

**4Sight Holdings Ltd**

Registration Number: 2022/852017/06

Incorporated in the Republic of South Africa

("Company")

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**MINUTES OF ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY HELD ON FRIDAY 23 JUNE 2023 AT 10H00 A.M. CAT TIME AND CHAIRED VIA CONFERENCE CALL AND FROM THE REGISTERED OFFICE ADDRESS OF THE COMPANY – 4SIGHT HOUSE, 28 ROOS STREET, FOURWAYS, GAUTENG, SOUTH AFRICA, 2191**

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**1. CHAIRPERSON AND COMPANY SECRETARY**

The Board of Directors ("**Board**") of the Company nominated Mr. Kamil Patel to act as the Chairperson of the AGM. Mrs. Tracy Short served as the Company Secretary for the meeting, and JSE Investor Services (Pty) Ltd attended as the Company's Transfer Secretaries.

**2. NOTICE**

The Company duly issued its notice of the AGM ("**Notice**") to all shareholders who have chosen to receive such notices, as well as to the JSE, in accordance with the prescribed manner and form, at least 15 (fifteen) Business Days prior to the commencement of the meeting. The AGM was duly convened in accordance with the Notice provided on 28 April 2023, with the purpose of considering and, if deemed appropriate, passing the resolutions proposed at the meeting. Shareholders were given the opportunity to vote on the resolutions, which are as follows:

- 2.1 Special resolution number 1: Approval of non-executive directors emoluments.
- 2.2 Special resolution number 2: General authority to repurchase shares.
- 2.3 Special resolution number 3: General authority to provide financial assistance to related and interrelated companies.
- 2.4 Ordinary resolution number 1: Approval of Financial Statements.
- 2.5 Ordinary resolution number 2: Reappointment of auditor.
- 2.6 Ordinary resolution number 3: Election of director – Mr Kamil Patel.
- 2.7 Ordinary resolution number 4: Election of director – Mr Andrew Murgatroyd.
- 2.8 Ordinary resolution number 5: Election of member of the Audit and Risk Committee – Mr Andrew Murgatroyd.
- 2.9 Ordinary resolution number 6: Election of member of the Audit and Risk Committee – Mr Johan Nel.
- 2.10 Ordinary resolution number 7: Election of member of the Audit and Risk Committee – Mr Kamil Patel.
- 2.11 Ordinary resolution number 8: General authority to issue ordinary shares for cash limited to 52 608 463 shares (10% of the number of issued securities).
- 2.12 Ordinary resolution number 9: Non-binding advisory vote on Remuneration Policy.
- 2.13 Ordinary resolution number 10: Non-binding advisory vote on Remuneration Implementation Report.
- 2.14 Ordinary resolution number 11: Authority to implement resolutions passed at the AGM.

**3. ATTENDANCE AND QUORUM**

In terms of the South African Companies Act, 71 of 2008 (as amended) and the Company's Memorandum of Incorporation, a quorum at any shareholders meeting shall be at least 3 (three) shareholders, present in person or represented by proxy, entitled to attend and vote. In addition, the shareholders meeting may not begin until sufficient persons are present at the meeting to exercise, in aggregate, at least 25% (twenty five percent) of all of the voting rights that are entitled to be exercised in respect of at least one matter to be decided at the meeting. A matter to be decided at the meeting may not

begin to be considered unless sufficient persons are present at the meeting to exercise, in aggregate, at least 25% (twenty five percent) of all of the voting rights that are entitled to be exercised on that matter at the time the matter is called on the agenda.

In this regard, the Chairperson declared that the necessary quorum of shareholders was present by representation, and the total attendance, expressed as a percentage of votes, was as follows:

Total number of 4Sight shares in issue as at the date of the AGM	534 334 631
Total number of 4Sight shares that were present/represented at the AGM	411 487 527
Percentage of the total number of 4Sight shares that could have been voted at the AGM	<b>77.01%</b>

Furthermore, the Chairperson confirmed that the AGM was appropriately constituted and had met the quorum requirements, as verified by Mrs. Tracy Short, the Company Secretary, and JSE Investor Services (Pty) Ltd, the Company's Transfer Secretaries.

#### 4. PROCEEDINGS OF THE MEETING

The Chairperson announced that voting on all resolutions proposed at the AGM would be conducted via a poll, using the provided voting papers/forms of proxy submitted during registration. The voting submissions were collected and counted; a representative from JSE Investor Services (Pty) Ltd was appointed as scrutineer by the Chairperson to oversee the poll.

The Chairperson also confirmed that none of the proxies submitted for voting had been rejected.

The Chairperson requested that the meeting be recorded for minute-taking purposes. Shareholders were informed that they could communicate with the Company's Board either verbally (if attending in person) or by leaving comments and asking questions through the chat function in the Microsoft Teams Live Event.

#### 5. RESOLUTIONS

All the resolutions proposed at the AGM were discussed and voted upon by the shareholders of the Company. The ballot papers were collected and entrusted to JSE Investor Services (Pty) Ltd for the purpose of counting.

##### Special resolution number 1: Approval of non-executive directors' emoluments

Shares voted*	For	Against	Abstentions^
411 402 026, being 76.99%	411 400 000, being 99.99%	2 026, being 0.01%	85 501, being 0.02%

##### Special resolution number 2: General authority to repurchase shares

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	410 845 391, being 99.85%	631 435, being 0.15%	10 701, being 0.002%

##### Special resolution number 3: General authority to provide financial assistance to related and interrelated companies

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	411 229 277, being 99.94%	247 549, being 0.06%	10 701, being 0.002%

##### Ordinary resolution number 1: Approval of Financial Statements

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	411 474 800, being 99.99%	2 026, being 0.01%	10 701, being 0.002%

##### Ordinary resolution number 2: Reappointment of auditor

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	404 563 540, being 98.32%	6 913 286, being 1.68%	10 701, being 0.002%

##### Ordinary resolution number 3: Election of director – Mr Kamil Patel

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	411 339 200, being 99.97%	137 626, being 0.03%	10 701, being 0.002%

**Ordinary resolution number 4:** Election of director – Mr Andrew Murgatroyd

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	404 427 940, being 98.29%	7 048 886, being 1.71%	10 701, being 0.002%

**Ordinary resolution number 5:** Election of member of the Audit and Risk Committee – Mr Andrew Murgatroyd

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	404 427 940, being 98.29%	7 048 886, being 1.71%	10 701, being 0.002%

**Ordinary resolution number 6:** Election of member of the Audit and Risk Committee – Mr Johan Nel

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	401 339 200, being 97.54%	10 137 626, being 2.46%	10 701, being 0.002%

**Ordinary resolution number 7:** Election of member of the Audit and Risk Committee – Mr Kamil Patel

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	411 339 200, being 99.97%	137 626, being 0.03%	10 701, being 0.002%

**Ordinary resolution number 8:** General authority to issue ordinary shares for cash

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	404 488 740, being 98.30%	6 988 086, being 1.70%	10 701, being 0.002%

**Ordinary resolution number 9:** Non-binding advisory vote on Remuneration Policy

Shares voted*	For	Against	Abstentions^
404 545 566, being 75.71%	404 467 740, being 99.98%	77 826, being 0.02%	6 941 961, being 1.30%

**Ordinary resolution number 10:** Non-binding advisory vote on Remuneration Implementation Report

Shares voted*	For	Against	Abstentions^
404 545 566, being 75.71%	404 468 240, being 99.98%	77 326, being 0.02%	6 941 961, being 1.30%

**Ordinary resolution number 11:** Authority to implement resolutions passed at the AGM

Shares voted*	For	Against	Abstentions^
411 476 826, being 77.01%	404 563 540, being 98.32%	6 913 286, being 1.68%	10 701, being 0.002%

\* shares voted (excluding abstentions) in relation to total shares in issue

^ shares in relation to total shares in issue

**6. ANY OTHER BUSINESS**

With no further business to address, the AGM concluded at 11:30 A.M. CAT.



Mr. Kamil Patel  
Chairperson