

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2nd Annual General Meeting of the shareholders of Sasol Khanyisa Public (RF) Limited's ("Sasol Khanyisa" or "the Company") will be held at 10:00 on Saturday, 7 December 2019 at Exhibition Hall 1, The Sandton Convention Centre, 161 Maude Street, Sandton, Johannesburg, South Africa (the Annual General Meeting).

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

The holders of Sasol Khanyisa ordinary shares (collectively "the shareholders" or "holders" or "you") and any persons who are not shareholders but who are entitled to exercise any voting rights in relation to the ordinary and special resolutions to be proposed at the meeting, as at the record date of Friday, 29 November 2019, are entitled to participate in and vote at the Annual General Meeting 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, No 71 of 2008 (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 Annual General Meeting is Friday, 25 October 2019. 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 Annual General Meeting, is Friday, 29 November 2019.

This document is available in English only. The proceedings at the meeting will be conducted in English but will be available in other selected official languages¹.

The purpose of the Annual General Meeting is for the following business to be transacted and to consider and, if approved, to pass the following ordinary and special resolutions in the manner required by the Company's memorandum of incorporation (MOI), and the Act:

Part A – receipt of Annual Financial Statements and Audit Committee report

To receive the audited annual financial statements of the Company and of the Sasol Khanyisa Group (being the Company and its subsidiary), for the financial year ended 30 June 2019, together with the reports of the directors, the Audit Committee of the Company and the external auditors of the Company. The annual financial statements of the Company for the financial years ended 30 June 2018 and 30 June 2019 (as contained in the Annual Report) can be obtained from the Sasol Khanyisa website at www.sasolkhanyisa.com.

Part B – ordinary resolutions

To consider and, if deemed fit, to approve the ordinary resolutions set out below, in the manner required by the MOI and the Act:

1. Ordinary resolution number 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 22.2.4² of the Company's MOI and who are eligible and have offered themselves for re-election³:



1.1 Ms TLB Boikhutso

1.2 Mr TR Madiba



1.3 Mr KM Makhetha

2. Ordinary resolution number 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 Group for the financial year ending 30 June 2020, to hold office until the end of the next Annual General Meeting.

The Audit Committee is satisfied that the appointment of PwC will comply with the requirements of the Act and the Regulations.

3. Ordinary resolution number 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 Annual General Meeting, namely:³



3.1 Ms N Manyika

3.2 Mr TR Madiba



3.3 Mr KH Setzin

3.4 Ms K Njobe

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 Regulations⁴ 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 Annual General Meeting.

Part C – special resolutions

To consider and, if deemed fit, to approve the special resolution set out below in the manner required by the MOI and the Act:

4. Special resolution number 1: Amendment to clause 31.1.4 of the MOI of the Company

"That clause 31.1.4, "no Distribution shall be declared if the payment of the pro rata portion of that particular Distribution to any individual Ordinary Shareholder does not amount to at least R50.00 (fifty rand)", in the MOI of the Company be deleted in its entirety with effect from the date of the filing of the notice of amendment with the Companies and Intellectual Property Commission".

The reason and effect of special resolution number 1 will allow the Company to pay a dividend to shareholders irrespective of the rand value should a dividend be declared by the Company.

By order of the Board
28 October 2019

¹ IsiZulu, SeSotho, Sepedi, Xitsonga, TshiVenda, IsiXhosa and Afrikaans.

² 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". Clause 22.2.6 states that "... Retiring Directors shall be eligible for re-election".

³ Brief biographies of directors who have offered themselves for re-election are included in this Annual Report on pages 28 and 29.

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

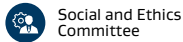
NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

1. This document is addressed to all holders.
2. If you are a holder of Sasol Khanyisa certificated securities or hold Sasol Khanyisa dematerialised securities in your own name and are unable to attend the Annual General Meeting and wish to be represented thereat, you must complete and return the Form of Proxy included in this Annual Report in accordance with the instructions therein and lodge it with the share registrars, being Link Market Services South Africa (Pty) Ltd, whose details are contained on the inside back cover.
3. You may appoint one person as a proxy. Note that a proxy need not be a shareholder.
4. If you do not hold your Sasol Khanyisa dematerialised securities in your own name or through Link Investor Services (Pty) Ltd, you should inform your broker or central securities depository participant (CSD Participant) of your intention to attend the Annual General Meeting in order for your broker or CSD Participant to be able to issue you with the necessary letter of representation to enable you to attend the Annual General Meeting or, alternatively, should you not wish to attend the Annual General Meeting, you should provide your broker or CSD Participant with your voting instructions.
5. If you are a beneficial holder of certificated Sasol Khanyisa securities you may attend and vote at the Annual General Meeting only to the extent that:
 - a. your beneficial interest includes the right to vote on the matters in this document; and
 - b. your name is on the Company's register of disclosures as the holder of the beneficial interest, or you hold a proxy appointment in respect of the matters in this document from the registered holder of the Sasol Khanyisa securities.
6. In accordance with section 63(1) of the Act, before any person may attend or participate in the Annual General Meeting, that person must present reasonably satisfactory identification and the person presiding at the meeting must be reasonably satisfied that the right of that person to participate and vote, either as a holder or proxy has been reasonably verified. Without limiting the generality hereof, the Company will accept a valid South African identity document, a valid driver's licence or a valid passport as satisfactory identification.
7. In accordance with sections 61(10) and 63(3) of the Act, you may participate in the Annual General Meeting by electronic means. Teleconference facilities will be available for this purpose, and may be accessed at your cost, for the duration of the Annual General Meeting, subject to the arrangements in respect of identification and practicality as referred to in paragraphs a to d.
 - a. In order for Sasol Khanyisa to arrange electronic participation, holders must deliver written notice to Link Market Services South Africa (Pty) Ltd by 09:00 on Friday, 29 November 2019 to indicate that they wish to participate by means of electronic communication at the Annual General Meeting.
 - b. The written notice referred to in 7.a. above must contain:
 - i. a certified copy of you or your proxy's South African identity document or passport if the holder is an individual;
 - ii. a certified copy of a resolution or letter of representation/proxy given by the holder if you are a company or other juristic person and a certified copy of the identity documents or passports of the persons who passed the relevant resolution. The authority resolution must set out who is authorised to represent you at the Annual General Meeting via electronic communication if you are a company or other juristic person;
 - iii. your valid email address and/or facsimile number and/or telephone number; and
 - iv. an indication that you or your proxy wish not only to attend or participate in the meeting by means of electronic communication, but also to vote by means of electronic communication.
8. In accordance with sections 61(10) and 63(3) of the Act, you or your proxy, may participate in the Annual General Meeting by electronic means through the AGM Online Facility. Shareholders may participate in the Annual General Meeting online, using your smartphone, tablet or computer. If you choose to participate online you will be able to view a live webcast of the meeting, ask the Directors questions online in written form and submit your votes in real time. Please see pages 20 to 23 for information on how to access the AGM Online Facility.
9. See page 19, for a map of the location of the venue of the meeting. An electronic copy may be obtained from our website at www.sasolkhanyisa.com.
10. Registration for those attending the meeting physically will be available from two hours before the meeting and we request that you or your proxy register by no later than 15 minutes before the start of the Annual General Meeting. If you or your proxy attend the Annual General Meeting physically, you and your proxy must comply with the requirements under paragraph 5 above to expedite registration.
11. The Company does not accept responsibility and will not be liable for any failure on the part of the broker, CSD Participant, banker, attorney, accountant or other appropriate professional advisor of any holder of dematerialised securities to notify the holder thereof of the content of this document.

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.

Special resolutions shall require to be adopted with the support of at least 75% of the voting rights of those persons present at the meeting exercised on the special resolution.

OUR BOARD OF DIRECTORS



Social and Ethics Committee



Audit Committee

ZANELE MONNAGOTLA

South African: Born 1971

Independent Non-Executive Director and Chairman

Masters in Finance, Management Advanced Programme LLM (Tax), LLB, BCom

Appointed to the Board in 2018 and Chairman of the Board in 2018

Ms Monnagotla is the Founder and Managing Director of Freewi, a company whose aim is to make Wi-Fi more accessible to communities, townships, businesses and the underprivileged in SA and the continent.

She is a non-executive director on the following boards: Sasol South Africa Limited, Development Bank of Southern Africa (DBSA) and Philafrica Pty Ltd.

She previously held various senior positions at the Industrial Development Corporation between 2000 and 2014 including Senior Project Manager: Project and Structured Finance, Head of Strategic High Impact Projects and Head of Innovation Department. She previously served as a non-executive director on Bluefin, Persomics and Foskor and was a member of the Legal and Technical sub-committee of Pebble Bed Modular reactor.

NONKULULEKO MANYIKA

South African: Born 1983

Independent Non-Executive Director

BCom Accounting, BCompt (CTA - Hons), CA(SA)

Appointed to the Board in 2018

Ms Manyika is the founder of Nonisa an advisory firm that caters to a large variety of clients within construction and other specialised fields.

She was previously the Chief Financial Officer of ENM Trading and Chief Executive Officer of the Association for the Advancement of Black Accountants of South Africa (ABASA) and a board member of the South African Institute of Chartered Accountants. She also worked for Standard Bank Corporate Investment Banking, ABSA Capital and Deloitte.

KHUNGEKA NJOBE

South African: Born 1970

Independent Non-Executive Director

BSc (Hons), MSc

Appointed to the Board in 2018

Ms Njobe is the Group Executive for Business Excellence and Integration at the Council for Scientific



and Industrial Research (CSIR), which she rejoined in March 2019.

She also serves as a Trustee of Hans Merensky and is the board member of Fusion Energy Holdings.

She was the Founder, Executive Chairman and Chief Executive Officer of Kay Ann Group, a company holding investments, operating entities and a consulting business. Prior to that she was a Managing Director for Aveng Water and an Executive at the CSIR.

Until June 2019, she was a member of the University of Stellenbosch Council, where she was also a member of its Executive Committee and a Chair of its Social and Ethics Committee. She is also a previous member of the South African National Parks Board and served as a Chairperson of one its committees. She also served up until December 2018, 10 years on Sasol Inzalo Public (RF) Limited and Sasol Inzalo Public Funding (RF) (Pty) Ltd and part of the period she was the Chairperson of the Board, the Nominations Committee and a member of the Audit Committee.

Other Boards she has served on, are the South African Weather Service (Chair), Safcol, Technology Innovation Agency (Chair), and the Board of Governors of the World Water Council.

KANANELO MAKHETHA

South African: Born 1960

Independent Non-Executive Director

BCom, MBA

Appointed to the Board in 2018

Mr Makhetha is the Chief Executive Officer of Club Travel Corporate, a corporate travel management company, providing travel and related services to the private and public sectors. He is the former Chief Executive Officer of Travelex Africa, a retail travel foreign exchange supplier. He is the Chairman at Education Africa and a non-executive Director at Shumi Investment Holdings (Pty) Ltd.

He has over 20 years' experience in the South African Travel, Tourism and related service industries and is well versed in the requirements of business management and strategy, corporate governance, enterprise risk management, compliance and transformation. He was the past President of the Association of Southern African Travel Agents and a Director of SA Tourism and THETA (Now CATHSSETA).



Middle:
Zanele Monnagotla

From left:
Nonkululeko Manyika, Khungeka Njobe, Kananelo Makhetha, Kenny Setzin, Thabiso Madiba, Thalita Boikhutso

KENNY SETZIN

South African: Born 1961

Independent Non-Executive Director

MBA and BA Journalism

Appointed to the Board in 2018

Kenny Setzin is the Founder and Executive Chairman of the DIH group, an investment holding company with interests in media, management consulting services, financial services, and mining. He is responsible for deal origination, negotiations, valuations, deal-structuring, capital raising and post-investment value-enhancement. DIH group's investment portfolio comprises equity stakes in Aon South Africa (Pty) Ltd, PE Corporate Services (Pty) Ltd, J Walter Thompson (Pty) Ltd, North West FM (Pty) Ltd, Lanxess Chrome Mining (Pty) Ltd, Sasol Khanyisa Public (RF) Limited and talkSport South Africa (Pty) Ltd.

Prior to the formation of DIH group, Kenny was an executive director of New Africa Investments Limited (Nail), one of the foremost listed BEE companies. During his 11 years with Nail, the company reached a market capitalisation of R15 billion before it was delisted.

Before joining Nail, Kenny worked for several years in the banking industry for Nedbank, followed by Telkom South Africa. He has close to 27 years of managerial experience locally and in the US, ranging from mergers and acquisitions, telecommunications, media management, marketing and brand communication and small business financing.

Apart from being a director of several companies, Kenny also lectured on a part-time basis at North-West University (South Africa) for a period of six years.

THABISO MADIBA

South African: Born 1981

Independent Non-Executive Director

BCom Accounting, MCom (SA and International Taxation), CA(SA), RA(SA)

Appointed to the Board in 2018

Mr Madiba is a Financial Management Lecturer at the University of Johannesburg supervising tax masters students, an Audit Partner at Barakabora Assurance and a SAICA Accreditation Reviewer with the South African Institute of Chartered Accountants (SAICA).

He is a Director of Barakabora Consulting, CAsucceed Training (Pty) Ltd and the Trevor Noah



Foundation. He serves as ex-officio member of SAICA's Training and Regulations Committee and its Accreditation and Monitoring Committee. He is a member of the University of Johannesburg's Pension Fund and Teaching and Learning Committee. He is on the board of Peermont Global (East Free State) and is a trustee of Nal'ibali.

He has expert technical knowledge of tax, strategy, risk management and financial management and, as a lecturer, is able to communicate complex technical financial terms in an effective manner. He is passionate about empowering those that are previously disadvantaged.

THALITA BOIKHUTSO

South African: Born 1973

Independent Non-Executive Director

BA (Hons), MA

Appointed to the Board in 2018

Ms Boikhutso is the Executive Chairman of Alona Group, an investment and services company established in 2009. Alona Group's business interests are primarily focused on the energy and professional services sectors. She has over 20 years' advisory services experience, with specific focus on financial services, mining, FMCG, oil & gas and public sectors. She has a unique ability to synthesise information creating concise implementable solutions driven by business strategy, optimising business processes, aligning organisational culture, values and people in order to provide enhanced delivery and profitability within required governance frameworks.

She was previously a Director at KPMG, Group CEO at Maxima Global Consulting and a Senior Consultant at KMMT Inc. Outside of her activities at Alona Group, she serves as non-executive Director of Verifone Africa, where she chairs the Social and Ethics Committee. She previously served as non-executive Director of Tsebo Solutions Group, Sebata Group, Sasol Inzalo Public (RF) Limited and Sasol Inzalo Public Funding (RF) (Pty) Ltd.

She has undying passion for leadership development. In 2007, she pioneered an International Leadership Conference centred on the concept of "Legacy Leadership", in partnership with the University of Johannesburg. The first conference themed "The 360-degree Leader" featured the world-renowned leadership guru, Dr John C Maxwell. A renowned expert in her field, she has also been featured, along with many other global leaders, in Dr Maxwell's book "Put Your Dream to the Test".



Notes



**FORM OF PROXY
FOR ANNUAL GENERAL MEETING**

Sasol Khanyisa Public (RF) Limited

Registration number 2017/663901/06

Identity number/Registration number

For use at the 2nd Annual General Meeting of the shareholders of Sasol Khanyisa Public (RF) Limited ("Sasol Khanyisa" or "the Company") to be held at 10:00 on Saturday, 7 December 2019 in Exhibition Hall 1 at The Sandton Convention Centre, 161 Maude Street, Sandton, Johannesburg, South Africa.

Please mark this block with an "X" if you have nominated another person to vote on your behalf

I/We (Please print full names)

of (address)

appoint

or failing him/her the chairman of the meeting as my/our proxy to attend, participate in and speak and, on a poll, to vote for me/us and on my/our behalf at the Annual General Meeting of the Company which will be held on Saturday, 7 December 2019 at 10:00, South African time (see note 4), as follows:

		Number of voting rights (insert):		
		For	Against	Abstain
Ordinary resolutions				
1. Ordinary resolution number 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 of the Company's MOI and who are eligible and have offered themselves for re-election:			
	1.1 Ms TLB Boikhutso			
	1.2 Mr TR Madiba			
	1.3 Mr KM Makhetha			
2. Ordinary resolution number 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 Group for the financial year ending 30 June 2020, to hold office until the end of the next Annual General Meeting.			
3. Ordinary resolution number 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 Annual General Meeting:			
	3.1 Ms N Manyika			
	3.2 Mr TR Madiba (subject to him being elected as a director in terms of ordinary resolution number 1.2)			
	3.3 Mr KH Setzin			
	3.4 Ms N Njobe			
4. Special resolution number 1:	to amend the memorandum of incorporation of the Company by the deletion of clause 31.1.4.			

Signed at on 2019

Signature

Capacity Signature

Each holder entitled to attend and vote at the meeting is entitled to appoint one individual as proxy to attend, participate in, speak and vote or abstain from voting in his/her/its stead. A proxy need not be a person entitled to vote at the meeting.

My/our proxy may (subject to any restriction set out herein)/may not delegate the proxies authority to act on behalf of me/us to another person (delete as appropriate).

This Form of Proxy will lapse and cease to be of force and effect immediately after the Annual General Meeting of the Company to be held in Exhibition Hall 1 at The Sandton Convention Centre, 161 Maude Street, Sandton, Johannesburg, South Africa on Saturday, 7 December 2019 at 10:00 or any adjournment(s) thereof, unless it is revoked earlier.



NOTES TO FORM OF PROXY

1. Holders are advised that the Company has appointed Link Market Services South Africa (Pty) Ltd as its proxy solicitation agent.
2. Proxy appointment must be in writing, dated and signed by the holder.
3. Forms of proxy must be presented to a representative of Link Market Services South Africa (Pty) Ltd to be received at their offices by close of business on Friday, 6 December 2019, or may be presented to a representative of Link Market Services South Africa (Pty) Ltd in Exhibition Hall 1 at The Sandton Convention Centre, 161 Maude Street, Sandton, Johannesburg, South Africa from 07:00 on the day of the Annual General Meeting.
4. A holder may insert the name of a proxy in the space provided, with or without deleting "the chairman of the meeting". Any such deletion must be initialled by the holder.
5. A holder's instruction to the proxy must be indicated by the insertion of the relevant percentage of voting rights exercisable by that holder in the appropriate space provided. Failure to comply with the above will be deemed to authorise the proxy to vote or abstain from voting at the meeting, as he deems fit, in respect of all the holder's voting rights exercisable thereat, but where the proxy is the chairman, failure to comply will be deemed to authorise the proxy to vote in favour of the resolution.
6. A holder or his proxy is not obliged to use all the voting rights exercisable by the holder or by his proxy, but the total of the voting rights cast and in respect whereof abstention is recorded may not exceed the total of the voting rights exercisable by the holder or by his proxy.
7. A holder's authorisation to the proxy, including the chairman of the meeting, to vote on his or her behalf, shall be deemed to include the authority to vote on procedural matters at the meeting.
8. The completion and lodging of this Form of Proxy will not preclude the relevant holder from attending the meeting and speaking and voting in person thereat and the exclusion of any proxy appointed in terms hereof should such holder wish to do so.
9. Documentary evidence establishing the authority of a person signing this Form of Proxy in a representative capacity must be attached to this form. Without limiting the generality hereof, the Company will accept a valid identity document, a valid driver's licence or a valid passport as satisfactory identification.
10. Any alteration to this form must be initialled by the signatory(ies).
11. A holder may revoke the proxy appointment by:
 - i. cancelling it in writing, or making a later inconsistent appointment of a proxy; and
 - ii. delivering a copy of the revocation instrument to the proxy and to the Company at 19 Ameshoff Street, 13th Floor, Braamfontein, Johannesburg, 2000, South Africa, to be received before the replacement proxy exercises any rights of the holder at the Annual General Meeting of the Company to be held in Exhibition Hall 1 at The Sandton Convention Centre, 161 Maude Street, Sandton, Johannesburg, South Africa at 10:00 or any adjournment(s) thereof.
12. 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:
 - i. the date stated in the revocation instrument, if any; or
 - ii. the date on which the revocation instrument was delivered as required in paragraph 11(ii).

To be lodged with:

Link Market Services South Africa (Pty) Ltd

PO Box 4844, Johannesburg, 2000
19 Ameshoff Street, 13th Floor, Braamfontein, Johannesburg, 2000, South Africa

Shareholder information helpline

We have reserved 0800 800 010 as our information helpline. For assistance with Annual General Meeting queries and Forms of Proxy:

Telephone: +27(0)11 035 0100

email: sasol@linkmarketservices.co.za

CONTACT INFORMATION

Registered office:

Sasol Place
50 Katherine Street
Sandton
Johannesburg 2196

Private Bag X10014
Sandton 2146
South Africa

Share registrars:

Link Market Services South Africa (Pty) Ltd
13th Floor, 19 Ameshoff Street
Braamfontein, Johannesburg
South Africa

PO Box 4844
Johannesburg 2000 South Africa
Telephone: +2711 035 0100

Information helpline:

0800 800 010

Email:

sasol@linkmarketservices.co.za

Directors (non-executive):

Ms Z Monnakgotla (Chairman)
Ms TLB Boikhutso
Mr TR Madiba
Mr KM Makhetha
Ms N Manyika
Ms K Njobe
Mr KH Setzin

Company secretary:

Sasol South Africa Limited

Company registration number:

2017/663901/06, incorporated in the Republic of South Africa

Income tax reference number:

9033786253

