



**NICTUS HOLDINGS LIMITED**  
 ("Nictus" or "the Company") • (incorporated in the Republic of Namibia)  
 Registration Number NAM 1962/1735  
 NSX Share Code: NHL  
 ISIN Number: NA000A1J2SS6

**To be completed by certificated shareholders with "own name" registration only**

For completion by registered members of Nictus unable to attend the annual general meeting of the Company to be held in the ground floor boardroom, Nictus Building, 140 Mandume Ndemufayo Avenue, Windhoek, on 30 November 2023 at 15:00 (Namibian time), or at any adjournment thereof.

I/We ..... of  
 ..... (address) being

the holder/s of ..... shares in the Company, do hereby appoint:

1. ....or, failing him/her
2. ....or, failing him/her the chairperson of the annual general meeting,

as my/our proxy to attend, speak and, on a poll, vote on my/our behalf at the abovementioned annual general meeting of members or at any adjournment thereof, and to vote or abstain from voting as follows on the ordinary and special resolutions to be proposed at such meeting:

	For	Against	Abstain	Precluded
1. <b>Ordinary resolution 1:</b> re-election of TB Horn as a director				
2. <b>Ordinary resolution 2:</b> re-election of WO Fourie as a director				
3. <b>Ordinary resolution 3:</b> non-binding advisory vote for approval of the Company's remuneration policy				
4. <b>Ordinary resolution 4:</b> approval of non-executive directors' remuneration				
5. <b>Ordinary resolution 5:</b> re-appointment of SGA as auditors				
6. <b>Ordinary resolution 6:</b> authority to issue ordinary shares				
7. <b>Ordinary resolution 7:</b> re-election of TB Horn as a member and chairperson of the Audit and Risk Committee				
8. <b>Ordinary resolution 8:</b> re-election of GR de V Tromp as a member of the Audit and Risk Committee				
9. <b>Ordinary resolution 9:</b> re-election of SW Walters as a member of the Audit and Risk Committee				
10. <b>Ordinary resolution 10:</b> signing authority				
11. <b>Special resolution 1:</b> general authority to repurchase shares				
12. <b>Special resolution 2:</b> financial assistance to entities related or inter-related to the Company				

Precluded from voting in terms of the Companies Act or the NSX Listings Requirements

Please indicate with an "X" in the appropriate spaces provided above how you wish your vote to be cast. However, if you wish not to cast your votes in respect of less than all of the ordinary shares that you own in the Company, insert the number of ordinary shares held in respect of which you desire to vote.

Signed at ..... on (date) ..... Signature: .....

Assisted by me, where applicable (name and signature) .....