

Notice of Annual General Meeting

Notice is hereby given that the fourth Annual General Meeting (“AGM”) of Sasol Khanyisa Public (RF) Limited’s (“Sasol Khanyisa” or “the Company”) shareholders will be held entirely by electronic communication on Saturday, 4 December 2021 at 10:00.

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 by way of electronic communication (“Online 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, 26 November 2021, are entitled to attend, participate in and vote at the Online AGM 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 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, 29 October 2021. 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 Online AGM, is Friday, 26 November 2021.

This document is available in English only. The proceedings at the meeting will be conducted in English, Zulu and Sesotho.

Purpose of the AGM

The purpose of the Online 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.

1. 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 2021 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 2020 and 30 June 2021 can be obtained from the Sasol Khanyisa website at www.sasolkhanyisa.com.

2. 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 2.2.2.4 of the Company's MOI, and who are eligible and have offered themselves for re-election¹:



2.1 TR Madiba



2.2 KM Makhetha



2.3 K Njobe

3. 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 2022, to hold office until the end of the next AGM.

The Audit Committee is satisfied that the appointment of PwC² will comply with the requirements of the Act and the Regulations.

4. 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:

- 4.1 Ms N Manyika;
- 4.2 Ms Z Monnakgotla;
- 4.3 Mr TR Madiba (subject to his re-election as a Director in terms of ordinary resolution number 2.1); and
- 4.4 Ms K Njobe (subject to her re-election as a Director in terms of ordinary resolution number 2.3).

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 Regulations³ 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

25 October 2021

1. Brief biographies of Directors who have offered themselves for re-election are included in this Annual Report on pages 20 and 21.
 2. Ms MM Mokone, PwC practice number 901121.
 3. 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. The decision has been taken by the Board to hold the Annual General Meeting (“AGM”) entirely by Electronic Communication (“Online AGM”) in accordance with the provisions of clause 20.9 of the Company’s MOI read with section 63(2) of the Act.
2. **Online AGM Platform:** In accordance with section 63(1) of the Act, before any shareholder may participate in the Online AGM, that person must furnish reasonably satisfactory identification and the person presiding at the Online AGM must be reasonably satisfied that the right of that shareholder to participate has been reasonably verified. The Company will accept a valid South African identity document, a valid driver’s licence or a valid passport as satisfactory identification.
 - 2.1 As a shareholder you will be able to view a live webcast of the Online AGM, ask the Board questions in writing and submit your votes in real time. To do this, you will need to log on at <https://SasolKhanyisa.virtual-meetings.online/login> using your shareholder reference number and the password that has been provided to you.
 - 2.2 Any shareholder wishing to participate in the Online AGM should deliver written notice to JSE Investor Services containing a valid email address for the person wishing to participate, which written notice must be accompanied by:
 - 2.2.1 if the shareholder is a natural person, a copy of his/her identity document or valid passport or valid driver’s licence to enable the shareholder to be verified;
 - 2.2.2 if the shareholder is not a natural person, a copy of a resolution passed by it (which resolution must set out the identity of the natural person who is authorised to represent the shareholder at the Online AGM and a certified copy of the identity document or valid passport or valid driver’s licence of the natural person who is authorised to represent the shareholder;
 - 2.2.3 if the shareholder is a Sasol Khanyisa Beneficial Owner with his/her/its Sasol Khanyisa ordinary shares registered in the name of a Dematerialised Nominee shareholder, a copy of the Letter of Representation issued by the Dematerialised Nominee shareholder, which shall contain the identity number of the Sasol Khanyisa Beneficial Owner,as soon as possible, but preferably by no later than 10:00 on Friday, 26 November 2021. This is necessary in order to obtain a shareholder reference number and password,



- without which it will not be possible to participate. Sufficient time is needed for JSE Investor Services to verify the shareholder and then have a shareholder reference number and password assigned to you which reflects the number of Sasol Khanyisa ordinary shares in respect of which voting is permitted. If the number of Sasol Khanyisa ordinary shares reflected is nil, the shareholder will be able to attend the Online AGM and view the proceedings as a Guest but will not be able to ask questions, make comments or vote. A shareholder will receive Guest status if he/she/it does not furnish the necessary identification documents or, if applicable, Letter of Representation.
- 2.3 After accessing the webcast, a shareholder or Guest will be required to follow the messaging instructions which will appear on the screen of the device used by the shareholder or Guest in order to participate in, or view proceedings at, the Online AGM. The webcast facilities ordinarily enable all shareholders and the Board to communicate concurrently with each other in the Online AGM, in the case of shareholders, by posting written questions and listening to the Board as it speaks and responds to questions tabled and generally to participate reasonably effectively in the Online AGM.
3. The shareholders or Guests agree that Sasol Khanyisa Public has no responsibility or liability, under any applicable law, regulation or otherwise, for any loss, liability, cost, expense, damage, penalty or claim arising in any way from using the webcast facilities including, without limitation, any malfunctioning or other failure of the webcast facilities, whether or not as a result of any act or omission on the part of the Company or anyone else.
 4. It will not be possible for votes to be taken on a show of hands. In terms of the Sasol Khanyisa Public MOI, votes will be taken by way of a show of hands, unless certain categories of people demand a poll. Given that it will not be possible for votes to be taken on a show of hands, the Chairman will demand a poll on all the Resolutions at the start of the Online AGM.
 5. Shareholders will be able to change any vote they may have cast in respect of any resolution at any time during the voting process until the voting closes, which will be shortly before the end of the Online AGM and will be announced by the Chairman. Once the voting closes, shareholders will not be able to change any vote cast in respect of any resolution.

Notes to the Notice of Annual General Meeting

6. If you are a Sasol Khanyisa Beneficial Owner:
 - 6.1 Your CSDP or Broker should contact you in the manner stipulated in the agreement concluded between you and your CSDP or Broker to ascertain:
 - 6.1.1 whether you wish to participate in the Online AGM in person, in order to furnish you with a Letter of Representation;
 - 6.1.2 if you do not wish to participate in the Online AGM in person, you need to inform the CSDP or Broker on how to cast your votes at the Online AGM. The CSDP or Broker should then cast your votes in accordance with your instructions. If your CSDP or Broker does not obtain voting instructions from you, it will be obliged to vote in accordance with the provisions, if any, contained in the agreement concluded between you and your CSDP or Broker.
 - 6.2 If you have not been contacted by your CSDP or Broker, you should contact your CSDP or Broker and furnish them with your voting instructions or request a Letter of Representation.
- 6.3 You must NOT complete the attached Form of Proxy if your CSDP or Broker will be appointing a proxy to vote all the Sasol Khanyisa ordinary shares in respect of which you are the Sasol Khanyisa Beneficial Owner and you do not need to use a proxy form at all if you will be participating relying on a Letter of Representation.
- 6.4 If you have received a Letter of Representation from your CSDP or Broker and you are not able to attend the Online AGM, you will be entitled either:
 - 6.4.1 to inform your CSDP or Broker and request them to vote as set out in paragraph 6.1.2; or
 - 6.4.2 appoint a proxy to vote all the Sasol Khanyisa ordinary shares in respect of which you are the Sasol Khanyisa Beneficial Owner by completing the attached Form of Proxy in accordance with the instructions contained in the Form of Proxy and returning it to JSE Investor Services. It is requested that Forms of Proxy be received by JSE Investor Services as soon as possible, and preferably by no later than 10:00 on Friday, 26 November 2021.



7. If you are a Certificated shareholder:

7.1 You may participate in the Online AGM as outlined in paragraphs 2.

7.2 Alternatively, if you are unable to participate in the Online AGM yourself in person, you may appoint a proxy to represent you at the Online AGM by completing the attached Form of Proxy in accordance with the instructions contained in the Form of Proxy and returning it to JSE Investor Services. It is requested that Forms of Proxy be received by JSE Investor Services as soon as possible, and preferably by no later than 10:00 on Thursday, 2 December 2021. You may also appoint a proxy using the iProxy or mobile devices platforms as set out on pages 10 and 11 of this Annual Report.

7.3 You are encouraged to appoint a proxy if you do not intend to attend the Online AGM yourself in person.

8. If you are a Dematerialised Nominee shareholder with "Own Name" registration paragraph 7 above is equally applicable to you.

9. If you are a Dematerialised Nominee shareholder you will be entitled to participate in the Online AGM in accordance with the instructions of the Sasol Khanyisa Beneficial Owner which you represent.

In order to participate in the Online AGM in respect of any Sasol Khanyisa Beneficial Owner which you represent, you should not have granted a Letter of Representation to that Sasol Khanyisa Beneficial Owner. If you have not obtained instructions from any Sasol Beneficial Owner which you represent, you will be entitled to participate in the Online AGM in accordance with and act in terms of the mandate furnished to you by any such Sasol Khanyisa Beneficial Owner.

10. Joint holders

Where there are joint holders of Sasol Khanyisa ordinary shares, any one of such persons may vote at the Online AGM in respect of such Sasol Khanyisa ordinary shares as if that person is solely entitled thereto, but if more than one of such joint holders are present at the Online AGM, the person whose name appears first in Sasol Khanyisa Public's Register in respect of such Sasol Khanyisa ordinary shares or its/his/her proxy, as the case may be, shall alone be entitled to vote in respect of such Sasol Khanyisa ordinary shares.

Our Board of Directors



Social and Ethics Committee



Audit Committee

1. ZANELE MONNAKGOTLA

South African: Born 1971

Independent Non-Executive Director

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

Appointed to the Board in 2018

Ms Monnakgotla 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 South Africa 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.



2. 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.



3. 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 2020.

She is also the Executive responsible for the CSIR-hosted World Economic Forum (WEF) Affiliate Centre for the Fourth Industrial Revolution South Africa (C4IR SA), a centre responsible for co-design and development of technology governance policies and protocols in partnership with industry and government.

She currently serves as a Trustee of the Hans Merensky Foundation.

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

Until June 2020, she was a member of the University of Stellenbosch Council. 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 of its Committees.

She also served as a Director for 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.

4. 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).

5. KENNY SETZIN

South African: Born 1961

Independent Non-Executive Director and Chairman

MBA and BA Journalism



Appointed to the Board in 2018 and Chairman of the Board in 2020

Mr 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, Lanxess Chrome Mining (Pty) Ltd, Sasol Khanyisa Public (RF) Limited and talkSport South Africa (Pty) Ltd. Prior to the formation of DIH Group, he 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 over R10 billion before it was delisted. Before joining Nail, he worked for several years in the banking industry for Nedbank, followed by Telkom South Africa. He has over 25 years of managerial experience locally and in the US, ranging from mergers and acquisitions; telecommunications; electronic media and production; marketing and brand communication; and small business financing. Apart from being a Director of several companies, he also lectured on a part-time basis at North-West University (South Africa) for a period of six years.

6. 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 and an Audit Partner at Barakabora Assurance.

He is a Director of Barakabora Consulting, CA Succeed Training (Pty) Ltd and the Trevor Noah Foundation. He is a Trustee of the University of Johannesburg's Provident Fund.

He is on the board of Peermont Global (East Free State), the SAGA Collecting Society NPC and is a trustee of Na'ibali. He is also the Chairman of the King Edward VII Preparatory School governing body. He has expert technical knowledge of tax, strategy, risk management and financial management and, as an academic, is able to communicate complex technical financial terms in an effective manner. He is passionate about empowering those that are previously disadvantaged.

Mr Madiba has successfully supervised three taxation masters students at the University of Johannesburg and is currently supervising an additional three taxation masters students.

7. THALITA BOIKHUTSO

South African: Born 1973

Independent Non-Executive Director

BA (Hons), MA



Appointed to the Board in 2018

Ms Boikhutso is the Managing Director of Alona Advisory Services. She has extensive 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 Group Chief Executive of Maxima Global Consulting and a Director at KPMG. Outside of her activities at Alona Advisory Services, 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, Sasol Inzalo Public (RF) Limited, Sasol Inzalo Public Funding (RF) (Pty) Ltd and Sebata Group where she served on the Nominations Committee, Strategy and Technical Committee and chaired the Social and Ethics Committee.



Form of Proxy for Annual General Meeting



SASOL

KHANYISA

Sasol Khanyisa Public (RF) Limited

Registration number 2017/663901/06

Identity number/Registration number

For use at the fourth Annual General Meeting (“AGM”) of the shareholders of Sasol Khanyisa Public (RF) Limited (“Sasol Khanyisa” or “the Company”) to be held entirely via electronic communication (“Online AGM”) at 10:00 on Saturday, 4 December 2021.

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 Online AGM of the Company which will be held on Saturday, 4 December 2021 at 10:00, South African time, as follows:

		Number of voting rights (insert):		
		For	Against	Abstain
Ordinary resolutions				
1.	To re-elect each by way of a separate vote, the following Directors retiring in terms of clause 22.2.4 of the Company’s MOI:			
	1.1 Mr TR Madiba			
	1.2 Mr KM Makhetha			
	1.3 Ms K Njobe			
2.	To appoint PricewaterhouseCoopers Inc, nominated by the Company’s Audit Committee, as independent auditor of the Company and the Group.			
3.	To elect each by way of a separate vote, the members of the Audit Committee:			
	3.1 Ms N Manyika			
	3.2 Mr TR Madiba (subject to his re-election as a Director in terms of ordinary resolution 2.1)			
	3.3 Ms Z Monnakgotla			
	3.4 Ms K Njobe (subject to her re-election as a Director in terms of ordinary resolution 2.3)			

Signed at _____ on _____ 2021

Signature _____

Each holder entitled to attend and vote at the Online AGM 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 Online AGM of the Company on Saturday, 4 December 2021 at 10:00 or any adjournment(s) thereof, unless it is revoked earlier.

Notes to Form of Proxy

1. Shareholders are advised that the Company has appointed JSE Investor Services as its proxy solicitation agent.
2. Proxy appointment must be in writing, dated and signed by the shareholder.
3. Forms of Proxy must be presented to a representative of JSE Investor Services (to be received at their offices preferably by close of business on Thursday, 2 December 2021).
4. A shareholder 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 shareholder.
5. A shareholder's instruction to the proxy must be indicated by the insertion of the relevant percentage of voting rights exercisable by that shareholder 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 shareholder'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 shareholder or his proxy is not obliged to use all the voting rights exercisable by the shareholder 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 shareholder or by his proxy.
7. A shareholder'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 presentation of this Form of Proxy will not preclude the relevant shareholder from participating in the Online AGM to the exclusion of any proxy appointed in terms hereof should such shareholder wish to do so. In order for a shareholder to participate in the Online AGM, he/she/it must have been verified and authenticated by JSE Investor Services in accordance with the process detailed in paragraphs 2 of the Notes to the Notice of AGM.
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 shareholder 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 shareholder at the Online AGM of the Company at 10:00 on Saturday, 4 December 2021 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:

JSE Investor Services (Pty) Limited

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 AGM queries and Forms of Proxy:

Telephone: +27(0)11 035 0100

Email: sasolproxies@jseinvestorservices.co.za