



AGM

Notice of AGM	125
Form of proxy	131
Notes to the form of proxy	132

Notice of Annual General Meeting

Long4Life Limited

Registration number: 2016/216015/06

Share code: L4L

ISIN: ZAE000243119

(the company or L4L)

Notice is hereby given that the second annual general meeting (the **Annual General Meeting**) of shareholders of the company will be held at the company's offices on the 7th Floor, Rosebank Towers, 13–15 Biermann Avenue, Rosebank, Johannesburg on Tuesday, 20 August 2019 at 09:00.

In terms of section 59(1) of the Companies Act, No 71 of 2008 as amended (the **Companies Act**), this notice has been sent to shareholders of the company who were recorded as such in the company's securities register on Friday, 21 June 2019, being the record date as set by the board of directors of the company in terms of the Companies Act for determining which shareholders are entitled to receive this notice of Annual General Meeting.

The last date to trade to be registered in the register of members of the company and therefore be eligible to participate in and vote at the Annual General Meeting is Monday, 5 August 2019.

Only shareholders who are recorded in the register of members of the company on Thursday, 8 August 2019 will be entitled to participate in and vote at the Annual General Meeting.

Salient dates

Important event	Date
Audited provisional summarised results uploaded on www.long4life.co.za	Wednesday, 15 May 2019
Record date for receipt of notice of Annual General Meeting	Friday, 21 June 2019
Distribute Annual General Meeting notice and audited financial statements	Friday, 28 June 2019
Last day to trade in order to be eligible to participate in and vote at the Annual General Meeting	Monday, 5 August 2019
Record date to determine which L4L shareholders are entitled to participate in and vote at the Annual General Meeting	Thursday, 8 August 2019
Last day to lodge forms of proxy with the transfer secretaries for the Annual General Meeting	Monday, 19 August 2019
Hand proxy to chairman prior to the commencement of the meeting if not lodged by 19 August 2019	Tuesday, 20 August 2019
Annual General Meeting to be held at 09:00	Tuesday, 20 August 2019
Results of Annual General Meeting released on SENS	Tuesday, 20 August 2019

Approval required for resolutions

Ordinary resolutions numbers 1 to 6 and resolution number 8 contained in this notice of Annual General Meeting require the approval of more than 50% of the votes exercised on the resolutions by shareholders present or represented by proxy at the Annual General Meeting, subject to the provisions of the Companies Act, the Memorandum of Incorporation of the company and the JSE Listings Requirements.

Ordinary resolution number 7 and special resolutions numbers 1 and 2 contained in this notice of Annual General Meeting require the approval by at least 75% of the votes exercised on the resolutions by shareholders present or represented by proxy at the Annual General Meeting, subject to the provisions of the Companies Act, the Memorandum of Incorporation of the company and the JSE Listings Requirements.

Attendance and voting by shareholders and proxies

Shareholders who have not dematerialised their shares or who have dematerialised their shares with "own name" registration, are entitled to attend and vote at the Annual General Meeting and are entitled to appoint a proxy or proxies (for which purpose a form of proxy is attached hereto) to attend, speak and vote in their stead. The person so appointed as a proxy need not be a shareholder of the company. Shareholders are requested but are not obliged to deliver their completed forms of proxy to the transfer secretaries of the company, Computershare Investor Services Proprietary Limited, 1st Floor, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg or posted to the transfer secretaries at PO Box 61051, Marshalltown, 2017, South Africa, to be received by them not later than 09:00 on Monday, 19 August 2019. The purpose of this request is to provide certainty to the chairman of the Annual General Meeting regarding the number of participants. Accordingly, shareholders will not be prejudiced in any manner if they do not deliver their completed forms of proxy to the company's transfer secretaries by the aforementioned time and date and will still be able to deliver their completed forms of proxy to the chairman of the Annual General Meeting at any time prior to the commencement of the Annual General Meeting (although this could delay the commencement of the Annual General Meeting).

Notice of Annual General Meeting

Forms of proxy must only be completed by shareholders who have not dematerialised their shares or who have dematerialised their shares with "own name" registration.

If you hold dematerialised shares other than with "own name" registration you may:

- instruct your Central Securities Depository Participant (CSDP) or broker to vote at the Annual General Meeting on your behalf by providing your CSDP or broker with your voting instructions in terms of the custody agreement entered into between you and your CSDP or broker. You must not complete the attached form of proxy; or
- attend the Annual General Meeting in person by instructing your CSDP or broker to issue you with the necessary letter of representation to attend the Annual General Meeting in terms of the custody agreement entered into between you and your CSDP or broker.

On a show of hands, every shareholder of the company present in person or represented by proxy shall have 1 (one) vote only. On a poll, an ordinary shareholder is entitled to 1 (one) vote per ordinary share held. An ordinary shareholder's instructions to the proxy must be indicated by inserting the relevant number of votes exercisable by the 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 ordinary shareholder or his/her proxy is not obliged to use all the votes exercisable by the 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 ordinary shareholder.

Electronic participation

Shareholders may participate (but not vote) electronically in the Annual General Meeting, in accordance with the provisions of the Companies Act. Shareholders wishing to participate electronically in the Annual General Meeting are required to deliver written notice to the company secretary at the company's business address at 7th Floor Rosebank Towers, 13-15 Biermann Avenue, Rosebank, Johannesburg, 2196 or by email to the company secretary on info@long4life.co.za by no later than 10:00 on Thursday, 15 August 2019 that they wish to participate via electronic communication at the Annual General Meeting (Electronic Notice).

Teleconferencing facilities will be made available for this purpose and may be accessed at the shareholder's cost. In order for the Electronic Notice to be valid it must contain:

- if the shareholder is an individual, a certified copy of his identity document and/or passport;
- if the shareholder is not an individual, a certified copy of a resolution by the relevant entity and a certified copy of the identity documents and/or passports of the persons who passed the relevant resolution, which resolution must set out who from the relevant entity is authorised to represent the relevant entity at the Annual General Meeting via electronic communication; and
- a valid e-mail address, telephone number and/or facsimile number (the contact address/number).

The company shall use its reasonable endeavours on or before Friday, 16 August 2019, to notify each shareholder who has delivered a valid Electronic Notice, at its contact address/number, of the relevant details through which the shareholder can participate via electronic communication. Such shareholders, should they wish to have their vote counted at the Annual General Meeting, must to the extent applicable:

- complete and submit the form of proxy; or
- contact their CSDP or broker, in both instances, as set out above.

Summary of shareholders' rights in terms of section 58(8)(b)(i) of the Companies Act

A shareholder represented by a proxy has the following rights:

- an ordinary shareholder entitled to attend and vote at the Annual General Meeting may appoint any individual (or individuals) as a proxy/ies to attend, participate in and vote at the Annual General Meeting in place of the shareholder. A proxy need not be a shareholder of the company.
- a proxy appointment must be in writing, dated and signed by the shareholder appointing a proxy and subject to the rights of a shareholder to revoke such appointment, remains valid until the end of the Annual General Meeting.
- a proxy may delegate his/her authority to act on behalf of the shareholder to another person, subject to any restrictions set out in the instrument appointing a proxy.
- the appointment of a proxy is suspended at any time and to the extent that the shareholder who appointed such proxy chooses to act directly and in person in exercising any rights as a shareholder.
- the appointment of a proxy is revocable by the shareholder cancelling this 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. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the shareholder as of the later of:
 - the date stated in the revocation instrument, if any; and
 - the date on which the revocation instrument is delivered to the company as required in the first sentence of this paragraph.

If the instrument appointing the proxy or proxies has been delivered to the company, as long as that appointment remains in effect, any notice required by the Companies Act or the company's Memorandum of Incorporation to be delivered by the company to the shareholder, must be delivered by the company to:

- the shareholder; or
- the proxy or proxies,

if the shareholder has:

- directed the company to do so in writing; and
- paid any reasonable fee charged by the company to do so.

Attention is also drawn to the notes to the form of proxy.

Completing a form of proxy does not preclude any shareholder from attending the Annual General Meeting.

Proof of identification required

In terms of section 63(1) of the Companies Act, any shareholder or proxy who intends to attend or participate at the Annual General Meeting is required to provide reasonably satisfactory identification at the Annual General Meeting for such shareholder or proxy to attend and participate at the Annual General Meeting before or at the Annual General Meeting. A green bar-coded identification document or identification card issued by the South African Department of Home Affairs, a driver's licence or a valid passport will be accepted at the Annual General Meeting as sufficient identification.

Purpose of the meeting

The purpose of the meeting is to:

- present the audited consolidated financial statements of the company and its subsidiaries (the **group**) for the period ended 28 February 2019 (including the directors' report, the independent external auditor's report and the audit and risk committee report) as contained in the Integrated Annual Report, which is available on the company's website at www.long4life.co.za;
- deal with any other business as may be lawfully dealt with at the Annual General Meeting; and
- consider and, if deemed fit, pass, with or without modification, the ordinary and special resolutions set out below in the manner required by the Companies Act and/or the JSE Listings Requirements.

Ordinary business

1. Ordinary resolution number 1: Presentation of the audited consolidated financial statements

Presentation of the audited consolidated financial statements of the company and the group for the year ended 28 February 2019, as approved by the board of directors of the company, including the directors' report, independent external auditor's report and the report of the audit and risk committee of the company, in accordance with the provisions of section 61(8)(a) of the Companies Act. Shareholders are advised that all these documents are published and available on the company's website, www.long4life.co.za.

2. Ordinary resolution number 2: Re-election of directors retiring by rotation

Resolved that Mr LI Jacobs, who retires by rotation in terms of clause 39.3.2 of the company's Memorandum of Incorporation and being eligible and willing, be and is hereby re-elected as an independent non-executive director of the company.

3. Ordinary resolution number 3: Re-appointment of independent external auditors

Resolved that the re-appointment of the independent external auditors, Deloitte & Touche, as recommended by the company's audit and risk committee, as independent registered auditors of the company, and to note Mr T Brown as the designated audit partner, for the financial year ending 28 February 2020, be and is hereby approved.

4. Ordinary resolution number 4: Appointment of audit and risk committee members

Resolved that in terms of section 94(4) of the Companies Act, the following independent non-executive directors of the company, who fulfil the requirement of section 94(4) of the Companies Act, be and are hereby elected (by way of separate ordinary resolutions) as the members of the company's audit and risk committee, to hold office until the conclusion of the next Annual General Meeting:

- T Abdool-Samad (Chairman)
- KR Moloko
- LI Jacobs

Notice of Annual General Meeting

The board of directors and the nomination and remuneration committee are satisfied that the company's audit and risk committee members are suitably skilled and experienced independent non-executive directors. Collectively they have sufficient qualifications and experience to fulfil their duties, as contemplated in regulation 42 of the Companies Regulations 2011. The board of directors and the nomination and remuneration committee therefore unanimously recommend Ms T Abdool-Samad, Ms KR Moloko and Mr LI Jacobs for election to the audit and risk committee.

5. Ordinary resolution number 5: Advisory Endorsement of the group's remuneration policy

In accordance with Principle 14 of the King Report on Corporate Governance™ for South Africa, 2016 (King IV™), the company's remuneration policy is tabled for consideration by shareholders. These votes enable shareholders to express their views on the remuneration policies adopted by the company and on the implementation thereof.

L4L's remuneration policy and philosophy, as set out on pages 43 to 46 of the group's Integrated Annual Report, is hereby submitted to shareholders for a non-binding advisory vote in terms of the recommendation in the Code on Corporate Governance for South Africa 2016 (King IV™) and as now required by the JSE Listings Requirements.

Resolved that the remuneration policy be and is hereby approved by way of a non-binding advisory vote.

6. Ordinary resolution 6: Advisory Endorsement of the group's remuneration implementation report

In accordance with Principle 14 of the King Report on Corporate Governance™ for South Africa, 2016 (King IV™), the company's remuneration implementation report is tabled for consideration by shareholders. These votes enable shareholders to express their views on the remuneration policies adopted by the company and on the implementation thereof.

L4L's remuneration implementation report, as set out on pages 47 to 52 of the group's integrated annual report, is hereby submitted to shareholders for a non-binding advisory vote in terms of the recommendation in the Code on Corporate Governance for South Africa 2016 (King IV™) and as now required by the JSE Listings Requirements.

Resolved that the remuneration implementation report be and is hereby approved by way of a non-binding advisory vote.

7. Ordinary resolution number 7: General authority to issue shares for cash

Resolved that, subject to the restrictions set out below, the board of directors of the company be and is hereby authorised by way of a general authority and subject to the provisions of the Companies Act and the JSE Listings Requirements, to issue ordinary shares for cash, subject to the following limitations:

- the authority contained in this ordinary resolution is valid until the company's next Annual General Meeting or for a period of 15 months from the date of passing this ordinary resolution number 7, whichever period is the shorter;
- the allotment and issue of the ordinary shares must be made to persons qualifying as public shareholders, as defined in paragraphs 4.25 to 4.27 of the JSE Listings Requirements, and not to related parties as defined in the JSE Listings Requirements;
- the ordinary shares which are the subject of the issue for cash must be of a class already in issue, or where this is not the case, must be limited to such shares or rights that are convertible into a class already in issue;
- the total aggregate number of shares which may be issued for cash in terms of this authority may not exceed 10% (ten percent) of the issued ordinary shares of 877 669 139 shares (which number excludes 36 740 770 treasury shares) as at the date of this notice of Annual General Meeting, being 87 766 914 ordinary shares, provided that:
 - any shares issued under this authority prior to this authority lapsing shall be deducted from the aforesaid maximum number of ordinary shares the company is authorised to issue in terms of this authority for the purpose of determining the remaining number of shares that may be issued in terms of this authority;
 - in the event of a sub-division or consolidation of ordinary shares prior to this authority lapsing, the existing authority shall be adjusted accordingly to represent the same allocation ratio;
 - the maximum discount at which ordinary shares may be issued is 10% (ten percent) of the volume weighted average traded price on the JSE of those shares over the 30 (thirty) business days prior to the date that the price of the issue is determined or agreed between the company and the party/(ies) subscribing for the shares; and
 - after the company has issued shares for cash which represent, on a cumulative basis within a financial year, 5% (five percent) or more of the number of shares in issue prior to that issue, the company shall publish an announcement containing full details of the issue (including the number of shares issued, the average discount to the volume weighted average traded price on the JSE of the shares over the 30 (thirty) business days prior to the date that the price of the issue is agreed in writing between the company and the party/ies subscribing for the shares and an explanation, including supporting documentation (if any), of the intended use of the funds arising from the subscription).

Threshold for approval

In order for this ordinary resolution number 7 to be adopted the support of at least 75% of the votes cast by the shareholders present or represented by proxy at the Meeting and entitled to vote on this ordinary resolution is required. The effect of ordinary resolution number 7 is that the directors will be able to issue the authorised but unissued ordinary shares in the company for cash, subject to the requirements of the JSE, the restrictions/conditions set out in the authority, the Companies Act and the company's Memorandum of Incorporation. Such issue may not exceed 10% of the number of issued ordinary shares (excluding treasury shares) as at the date of this notice, the number of ordinary shares in issue as at the date of this notice being 877 669 139 shares.

Special business

Shareholders are requested to consider and, if deemed fit, pass the following special resolutions with or without modification:

1. Special resolution number 1: General authority to repurchase company shares

Resolved that the board of directors of the company be and is hereby authorised, by way of a renewable general authority, to approve the purchase of its own shares by the company, or to approve the purchase of ordinary shares in the company by any subsidiary of the company, upon such terms and conditions as the board of directors of the company may from time to time determine, provided that:

- this general authority shall be valid until the company's next Annual General Meeting or for 15 months from the date of passing of this resolution, whichever period is the shorter;
- repurchases of shares must be effected through the order book operated by the JSE trading system, and done without any prior understanding or arrangement between the company and the counterparty;
- at any point in time, the company may only appoint one agent to effect repurchases on its behalf;
- the company (or any subsidiary) must be authorised thereto in its Memorandum of Incorporation;
- the number of ordinary shares which may be acquired pursuant to this authority in any financial year (the current financial year having commenced on 1 March 2019) may not in the aggregate exceed 10% (ten percent) of the number of ordinary shares in issue;
- repurchases of shares may not be made at a price more than 10% (ten percent) above the volume weighted average traded price on the JSE of the shares in question for the 5 (five) business days immediately preceding the repurchase;
- subject to the exemptions contained in the JSE Listings Requirements, repurchases may not take place during a prohibited period (as defined in paragraph 3.67 of the Listings Requirements) unless a repurchase programme (where the dates and quantities of shares to be repurchased during the prohibited period are fixed) is in place and has been submitted to the JSE in writing prior to the commencement of the prohibited period;
- after the company has acquired shares which constitute, on a cumulative basis, 3% (three percent) of the number of shares in issue (at the time that authority from shareholders for the repurchase is granted), the company shall publish an announcement containing full details of such repurchases; and
- prior to a repurchase, the board of directors of the company must resolve that the repurchase is authorised, the company has passed the solvency and liquidity test as set out in section 4 of the Companies Act, and since that test was performed, there have been no material changes to the financial position of the group.

Reason for and effect of special resolution number 1:

The reason for and effect of special resolution number 1 is to grant the company's board of directors a general authority to approve the company's repurchase of its own ordinary shares and to permit a subsidiary of the company to purchase ordinary shares in the company.

For the purposes of considering special resolution number 1 and in compliance with the JSE Listings Requirements, the following disclosures are contained in the company's integrated annual report:

- major shareholders of the company, pages 122 and 123
- share capital of the company, pages 110 and 111
- directors' responsibility statement hereunder.

The directors, whose names appear on pages 10 and 11 of the integrated annual report, collectively and individually certify to the best of their knowledge and belief, that there are no other facts, the omission of which would make any statement false or misleading, that they have made all reasonable enquiries in this regard and that this resolution contains all information required by law and the JSE Listings Requirements.

Litigation statement

There are no legal or arbitration proceedings (including any such proceedings that are pending or threatened of which the company is aware) which may have or have had a material effect on the company and the group's financial position.

Notice of Annual General Meeting

Material change

Other than the facts and developments reported on in the integrated annual report and in any SENS announcements released by the company, there has been no material change in the trading or financial position of the company and its subsidiaries since the date of signature of the independent external auditor's report contained in the audited consolidated financial statements and up to the date of this notice.

2. Special resolution number 2: Non-executive directors' remuneration for service as directors

Resolved that in terms of sections 66(8) and 66(9) of the Companies Act, the determination of the non-executive directors' remuneration, excluding VAT, for the financial year ending 28 February 2020 (and for the period 1 March 2020 to the date of the 2020 Annual General Meeting) on the basis set out below, for their service as directors with effect from 30 July 2019, be and is hereby approved by way of a special resolution of the shareholders:

	Per meeting (excl VAT)
2.1 Board	
(a) Chairman	R79 500
(b) Non-executive directors	R50 880
2.2 Committees	
2.2.1 Audit and risk committee	
(a) Chairman	R50 880
(b) Member	R38 160
2.2.2 Nomination and remuneration committee	
(a) Chairman	R31 800
(b) Member	R25 440
2.2.3 Social, ethics and transformation committee	
(a) Chairman	R31 800
(b) Member	R25 440
2.2.4 Acquisitions committee	
(a) Chairman	R26 500
(b) Member	R21 200

Reason for and effect of special resolution number 2:

This special resolution will be considered by way of a separate vote on the remuneration of each category of non-executive directors and, in order for each special resolution to be adopted, the support of at least 75% of the votes cast by the shareholders present or represented by proxy at the Annual General Meeting and entitled to vote on this special resolution is required.

The reason for and effect of special resolution number 2 is to approve the payment of remuneration to non-executive directors for their services as directors. As executive directors are not specifically remunerated for their services as directors, but rather as employees of the company, this resolution provides approval of the remuneration to be paid to non-executive directors for their services as directors of the company and additional services as set out above.

3. Ordinary resolution number 8: Directors' authority to implement special and ordinary resolutions

Resolved that any executive director of the company or the company secretary be and is hereby authorised to do all such things and sign all such documents as may be necessary for or incidental to the ordinary and special resolutions passed herein.

By order of the board of directors.

Marlene Klopper

Company secretary

28 June 2019

Form of proxy

Long4Life Limited

Registration number: 2016/216015/06

Share code: L4L

ISIN: ZAE000243119

(the company or L4L)

This form of proxy relates to the second Annual General Meeting of the company to be held on Tuesday, 20 August 2019 at 09:00 at the company's offices on the 7th Floor, Rosebank Towers, 13 – 15 Biermann Avenue, Rosebank, Johannesburg (**Meeting**) and is for use by registered shareholders whose shares are certificated or dematerialised and registered on the Record Date, being Thursday, 8 August 2019. Terms used in this form of proxy have the meanings given to them in the notice of meeting to which this form of proxy is attached.

Please print clearly when completing this form and see the instructions and notes at the end of this form for an explanation on the use of this form of proxy and the rights of the shareholder and the proxy.

I/we (please print name in full) _____

of (address) _____

being the holder(s) of _____ ordinary shares in the company do hereby appoint

or failing him/her, the chairman of the meeting, to attend and participate in the meeting and to speak and to vote or abstain from voting for me/us and on my/our behalf in respect of all matters arising (including any poll and all resolutions put to the meeting) at the meeting, and if the meeting is postponed, at any resumption thereof after any adjournment.

Please insert an "X" or the relevant number of shares in the applicable space reflecting how you wish your votes to be cast. Unless otherwise directed, the proxy will vote as he/she thinks fit.

No.	Description	Number of ordinary shares		
		For	Against	Abstain
1.	Ordinary resolution number 1 Presentation of the audited consolidated financial statements			
2.	Ordinary resolution number 2 Re-election of Mr LI Jacobs			
3.	Ordinary resolution number 3 Re-appointment of external auditors, Deloitte & Touche			
4.	Ordinary resolution number 4 Appointment of audit and risk committee members			
	4.1 T Abdool-Samad (Chairman)			
	4.2 KR Moloko			
	4.3 LI Jacobs			
5.	Ordinary resolution number 5 Advisory endorsement of the group's remuneration policy			
6.	Ordinary resolution number 6 Advisory endorsement of the group's remuneration implementation report			
7.	Ordinary resolution number 7 General authority to issue shares for cash			
8.	Special resolution number 1 General authority to repurchase company shares			
9.	Special resolution number 2 Non-executive directors' remuneration for services as directors			
10.	Ordinary resolution number 8 Director's authority to implement ordinary and special resolutions			

Signed at _____ on _____ 2019.

Signature: _____

Assisted (if applicable) by _____ (name) _____ (signature)

Notes to the form of proxy

1. This form of proxy will not be effective at the Meeting unless it is received by the company's transfer secretaries, Computershare Investor Services Proprietary Limited, 1st Floor, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg or posted to the transfer secretaries at PO Box 61051, Marshalltown, 2017, South Africa, to be received by them no later than 09:00 on Monday, 19 August 2019. Shareholders are requested, but not obliged, to ensure that their completed forms of proxy are received by no later than 09:00 on Monday, 19 August 2019. The purpose of this request is to provide certainty to the chairman of the meeting regarding the number of participants. Accordingly, shareholders will not be prejudiced in any manner if they do not deliver the completed form of proxy to the company's transfer secretaries by the aforementioned time and date and will still be able to deliver their completed forms of proxy to the chairman of the meeting at any time prior to the commencement of the Meeting.
2. This form of proxy is for use by certificated shareholders and dematerialised shareholders with "own-name" registration who wish to appoint another person (a proxy) to participate in, and speak and vote at, the Meeting on their behalf. Other L4L shareholders must not use this form. All beneficial shareholders who have dematerialised their shares through a CSDP or broker must provide the CSDP or broker with their voting instructions. Alternatively, if they wish to attend the Meeting in person, they should request the CSDP or broker to provide them with a letter of representation in terms of the custody agreement entered into between the beneficial shareholder and the CSDP or broker. If duly authorised, companies and other corporate bodies that are L4L shareholders may appoint a proxy using this form of proxy or may appoint a representative in accordance with note 8 below.
3. Every shareholder present in person or by proxy and entitled to vote at the Annual General Meeting of the company shall, on a show of hands, have one vote only, irrespective of the number of shares such shareholder holds. In the event of a poll, every shareholder shall be entitled to vote in accordance with the voting rights associated with the securities held by that shareholder.
4. A shareholder may insert the name of a proxy(ies) in the space/s provided, with or without deleting "the chairman of the Annual General Meeting", but any such deletion must be initialed by the shareholder. Should this space/s be left blank, the proxy will be exercised by the chairman of the Annual General Meeting. The person whose name appears first on the form of proxy and who is present at the Annual General Meeting will be entitled to act as a proxy to the exclusion of those whose names follow.
5. A shareholder's voting instructions to the proxy must be indicated by the insertion of an "X", or the number of votes which that shareholder wishes to exercise, in the appropriate spaces provided. Failure to do so will be deemed to authorise the proxy to vote or abstain from voting at the Annual General Meeting 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 and those in respect of which abstention is recorded, may not exceed the total number of votes exercisable by the shareholder or by his/her proxy.
6. 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.
7. A shareholder may appoint not more than one person of his own choice as his proxy by inserting the name of such person in the space provided, and by signing and dating the form of proxy. Any such proxy need not be a shareholder of the company. If the name of the proxy is not inserted, the chairman of the Meeting will be appointed as proxy. If more than one name is inserted, then the person whose name appears first on the form of proxy and who is present at the Meeting will be entitled to act as proxy to the exclusion of any persons whose names follow. The proxy appointed in this form of proxy may delegate the authority given to him in this form of proxy by delivering to the company, in the manner required by these instructions, a further form of proxy, which has been completed in the manner consistent with the authority given to the proxy in this form of proxy.
8. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the transfer secretaries or waived by the chairman of the Annual General Meeting.
9. The completion and lodging of this form of proxy 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.
10. A shareholder may revoke a proxy in terms of the provisions of section 58(4) (c) read with section 58(5) of the Companies Act 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.
11. Unless revoked in accordance herewith, the appointment of a proxy in terms of this form of proxy will remain valid until the end of the Meeting, even if the Meeting or a part thereof is postponed or adjourned. The form of proxy will not be used at the resumption of an adjourned meeting if it could not have been used at the meeting from which it was adjourned for any reason other than it was not lodged timeously for the meeting from which the adjournment took place.
12. Any alteration or corrections to this form of proxy must be initialed by the signatory/ies.
13. The chairman of the Annual General Meeting may, in his/her discretion, accept or reject any form of proxy or other written appointment of a proxy that is received by the chairman prior to the time when the Meeting deals with the resolution or matter to which the appointment of the proxy relates, even if that appointment of a proxy has not been completed and/or received in accordance with these instructions. However, the chairman will not accept any such appointment of a proxy unless the chairman is satisfied that it reflects the intention of the L4L shareholder appointing the proxy.
14. All notices that a L4L shareholder is entitled to receive in relation to the company will continue to be sent to that L4L shareholder and will not be sent to the proxy, unless such L4L shareholder has directed the company to do so, in writing, and paid for any reasonable fee charged by the company for doing so.
15. Companies and other corporate bodies which are L4L shareholders holding certificated shares or having dematerialised shares registered in their own names may, instead of completing this form of proxy, appoint a representative to represent them and exercise all of their rights at the Meeting by giving written notice of the appointment of that representative. That notice will not be effective at the Meeting unless it is accompanied by a duly certified copy of the resolution/s or other authorities in terms of which that representative is appointed and is received by the company's transfer secretaries at either of the following addresses:
 - Computershare Investor Services Proprietary Limited, 1st Floor, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg, 2196; or
 - PO Box 61051, Marshalltown, 2107, South Africa.Shareholders are requested, but not obliged, to ensure that their completed forms of proxy are received by no later than 09:00 on Monday, 19 August 2019.
16. This form of proxy shall, in addition to the authority granted under the Companies Act, except insofar as this form of proxy provides otherwise, be deemed to confer the power generally to act at the Meeting, subject to the specific direction as to the manner of voting in this form of proxy or on separate written instructions that accompany this form of proxy. Accordingly, if:
 - 16.1 an L4L shareholder does not indicate on this instrument that the proxy is to vote in favour of, or against, or to abstain from voting on, any resolution; or
 - 16.2 the shareholder gives contradictory instructions in relation to any matter; or
 - 16.3 any additional resolution/s are properly put before the Meeting; or
 - 16.4 any resolution listed in the form of proxy is modified or amended,then the proxy will be entitled to vote or abstain from voting, as his/she thinks fit, in relation to that resolution or matter. If, however, an L4L shareholder has provided further written instructions that accompany this form and that indicate how the proxy should vote or abstain from voting in any circumstances referred to in clauses 16.1 to 16.3 above, then the proxy shall comply with those instructions.
17. If this proxy is signed by a person (signatory) on behalf of an L4L shareholder, whether in terms of a power of attorney or otherwise, then this form of proxy will not be effective unless:
 - 17.1 it is accompanied by a certified copy of the authority given by such L4L shareholder to the signatory; or
 - 17.2 the company has already received a certified copy of that authority.