DIRECT MARKETING ASSOCIATION OF SOUTHERN AFRICA NPC
(Registration Number: 2005/040417/08)
Incorporated in the Republic of South Africa
("DMASA" / "the Company")

SPECIAL GENERAL MEETING TO BE HELD ON 31 MARCH 2021

PROXY FORM

This Proxy Form is for use by members of the Company ("members") at a virtual Special General Meeting ("SGM") of the members which will be held on Wednesday, 31st of March 2021 at 12:15pm (Registration 12:00 pm to 12:15pm)

Join Zoom Link Meeting:

https://zoom.us/j/95224233880?pwd=RDV0aEh1RlJmRThiOEJLUGZZaWtsZz09

I (Please print name in full) _____

of (Please print address in full) _____ hereby appoint

(Insert Proxy name in full) _____ or failing him / her

(Insert Proxy name in full) _____ or failing him / her

the Executive Director or the Chairperson of the SGM as my proxy to attend, speak and vote on my behalf at the SGM and any adjournment thereof as follows:-

ORDINARY RESOLUTIONS	In Favour	Against	Abstain
Special Resolution 1: Amendment to the MOI including deletion of existing clause no 3 of the existing MOI and the replacement thereof.			
Special Resolution 2: Amendment to the MOI including deletion of existing clause no 18.3 of the existing MOI and the replacement thereof.			
Ordinary Resolution 1: Signing Authority			

Signed at _____ **On** _____ **2021**

Name of Member: _____ **Signature:** _____

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NOTES

1. A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the space. The person whose name stands first on the form of proxy and who is present at the SGM of members will be entitled to act to the exclusion of those whose names follow.Should this space be left blank, the proxy will be exercised by the Chairperson of the meeting.
2. On a show of hands, a member of the company present in person or by proxy shall have one (1) vote irrespective of the number of shares he/she holds or represents, provided that a proxy shall, irrespective of the number of members he/she represents, have only one (1) vote. On a poll a member who is present in person or represented by proxy shall be entitled to:
    - Companies designated as SMEs (having from 1 to 49 employees) will have 1 vote;
    - Companies designated as Corporates with 50 to 1000 employees will have 2 votes;
    - Corporates with over 1000 employees will have 5 votes.
3. A member's instructions to the proxy must be indicated by the insertion of the relevant numbers of votes exercisable by the member in the appropriate box provided. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the SGM as he/shedeems fit in respect of all of the member's votes exercisable thereat. A member or the proxy is not obliged to use all the votes exercisable by the member or by the proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by themember or by the proxy.
4. Forms of proxy must be e-mailed to members@dmasa.org
5. The completion and lodging of this form of proxy will not preclude the relevant member from attending the SGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.
6. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity or other legal capacity must be attached to this form of proxy, unless previously recorded by the company secretary or waived by the Chairperson of the SGM.
7. Any alteration or correction made to this form of proxy must be initialed by the signatory/ies.
8. Notwithstanding the afore going, the Chairperson of the SGM may waive any formal-ities that would otherwise be a prerequisite for a valid proxy.