

AfroCentric Investment Corporation Limited

(Incorporated in the Republic of South Africa) (Registration number: 1988/000570/06)

JSE Share code: ACT

ISIN: ZAE 000078416

(AfroCentric or the Company)

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Website: www.afrocentric.za.com

FORM OF PROXY

CERTIFICATED SHAREHOLDERS

For use by the holders of certificated shares and/or dematerialised shares held through a broker or CSDP who have selected own-name registration, registered as such at the close of business on the voting record date, at the AGM to be held at 10h00 at the AfroCentric Distribution Services Offices, The Greens Office Park, Building L, 26 Charles De Gaulle Crescent, Highveld Ext 12, Centurion, on Wednesday, 9 November 2023 or any postponement or adjournment thereof.

Shareholders or their proxies may participate in the AGM by way of electronic participation and or submission of a written proxy. Further, shareholders are encouraged to submit their questions relating to the 2023 AGM Agenda in advance by email to the Company Secretary at billym@afrocentrichealth.com.

Note:

Forms of proxy are to be lodged with the transfer secretary by 10h00 on 7 November 2023; however, a form of proxy not delivered to the transfer secretary by this time may be submitted electronically/by hand to the Chairman of the AGM at any time prior to the commencement of the AGM.

DEMATERIALIZED SHAREHOLDERS

Dematerialised shareholders who have not selected own-name registration must not complete this form of proxy.

They must inform their broker or CSDP timeously of their intention to attend and vote at the AGM or be represented by proxy thereat for the broker or CSDP to issue them with the necessary letter of representation to do so or provide the broker or CSDP timeously with their voting instructions should they not wish to attend the AGM for the broker or CSDP to vote in accordance with their instructions at the AGM.

I/We (FULL NAMES IN BLOCK LETTERS PLEASE)

of (address) (BLOCK LETTERS PLEASE)

Telephone no: (WORK) (area code)

Cell phone no:

Telephone no: (HOME) (area code)

Email address:

being the holder/s of _____ shares hereby appoint

1. _____ or failing him/her

2. _____ or failing him/her

3. the chairman of the AGM

as my/our proxy to act for me/us on my/our behalf at the AGM in accordance with the following instructions (see note 2):

		FOR	AGAINST	ABSTAIN
ORDINARY RESOLUTIONS				
1.	Appointment of directors			
1.1	Mr PB Hanratty			
1.2	Ms MK Dippenaar			
1.3	Mr GN van Wyk			
2.	Re-election of directors			
2.1	Ms M Chauke			
2.2	Mr MJ Madungandaba			
2.3	Mr JB Fernandes			
3.	Appointment of Chairman and Members to the Audit and Risk Committee			
3.1	Mr JB Fernandes (Chairperson)			
3.2	Ms AM le Roux			
3.3	Ms M Chauke			
4.	Appointment of Independent External Auditor			
5.	General authority to issue shares for cash			
6.	Approval of the remuneration policy			
7.	Approval of the remuneration implementation report			
8.	Authority of directors and/or Company Secretary			
SPECIAL RESOLUTIONS				
1.	Approval of Non-executive Directors' fees			
2.	General authority to repurchase shares			
3.	Financial assistance to a related or inter-related company or companies			
4.	Financial assistance for the subscription of shares to related or inter-related companies			

NOTES TO FORM OF PROXY

Please read the following notes and instructions carefully

1. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space(s) provided. The person whose name appears first on this form of proxy and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow.
 2. A proxy appointed by a shareholder in terms hereof may not delegate his authority to act on behalf of the shareholder to any other person.
 3. A shareholder's instructions to the proxy must be indicated by inserting the relevant number of votes exercisable by the shareholder in the appropriate box provided. Failure to comply with the above will be deemed to authorise the proxy to vote or abstain from voting at the AGM as he deems fit in respect of the entire shareholder's votes exercisable thereat.
 4. The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the AGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such shareholder wish to do so. In addition to the foregoing, a shareholder may revoke the proxy appointment by:
 - a) Cancelling it in writing or making a later inconsistent appointment of a proxy.
 - b) Delivering a copy of the revocation instrument to the proxy and AfroCentric. 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 at the later date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered in the required manner.
 5. The Chairman of the AGM may reject or accept any form of proxy that is completed and/or received, otherwise than in accordance with these notes, provided that, in respect of acceptances, the Chairman is satisfied as to the manner in which the shareholder/s concerned wishes to vote.
 6. Each shareholder is entitled to appoint one or more proxies (none of whom need be a shareholder) to attend, speak and vote in place of that shareholder at the AGM.
 7. 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 AfroCentric or the transfer secretaries or waived by the Chairman of the AGM.
 8. Any alteration or correction made to this form of proxy must be initialled by the signatory/signatories.
 9. Where there are joint holders of shares:
 - a) Any one holder may sign this form of proxy.
 - b) The vote of the senior (for that purpose, seniority will be determined by the order in which the names of shareholders appear on the register) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote(s) of the other joint holder(s) of shares.
 10. The form of proxy may be used at any adjournment or postponement of the AGM, including any postponement due to a lack of quorum, unless withdrawn by the shareholder.
 11. Unlisted securities (if applicable) and shares held as treasury shares may not vote.
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