



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")

FORM OF PROXY (*BLUE*)

The definitions and interpretations commencing on page 11 of this Circular apply, *mutatis mutandis*, to this Form of Proxy (*blue*).

For completion by Certificated Shareholders and Own-Name Dematerialised Shareholders who are unable to participate, speak in and vote at the General Meeting. Each Certificated Shareholder and Own-Name Dematerialised Shareholder is entitled to appoint a proxy (who need not be a Shareholder) to participate, speak in and vote in place of that Shareholder at the General Meeting. Please read the notes to this Form of Proxy (*blue*) below.

For use at the General Meeting of Shareholders to be held electronically and in person, at **10:00** (South African Standard Time) on **Friday, 24 May 2024** or at any postponed or adjourned meeting.

Shareholders who have Dematerialised their Shares through a CSDP or Broker, must inform its/his/her CSDP or Broker of its/his/her intention to participate, speak in and vote at the General Meeting and request its/his/her CSDP or Broker to issue it/him/her with the necessary documentation to participate, speak in and vote at the General Meeting or provide their CSDP or Broker with its/his/her voting instructions should he/she not wish to participate and speak in and vote at the General Meeting.

A Dematerialised Shareholder who is not an "own-name" registered Shareholder should **not** use this Form of Proxy (*blue*), but must contact its/his/her CSDP or Broker as Telkom will take no responsibility for Shareholders who do not contact their CSDP or Brokers timeously.

I/We _____ (name in **BLOCK LETTERS**)

of _____ (address in **BLOCK LETTERS**)

being the holders of _____ Shares in the share capital of Telkom,

do hereby appoint:

of _____

or failing him/her _____

of _____

or _____

failing him/her, the Chairperson of the General Meeting, as my/our proxy to participate, speak in and vote on my/our behalf at the General Meeting to be held electronically and in person at **10:00** on **Monday 20 May 2024** or at any postponement or adjournment thereof, for purposes of considering and if deemed fit, passing with or without modification, the Ordinary Resolution to be proposed thereat or at any postponement or adjournment thereof, as follows:

	For	Against	Abstain
Ordinary Resolution: Approval of the Disposal as a Category 1 transaction in terms of the JSE Listings Requirements			

Please indicate with an 'X' in the appropriate space above how you wish your vote to be cast. If no indication is given, the proxy may vote or abstain as he/she sees fit.

Signed at _____ this day of _____ 2024

Signature _____

Assisted by me, where applicable (name and signature) _____

Completed Forms of Proxy (*blue*) must be lodged with or posted to the Transfer Secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg, South Africa, 2196 (Private Bag X9000, Saxonwold, South Africa, 2132), email: proxy@computershare.co.za, to be received by no later than **10:00 on Wednesday, 22 May 2024**. See *note 4* below.

Please read the notes and instructions below.

Notes to this Form of Proxy (*blue*)

1. A Form of Proxy (*blue*) is **only** to be completed by Certificated Shareholders and Own-Name Dematerialised Shareholders.
2. If you have already Dematerialised your Shares through a CSDP or Broker and wish to participate, speak in and vote at the General Meeting, you must request your CSDP or Broker to provide you with a letter of representation or instruct your CSDP or Broker to vote by proxy on your behalf in terms of the custody agreement entered into between yourself and your CSDP or Broker.
3. Certificated Shareholders and Own-Name Dematerialised Shareholders may insert the name of a proxy or the names of proxies of the Certificated Shareholder's/Own-Name Dematerialised Shareholder's choice in the space provided, with or without deleting the "*Chairperson of the General Meeting*". The person whose name stands first on this Form of Proxy (*blue*) and who is present at the General Meeting shall be entitled to act as proxy to the exclusion of the persons whose names follow.
4. Instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable in the appropriate box provided. Failure to comply with this shall be deemed to authorise the Chairperson of the General Meeting, if the Chairperson is the authorised proxy, to vote in favour of Ordinary Resolution at the General Meeting or the appointed proxy to vote or to abstain from voting at the General Meeting, as he/she deems fit in respect of all the appointer's votes exercisable thereat, or the appointed proxy to vote or to abstain from voting at the General Meeting, as he/she deems fit in respect of all the appointer's votes exercisable by that proxy.
5. The total number of votes for or against Ordinary Resolution and in respect of which any abstention is recorded may not exceed the total number of votes to which the person granting the proxy is entitled.
6. Completed Forms of Proxy (*blue*) must be lodged with or posted to the Transfer Secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg, South Africa, 2196 (Private Bag X9000, Saxonwold, South Africa, 2132), email: proxy@computershare.co.za, to be received by no later than **10:00 on Wednesday, 22 May 2024**. If Forms of Proxy (*blue*) are not received by the Transfer Secretaries by the relevant time, they will nevertheless be entitled to 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).
7. Documentary evidence establishing the authority of a person signing this Form of Proxy (*blue*) in a representative capacity must be attached to this Form of Proxy (*blue*), unless previously recorded by the Transfer Secretaries or waived by the Chairperson of the General Meeting.
8. The Transfer Secretaries at the General Meeting may reject or accept any Form of Proxy (*blue*) that is completed and/or received, other than in compliance with these notes.
9. Any alterations or corrections to this Form of Proxy (*blue*) shall be initialled by the signatory/ies).
10. The completion and lodgement of this Form of Proxy (*blue*) shall not preclude the relevant person entitled to vote from attending the General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such person wish to do so.
11. Where there are joint holders of Shares:
 - a. any one holder may sign this Form of Proxy (*blue*); and
 - b. the vote of the senior Shareholder (for that purpose, seniority will be determined by the order in which the names of the Shareholders appear in the Register) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote/s of the other joint Shareholders.
12. A minor must be assisted by his/her parent or legal guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the Transfer Secretaries.
13. A proxy may not delegate his/her authority to act on behalf of the Shareholder to another person.

Transfer Secretaries

Computershare Investor Services Proprietary Limited
(Registration number: 2004/003647/07)
Rosebank Towers
15 Biermann Avenue
Rosebank
Johannesburg, South Africa, 2196
(Private Bag X9000, Saxonwold, South Africa, 2132)
Email: proxy@computershare.co.za