

ANNEXURE C –PROXY FORM FOR CREDITORS OF TONGAAT HULETT SUGAR SOUTH AFRICA PROPRIETARY LIMITED (IN BUSINESS RESCUE) (“THE COMPANY”)

For use by the Creditors of the Company at a meeting (“**151 Meeting**”) convened in terms of Section 151 of the Companies Act to be held electronically via a video-conferencing platform on **Wednesday 31 January 2024 at 10:00am** or at any subsequent adjournment of the meeting.

Entity represented (per the Company’s Business Rescue Plan): _____

I/We _____ do hereby appoint:

- i. _____; or failing him/her
- ii. _____; or failing him/her
- iii. the BRP, who acts as Chairman of the meeting,

as my/our proxy to act for me/us and on my/our behalf at the 151 Meeting which will be held for the purpose of considering and, if deemed fit, voting: (indicate with an X)

- 1. Approval of the proposed amendments to the Business Rescue Plan (in accordance with section 152(1)(d)(i) of the Act):

In Favour _____ Against _____ Abstain _____

- 2. Approval of the Business Rescue Plan, as amended if applicable (in accordance with section 152(1)(e) of the Act):

In Favour _____ Against _____ Abstain _____

- 3. To direct the BRPs to adjourn the meeting in order to revise the Business Rescue Plan for further consideration (in accordance with section 152(1)(d)(ii) of the Act), or for any other purpose:

In Favour _____ Against _____ Abstain _____

SIGNED at _____ on this _____ day of _____ 2024.

SIGNATURE

Power of Attorney / Authorising Resolution attached (where applicable)

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 meeting". The person whose name stands first on the form of proxy and who is present at the 151 Meeting will be entitled to act as proxy to the exclusion of those whose names follow.
2. The form of proxy must either be:
 - i. Delivered and lodged at Amanzimnyama Hill Road, Tongaat, KwaZulu-Natal, 4400, to be received by not later than **17h00 on Monday 29 January 2024**, two days prior to the meeting; or
 - ii. emailed to br@tongaat.co.za by not later than **17h00 on Tuesday 30 January 2024**.
3. The completion and lodging of this form of proxy will not preclude the relevant Creditor from attending the 151 Meeting and speaking and voting in person thereat to the exclusion of the proxy appointed in terms thereof, should such Creditor wish to do so.
4. Capitalised words not otherwise defined in this proxy form shall have the meaning ascribed to them in the Business Rescue Plan.

5. If this proxy is signed under power of attorney or on behalf of a company, such authority (i.e. power of attorney (for an individual) or authorising resolution (for a juristic person), as applicable) must accompany it.