

MTN Zakhele Futhi (RF) Limited  
(Incorporated in the Republic of South Africa)  
(Date of incorporation: 21 June 2016)  
(Registration number: 2016/268837/06)  
JSE share code: MTNZF  
ISIN: ZAE000279402  
LEI: 378900429C4F73B1BE74  
("MTNZF" or the "Company")

**Notice of the annual general meeting of MTNZF ("AGM") and release of the audited financial statements for the year ended 31 December 2022 ("AFS")**

Due to: (i) the shareholder accessibility of an electronic AGM; and (ii) the amended memorandum of incorporation of MTN Zakhele Futhi allowing the Company to hold its general meetings and AGMs (as the case may be) entirely by way of electronic communication as contemplated in section 63(2)(a) of the Companies Act, given the wider potential reach of a virtual AGM through electronic means, the Board has determined that it is preferable that the upcoming AGM be held entirely by way of electronic participation, and not by way of a physical meeting.

As a result of the above, notice is hereby given to Shareholders that the AGM will be held entirely by way of electronic communication as contemplated in section 63(2)(a) of the Companies Act at <https://mtnzakhelefuthi.virtual-meetings.online/login> on Wednesday, 10 May 2023 at 11:00 (South African time).

The important dates, times and other information relating to the AGM are outlined below:

ISSUER NAME	MTN Zakhele Futhi (RF) Limited
TYPE OF INSTRUMENT	Ordinary Shares
ISIN NUMBER	ZAE000279402
JSE CODE	MTNZF
MEETING TYPE	Annual General Meeting
MEETING VENUE	<a href="https://mtnzakhelefuthi.virtual-meetings.online/login">https://mtnzakhelefuthi.virtual-meetings.online/login</a>
RECORD DATE – to determine which shareholders are entitled to receive the Notice of meeting	Friday, 24 March 2023
PUBLICATION/POSTING DATE	Monday, 3 April 2023
LAST DAY TO TRADE – Last day to trade to determine eligible shareholders that may attend, speak, and vote at the Meeting	Tuesday, 2 May 2023
RECORD DATE- Record date to determine eligible shareholders that may attend, speak and vote at the Meeting	Friday, 5 May 2023
MEETING DEADLINE DATE (For administrative purposes, forms of proxy for the meeting to be lodged	11:00 on Tuesday, 9 May 2023
MEETING DATE	11:00 on Wednesday, 10 May 2023
PUBLICATION OF RESULTS	Thursday 11 May 2023
WEB SITE LINK	<a href="https://www.mtnzakhelefuthi.co.za">https://www.mtnzakhelefuthi.co.za</a>

No share certificates may be dematerialised or rematerialised between Wednesday, 3 May 2023 and Friday, 5 May 2023, both days inclusive.

Shareholders are advised that the notice of AGM (including the AFS which incorporates the unqualified report of the independent auditors, SizweNtsalubaGobodo Grant Thornton Inc. thereon) is available, on the Company's website at – <https://www.mtnzakhelefuthi.co.za/home/agm> under the section titled "Notice to Annual General Meeting" in English as from today and in Zulu and Sotho by 20 April 2023.

### ***Participation and voting at the AGM***

Shareholders will have the opportunity to cast their votes electronically through the Proxy platform prior to the meeting, or send in their proxy forms, or to participate in and/or vote online, using their smartphone, tablet or computer, subject to the provisions applicable to dematerialised shareholders without own-name registration.

Shareholders are referred to the online shareholders guide that will be available on the Company's website on 3 April 2023 at – <https://www.mtnzakhelefuthi.co.za/home/agm> which provides the details of the electronic meeting and valuable information to prepare Shareholders for electronic participation in and/or voting at the AGM.

Shareholders will be liable for their own network charges in relation to electronic participation in and/or voting at the AGM. Any such charges will not be for the account of the JSE, the Company or any service provider retained for purposes of hosting and/or facilitating the electronic AGM. None of the JSE, the Company or any such service provider can be held accountable in the case of loss of network connectivity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth and/or power outages which may prevent any such Shareholder from participating in and/or voting at the AGM.

Notwithstanding the above, Shareholders are reminded that they are still able to vote normally through proxy submission, despite deciding to participate either electronically or not at all in the AGM. Shareholders are advised, and strongly encouraged, to participate in the AGM electronically and, for administrative ease, to make use of the online proxy platform as outlined in the notice of AGM, subject to the provisions applicable to dematerialised shareholders without own-name registration. Shareholders are encouraged to lodge their proxies timeously.

Johannesburg  
3 April 2023

**JSE Sponsor:**  
Tamela Holdings Proprietary Limited