

Form of proxy

THE PROFESSIONAL PROVIDENT SOCIETY HOLDINGS TRUST

(Registration number IT312/2011)

('the Trust')

Member's particulars:

Identity number:

Membership number:

Email address:

Postal address:

Cellphone:

Member: I,

being a member of the Trust, hereby appoint:

Proxy:

Identity number:

or failing him/her, the Chairman of the meeting, as my proxy to attend, speak and on a poll vote for me and on my behalf at the annual general meeting of the Trust to be held at 18:00 on Monday, 22 May 2017 in the PPS Indaba Centre, 6 Anerley Road, Parktown, Johannesburg, and at any adjournment thereof, as follows:

No.	Business	In favour of	Against	Abstain
1.	Ordinary resolution for the adoption of the annual financial statements of the Trust for the year ended 31 December 2016			
2.	Ordinary resolution for the reappointment of the auditors of the Trust			
3.	Special resolution approving the amendment and restatement of the deed of trust constituting the Trust ("the Trust Deed")**			
4.	Ordinary resolutions for the election and appointment of trustees#:			
	4.1 Dr M J Grootboom*			
	4.2 Mr P Ranchod*			
	4.3 Mr S Trikamjee*			
	4.4 Ms A Chowan			
	4.5 Ms C Flemming			
	4.6 Mr T J Mphela			
	4.7 Ms P Natesan			
	4.8 Mr M Pillay			
5.	Ordinary resolution for the appointment of the members of the Trust Audit Committee			
6.	Special resolution for the approval of trustees' remuneration for the period 1 July 2017 to 30 June 2018 as set out in the notice of the annual general meeting**			

There will be either four or six vacancies on the Board of trustees to be filled by elected trustees. These four or six vacancies will be filled by the four or six candidates receiving the highest number of favourable votes. Refer to the Notice of the Annual General meeting for an explanation in this regard.

* Trustees who will retire at the meeting by rotation, in accordance with the Trust Deed and, being eligible, offer themselves for re-election.

** Authorisation of at least seventy-five per cent of the votes cast by members present (in person or represented by proxy) at the meeting is required.

Signed this

day of

2017

Signature

Notes to form of proxy

Instructions and requirements for completion of the form of proxy

1. **The form of proxy must be signed, dated and returned so as to be received at the registered office of the Trust by 18:00 on Wednesday, 17 May 2017.**
2. **Forms of proxy are required to be completed and signed by the Member appointing the proxy, or by his attorney or agent duly authorised in terms of a court order, or a power of attorney which was signed by the Member. If the form of proxy is completed in terms of a power of attorney or authority, the ORIGINAL, OR A CERTIFIED COPY of such power of attorney or authority has to be lodged with the form of proxy by 18:00 on Friday, 12 May 2017.**
3. The signatory may insert the name of any person whom the signatory wishes to appoint as his/her proxy in the blank space provided for that purpose. If no name is inserted, the Chairman of the meeting shall be appointed as the member's proxy.
4. By completing and lodging of the form of proxy, it will not preclude the member who is appointing the proxy from attending the annual general meeting and speaking and voting in person thereat, to the exclusion of any proxy appointed in terms hereof, should such member wish to do so.
5. If the member does not indicate in the appropriate places on the face hereof how he/she wishes to vote in respect of any resolutions, his/her proxy shall be entitled to vote as he/she deems fit in respect of that resolution. In regard to the ordinary resolutions for the election of trustees, any indication of how the member wishes to vote in regard to the candidates will be deemed to be the entire vote of the member, i.e. if the member has only indicated a vote for, or against, or to abstain for one or more candidate(s), the proxy holder shall not be entitled to exercise additional votes in respect of candidates for whom no votes were indicated by the member.
6. In respect of the election of trustees, each candidate will be voted upon by a separate resolution, either "For", "Against" or Abstain". In terms of the Trust Deed, if the number of persons approved by such resolutions exceeds the number of vacancies (being four or six as explained in the Notice of the Annual General Meeting), the result of the voting shall be determined in accordance with the number of votes cast in favour of each resolution so that the vacancies will be filled by the candidates receiving the highest number of favourable votes.

RETURN OPTIONS

Either:

- Deliver to:** The Trust Secretary
6 Anerley Road
Parktown, 2193
Johannesburg
- or Post to:** The Trust Secretary
PO Box 1089
Houghton
2041
- or Fax to:** The Trust Secretary at
011 644 4641
- or Email to:** Companysecretary@pps.co.za