

FORM OF PROXY

PREMIER FISHING AND BRANDS LIMITED

(Incorporated in the Republic of South Africa) Registration Number 1998/018598/06

JSE share code: PFB ISIN: ZAE000247516

("Premier" or "the Company")

Only for the use by registered holders of certificated ordinary shares in the Company and the holders of dematerialised ordinary shares in the Company with "own-name" registration at the annual general meeting of shareholders to be held at 1st Floor, North Tower, Waterway House North, 3 Dock Road, Victoria and Alfred Waterfront, Cape Town, Western Cape on 26 February 2020 at 14:00.

All other dematerialised shareholders must contact their CSDP or broker to make the relevant arrangements concerning voting and/or attendance at the annual general meeting.

I/We (please print full names)

of (please print address)

being a shareholder of Premier Fishing and the holder/s of _____ ordinary shares hereby appoint:

1. _____ or failing him/her,

2. _____ or failing him/her,

3. the Chairman of the annual general meeting;

as my/our proxy to attend, speak and vote on a show of hands or on a poll for me/us and on my/our behalf at the annual general meeting and at any adjournment thereof in the following manner:

		For	Against	Abstain
1.	Confirmation of appointment, retirement and re-election of the directors of the company			
	1.1 Ordinary resolution number 1: Mr CL van der Venter			
	1.2 Ordinary resolution number 2: Mr S Young			
	1.3 Ordinary resolution number 3: Ms RP Mosia			
	1.4 Ordinary resolution number 4: Mr I Amod			
2.	Re-appointment of the members of the audit and risk committee			
	2.1 Ordinary resolution number 5: Mr CL van der Venter			
	2.2 Ordinary resolution number 6: Mr S Young			
	2.3 Ordinary resolution number 7: Ms RP Mosia			
	2.4 Ordinary resolution number 8: Mr SP Mngconkola			
	2.5 Ordinary resolution number 9: Advocate Dr NA Ramatlhodi			
	2.6 Ordinary Resolution number 10: Ms RP Mosia (Chairperson)			
3.	Ordinary resolution number 11: Control of authorised but unissued ordinary shares			
4.	Ordinary resolution number 12: Non-binding advisory vote on the remuneration policy of the Company			
5.	Ordinary resolution number 13: Non-binding advisory vote on the implementation of the remuneration policy of the Company			
6.	Ordinary resolution number 14: Approval of directors' authorities to sign			
7.	Ordinary resolution number 15: Approval to issue ordinary shares and/or options for cash			
8.	Special resolution number 1: To approve the remuneration of non-executive directors			
9.	Special resolution number 2: To approve inter-company financial assistance			
10.	Special resolution number 3: To approve financial assistance for the subscription and/or purchase of shares in the Company or a related or inter-related company			
11.	Special resolution number 4: Approval for the Company or its subsidiaries to repurchase Company shares			

Please indicate your voting instruction by way of inserting the number of shares or by a cross in the space provided should you wish to vote all of your shares.

Signed at _____ on this _____ day of _____ 2019.

Signature(s) _____

Assisted by (where applicable) (state capacity and full name) _____

NOTES TO FORM OF PROXY

1. The form of proxy must only be used by certified shareholders or dematerialised shareholders who hold dematerialised shares in their own name.
2. Shareholders are reminded that the onus is on them to communicate with their CSDP or broker.
3. A shareholder entitled to attend and vote may insert the name of a proxy or the name of two alternative proxies of the shareholder's choice in the space provided, without deleting "the chairman of the annual general meeting". A proxy need not be a shareholder of the Company. The person whose name stands first on the proxy form and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow.
4. A shareholder is entitled to one vote on a show of hands and, on a poll, one vote in respect of each share held.
5. A shareholder's instructions to the proxy must be indicated by inserting the relevant number of votes exercisable by the shareholder in the appropriate box(es). Failure to comply with this will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit in respect of all the shareholder's votes.
6. A vote given in terms of an instrument of proxy shall be valid in relation to the annual general meeting notwithstanding the death of the person granting it, or the revocation of the proxy, or the transfer of the shares in respect of which the vote is given, unless an intimation in writing of such death, revocation or transfer is received by the transfer secretaries not less than 48 hours before the commencement of the annual general meeting, provided that any form of proxy not delivered to the Transfer Secretary by this time may be handed to the chairman of the annual general meeting prior to the commencement of the annual general meeting, excluding Saturdays, Sundays and public holidays.
7. If a shareholder does indicate on this form that his/her proxy is to vote in favour of or against any resolution or to abstain from voting, or gives contradictory instruction, or should any further resolution(s), or any amendment(s) which may properly be put before the annual general meeting be proposed, the proxy shall be entitled to vote as he/she thinks fit.
8. The chairman of the annual general meeting may reject or accept any form of proxy, which is completed and/or received other than in compliance with these notes.
9. The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the annual general meeting, speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such shareholder wish to do so.
10. Documentary evidence establishing the authority of a person signing the form in a representative capacity must be attached to this form of proxy, unless previously recorded by the Company or unless this requirement is waived by the chairman of the annual general meeting.
11. A minor or any other person under legal incapacity must be assisted by his/her parent or guardian, as applicable, unless the relevant documents establishing his/her capacity are produced or have been registered by the Company.
12. Where there are joint holders of shares:
 - Any one holder may sign the form of proxy.
 - The vote(s) 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 of shareholders) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote(s) of the other joint shareholder(s).
13. Forms of proxy should be lodged with or mailed to Link Market Services.
14. Hand deliveries to: Link Market Services South Africa Proprietary Limited, Rennie House, 13th Floor, 19 Ameshoff Street, Braamfontein, 2001.
15. Postal deliveries to: Link Market Services South Africa Proprietary Limited, PO Box 4844, Johannesburg, 2000.
16. Handed to the chairman of the annual general meeting prior to the commencement of the annual general meeting, at any time before the appointed proxy exercises any shareholder rights at the annual general meeting.
17. Any alteration or correction made to this form of proxy, other than the deletion of alternatives, must be initialled by the signatories.