

FORM OF PROXY

THE PROFESSIONAL GOLFERS ASSOCIATION OF SOUTH AFRICA NPC, REGISTRATION NUMBER 1996/003659/08 (“The PGA”)

For use by members of The PGA at a General Meeting of Members of The Company to be held on 16th November 2020 at 09:00 at Centurion Country Club. (“the general meeting”)

I, _____ a member of The PGA, member number _____ appoint:

1. _____; or failing him,
2. _____; or failing him,
3. the Chairperson of the PGA of South Africa – Louis Destroo

as my proxy to attend, speak at and vote for me and on my behalf at the 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 there at and at any adjournment thereof; and to vote for and/or against the resolution and/or abstain from voting in my name, in accordance with the following instructions:

RESOLUTION	FOR	AGAINST	ABSTAIN
Appoint a person duly nominated to represent the PGA of SA as a National Board Member			

A member entitled to attend and vote at the meeting may appoint one or more proxies to attend, speak and vote in his stead. A proxy need not be a member of The PGA.

Please indicate with an “X” in the appropriate spaces above how you wish your votes to be cast. If you return this Form of Proxy duly signed without any specific directions indicated with an “X” in the appropriate spaces above, the appointed proxy will be entitled to vote or abstain as he/she thinks fit in his/her discretion.

A proxy may delegate his/her authority to act on your behalf to another person.

Please note that this Form of Proxy will lapse and cease to be of force and effect immediately after the general meeting of The PGA to be held on 16th November 2020 at 09:00 at Centurion Country Club or any adjournment(s) thereof.

Signed at _____ on _____.

SIGNATURE

Notes to Form of Proxy

1. Each member may attend the general meeting in person. A member entitled to attend, participate in and speak and vote at the general meeting is entitled to appoint one or more individuals as proxy(ies) to attend, participate in and speak and vote at the general meeting on behalf of and in the place of the holder.
2. An individual appointed as a proxy need not also be a member of The PGA.
3. The proxy appointment must be in writing, dated and signed by the member.
4. The form appointing the proxy must be delivered to The PGA. Members are encouraged to deliver the Form of Proxy (in order to process same, and to the extent that it is not contrary to the provisions of the Companies No. 71 of 2008, as amended (“the Act”)) before the commencement of the general meeting.

Forms of proxy can be –

- a. E-mailed to tracey@pga.co.za; or
 - b. Hand delivered to PGA Head Office, Royal Johannesburg and Kensington Golf Club, Fairway Avenue, Linksfield.
5. The appointment of one or more proxies in accordance with the Form of Proxy to which these Notes are attached will lapse and cease to be of force and effect immediately after the general meeting of The PGA to be held on 16th November 2020 at 09:00 at Centurion Country Club or at any adjournment(s) thereof, unless it is revoked earlier in accordance with paragraphs 6 and 7 below.
 6. A member may revoke the proxy appointment by: (i) cancelling it in writing, or making a later inconsistent appointment of a proxy and (ii) delivery a copy of the revocation instrument to the proxy (ies) and to The PGA, to be received before the replacement proxy exercises any rights of the holder at the general meeting of The PGA to be held on 16th November 2020 at 09:00 at Centurion Country Club or any adjournment(s) thereof.
 7. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy’s (ies’) authority to act on behalf of the member as of the later of: (i) the date stated in the revocation instrument, if any or (ii) the date on which the revocation instrument was delivered as required in paragraph 6(ii) above.
 8. If the instrument appointing a proxy or proxies has been delivered to The PGA in accordance with paragraph 4 above, then, until that appointment lapses in accordance with paragraph 5 above, any notice that is required by the Act or The PGA’s Memorandum of Incorporation to be delivered by The PGA to the member must be delivered by The PGA to:
 - a. the member; or
 - b. the proxy or proxies, if the member has (i) directed The PGA to do so, in writing and (ii) paid any reasonable fee charged by The PGA for doing so.
 9. Any insertions, deletions, alternations or corrections made to this Form of Proxy must be initialled by the signatory (ies). Any insertion, deletion, alteration or correction made to this Form of Proxy not complying with the foregoing will be deemed not to have been validly effected.
 10. The person whose name stands first on this Form of Proxy and who is present at the general meeting will be entitled to act as proxy to the execution of those whose names follow. In the event that no names are indicated, the proxy shall be exercised by the Chairperson of the general meeting.
 11. A member’s instructions to the proxy must be indicated by the insertion of an “X” in the appropriate box provided. Failure to comply with the above or to provide any voting instructions will be deemed to authorise the proxy to vote or to abstain from voting at the general meeting as he/she/it deems fit in his/her discretion.
 12. The completion and lodging of this Form of Proxy will not preclude the member who appoints one or more proxy (ies) from attending the general meeting and speaking and voting in person thereat to the exclusion of any proxy (ies) appointed in terms of this Form of Proxy should such holder wish to do so. The appointment of any proxy (ies) is suspended at any time and to the extent that the member chooses to act directly and in person in the exercise of any rights as a member.