

Client: Mergence

Company: MTN

Holdings: 5 677 567

ISIN: ZAE000042164

Meeting Type: GM

Meeting Date: 07 October 2016

Resolution	Subject	In Favour	Against	Abstain
Ordinary resolution No 1	Approval of the 2016 ESOP	X		
Special resolution No 1	Approval of various transactions relating to the 2016 MTN BEE Transaction	X		
Special resolution No 2	MTN Zakhele Specific Repurchase and MTN Zakhele NVF Specific Repurchase to facilitate the MTN Zakhele Unwind and amendments to the Existing MTN Tranche 1 Subscription and Call Option Agreement	X		
Special resolution No 3	Future Specific Repurchases in terms of the 2016 MTN BEE Transaction	X		
Special resolution No 4	Sanctioning of financial assistance in connection with the MTN Zakhele Unwinding Scheme, the 2016 MTN BEE Transaction and the MTN Transaction Agreements	X		
Special resolution No 5	Initial Specific Issue of shares to MTN Zakhele Futhi for cash	X		
Special resolution No 6	Additional Specific Issue of shares to MTN Zakhele Futhi for cash	X		
Special resolution No 7	General issue of shares for cash	X		
Special resolution No 8	Sanctioning of financial assistance in connection with the 2016 ESOP	X		



A handwritten signature in black ink, consisting of a stylized 'H' followed by a horizontal line and a small upward tick at the end.

Signed:

Date: 30 September 2016