

FORM OF PROXY



ORDINARY AND SPECIAL RESOLUTIONS
For completion by holders of ordinary shares

(PLEASE READ THE NOTES OVERLEAF BEFORE COMPLETING THIS FORM)

For use at the Annual General Meeting of ordinary shareholders of the Company to be held virtually via Microsoft Teams on Friday, 9 August 2024 at 12h00, with registration to commence at 11h00.

I/We _____ (name/s in block letters)

of (address) _____ being a member of Letshego Holdings Namibia Limited hereby appoint (see note 2)

Appoint (see note 2):

1 _____ or failing him/her,

2. _____ or failing him/her,

3. The Chairman of the meeting, _____

as my/our proxy to act for me/us at the Annual General Meeting which will be held for the purpose of considering, and if deemed fit, passing with or without modification, the resolutions to be proposed thereat and at each adjournment thereof, and to vote for or against the resolutions and/or abstain from voting in respect of the Ordinary Shares registered in my/our name in accordance with the following instructions (see note 2):

			For	Against	Abstain
Ordinary Resolution Number	1	Annual Financial Statements			
Ordinary Resolution Number	2.1	Dividend Declaration			
Ordinary Resolution Number	2.2	Dividend Declaration			
Ordinary Resolution Number	3.1	Director Rotation			
Ordinary Resolution Number	4.1- 4.3	Appointment of Directors			
Ordinary Resolution Number	5	Appointment of Auditors			
Ordinary Resolution Number	6.1	Independent Director fees 2023			
Ordinary Resolution Number	6.2	Independent Director fees 2024			
Ordinary Resolution Number	7.1	Establishment of ESOP			
Ordinary resolution number	7.2	Appointment of Founding trustees			
Ordinary Resolution Number	7.3	Authority of Directors (ESOP)			
Ordinary Resolution Number	8	Authority of Directors			

Signed at _____ on this day of _____ 2024

Signature _____

Assisted by (where applicable) _____

Each Shareholder is entitled to appoint one or more proxies (who need not be Member/s of the Company) to attend, speak and vote in place of that shareholder at the Annual General Meeting.

Please read the notes hereof.

NOTES

1. A Shareholder may insert the names of two alternative proxies of the Shareholder's choice in the space provided, with or without deleting "the Chairperson of the Annual General Meeting". The person whose name appears first on the form of proxy, and whose name has not been deleted will be entitled to act as proxy to the exclusion of those whose names follow.
 2. A Shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by the Shareholder in the appropriate space provided. Failure to comply herewith will be deemed to authorise the proxy to vote at the Annual General Meeting as he/she deems fit in respect of the Shareholder's votes exercisable thereat, but where the proxy is the Chairperson, failure to comply will be deemed to authorise the proxy to vote in favour of the resolution. A Shareholder or his/her proxy is obliged to use all the votes exercisable by the Shareholder or by his/her proxy.
 3. Forms of proxy must be lodged at or posted to The Company Secretary, Letshego Holdings (Namibia) Limited, 1st Floor, Letshego Bank Namibia Ltd, 18 Schwerinsburg Street, Windhoek or emailed to the Interim Company Secretary at mignonk@letshego.com, to be received not less than 48 hours before the Annual General Meeting.
 4. The completion and lodging of this form will not preclude the relevant Shareholder from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof should such Shareholder wish to do so.
 5. The Chairperson of the Annual General Meeting may reject or accept any form of proxy not completed and/or received other than in accordance with these notes provided that he is satisfied as to the manner which the Shareholder concerned wishes to vote.
 6. An instrument of proxy shall be valid for the Annual General Meeting as well as for any adjournment thereof, unless the contrary is stated thereon.
 7. A vote given in accordance with the terms of a proxy shall be valid, notwithstanding the previous death or insanity of the Shareholder, or revocation of the proxy, or of the authority under which the proxy was executed, or the transfer of the Ordinary Shares in respect of which the proxy is given, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Company not less than one hour before the commencement of the Annual General Meeting or adjourned Annual General Meeting at which the proxy is to be used.
 8. At a meeting of Shareholders a poll may be demanded by:
 - Not less than five shareholders having the right to vote at the meeting or;
 - a Shareholder or shareholders representing not less than 10 per cent of the total voting rights of all Shareholders having the right to vote at the meeting;
 - a Shareholder or Shareholders holding shares in the Company that confer a right to vote at the meeting and on which the aggregate amount paid up is not less than 10 per cent of the total. Where a poll is taken, votes shall be counted according to the votes attached to the shares of each Shareholder present in person or by proxy and voting
 9. The authority of a person signing the form of proxy under a power of attorney or on behalf of a company must be attached to the form of proxy, unless the authority or full power of attorney has already been registered by the Company or the Transfer Secretaries.
 10. Where ordinary shares are held jointly, all joint Shareholders must sign.
 11. A minor must be assisted by his/her guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the Company.
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