

NOTICE OF THE 1ST ANNUAL GENERAL MEETING

Notice is hereby given that the 1st Annual General Meeting (AGM) of the Members of the MORTGAGE ORIGINATION REGULATORY COMPANY OF SOUTH AFRICA (MORCSA). The AGM will be held at 09h00 on Tuesday, 25 November 2025 via ZOOM for the purpose of dealing with the below-mentioned business and, if deemed fit, passing of, with or without modification, the resolutions set out below in the Agenda to this Notice of AGM (this Notice).

PURPOSE AND GENERAL INFORMATION

The purpose of the AGM is to transact the business set out in this Notice and to discuss, in the sole discretion of the chairperson of the meeting, such other matters that directly concern the business of MORCSA as may lawfully be dealt with at an annual general meeting.

RECORD DATE FOR THE AGM

The Board has determined the Record Date for this AGM to be 4 November 2025. Accordingly, only Members whose application for membership have been approved by MORCSA at the Record Date will be entitled to participate and/or vote at the AGM.

APPOINTMENT OF PROXIES

Any Member entitled to attend and vote at the AGM is entitled to appoint a proxy to be Present. Proxies must be received **by no later than 18 November 2025**. The Chairperson of the meeting in his or her sole discretion may condone late proxies.

Present means, in relation to any Person entitled to Exercise any Voting Rights at General Meetings, that Person is (a) present in person; or (b) represented by proxy; or (c) represented by an individual authorised by a letter of representation, it being recorded that any Key Individual or the chief executive officer of the relevant Corporate Member will deemed to be so authorised; or (d) represented by an agent appointed under a general or special power of attorney (in respect of any individual).

In terms of section 58(c) of the Companies Act, a copy/ies of the instrument/s appointing the proxy/ies must be delivered to MORCSA before a proxy exercises any rights of the Member at the AGM. A suggested proxy form is attached to this notice and may be used by you.

MORTGAGE ORIGINATION REGULATORY COMPANY OF SOUTH AFRICA NPC

Directors: Alan Gary Rubin, Bradd Bendall, Mary Lindemann, Shaun Rademeyer, Johan van Zyl, Dinesh Chetty
Louis Kruger (CEO), Mark Coetzee (evo)

VOTING

As a general rule, and to enhance governance, all voting at the AGM will be decided either by way of **an electronic poll** within the virtual meeting platform being used or by way of poll or show of hands as may be required by the memorandum of incorporation (**MOI**).

Each **Voting Member** Present at the meeting shall have **1 (one) vote** for each Practitioner Member employed by that Voting Member (as recorded in the Members' Register) (whether voting by show of hands or on a poll).

Every resolution of Voting Members of MORCSA is either an Ordinary Resolution or a Special Resolution. An Ordinary Resolution, save to the extent expressly provided in respect of a particular matter contemplated in the MOI, shall be adopted with the support of more than 50% (fifty percent) of the Voting Rights exercised on the resolution. A Special Resolution, save to the extent expressly provided in respect of a particular matter contemplated in this MOI, shall be adopted with the support of at least 75% (seventy five percent) of the Voting Rights exercised on the resolution. For the avoidance of doubt, it is recorded that if a Member abstains from voting, it shall be regarded as not having exercised its Voting Rights on such resolution for the purpose of determining whether the resolution has sufficient support to be adopted.

The MORCSA CEO, Mr. Louis Kruger, will act as the scrutineer to assist with the counting of votes.

FAQ

Please see below a FAQ that responds to typically asked questions. Further, questions may be directed to the MORCSA CEO at ceo@morcsa.co.za in advance of the AGM.

REGISTER YOUR ATTENDANCE

To enable the CEO to correctly calculate the quorum and votes, please register your attendance at the AGM by completing the following registration form: <https://tinyurl.com/morcsaagm>

The Zoom link will be emailed to you upon receipt of your registration.

By order of the Board of Directors



LOUIS KRUGER

Acting Chief Executive Officer

Johannesburg
04 November 2025