PROXY FOR A MEETING OF MEMBERS

RAISINS SOUTH AFRICA NPC

Registration Number: 1997/019805/08

(**"NPC"**)

I, ………………………………………………………, as member of the NPC hereby appoints ……...as my proxy to vote for me and on my behalf, at the annual general meeting of members of the NPC to be held in person on the following date: **22 July 2026**.

Entity name (if applicable): ………………………………………………………………………………

List PUC number/s of entity:

…………………………………………

…………………………………………

…………………………………………

<u>ORDINARY RESOLUTIONS</u>

ANNUAL REPORT **No. 01/2026**

RESOLVED THAT, the Members accept the information contained in the annual report (Financial Year 2025) prepared inclusive of the financial statements (FY2025) of the Company attached to the Notice as **Annexure B** circulated on or before **15th July 2026.**

APPOINTMENT OF AUDITOR **No. 02/2026**

RESOLVED THAT, the Members re-appoint Venter en Vennote as the auditors of the Company for the 2026 financial year period.

APPOINTMENT OF DIRECTORS **No. 03/2026**

RESOLVED THAT, two vacancies (Ward 1 and 4) need to be filled.

Nominations received (Ward 1):

1. Johannes Kotze

Nominations received (Ward 4):

1. ____________________
2. ____________________
3. ____________________

The following three co-opted members that served during 2025, have made themselves available again for re-appointment for the next 12 months.

1. Mr. D. van der Berg (marketing)
2. Mr. N.C. Koch (marketing)
3. Mr. A.P. Mac Minn (independent)

Mr. E.W. Loxton (emerging farmer) has resigned as co-opted board member.

Primary Board member to appoint/re-appoint co-opted board members after the AGM.

SPECIAL RESOLUTIONS - **Subject to final MOI wording and legal advice**

Amendment of the MOI relating to Board Composition, Co-opted Directors and Voting Rights No. 04/2026

The proposed Board composition and voting rights shall be as follows:

Category	**Number of directors**	**Voting rights**
Primary producer directors	4	**3 votes each = 12 votes in total**
Chief Executive Officer	1	1 vote
Co-opted members	8	Voting rights to be confirmed in the final MOI wording; **at least one must be a producer**
Total	**13**	Subject to final MOI wording and legal advice

RESOLVED THAT, the Company be and is hereby authorised, subject to the applicable provisions of the Companies Act, the Memorandum of Incorporation of Raisins SA (Adopted 6 October 2021) and any other applicable governance requirements, to amend the Memorandum of Incorporation of Raisins SA to provide for the expansion of the Board from **eight (8) directors** to **twelve (12) directors**. Excluding the Chief Executive Officer.

RESOLVED FURTHER THAT, the proposed Board composition shall include four (4) primary producer directors, the Chief Executive Officer, and eight (8) additional co-opted members, of whom at least one (1) must be a producer.

RESOLVED FURTHER THAT, the voting rights of the four (4) primary producer directors shall be recorded as **three (3) votes per primary producer director**, resulting in a total of **twelve (12) producer votes**.

RESOLVED FURTHER THAT, co-opted directors may be appointed by the Board for a specific function, term, specialist area, continuity purpose or strategic purpose, as determined by the Board from time to time.

VOTE: YES ☐

NO ☐

Ward Representation, Nominations and Voting **No. 05/2026**

RESOLVED THAT, nominations and voting for ward representatives shall take place within the relevant wards prior to the Annual General Meeting, and that the outcome of such ward processes shall be confirmed at the Annual General Meeting.

Each ward shall be responsible for conducting its own nomination and voting process in a fair and transparent manner, and the results shall be submitted to Raisins SA for confirmation at the Annual General Meeting.

VOTE: YES ☐

NO ☐

Good Standing, Levies and Voting Rights **No. 06/2026**

RESOLVED THAT, a producer's Good Standing status and voting rights should not be prejudiced solely due to the non-payment or late payment of levies by a packer, where such non-payment is outside the producer's direct control.

Note: Raisins SA's policy direct levy collection, payment terms, penalty interest, cut-off dates, and the process to be followed in respect of non-paying packers.

VOTE: YES ☐

NO ☐

Amendment of the MOI: Limitation on Proxy Appointments **No. 07/2026**

RESOLVED THAT, subject to the required approval by the Members and compliance with the Companies Act, the Memorandum of Incorporation of Raisins South Africa NPC be amended to limit the number of proxy appointments that any one person may hold.

No person may act as proxy for more than three Members entitled to vote at any Members' Meeting, including an Annual General Meeting or any adjourned meeting.Where a person has been appointed as proxy by more than three Members, only the first three valid proxy forms received by the Company, determined according to date and time of receipt, will be recognised. Any additional proxy appointments in favour of that person will not be accepted.

This amendment is intended to promote broader Member participation, prevent the concentration of voting power through block proxies, and improve transparency and fairness at Members' Meetings.

RESOLVED FURTHER THAT, the Board and/or any duly authorised representative of the Company be authorised to take all steps necessary to give effect to this resolution, including the finalisation and filing of the amended MOI where required.

VOTE: YES ☐

NO ☐

ALTERNATIVELY, in the absence of any voting instructions my proxy should exercise its vote as he/she thinks fit.
I hereby warrant that I am duly authorised to vote on behalf of the aforesaid member of the NPC on a meeting of members of the NPC, and authorised to appoint the proxy in terms hereof.

Signed this…………………………………….. day of 2026

Name (in full)…………………………………………………………………………………….

Address………………………………………………………………………………………..

Signature………………………………………………………………………………………

A member entitled to vote at the meeting may appoint a proxy to attend, speak and vote in his/her stead. A proxy need not be a member of the NPC

[END]