

Notice of Annual General Meeting

Notice is hereby given that the 2023 Annual General Meeting of members will be held on Thursday, 27 June 2024 at 0830hrs at the Cresta Lodge Gaborone Conference Room, to transact the following business:

1. To receive, consider and adopt the audited annual financial statements for the year ended 31 December 2023 together with the directors' and auditors' reports thereon.
2. To approve the remuneration of the external auditors, Deloitte for the year ended 31 December 2023.
3. To approve the appointment of Deloitte & Touche as external auditors for the year ending 31 December 2024 and to authorise the Board of Directors to determine their remuneration.
4. To approve the Remuneration report for the year ended 31 December 2023.
5. To approve the Directors' remuneration for the year ended 31 December 2023.
6. To re-elect **Mr Joseph Hundah** who retires by rotation pursuant to section 20.10.1 of the Constitution of the Company, and who, being eligible, offers himself for re-election as a Director. Mr Hundah is the Group Chief Operating Officer of the Masawara Group, a diversified investment holding company operating across Africa. He is an experienced executive and entrepreneur who over his career has worked across the African continent building and growing organisations in both the private and public sector. His prior experience spans various organisations including Philips SA, and numerous subsidiaries under Naspers Limited's media arm. Joseph is also founder of Najora, an advisory, venture capital, and consulting firm. He is passionate about creating, financing and transforming African businesses in the digital age into dominant local, regional and international brands.
7. To re-elect **Mr Ditirwa Mphoeng** who retires by rotation pursuant to section 20.10.1 of the Constitution of the Company, and who, being eligible, offers himself for re-election as a Director. Mr Mphoeng is a graduate of Coventry University (United Kingdom) having attained a BEng (Hons) Degree in Electrical and Electronics specialising in Telecommunications. Mr Mphoeng is a well experienced ICT practitioner with a wealth of management experience across various industries in Botswana. Mr Mphoeng is currently the Managing Director of Newline Technologies Ltd, an ICT company he founded and continues to run. Mr Mphoeng brings along a wealth of Board experience having served in the founding Board of Botswana Fibre Networks and Botswana Railways. He currently serves on the Board of Mineral Development Company of Botswana.
8. To re-elect **Ms Angelica Bojosi** who retires by rotation pursuant to section 20.10.1 of the Constitution of the Company, and who, being eligible, offers herself for re-election as a Director. Ms Bojosi holds a Bachelor of Arts degree and a Bachelor of Laws degree from the University of Cape Town and a Master of Law degree from the University of Queensland (Australia). She is admitted as an attorney of the High Courts of Botswana and as a solicitor of the Supreme Court of England and Wales. Angelica has over 18 years of experience practicing law specialising in corporate finance, compliance and general commercial law in both Botswana and the United Kingdom. Ms Bojosi worked for eight years in the United Kingdom, including as General Counsel for Quadriga Worldwide Limited, a leading multinational organisation that provides a range of services for the hospitality industry. Ms Bojosi is now the managing partner at Bojosi Law, a niche law firm operating in Gaborone, Botswana specialising in Corporate Finance, Banking, Regulatory and general Commercial Law.
9. To transact any other business that may be transacted at an Annual General Meeting.

Any member entitled to attend and vote is entitled to appoint a proxy or proxies to attend, speak, and vote in his/her stead, and such proxy need not be a member of the Company. The instrument appointing such a proxy must be sent to Mpho Kgosietsile by email at mkgosietsile@wiseleadership.co.bw not less than 48 hours before the meeting.

A copy of this proxy form is available for download at www.crestamarakanelo.com or is available via email from mkgosietsile@wiseleadership.co.bw.

By Order of the Board
Wise Leadership (Pty) Limited
Company Secretary
05 June 2024

Proxy Form

(Please complete in block letters)

I/We* _____

Of _____

Being a member of Cresta Marakanelo Limited, hereby appoint (see note 1):

1. _____ or failing him/her

2. _____ or failing him/her

3. The Chairman of the meeting, as my/our proxy to act for me/us at the Annual General Meeting which will be held for the purpose of considering, and if deemed fit, passing with or without modification, the resolutions to be proposed thereat and at each adjournment thereof, and to vote for or against resolutions and/or abstain from voting in respect of the ordinary shares registered in my/our name in accordance with the following instructions (see note 2):

| | NUMBER OF ORDINARY SHARES | | |
|------------------------------|---------------------------|---------|---------|
| | FOR | AGAINST | ABSTAIN |
| Ordinary Resolution Number 1 | | | |
| Ordinary Resolution Number 2 | | | |
| Ordinary Resolution Number 3 | | | |
| Ordinary Resolution Number 4 | | | |
| Ordinary Resolution Number 5 | | | |
| Ordinary Resolution Number 6 | | | |
| Ordinary Resolution Number 7 | | | |
| Ordinary Resolution Number 8 | | | |

Signed: _____ on this _____ day of _____ 2024



Please read the notes on the following page.

Proxy Form (continued)

Proxy Form Notes

1. A shareholder may insert the names of two alternative proxies of the shareholder's choice in the space provided, with or without deleting "the Chairman of the Annual General Meeting". The person whose name appears first on the form of proxy and whose name has not been deleted will be entitled to act as proxy to the exclusion of those whose names follow.
2. A shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by the shareholder in the appropriate space provided. Failure to comply herewith will be deemed to authorize the proxy to vote at the Annual General Meeting as he/she deems fit in respect of the shareholder's votes exercisable thereat, but where the proxy is the Chairman, failure to comply will be deemed to authorize the proxy to vote in favor of the resolution. A shareholder or his/her proxy is obliged to use all the votes exercisable by the shareholder or by his/her proxy.
3. Forms of proxy must be lodged at or posted to the Company Secretary at P/Bag 00272, Plot 74538 Marula House, Prime Plaza, New CBD, Gaborone; or emailed to the Company Secretary not later than 48 hours before the time fixed for holding the meeting.
4. The Chairman of the Annual General Meeting may reject or accept any form of proxy not completed and/or received other than in accordance with these notes provided that he/she is satisfied as to the manner in which the shareholder concerned wishes to vote.
5. An instrument of proxy shall be valid for the Annual General Meeting as well as for any adjournment thereof, unless the contrary is stated thereon.
6. A vote given in accordance with the terms of a proxy shall be valid, notwithstanding the previous death or insanity of the shareholder, or revocation of the proxy, or of the authority under which the proxy was executed, or the transfer of the ordinary shares in respect of which the proxy is given, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Company not less than one hour before the commencement of the Annual General Meeting or adjourned Annual General Meeting at which the proxy is to be used.
7. The authority of a person signing the form of proxy under a power of attorney or on behalf of a company must be attached to the form of proxy, unless the authority or full power of attorney has already been registered by the Company or the Transfer Secretaries.
8. Where ordinary shares are held jointly, all joint shareholders must sign.
9. A minor must be assisted by his/her guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the Company.