

Form of proxy

FORM OF PROXY – FOR USE BY CERTIFICATED AND OWN NAME DEMATERIALISED SHAREHOLDERS ONLY

For use at the thirty-fifth annual general meeting (AGM) of members to be conducted entirely by electronic means at 14:00 on Thursday, 25 November 2021.

If you are a City Lodge shareholder referred to above, and are entitled to vote at the AGM, you can appoint a proxy or proxies to vote and speak in your stead at the AGM. A proxy need not be a shareholder of the company. If you are a City Lodge ordinary shareholder and have dematerialised your ordinary shares through a CSDP (and have not selected “own name” registration in the sub-register maintained by a CSDP), do not complete this form of proxy but provide your CSDP with your voting instructions in terms of your custody agreement entered into with it. Generally, a shareholder will not be an own name dematerialised City Lodge shareholder unless the City Lodge shareholder has specifically requested the CSDP to record the City Lodge shareholder as the holder of shares in the City Lodge shareholder’s own name in the company’s sub-register.

I/we, the undersigned

of

Telephone (home): _____ (work): _____ (cellular): _____

being the registered holder(s) of ordinary shares

hereby appoint

or failing him/her,

or failing them, the chairman of the meeting as my/our proxy to act for me/us and vote for me/us on my/our behalf as indicated below at the AGM of the company and at any adjournment thereof.

		Number of shares		
		In favour of	Against	Abstain
1.	Ordinary resolution number 1: Election of directors retiring by rotation			
1.1	Dr M S P Marutlulle			
1.2	Mr S G Morris			
2.	Ordinary resolution number 2: Election and appointment of directors			
2.1	Mr S J Enderle			
2.2	Mr R M Kgosana			
2.3	Mr A R Lapping			
3.	Ordinary resolution number 3: Appointment of external auditor			
4.	Ordinary resolution number 4: Appointment of group audit committee members			
4.1	Mr S G Morris			
4.2	Mr G G Huysamer			
4.3	Mr F W J Kilbourn			
4.4	Ms N Medupe			
4.5	Mr R M Kgosana			
4.6	Mr A R Lapping			
5.	Ordinary resolution number 5: Authority to implement resolutions			
6.	Advisory vote: Remuneration policy and implementation report			
6.1	Remuneration policy			
6.2	Remuneration implementation report			
7.	Special resolution number 1: Approval of non-executive directors’ remuneration			
7.1	Chairman of the board			
7.2	Deputy chairman of the board			
7.3	Services as a director			
7.4	Chairman of the audit committee			
7.5	Other audit committee members			
7.6	Chairman of the remuneration and nominations committee			
7.7	Other remuneration and nominations committee members			
7.8	Chairman of the risk committee			
7.9	Other risk committee members			
7.10	Chairman of the social and ethics committee			
7.11	Other social and ethics committee members			
7.12	Ad hoc committee			
8.	Special resolution number 2: Financial assistance			

Signature

Date

Assisted by me (where applicable)

Each City Lodge shareholder is entitled to appoint one or more proxies (who need not be a shareholder of the company) to participate, speak and vote (either on a poll or by show of hands) in his/her stead at the AGM.

Please see the notes overleaf

GROUP AT A
GLANCE

LEADERSHIP
REVIEW

STRATEGIC
REVIEW

PERFORMANCE

GOVERNANCE

FINANCIAL
STATEMENTS

