



TELKOM SA SOC LTD
 (Incorporated in the Republic of South Africa)
 (Registration number 1991/005476/30)
 (JSE share code: TKG) ISIN: ZAE000044897
 ("Telkom" or "the Company")

Form of proxy for the AGM

(For completion by certificated shareholders and own-name dematerialised shareholders. Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend, vote and speak at the AGM in its/his/her stead. Such proxy/ies need not be a shareholder/s of Telkom.)

For use at the AGM of shareholders to be held through electronic communication, on Wednesday, 24 August 2022 at 10:00.

A dematerialised shareholder who is not an "own-name" registered shareholder, must inform its/his/her central securities depository participant ("CSDP") or broker of its/his/her intention to attend the AGM and request its/his/her CSDP or broker to issue it/him/her with the necessary documentation to attend the AGM through electronic communication and vote or provide their CSDP or broker with its/his/her voting instructions should it/he/she not wish to attend the AGM through electronic communication. A dematerialised shareholder who is not an "own-name" registered shareholder should not use this form of proxy, but must contact its/his/her CSDP or broker as the Company will take no responsibility for shareholders who do not contact their CSDP or brokers timeously.

I/We _____ (name in BLOCK LETTERS)

Of _____ (address in BLOCK LETTERS)

Being the holders of _____ ordinary shares in the capital of the Company,

do hereby appoint: _____

of _____

or failing him/her _____

of _____

and generally, to act as my/our proxy at the said AGM.

(Please indicate with an "x", in the applicable spaces, how you wish your votes to be cast) Unless otherwise directed, the proxy will vote as he/she deems fit.

	Resolution	For	Against	Abstain
Ordinary Resolutions				
Ordinary Resolution Number 1.1:	Election of Mr B Kennedy as a Director.			
Ordinary Resolution Number 1.2:	Election of Ms P Lebina as a Director.			
Ordinary Resolution Number 1.3:	Election of Mr M Nyati as a Director.			
Ordinary Resolution Number 1.4:	Election of Ms IO Selele as a Director.			
Ordinary Resolution Number 1.5:	Election of Mr S Yoon as a Director.			
Ordinary Resolution Number 1.6:	Re-election of Mr LL Von Zeuner as a Director.			
Ordinary Resolution Number 2.1:	Election of Mr KA Rayner as a Member of the Audit Committee.			
Ordinary Resolution Number 2.2:	Election of Mr PCS Luthuli as a Member of the Audit Committee.			
Ordinary Resolution Number 2.3:	Election of Ms P Lebina as a Member of the Audit Committee, subject to her election as a Director pursuant to Ordinary Resolution Number 1.2.			
Ordinary Resolution Number 2.4:	Election of Mr H Singh as a Member of the Audit Committee.			
Ordinary Resolution Number 2.5:	Election of Mr LL Von Zeuner as a Member of the Audit Committee, subject to his re-election as a Director pursuant to Ordinary Resolution Number 1.6.			
Ordinary Resolution Number 3.1:	Reappointment of PricewaterhouseCoopers as joint auditors of the Company.			
Ordinary Resolution Number 3.2:	Reappointment of SizweNtsalubaGobodo Grant Thornton as joint auditors of the Company.			
Ordinary Resolution Number 4.1:	Non-binding advisory endorsement of the remuneration policy.			
Ordinary Resolution Number 4.2:	Non-binding advisory endorsement of the implementation report.			
Ordinary Resolution Number 5:	General authority for Directors to allot and issue ordinary shares and/or grant options over ordinary shares.			
Special Resolutions				
Special Resolution Number 1:	General authority for Directors to issue ordinary shares for cash.			
Special Resolution Number 2:	General authority to repurchase ordinary shares.			
Special Resolution Number 3:	Remuneration of Non-executive Directors.			
Special Resolution Number 4:	General authority to provide financial assistance.			

and generally, to act as my/our proxy at the said AGM.

(Please indicate with an "x", in the applicable spaces, how you wish your votes to be cast). Unless otherwise directed, the proxy will vote as he/she deems fit.

Signed at _____ this _____ day of _____ 2022

Signature of shareholder _____

assisted by (where applicable) _____

Notes to proxy

1. A certificated shareholder and an "own name" registered dematerialised shareholder may insert the name of a proxy or the names of proxies of the certificated shareholder's/"own name" registered dematerialised shareholder's choice in the space provided, with or without deleting the Chairperson of the AGM. The person whose name stands first on the form of proxy and who is present at the AGM shall be entitled to act as proxy to the exclusion of the persons whose names follow.
2. Instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable in the appropriate box provided. Failure to comply with this shall be deemed to authorise the Chairperson of the AGM, if the Chairperson is the authorised proxy, to vote in favour of the resolutions at the AGM or the appointed proxy to vote or to abstain from voting at the AGM, as he/she deems fit in respect of all the appointer's votes exercisable thereat, or the appointed proxy to vote or to abstain from voting at the AGM, as he/she deems fit in respect of all the appointer's votes exercisable by that proxy.
3. The total number of votes for or against the resolutions and in respect of which any abstention is recorded may not exceed the total number of votes to which the person entitled to vote granting the proxy is entitled.
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 transfer secretaries or waived by the Chairperson of the AGM.
5. The transfer secretaries at the AGM may reject or accept any form of proxy that is completed and/or received, other than in compliance with these notes.
6. Any alterations or corrections to this form of proxy shall be initialled by the signatory(ies).
7. The completion and lodging of this form of proxy shall not preclude the relevant person entitled to vote from attending the AGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such person wish to do so.
8. Where there are joint holders of shares:
 - a. any one holder may sign this form of proxy; and
 - b. the vote of the senior shareholder (for that purpose, seniority will be determined by the order in which the names of the shareholders appear in the company's register) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote(s) of the other joint shareholders.
9. A minor must be assisted by his/her parent or legal guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries.
10. A proxy may not delegate his/her authority to act on behalf of the shareholder to another person.

Telkom
Consumer

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BCX

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