

Proxy form to the notice of annual general meeting

Annexure to the notice of annual general meeting

I/We, the undersigned (print) _____ (name of shareholder)
 of _____ (address), being a shareholder of the Company,
 holding _____ (number of shares) shares in the Company,
 hereby appoint _____ (name of proxy)
 of _____ (address) or, failing him/her,
 _____ (name of proxy)
 of _____ (address) or, failing him/her,

the chairperson of the annual general meeting as my/our proxy to represent me/us, to attend, speak and vote on my/our behalf at the annual general meeting of the Company to be held on Friday, 24 February 2023 at 11:00, through electronic means as more fully set out in the notice of annual general meeting ("AGM"), or at any adjournment thereof, in accordance with the following voting instructions:

		In favour of	Against	Abstain from voting
1.	Ordinary resolution number 1: Re-appointment of PricewaterhouseCoopers Inc. (with Mr RJ Jacobs as the individual responsible for performing the function of auditor) as auditors of the Group for the ensuing financial year on the recommendation of the audit and risk committee of the Company			
2.	Ordinary resolution number 2: Re-election of director: Mr Larry Wilson Riddle			
3.	Ordinary resolution number 3: Re-election of director: Ms Tanya Golden			
4.	Ordinary resolution number 4: Re-election of member of the audit and risk committee: Mr Geoffrey George Fortuin			
5.	Ordinary resolution number 5: Re-election of member of the audit and risk committee: Mr Larry Wilson Riddle			
6.	Ordinary resolution number 6: Re-election of member of the audit and risk committee: Ms Tanya Golden			
7.	Ordinary resolution number 7: Non-binding advisory vote on Quantum Foods' remuneration policy			
8.	Ordinary resolution number 8: Non-binding advisory vote on Quantum Foods' implementation report on the remuneration policy			
9.	Special resolution number 1: Approval of the non-executive directors' remuneration			
10.	Special resolution number 2: General authority of the Company and/or its subsidiaries to repurchase shares issued by the Company			

Please indicate instructions to proxy by way of a cross in the relevant space provided.

Signed at _____ (place) on the _____ day of _____ (month) 20 _____.

Signature _____

Assisted by (where applicable) (state capacity and full name) _____

Notes

1. A shareholder entitled to speak, attend and vote at the AGM is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy need not be a registered shareholder of the Company.
2. Capitalised terms which are used in this proxy form but which are not defined shall have the meaning attributed thereto in the notice of AGM dated 15 December 2022.

Instructions on signing and lodging the proxy form

1. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space/s provided overleaf, with or without deleting "the chairperson of the AGM", but any such deletion must be initialled by the shareholder. Should the space/s be left blank, the proxy will be exercised by the chairperson of the AGM. The person whose name appears first on the proxy form and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow.
2. A shareholder's voting instructions to the proxy must be indicated by the insertion of an "X", or the number of votes the shareholder wishes to exercise, in the appropriate spaces provided overleaf. Failure to do so will be deemed to authorise the proxy to vote or to abstain from voting at the AGM as he/she thinks fit in respect of all the shareholder's exercisable votes. A shareholder or his/her proxy is not obliged to use all the votes exercisable by him/her or by his/her proxy, but the total number of votes cast, or those in respect of which abstention is recorded, may not exceed the total number of votes exercisable by the shareholder or by his/her/its proxy.
3. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of the Company.
4. To be valid, the completed and signed proxy form must be lodged, together with the proof of authority of the person signing the form in a representative capacity, with the transfer secretaries of the Company, Computershare Investor Services (Pty) Ltd, via email to proxy@computershare.co.za to be received by them no later than Wednesday, 22 February 2023, at 11:00 (South African time), provided that any proxy form not emailed to the transfer secretaries by this time may be emailed to proxy@computershare.co.za prior to the commencement of the AGM, at any time before the appointed proxy exercises any shareholder rights at the AGM.
5. Documentary evidence establishing the authority of a person signing this proxy form in a representative capacity must be attached to this proxy form unless previously recorded by the transfer secretaries or waived by the chairperson of the AGM.
6. The completion and lodging of this proxy form will not preclude the relevant shareholder from attending the AGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such shareholder wish to do so.
7. The appointment of a proxy in terms of this proxy form is revocable in terms of the provisions of section 58(4)(c) read with section 58(5) of the Companies Act, and accordingly a shareholder may revoke the proxy appointment by cancelling it in writing, or making a later inconsistent appointment of a proxy, and delivering a copy of the revocation instrument to the proxy and to the Company.
8. The completion of any blank spaces overleaf need not be initialled. Any alterations or corrections to this proxy form must be initialled by the signatory/ies.
9. Computershare Investor Services (Pty) Ltd may accept any proxy form which is completed other than in accordance with these instructions provided that he/she is satisfied as to the manner in which a shareholder wishes to vote.

Summary of rights contained in section 58 of the Companies Act

In terms of section 58 of the Companies Act, No. 71 of 2008, as amended ("the Companies Act"):

- a shareholder of a company may, at any time and in accordance with the provisions of section 58 of the Companies Act, appoint any individual (including an individual who is not a shareholder) as a proxy to participate in, and speak and vote at, a shareholders' meeting on behalf of such shareholder;
- irrespective of the form of instrument used to appoint a proxy, the appointment of a proxy is suspended at any time and to the extent that the relevant shareholder chooses to act directly and in person in the exercise of any of such shareholder's rights as a shareholder;
- any appointment by a shareholder of a proxy is revocable, unless the form of instrument used to appoint such proxy states otherwise;
- if an appointment of a proxy is revocable, a shareholder may revoke the proxy appointment by (i) cancelling it in writing, or making a later inconsistent appointment of a proxy; and (ii) delivering a copy of the revocation instrument to the proxy and to the relevant company;
- a proxy appointed by a shareholder is entitled to exercise, or abstain from exercising, any voting right of such shareholder without direction, except to the extent that the relevant company's memorandum of incorporation, or the instrument appointing the proxy, provides otherwise;
- if the instrument appointing a proxy has been delivered by a shareholder to a company, then, for so long as that appointment remains in effect, any notice that is required in terms of the Companies Act or such company's memorandum of incorporation to be delivered to a shareholder must be delivered by such company to:
 - the relevant shareholder; or
 - the proxy or proxies, if the relevant shareholder has: (i) directed such company to do so, in writing; and (ii) paid any reasonable fee charged by such company for doing so; and
- if a company issues an invitation to its shareholders to appoint one (1) or more persons named by the company as a proxy, or supplies a proxy form instrument:
 - the invitation must be sent to every shareholder entitled to notice of the meeting at which the proxy is intended to be exercised;
 - the invitation or proxy form instrument supplied by the company must:
 - bear a reasonably prominent summary of the rights established in section 58 of the Companies Act;
 - contain adequate blank space, immediately preceding the name(s) of any person(s) named in it, to enable a shareholder to write the name and, if desired, an alternative name of a proxy chosen by the shareholder; and
 - provide adequate space for the shareholder to indicate whether the appointed proxy is to vote in favour of or against any resolution(s) to be put at the meeting, or is to abstain from voting;
- the company must not require that the proxy appointment be made irrevocable; and
- the proxy appointment remains valid only until the end of the meeting at which it was intended to be used.