

TRANSNET INTERNATIONAL HOLDINGS SOC LTD
(Registration No.2017/388315/30)

NOTICE OF SHAREHOLDER'S MEETING

Notice is hereby given that the Inaugural Meeting of the Representative of the Sole Shareholder of the Company will be held in Room 723, 1st Floor, The Junction, Modderfontein Road, Esselenpark, Kempton Park at 10:00 on Tuesday, 27 February 2018. The record date in terms of section 59 of the Companies Act, No. 71 of 2008, as amended, for the Shareholder to be recorded on the Shareholder's Register of the Company in order to be able to attend, participate and vote at the Shareholder's Meeting is 6 February 2018. The purpose of the Meeting of the Shareholder is to deal with the following matters:

- 1 **CONFIRMATION OF THE INCORPORATION OF TRANSNET INTERNATIONAL HOLDINGS SOC LTD AS A COMPANY IN SOUTH AFRICA**
- 2 **APPOINTMENT OF DIRECTORS BY MEANS OF SEPARATE RESOLUTIONS, IN TERMS OF CLAUSE 18 OF THE COMPANY'S MEMORANDUM OF INCORPORATION**
- 3 **APPROVAL OF THE NON-EXECUTIVE AND EXECUTIVE DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 MARCH 2018**
- 4 **EXTERNAL AUDITOR**
 - 4.1 Appointment of Auditor to perform the audit for the financial year ending 31 March 2019
 - 4.2 Fixing and approval of the Auditor's fees for the financial year ending 31 March 2019
- 5 **AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE 100 000 ORDINARY SHARES OF NO PAR VALUE**
- 6 **SHAREHOLDER'S COMPACT**
 - 6.1 Noting of the Shareholder's Compact for the financial year ending 31 March 2019
- 7 **ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE TO SERVE UNTIL THE 2019 ANNUAL GENERAL MEETING**
- 8 **CONFIRMATION OF THE MEMBERS OF THE REMUNERATION, SOCIAL AND ETHICS COMMITTEE TO SERVE UNTIL THE 2019 ANNUAL GENERAL MEETING**
- 9 **COLLECTIVE RESOLUTIONS LIST**
- 10 **CLOSURE**



KARABELO LEON MOSIA
Company Secretary (Transnet SOC Ltd)

6 February 2018

REGISTERED OFFICE
47th Floor, Carlton Centre
150 Commissioner Street
JOHANNESBURG, 2001