FORM OF PROXY

Die Humansdorpse Landbou Koöperasie Limited
Annual General Meeting scheduled for 28 March 2025

In this Form of Proxy, unless the contrary appears from the context, words and phrases used will have the defined meanings given thereto in the Notice together with which this Form of Proxy is provided.

Instructions and notes explaining when this Form of Proxy may be used and how to use this Form of Proxy appear at the end of this Form of Proxy.

MEMBER NO. ....

I, (full name) ....

of (name of farm/entity) ....

being a Member of DIE HUMANSDORPSE LANDBOU KOÖPERASIE LIMITED and entitled to vote in terms of the Constitution, hereby appoints (name of proxy)

....

as my proxy to vote on my behalf at the Annual General Meeting of The Co-op taking place on Friday, 28 March 2025 at 10:00, at Mentors Country Estate, c/o N2 Jeffreys Bay Main Off Ramp & St Francis Street, Jeffreys Bay, subject to and in accordance with the provisions of the Co-operatives Act, 2005 and the Constitution, or any meeting arising therefrom.

Signed at .... on this .... day of ....2025.

....	....
SIGNATURE OF MEMBER	**SIGNATURE OF WITNESS**
(who warrants his authority)	

PLEASE NOTE
This Form of Proxy is only valid and will only be recognised if the following requirements are met:

(a) The Form of Proxy must be completed in full.
(b) The proxy is not allowed to sign as witness.
(c) The proxy must be a Member of The Co-op or a mandated representative of an entity that is a Member of The Co-op.
(d) The Form of Proxy must be handed in at the registered office of The Co-op at least 24 hours prior to the scheduled starting time of the meeting. Please contact Anna-Marth Cawood on or before Thursday 27 March 2025 at 042 007 0012 or at annac@humkoop.co.za to assist with the delivery of Forms of Proxy.
(e) A Member is not entitled to appoint more than 1 (one) proxy.
(f) The details of how the proxy should vote or abstain from voting must be completed in full on the ballot form attached hereto and must accompany the Form of Proxy.
(g) This Form of Proxy does not apply in the case of a vote by the show of hands.
(h) The same person may not be appointed as proxy for more than 50 (fifty) Members and/or for more than 17% (seventeen percent) of all the Members.

Die Humansdorpse Landbou Koöperasie Limited
Special General Meeting on 28 March 2025

Please mark the appropriate space provided to indicate your vote:

Agenda item	Resolution	In favour of	Against	Abstain
4.1	Approval of Minutes of Annual General Meeting 10 May 2024			
8.1	**SPECIAL RESOLUTION 1** Approval of amended provisions of the merger agreement dated 27 November 2023, as approved by the members in terms of a special resolution passed on 12 December 2023 ("the Merger Agreement"), which amended provisions are set out in an amendment agreement as contemplated in Ordinary Resolution 5 ("the Amendment Agreement") below, as tabled and further proposed by The Co-op Board to the members as set out in <u>Annexure A</u> hereto.			
8.2	**SPECIAL RESOLUTION 2** Approval of amendments to the Constitution of The Co-op.			
8.3	**SPECIAL RESOLUTION 3** Approval of the assumption by SSK of the indebtedness of The Co-op to Nedbank and the Land Bank respectively.			
8.4	**SPECIAL RESOLUTION 4** Conversion of The Co-op to a private company as contemplated in the Companies Act, 2008, on the terms and conditions of the amended provisions of the Merger Account.			
9.1	**ORDINARY RESOLUTION 1** Approval of the report of The Co-op Board of Directors.			
9.2	**ORDINARY RESOLUTION 2** Approval of the report of the auditors of The Co-op and the consolidated financial statements of the Group for the financial year ended 29 February 2024.			
9.3	**ORDINARY RESOLUTION 3** Approval of director's remuneration.			
9.4	**ORDINARY RESOLUTION 4** Appointment of auditors.			
9.5	**ORDINARY RESOLUTION 5** Approval of the execution of the agreement to amend the Merger Agreement.			
9.6	**ORDINARY RESOLUTION 6** Implementation of Special Resolutions and Ordinary Resolutions and authorisation granted to The Co-op Board.			

VOLMAGVORM

Die Humansdorpse Landbou Koöperasie Beperk
Algemene Jaarvergadering op 28 Maart 2025

In hierdie Volmagvorm, tensy dit anders sou blyk uit die konteks, sal woorde en terme wat gebruik word dieselfde betekenis hê as die omskryfde betekenis daarvan verskaf in die Kennisgewing tesame waarmee hierdie Volmagvorm voorsien word.

Instruksies en notas wat verduidelik wanneer en hoe hierdie Volmagvorm gebruik mag word, verskyn aan die einde van hierdie Volmagvorm.

LID NO. ....

Ek, (volle naam) ....

van (naam van plaas/entiteit) ....

synde 'n Lid van DIE HUMANSDORPSE LANDBOU KOÖPERASIE BEPERK en geregtig om te stem ooreenkomstig die Grondwet, stel hiermee aan (naam van gevolmagtigde)

……

as my gevolmagtigde om namens my te stem op die Algemene Jaarvergadering van Die Koöperasie wat op Vrydag, 28 Maart 2025 om 10:00 gehou sal word te Mentorskraal, h/v N2 Jeffreysbaai Hoofafrit & St Francisstraat, Jeffreysbaai, onderhewig aan en ooreenkomstig die bepalings van die Koöperasiewet, 2005 en die Grondwet, of op enige vergadering voortspruitend daaruit.

Geteken op .... hierdie .... dag van .... 2025.

....
HANDTEKENING VAN VOLMAGGEWER
(wat sy bevoegdheid waarborg)

....
HANDTEKENING VAN GETUIE

LET WEL
Hierdie Volmagvorm is alleen geldig en sal slegs erken word as aan die volgende vereistes voldoen word:

(a) Die Volmagvorm moet behoorlik ingevul word.
(b) Die gevolmagtigde aan wie die volmag gegee word mag nie teken as getuie nie.
(c) Die gevolmagtigde moet 'n Lid wees van Die Koöperasie of die gemagtigde verteenwoordiger van ´n regsentiteit wat ´n Lid van Die Koöperasie is.
(d) Die Volmagvorm moet minstens 24 uur voor die vasgestelde tyd van die vergadering by die geregistreerde kantoor van Die Koöperasie ingelewer word. Kontak asseblief vir Anna-Marth Cawood voor of op Donderdag 27 Maart 2025 by 042 007 0012 of by annac@humkoop.co.za vir bystand met die indiening van Volmagvorms.
(e) 'n Lid is nie geregtig om meer as 1 (een) gevolmagtigde aan te stel nie.
(f) Die besonderhede van hoe die gevolmagtigde moet stem of buite stemming bly, moet ten volle in die aangehegte stembrief ingevul word, welke saam met die Volmagvorm ingedien moet word.
(g) Hierdie Volmagvorm geld nie in die geval van 'n stemming by wyse van die opsteek van hande nie.
(h) Dieselfde persoon mag nie aangestel word as gevolmagtigde vir meer as 50 (vyftig) Lede en/of vir meer as 17% (sewentien persent) van al die Lede nie.

Die Humansdorpse Landbou Koöperasie Beperk
Spesiale Algemene Vergadering op 28 Maart 2025

Merk asseblief die relevante spasie om u stem aan te dui:

Agenda item	Resolusie	Ten gunste van	Teen	Buite stemming
4.1	Goedkeuring van Notule van Algemene Jaarvergadering 10 Mei 2024			
8.1	**SPESIALE BESLUIT 1** Goedkeuring van gewysigde bepalings van die samesmeltingsooreenkoms gedateer 27 November 2023, soos goedgekeur deur die lede by wyse van 'n spesiale besluit geneem op 12 Desember 2023 ("die Samesmeltingsooreenkoms"), welke gewysigde bepalings vervat word in 'n wysigingsooreenkoms soos bedoel in Gewone Besluit 5 ("die Wysigingsooreenkoms") hieronder, soos ter tafel gelê en verder voorgestel deur Die Koöperasie Direksie aan die lede soos vervat in Aanhangsel A hiertoe.			
8.2	**SPESIALE BESLUIT 2** Goedkeuring vir wysiging van die Grondwet van Die Koöperasie.			
8.3	**SPESIALE BESLUIT 3** Goedkeuring vir die oorname deur SSK van die verskuldigdheid van Die Koöperasie aan Nedbank en die Landbank onderskeidelik.			
8.4	**SPESIALE BESLUIT 4** Goedkeuring vir die omskepping van Die Koöperasie in 'n privaat maatskappy soos bedoel in die Maatskappyewet, 2008, op die terme en voorwaardes van die gewysigde bepalings van die Samesmeltingsooreenkoms.			
9.1	**GEWONE BESLUIT 1** Goedkeuring van die verslag van Die Koöperasie Direksie.			
9.2	**GEWONE BESLUIT 2** Goedkeuring van die verslag van die ouditeure van Die Koöperasie en van die gekonsolideerde finansiële state vir Die Groep vir die finansiële jaar 29 Februarie 2024.			
9.3	**GEWONE BESLUIT 3** Goedkeuring van direkteursvergoeding.			
9.4	**GEWONE BESLUIT 4** Goedkeuring vir die aanstelling van ouditeure.			
9.5	**GEWONE BESLUIT 5** Goedkeuring van die ondertekening van die ooreenkoms ter wysiging van die Samesmeltingsooreenkoms.			
9.6	**GEWONE BESLUIT 6** Goedkeuring vir die implementering van Spesiale Besluite en Gewone Besluite en magtiging verleen aan Die Koöperasie Direksie.			