

# Form of proxy

For use by certificated and dematerialised A ordinary shareholders with "own name" registration only.

**Altron Limited**  
(Incorporated in the Republic of South Africa)  
(Registration number 1947/024583/06)  
(Share code: AEL ISIN: ZAE000191342)  
("Altron" or "the Company")

**FORM OF PROXY FOR ALTRON'S ANNUAL GENERAL MEETING TO BE HELD, ON WEDNESDAY, 31 JULY 2024 AT 09:00, OR ANY OTHER ADJOURNED OR POSTPONED TIME, ELECTRONICALLY VIA AN ONLINE PLATFORM [HTTPS://MEETNOW.GLOBAL/ZA](https://meetnow.global/za) (MEET NOW) AND AT THE ALTRON CAMPUS, WOODLANDS OFFICE PARK, 20 WOODLANDS DRIVE, WOODMEAD.**

A shareholder entitled to attend the AGM and vote thereat is entitled to appoint a proxy or proxies to attend the AGM and speak and vote in his/her stead. A proxy need not be a member of the Company.

I/We \_\_\_\_\_ (Please print)

of \_\_\_\_\_ (address)

Telephone number: \_\_\_\_\_ Cellphone number: \_\_\_\_\_ E-mail address: \_\_\_\_\_ hereby appoint

1. \_\_\_\_\_ or failing him/her,

2. \_\_\_\_\_ or failing him/her,

the chairman of the annual general meeting as my/our proxy to act for me/us and on my/our behalf at the annual general meeting of the Company which will be held on Wednesday, 31 July 2024 at 09:00 and at any adjournment thereof, for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at any adjournment thereof, and to vote for and/or against the resolutions and/or abstain from voting in respect of the shares registered in my/our name/s, in accordance with the following instructions:

		Number of A ordinary shares		
		For	Against	Abstain
1.	Ordinary resolution number 1: Election of Mr Grigoris Kouteris as Independent Non-Executive Director			
2.	Ordinary resolutions numbers 2.1 to 2.5 Re-election of Directors			
	2.1 Mr Stewart van Graan			
	2.2 Ms Alupheli Sithebe			
	2.3 Ms Sharoda Rapeti			
	2.4 Mr Robert Venter			
	2.5 Mr Grant Gelink			
3.	Ordinary resolution number 3: Re-Appointment of PricewaterhouseCoopers Inc. ("PwC") as the Company's auditors (with Mr Skalo Dikana as audit partner)			
4.	Ordinary resolution number 4.1 to 4.3: Election of the Audit & Risk Committee members			
	4.1 Mr Grant Gelink (subject to the passing of ordinary resolution 2.5)			
	4.2 Ms Alupheli Sithebe (subject to the passing of ordinary resolution 2.2)			
	4.3 Ms Sharoda Rapeti (subject to the passing of ordinary resolution 2.3)			
5.	Ordinary resolution 5: Endorsement of the Altron Group Remuneration Policy			
6.	Ordinary resolution number 6: Endorsement of the implementation of the Altron Group Remuneration Policy			
7.	Ordinary resolution number 7: General authority to Directors to allot and issue authorised, but unissued A Ordinary shares			
8.	Ordinary resolution number 8: Authority to implement resolutions passed at the AGM			
9.	Special resolution number 1: Remuneration of the Non-Executive Directors			
	1.1 Non-Executive Board Chairman			
	1.2 Non-Executive Board Members			
10.	Special resolution numbers 2.1 to 2.10: Remuneration payable to Non-Executive Directors participating in Statutory and Board Committees			
	2.1 Audit and Risk Committee Chair			
	2.2 Audit and Risk Committee Member			
	2.3 Remuneration Committee Chair			
	2.4 Remuneration Committee Member			
	2.5 Social, Ethics and Sustainability Committee Chair			
	2.6 Social, Ethics and Sustainability Committee Member			
	2.7 Nomination Committee Chair			
	2.8 Nomination Committee Member			
	2.9 Investment Committee Chair			
	2.10 Investment Committee Member			
11.	Special resolution number 3: General authority to provide financial assistance to related or inter-related companies			

Please indicate with an "X" in the appropriate spaces provided above how you wish your vote to be cast. If no indication is given, the proxy will be entitled to vote or abstain as he/she deems fit.

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2024

Signature \_\_\_\_\_

Assisted by me (where applicable) \_\_\_\_\_

Notes to form of proxy and summary of applicable rights established by section 58 of the Companies Act.

# Notes to the form of proxy

1. An A ordinary shareholder holding dematerialised shares by "own name" registration, or who holds shares that are not dematerialised, is entitled to 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 the shareholder. Such A ordinary shareholder may insert the name of a proxy or the names of two alternative proxies of the A ordinary shareholder's choice in the space provided, with or without deleting "the chairman of the annual general meeting", provided that any such deletion must be signed in full by the shareholder. The person whose name stands first on the proxy form and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow. Should a proxy not be specified, this will be exercised by the chairman of the annual general meeting. A proxy need not be a shareholder of the Company.
2. All resolutions put to the vote shall be decided by way of a poll. An A ordinary shareholder is entitled on a poll, to 1 (one) vote per A ordinary share held. An A ordinary shareholder's instruction to the proxy must be indicated by inserting the relevant number of votes exercisable by the A ordinary shareholder in the appropriate box(es). An "X" in the appropriate box indicates the maximum number of votes exercisable by that shareholder. Failure to comply with the above will result in the proxy not being authorised to vote or to abstain from voting at the annual general meeting in respect of the shareholder's votes, except in the case where the chairman of the annual general meeting is the proxy. An A ordinary shareholder or his/her proxy is not obliged to use all the votes exercisable by the A ordinary shareholder, or to cast all those votes exercised in the same way, but the total of the votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the A ordinary shareholder.
3. A proxy appointment must be in writing, dated and signed by the relevant shareholder.
4. Any alteration or correction made to this form of proxy must be signed in full and not initialled by the signatory.
5. Documentary evidence establishing the authority of a person signing the form of proxy in a representative capacity must be attached to this form, unless previously recorded by the Company or waived by the chairman of the annual general meeting.
6. A minor must be assisted by his/her parent/guardian and the relevant documentary evidence establishing his/her legal capacity must be attached to this form of proxy unless previously recorded by the Company or waived by the chairman of the annual general meeting.
7. When there are joint holders of shares, any one holder may sign the form of proxy.
8. The chairman of the annual general meeting may reject or accept any form of proxy which is completed and/or received other than in compliance with these notes.
9. A proxy may not delegate his/her authority to act on behalf of the shareholder, to another person other than the chairman of the annual general meeting.
10. The appointment of a proxy or proxies:
  - a. is suspended at any time to the extent that the shareholder chooses to act directly and in person in the exercise of any rights as a shareholder;
  - b. is revocable in which case the 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 Company.
11. Should the instrument appointing a proxy or proxies have been delivered to the Company, as long as the appointment remains in effect, any notice that is required by the Companies Act or the Company's Memorandum of Incorporation to be delivered by such Company to the shareholder, must be delivered by such Company to:
  - a. the shareholder; or
  - b. the proxy or proxies, if the shareholder has directed the Company to do so in writing and has paid any reasonable fee charged by the Company for doing so.
12. The proxy appointment remains valid only until the end of the relevant meeting at which it was intended to be used, unless revoked as contemplated in section 58(5) of the Companies Act.
13. Forms of proxy must be delivered to Computershare at Rosebank Towers, 15 Biermann Avenue, Rosebank 2196 or e-mailed at proxy@computershare.co.za to be received by them for administrative purposes by no later than 09:00 on Tuesday, 30 July 2024. Should this form of proxy not be returned to Computershare, it may be delivered to the chairman of the annual general meeting before that meeting is due to commence by email to the Altron Company Secretary at mbali.ngcobo@altron.com.

**ADDITIONAL FORMS OF PROXY ARE AVAILABLE FROM COMPUTERSHARE ON REQUEST.**