



BEHEREND BEPERK • HOLDINGS LIMITED

NWK HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

Registration Number: 1998/007243/06

CTSE Share Code: 4ANWKH

ISIN: ZAE400000028

(“NWK Holdings” or “Company”)

NOTICE OF WARD ELECTION: WARD 7

1. The notice regarding the vacancy on the board of directors (“**Board**”) of NWK Holdings, which arises after the upcoming Annual General Meeting to be held on or about **29 August 2025** with respect to **ward 7 (“the Ward”)** refers.
2. The following **two** individuals have been nominated for the office of director in the Ward:
 - 2.1 NAME: BADENHORST, Abram Stefanus (Abrie)
ADDRESS: Farm Glenora, Kameel, 8603
 - 2.2 NAME: GELDENHUYS, Gideon Theodorus (Thean)
ADDRESS: Farm Glen Harry, Stella, 8650
3. All these nominations have been accepted as suitable by the Board, and therefore, in accordance with clause 25.2.11 of the Memorandum of Incorporation of NWK Holdings, a ward election will be held between these **two** candidates.
4. Shareholders of the Company in the Ward are hereby informed that the abovementioned ward election will take place over the period from **6 May 2025 to 4 June 2025 (“the Voting Period”)** in order to elect a director for the Ward to fill the vacancy that will arise after the Annual General Meeting to be held on or about **29 August 2025**, on the Board.
5. A shareholder in the Ward is entitled to 1 (one) vote per share held. A vote may not be divided among the nominated candidates.
6. Shareholders of the Company in the Ward as recorded in the share register of NWK Holdings as at **Friday, 30 April 2025**, and who are still shareholders in the Ward at the start of the ward election on **Wednesday, 4 June 2025**, are eligible to vote. The share register of shareholders in Ward 7 of NWK Holdings as at the end of Tuesday, **3 June 2025** (after the removal of the names of those members whose shares have been sold or transferred since that date or who are no longer classified in the ward since that date) will thus serve as the basis to determine how many votes (shares) a shareholder in NWK Holdings holds and whether a shareholder is entitled to vote in the relevant ward.
7. A shareholder who is a legal entity may appoint a person to act as their representative and vote on their behalf.
8. Shareholders in the Ward can vote for **one** of the **two** mentioned candidates in any of the following ways:

8.1 ONLINE VOTING

- (1) Click on the following link: <https://ctse-registry.com/NWKWyk7>
- (2) Complete the online ballot.
- (3) Click “*Bevestig*”.
- (4) If a shareholder wishes to change their vote during the Voting Period, this can be done by following the same procedure from the beginning as mentioned in (1) to (3). Any change to a vote must be made **on or before Tuesday, 3 June 2025, at 10:00**.

- (5) If any assistance or help is needed with this process, please contact the CTSE Transfer Secretary at 011 100 8352 or via email at admin@ctseregistry.co.za. The office of the Group Company Secretary can also be contacted at 018 633 1371 or ckoegelenberg@nwk.co.za.
- (6) The online voting process will close on **Tuesday, 3 June 2025 at 10:00**. After this, no online voting will be possible anymore.

8.2 SUBMISSION OF A PROXY FORM

A shareholder may appoint a proxy (who does not need to be a shareholder of NWK Holdings) in writing to act as their representative and vote on their behalf. The proxy form must be completed and signed, and must be submitted for administrative purposes to the Group Company Secretary at NWK Head Office at 81 Scholtz Street Lichtenburg, or emailed to ckoegelenberg@nwk.co.za no later than **Tuesday, 3 June 2025, at 10:00**. The A proxy form that must be used for this purpose is available per request from the office of the Group Company Secretary.

8.3 PHYSICAL VOTING PROCESS

Shareholders in the Ward can physically vote at the location, date, and time mentioned below by completing and submitting a ballot at the designated voting station.

TOWN	VOTING STATION	DAY	DATE	TIME
Kameel	Farmers Unions Hall, School Street, Kameel	Wednesday	4 June 2025	10:00 to 11:00

Registration and voting will take place on the relevant day between 10:00 and 11:00, and shareholders can proceed to vote immediately after they have registered. The voting station will close an hour after registration begins, after which the ballot box will be opened under the supervision of the election officer, and the votes will be counted and verified.

9. If a shareholder has voted in more than one of the ways mentioned in paragraphs 8.1 to 8.3, the vote that was cast last in time will be counted.
10. The final results of the ward election will be announced as soon as possible, but no later than **Thursday, 5 June 2025**, after the election officer has confirmed and counted all the votes. The ward election takes place under the supervision of an election officer who is appointed in advance by the Board. The Board has appointed the Chairman of the Board, Mr. Heinrich Krüger, as the election officer. The results of the ward election will be certified by an independent auditor.
11. Provided that the candidate continues to meet all the requirements set forth in the Memorandum of Incorporation of NWK Holdings, the following candidate will be nominated by the Board for election at the Annual General Meeting to serve as ward director:
 - 11.1 The candidate who achieves an absolute majority (that is, more than 50% of the total votes).
 - 11.2 In the event that 2 candidates are nominated and there is a tie in the votes, the candidate will be appointed or elected according to the procedure determined by the Board.
 - 11.3 In the event that more than 2 candidates are nominated, and no candidate achieves an absolute majority, a second and final ward election will be held for the Ward between the two candidates who received the most votes in this first ward election. Shareholders will be informed of the arrangements regarding such a second ward election, should the outcome of this ward election necessitate it.
12. If the ward election is not held for any reason, the interim vacancy will be filled by the Board in accordance with article 25.3.9 of the Memorandum of Incorporation of NWK Holdings.
13. The election of a candidate as Ward director is at all times subject to the provisions of the Memorandum of Incorporation of NWK Holdings. A copy of the Memorandum of Incorporation is available to shareholders upon request to the Group Company Secretary. To the extent that there may be any inconsistencies between the content of this notice and the Memorandum of Incorporation, the Memorandum of Incorporation shall take precedence.
14. For the purposes of the ward election, the personal information of shareholders in the Ward will be disclosed to the mentioned candidates in the Ward, in order to enable the candidates to gather votes, so that an effective election can take place for the benefit of the Company, and ultimately the shareholders.

15. The information that will be shared with the candidates forms part of the share register of NWK Holdings, and is as follows
- 15.1 name and surname;
 - 15.2 e-mail address;
 - 15.3 cell phone number;
 - 15.4 confirmation of allocation of the shareholder in the Ward; and
 - 15.5 number of shares held.
16. The safety and security of personal information is the Company's top priority, and the candidates have committed themselves in writing to strict requirements regarding the safe use and preservation of said personal information.
17. A shareholder is entitled at any time to object to the use of his/her personal information as described herein. If a shareholder wish to object, he/she must do so in writing by sending an email to:

AM van Rooyen

Group Company Secretary and Head Legal Counsel
(Information Officer)

E-mail: avanrooyen@nwk.co.za

Tel 018 633 1487

18. If a shareholder was to raise an objection, the candidates are legally obligated to immediately cease the use of such shareholder's personal information and to destroy any personal information in their possession. If at any time a shareholder believes that the Company or a candidate is not handling such objection justly or fairly, such shareholder may file a complaint with the Information Regulator of South Africa, further details of which are available at <https://inforegulator.org.za/training/wp/contact-us/>.

Lichtenburg

06 May 2025

CTSE EXTERNAL ISSUER AGENT:

Pallidus