



## MURRAY & ROBERTS HOLDINGS LIMITED

Incorporated in the Republic of South Africa

Registration number: 1948/029826/06

JSE Share Code: MUR

ISIN: ZAE000073441

(“Murray & Roberts” or the “Company”)

# FORM OF PROXY (“FORM”)

If you are a Dematerialised Shareholder, other than with own name registration, do not use this form. Dematerialised Shareholders, other than with own name registration, should provide instructions to their appointed Central Securities Depository Participant (“CSDP”) or Broker in the form as stipulated in the agreement entered into between the shareholder and the CSDP or Broker.

I/We (please print full names)

of (address)

E-mail address:

being the holder(s) of ordinary shares in the issued share capital of the Company, do hereby appoint (see note 3 and 5)

1.  or failing him/her,
2.  or failing him/her,
3. the chairperson of the General Meeting

as my/our proxy to virtually attend and participate through the electronic system to be provided and vote for me/us on my/our behalf at the General Meeting of the Company which will be held electronically on Thursday, 19 June 2025 and at any adjournment or postponement of the meeting, for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed at the meeting, and to vote on the resolutions in respect of the ordinary shares registered in my/our name(s) in accordance with the following instructions (see note 6):

RESOLUTIONS PASSED	Insert an “✓” or number of ordinary shares		
	FOR	AGAINST	ABSTAIN
1. Special resolution 1 (Voluntary Liquidation)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ordinary resolution 1 (Authority granted to sign documentation))	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed at  on  2025

Signature

Assisted by me (where applicable)

Each Shareholder is entitled to appoint one or more proxies (none of whom needs to be an ordinary Shareholder of the Company) to virtually attend, participate through the electronic system to be provided and, vote in place of that ordinary shareholder at the General Meeting.



## NOTES TO THE FORM OF PROXY

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### Instructions on signing and lodging the General Meeting proxy form

1. The following categories of ordinary shareholders are entitled to complete a form of proxy:
  - (a) certificated ordinary shareholders whose names appear on the Company's register;
  - (b) own name electronic ordinary shareholders whose names appear on the sub-register of a Central Securities Depository Participant ("CSDP");
  - (c) CSDPs with nominee accounts; and
  - (d) brokers with nominee accounts.
2. Certificated ordinary shareholders wishing to virtually attend the General Meeting have to ensure beforehand with the Transfer Secretaries of the Company that their shares are registered in their name.
3. Beneficial Shareholders whose shares are not registered in their own name, but in the name of another, for example, a nominee, may not complete a proxy form, unless a form of proxy is issued to them by the registered ordinary shareholder and they should contact the registered ordinary shareholder for assistance in issuing instruction on voting their shares, or obtaining a proxy to virtually attend, participate through the electronic system to be provided and, vote at the General Meeting.
4. All beneficial owners who have Dematerialised their Shares through a CSDP or Broker, other than those in their own name, must provide the CSDP or Broker with their voting instructions. Alternatively, should such an ordinary Shareholder wish to virtually attend the meeting in person, in terms of the agreement with the CSDP or Broker, such Shareholder may request the CSDP or Broker to provide the ordinary Shareholder with a letter of representation.
5. A Shareholder may insert the name of a proxy or the names of two alternative proxies of the ordinary Shareholder's choice in the space/s provided, with or without deleting "the chairperson of the General Meeting", but the Shareholder must initial any such deletion. The person whose name stands first on the Form of Proxy and who is present at the General Meeting will be entitled to act as proxy to the exclusion of those whose names follow.
6. Please insert an "X" or the number of votes in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of Shares than you own in the Company, insert the number of ordinary shares in respect of which you desire to vote. Failure to comply with the above will be deemed to authorize the proxy to vote, or to abstain from voting at the General Meeting as he/ she deems fit in respect of all ordinary Shareholder's votes exercisable. Where the proxy is the chairperson, failure to comply will be deemed to authorise the chairperson to vote in favour of the resolution. A Shareholder or the proxy is not obliged to use all the votes exercisable by the Shareholder or by the proxy, but the total of votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the Shareholder or by the proxy.
7. Shareholders are requested to lodge completed Forms of Proxy to reach the Transfer Secretaries by no later than Tuesday, 17 June 2025. Forms of proxy must be received by the Transfer Secretaries, JSE Investor Services Proprietary Limited, at any of the following addresses:

Telephone: 0861 546572

Telefax: +27 (86) 674 245027

E-mail: [meetfax@jseinvestorservices.co.za](mailto:meetfax@jseinvestorservices.co.za)

Physical address: 13th Floor, 19 Ameshoff Street, Braamfontein, 2001

Postal address: PO Box 4844, Johannesburg, 2000

## NOTES TO THE FORM OF PROXY

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8. The completion and lodging of this Form of Proxy will not preclude the relevant ordinary Shareholder from virtually attending the General Meeting, participating through an electronic system to be provided, and voting in person at the meeting to the exclusion of any proxy appointed.
9. 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.
10. Any alteration to, or correction of, this Form of Proxy must be initialed by the signatory/ies.
11. 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 JSE Investor Services Proprietary Limited.
12. The chairperson of the General Meeting may reject or accept a Form of Proxy which is completed and/or received other than in accordance with these notes, if he/she is satisfied as to the manner in which the Shareholder wishes to vote.