

# NOTICE OF ANNUAL GENERAL MEETING

**Notice is hereby given that the 5th (fifth) Annual General Meeting (“AGM”) of Sasol Khanyisa Public (RF) Limited’s (“Sasol Khanyisa” or “the Company”) shareholders will be held electronically and at Sasol Place, 50 Katherine Street, Sandton, Johannesburg, South Africa on Saturday, 29 October 2022 at 10:00.**

**This document is important and requires your immediate attention. Your attention is drawn to the shareholder notes at the end of this notice, which contain important information with regard to participation in the AGM.**

The holders of Sasol Khanyisa ordinary shares (“the shareholders”) and any persons who are not shareholders, but who are entitled to exercise any voting rights in relation to the resolutions to be proposed at the meeting (collectively “the holders” or “you”), as at the record date of Friday, 21 October 2022, are entitled to attend, participate in and vote at the AGM electronically or in person or by proxy. A proxy need not be a person entitled to vote at the meeting.

The Board of Directors (“the Board”) has determined, in accordance with section 59 of the Companies Act (“the Act”), that the record date by when persons must be recorded as shareholders in the securities register of the Company in order to be entitled to receive the Notice of AGM is Friday, 16 September 2022. The record date in order to be recorded in the securities register as a shareholder to be able to attend, participate and vote at the AGM, is Friday, 21 October 2022.

This document is available in English only. The proceedings at the meeting will be conducted in English, IsiZulu, SeSotho, Sepedi, Xitsonga, TshiVenda, IsiXhosa and Afrikaans.

## **Purpose of the AGM**

The purpose of the AGM is for the following business to be transacted and to consider and, if approved, to pass with or without modification, the following ordinary resolutions, in the manner required by the Company’s Memorandum of Incorporation (“MOI”), and the Act.

Ordinary resolutions, save to the extent expressly provided in respect of a particular matter contemplated in the Company’s MOI, shall require to be adopted with the support of more than 50% of the voting rights of those persons present at the meeting exercised on the ordinary resolution.

## **Part A – Receipt of Annual Financial Statements, Audit Committee Report and Social and Ethics Committee Report**

To receive the audited Annual Financial Statements of the Company and of the Sasol Khanyisa Public (RF) Limited Group for the financial year ended 30 June 2022 together with the reports of the Directors, the Audit Committee and the external auditors of the Company. The Annual Financial Statements of the Company for the financial years ended 30 June 2021 and 30 June 2022 can be obtained from the Sasol Khanyisa website at [www.sasolkhanyisa.com](http://www.sasolkhanyisa.com).

To receive the report of the Social and Ethics Committee for the financial year ended 30 June 2022, as required in terms of Regulation 43 of the Companies Regulations, 2011 (“the Regulations”) as set out on page 31 of this Annual Report.

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### Part B – Ordinary resolutions

1. To vote on the re-election, each by way of a separate vote, of the following Directors who are required to retire in terms of clause 22.2.4<sup>1</sup> of the Company's MOI, and who are eligible and have offered themselves for re-election<sup>2</sup>:

1.1 Ms TLB Boikhutso

1.2 Ms N Manyika

2. To vote on the appointment of PricewaterhouseCoopers Inc. ("PwC"), nominated by the Company's Audit Committee, as independent auditor of the Company and the Sasol Khanyisa Group for the financial year ending 30 June 2023, to hold office until the end of the next AGM.

The Audit Committee is satisfied that the appointment of PwC<sup>3</sup> will comply with the requirements of the Act and the Regulations.

3. To vote on the election, each by way of a separate vote, of the members of the Audit Committee of the Company, to hold office until the end of the next AGM, namely:

3.1 Ms N Manyika (subject to her re-election as a Director in terms of ordinary resolution 1.2);

3.2 Mr TR Madiba; and

3.3 Mr KM Makhetha.

At the date of this notice, there are no vacancies on the Audit Committee.

The Board has reviewed the proposed composition of the Audit Committee against the requirements of the Act and the Regulations<sup>4</sup> that apply to the Company, and has confirmed that the proposed Audit Committee will comply with the relevant requirements, and has the necessary knowledge, skills and experience to enable the Audit Committee to perform its duties in terms of the Act. The Board recommends the election by holders of the Directors listed above as members of the Audit Committee, to hold office until the end of the next AGM.

By order of the Board

30 September 2022

<sup>1</sup> Clause 22.2.4 states that, "At the Annual General Meeting held in each year 1/3 (one-third) of the Directors, or if their number is not a multiple of 3 (three), then the number nearest to, but not less than 1/3 (one-third) shall retire from office."

<sup>2</sup> The brief biographies of Mss TLB Boikhutso and N Manyika, being the directors who have offered themselves for re-election, are included in this Annual Report on pages 26 and 27.

<sup>3</sup> Ms MM Mokone, PwC practice number 901121.

<sup>4</sup> Sections 94(4) and 94(5) of the Act read with Regulation 42 of the Regulations.