

FORM OF PROXY

EPE Capital Partners Ltd
 (“The Company” or “Ethos Capital”)
 (Incorporated in the Republic of Mauritius)
 (Registration number: C138883 C1/GBL)
 JSE share code: EPE ISIN: MU0522S00005

For use by certificated shareholders or “own name” dematerialised shareholders at the Annual General Meeting of Ethos Capital to be held in the VOC Boardroom, 28th Floor Portside Building, 5 Buitengracht Street, Cape Town, South Africa at 14:00 on Monday, 13 November 2017.

Dear Sir/Madam

I/We _____ (please print)
 of _____ (address),
 being a shareholder of EPE Capital Partners Ltd and holder of _____ A Ordinary Shares, hereby appoint:

1. _____ of _____ or failing him/her, _____ of _____
2. _____ of _____ or failing him/her
3. the Chairperson of the Annual Meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 14:00 on 13 November 2017 and at any adjournment thereof in the manner indicated below.

I/We desire my/our vote/s to be cast on the resolutions as follows:	FOR	AGAINST	ABSTAIN
Ordinary resolutions			
1. RESOLVED THAT the audited Annual Financial Statements of the Company, including the Auditor’s Report for the year ended 30 June 2017, be hereby considered and approved and the Integrated Annual Report for the year ended 30 June 2017 be considered.			
2. RESOLVED THAT Deloitte & Touche South Africa be reappointed as independent auditor of the Company and Mr Dinesh Munu as the designated auditor partner, to hold office until the conclusion of the next Annual Meeting.			
3. RESOLVED THAT Deloitte & Touche Mauritius be reappointed as independent auditor of the Company and Mr Twaleb Butonkee as the designated auditor partner, to hold office until the conclusion of the next Annual Meeting.			
4. RESOLVED TO re-elect Mr Derek Prout-Jones as Director.			
5. RESOLVED TO re-elect Mr Kevin Allagapen as Director.			
6. RESOLVED TO re-elect Mr Michael Pfaff as Director.			
7. RESOLVED TO re-elect Mr Yuvraj Juwaheer as Director.			
8. RESOLVED TO re-elect Ms Yvonne Stillhart as Director.			
9. RESOLVED TO re-elect Mr Derek Prout-Jones as a member of the Audit and Risk Committee, subject to the approval of resolution 4 above.			
10. RESOLVED TO re-elect Mr Kevin Allagapen as a member and Chairperson of the Audit and Risk Committee, subject to the approval of resolution 5 above.			
11. RESOLVED TO re-elect Mr Yuvraj Juwaheer as a member of the Audit and Risk Committee, subject to the approval of resolution 7 above.			
12. RESOLVED THAT the Directors’ remuneration for the year ending 30 June 2018 and Yvonne Stillhart’s remuneration for the year ended 30 June 2017 be hereby approved.			
Special resolutions			
1. RESOLVED THAT the general authority of the Company to acquire or repurchase the A Ordinary Shares in the Company be hereby approved.			
2. RESOLVED THAT the general authority of the Company to issue A Ordinary Shares of the Company and/or other convertible securities for cash be hereby approved.			

Dated this _____ day of _____ 2017.

Name: _____

Designation: _____

For and on behalf of: _____

NOTES TO FORM OF PROXY

1. Shareholders who have not dematerialised their shares, or who have dematerialised their shares with “own name” registration, are entitled to attend and vote at this meeting, and are entitled to appoint a proxy or proxies to attend, speak and vote on their behalf.
 2. Every person entitled to vote who is present at the AGM shall be entitled to:
 - a. one vote on a show of hands irrespective of the number of shares such person holds or represents, provided that a proxy shall, irrespective of the number of shareholders she/he represents, have only one vote; or
 - b. that proportion of the total votes in the Company which the aggregate amount of the nominal value of the shares held by the shareholder bears to the aggregate amount of the nominal value of all shares issued by the Company in respect of every matter that may be decided by polling.
 3. Any alteration to this form of proxy, other than a deletion of alternatives, must be initialled by the signatory/ies.
 4. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company or Computershare Investor Services (Pty) Ltd or waived by the Chairperson of the AGM.
 5. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by Computershare Investor Services (Pty) Ltd.
 6. This form of proxy may be used at any adjournment or postponement of the AGM, including any postponement due to a lack of quorum, unless withdrawn by the shareholder.
 7. Forms of proxy must be lodged at or posted to Computershare Investor Services (Pty) Ltd or Ocorian (Mauritius) Ltd, to be received not later than 48 hours before the time fixed for the AGM.
 8. Completing and lodging this form of proxy will not preclude the relevant shareholder from attending the AGM and speaking and voting in person to the exclusion of any appointed proxy.
 9. If any shares are jointly held, all joint shareholders must sign this form of proxy. If more than one of those shareholders is present at the AGM, either in person or by proxy, the person whose name first appears in the register will be entitled to vote.
 10. Shareholders who have dematerialised their shares, other than those shareholders who have dematerialised their shares with “own name” registration, must contact their CSDP or broker in the manner and time stipulated in their agreement to furnish them with their voting instructions and, in the event that they wish to attend the meeting, to obtain the necessary authority to do so.
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