attorney (for an individual) or authorising resolution/letter (for a juristic person) - as is applicable - giving such representative the authority to act as proxy and vote at any Meeting.