



TELKOM SA SOC LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 1991/005476/30)

Share code: TKG

JSE bond code: BITEL

ISIN: ZAE000044897

("Telkom" or the "Company")

**DISPOSAL OF TELKOM'S MASTS AND TOWERS BUSINESS HOUSED IN SWIFTNET SOC LIMITED -
DISTRIBUTION OF CIRCULAR AND NOTICE OF GENERAL MEETING**

1. Distribution of Circular

1.1 Shareholders are referred to the terms announcement released on SENS on Friday, 22 March 2024 ("**Announcement**"), relating to the proposed disposal of Telkom's Masts and Towers business housed in its wholly-owned subsidiary, Swiftnet SOC Limited ("**Swiftnet**"), subject to the Suspensive Conditions more fully described in the Announcement ("**Disposal**").

1.2 A circular containing full details of the Disposal ("**Circular**") has today been distributed to Telkom Shareholders that were recorded as such in the Register of the Company on Friday, 12 April 2024. The Circular also incorporates a notice convening a general meeting of Telkom Shareholders, at which Shareholders will be asked to consider and, if deemed fit, adopt, with or without modification, the Ordinary Resolution approving implementation of the Disposal.

1.3 The Circular is available on Telkom's website (<https://group.telkom.co.za/ir/index.shtml>).

1.4 Unless expressly defined, capitalised terms herein have the same meaning given to them in the Circular.

2. Notice of General Meeting

Notice is hereby given that the General Meeting of Shareholders will be held electronically and in person at the BCX Multi-Function Room, 1021 Lenchen Avenue North, Centurion at 10:00 (South African Standard Time) on Friday, 24 May 2024, for the purposes of considering and, if deemed fit, passing, with or without modification, the Ordinary Resolution required to be approved by Shareholders in order to authorise and implement the Disposal.

3. Salient dates and times

	2024
Notice Record Date, being the date on which a Shareholder must be recorded in the Register in order to be eligible to receive the Circular and the Notice of General Meeting	Friday, 12 April
Circular, inclusive of Notice of General Meeting and Form of Proxy (<i>blue</i>), distributed to Shareholders on	Monday, 22 April
Last Day to Trade in Shares in order to be eligible to participate and speak in and vote at the General Meeting (see <i>note 3</i> below)	Tuesday, 14 May

Voting Record Date, being the date on which a Shareholder must be recorded in the Register in order to be eligible to participate and speak in and vote at the General Meeting (see *note 4* below)

Friday, 17 May

For effective administration, completed Forms of Proxy (*blue*) to be lodged with the Transfer Secretaries by no later than **10:00** on (see *notes 5 and 6* below)

Wednesday, 22 May

General Meeting of Shareholders to be held electronically and in person at 10:00 on

Friday, 24 May

Notes:

- (1) All of the above dates and times are South African Standard Time.
- (2) The above dates and times are subject to change. Any required changes will be released on SENS.
- (3) Shareholders are reminded that Shares can only be traded in Dematerialised form. No orders to Dematerialise or rematerialise Shares will be processed from the Business Day following the Last Day to Trade (being **Tuesday, 14 May 2024**) up to and including the Voting Record Date (being **Friday, 17 May 2024**), but such orders will again be processed from the first Business Day after the Voting Record Date.
- (4) Only Shareholders who are registered in the Register on Voting Record Date (being **Friday, 17 May 2024**), will be eligible to participate and speak in and vote at the General Meeting.
- (5) Should completed Forms of Proxy (*blue*) not be lodged with or posted to the Transfer Secretaries by **10:00** on **Wednesday, 22 May 2024**, they may nevertheless be lodged immediately prior to the commencement of the General Meeting in accordance with the instructions therein, with the Transfer Secretaries or the Chairperson at the General Meeting (and are requested to be so lodged by at least **09:30**, which is 30 (thirty) minutes prior to the time appointed for commencement of the General Meeting).
- (6) Should the General Meeting be adjourned or postponed for whatever reason, Forms of Proxy (*blue*) submitted for the General Meeting will remain valid in respect of any ensuing adjourned or postponed general meeting.

Monday, 22 April 2024

JSE Sponsor to Telkom

Nedbank Corporate and Investment Banking, a division of Nedbank Limited

Legal Advisor to Telkom

Bowman Gilfillan Inc.

Financial Advisor to Telkom

FTI Capital Advisors (DIFC) Limited