

**FORM OF PROXY**  
**SEDIBELO RESOURCES LIMITED**  
**(“the Company”)**

Form of Proxy for the annual meeting (the “Meeting”) of the holders of ordinary shares (the “Members”) of the Company, to be held at 23-25 Le Pollet, St Peter Port, Guernsey, GY1 1 WQ, on 21 September 2022 at the hour of 8:00 BST (UTC +1).

**THIS FORM OF PROXY IS SOLICITED BY AND ON BEHALF OF MANAGEMENT OF THE COMPANY.**

To be effective, all proxyholder appointments must be lodged with the Company: c/o Computershare Investor Services (Guernsey) Limited, The Pavilions, Bridgwater Road, Bristol BS99 6ZY (#UKCSBRS.ExternalProxyQueries@computershare.co.uk), by no later than 8:00 (BST time) on 19 September 2022, or, c/o Computershare Investor Services (Pty) Ltd (South Africa), Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, South Africa; Private Bag X9000, Saxonworld, 2132; (Proxy@Computershare.co.za), to be received by no later than 8:00 (BST Time) on 19 September 2022.

**Please complete this box only if you wish to appoint as your proxyholder a third party other than Management’s nominees. Please leave this box blank if you want to select Management nominees as your proxyholder. Do not insert your own name(s).**

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I/We (Names in full – please print), \_\_\_\_\_, being the shareholder of \_\_\_\_\_ ordinary shares in the Company, hereby appoint the Chairman, Arne Højriis Frandsen or failing him, Erich Clarke, OR the person indicated in the box above, as my/our proxyholder to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the Meeting of the Company to be held at 23-25 Le Pollet, St Peter Port, Guernsey, GY1 1 WQ, on 21 September 2022 at the hour of 8:00 BST (UTC+1) and at any adjournment thereof.

**VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT**

Please mark here to indicate that this proxyholder appointment is one of multiple appointments being made. * For the appointment of more than one proxyholder, please refer to Explanatory Note 3.			
	<b>FOR</b>	<b>AGAINST</b>	<b>VOTE WITHHELD</b>
<b>1. Approval of Financial Statements</b> To receive and adopt the audited consolidated annual financial statements of the Company for the year ended 31 December 2021, and the reports of the board of directors (the "Board") of the Company and PricewaterhouseCoopers Inc. ("PWC") thereon.			
<b>2. Re-Election of Raphael Vermeir</b> To re-elect Raphael Vermeir for director to the Board to hold office until the annual general meeting of members to be held in 2025.			
<b>3. Re-Election of Michael Solomon</b> To re-elect Michael Solomon for director to the Board to hold office until the annual general meeting of members to be held in 2025.			
<b>4. Re-Election of Janet Blas</b> To re-elect Janet Blas for director to the Board to hold office until the annual general meeting of members to be held in 2025.			
<b>5. Re-Appointment of PWC</b> To re-appoint PWC as the auditor of the Company for the year ended 31 December 2022 and to authorise the Board to fix their remuneration.			

Please indicate with an "X" in the appropriate spaces provided above how you wish your vote to be cast. If no indication is given, the proxyholder will be entitled to vote or abstain as he or she deems fit.

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2022

Signature \_\_\_\_\_

Assisted by me (where applicable) \_\_\_\_\_

In case of a corporation, this proxyholder must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

**Interim Financial Statements** - Mark this  box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

**Annual Financial Statements** - Mark this  box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at [www.computershare.com/maillinglist](http://www.computershare.com/maillinglist).

**Please read the notes on the reverse hereof.**

## **Explanatory Notes:**

1. Every Member has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment thereof. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided above. If you do not insert in the name provided, Management's nominees (both of whom are directors of the Company) will be appointed as your proxyholder.
2. If the proxyholder is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxyholder's name the number of shares in relation to which they are authorised to act as your proxyholder. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
3. To appoint more than one proxyholder, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 707 4040 or you may photocopy this form. Please indicate in the box next to the proxyholder's name the number of shares in relation to which they are authorised to act as your proxyholder. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
4. The "Vote Withheld" option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote under applicable Guernsey law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
5. Pursuant to Regulation 41 of the Uncertificated Securities (Guernsey) Regulations 2009, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on 19 August 2022. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. Any alterations made to this form should be initialed.
7. The completion and return of this form will not preclude a member from attending the Meeting or any adjournment thereof and voting in person.
8. Holders of dematerialised ordinary shares other than "own name" registration who wish to attend the Meeting must inform their CSDP or broker of their intention to attend the Meeting and request their CSDP or broker to issue them with the necessary authorisation to attend the meeting in person or by proxy and vote. If they do not wish to attend the meeting in person or by proxy, they must provide their CSDP or broker with their voting instructions in terms of the relevant custody agreement entered into between them and the CSDP or broker. These ordinary shareholders must not use this form of proxy.