

**MiX TELEMATICS LIMITED**

(Incorporated in the Republic of South Africa)

(Registration number 1995/013858/06)

JSE share code: MIX

NYSE share code: MIXT

ISIN: ZAE000125316

LEI Code: 529900S6HHR7CK7BU646

(“MiX Telematics” or “the Company”)



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**NOTICE OF AMENDMENT OF A CREDIT AGREEMENT AND NOTICE IN TERMS OF SECTION 45(5)(a) OF THE COMPANIES ACT 71 OF 2008**

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Shareholders are advised that on November 15, 2022, the Company concluded a second amendment to the facility letter, dated February 21, 2018 (the “**Second Amendment to the Facility Letter**”) with Standard Bank of South Africa Limited (the “**Bank**”) which entitles the Company to utilize a working capital facility up to a maximum amount of R70 million in the form of a customer foreign currency account overdraft facility (the “**CFC Overdraft Facility**”).

In connection with the Second Amendment to the Facility Letter, the Bank and MiX Telematics concluded the new suretyship agreement, on November 15, 2022, binding MiX Telematics as surety and co-principal debtor in respect of the CFC Overdraft Facility (the “**Security**”).

Notification of the conclusion of the Second Amendment to the Facility Letter, together with the full text of the Second Amendment to the Facility Letter and related agreements has been filed with the Securities and Exchange Commission (the “**SEC**”) and is available on the SEC Edgar website: [www.sec.gov](http://www.sec.gov).

Shareholders are further advised that in terms of the provisions of section 45(5)(a) of the Companies Act 71 of 2008 (the “**Act**”) and pursuant to the special resolution passed at the annual general meeting of the Company held on September 7, 2022 authorizing the board of directors (the “**Board**”) to provide direct or indirect financial assistance to related and inter-related parties, notification is hereby given that the Board has adopted a resolution in terms of section 45(3)(b) of the Act authorizing the Company to provide the Security in respect of the CFC Overdraft Facility, which constitutes financial assistance in terms of section 45 of the Act and which financial assistance exceeds one tenth of one percent of the Company’s net worth.

In accordance with section 45 of the Act, the Board is satisfied and acknowledges that:

- (i) immediately after providing such financial assistance, MiX Telematics would have satisfied the solvency and liquidity test as provided for in section 4 of the Act, and
- (ii) the terms under which such financial assistance has been given are fair and reasonable to MiX Telematics.

November 21, 2022

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Sponsor

JAVACAPITAL