



NOTICE OF VIRTUAL ANNUAL GENERAL MEETING **2025**



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Extracts from integrated annual report

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Forward-looking statements

Many of the statements in this report constitute forward-looking statements. These are not guarantees or predictions of future performance.

As discussed in the annual financial statements and integrated annual report, Metrofile faces risks and other factors outside its control. These may lead to outcomes unforeseen by the Group. These factors are not reflected in the report. Readers are cautioned not to place undue reliance on forward-looking statements.

Any forward-looking statements in this report have not been reviewed and reported on by the external auditor of the Company.

About this report

This report provides stakeholders with extracts from our integrated annual report as well as the notice of the virtual annual general meeting and the form of proxy. The comprehensive information may be found on Metrofile's website: www.metrofile.com.

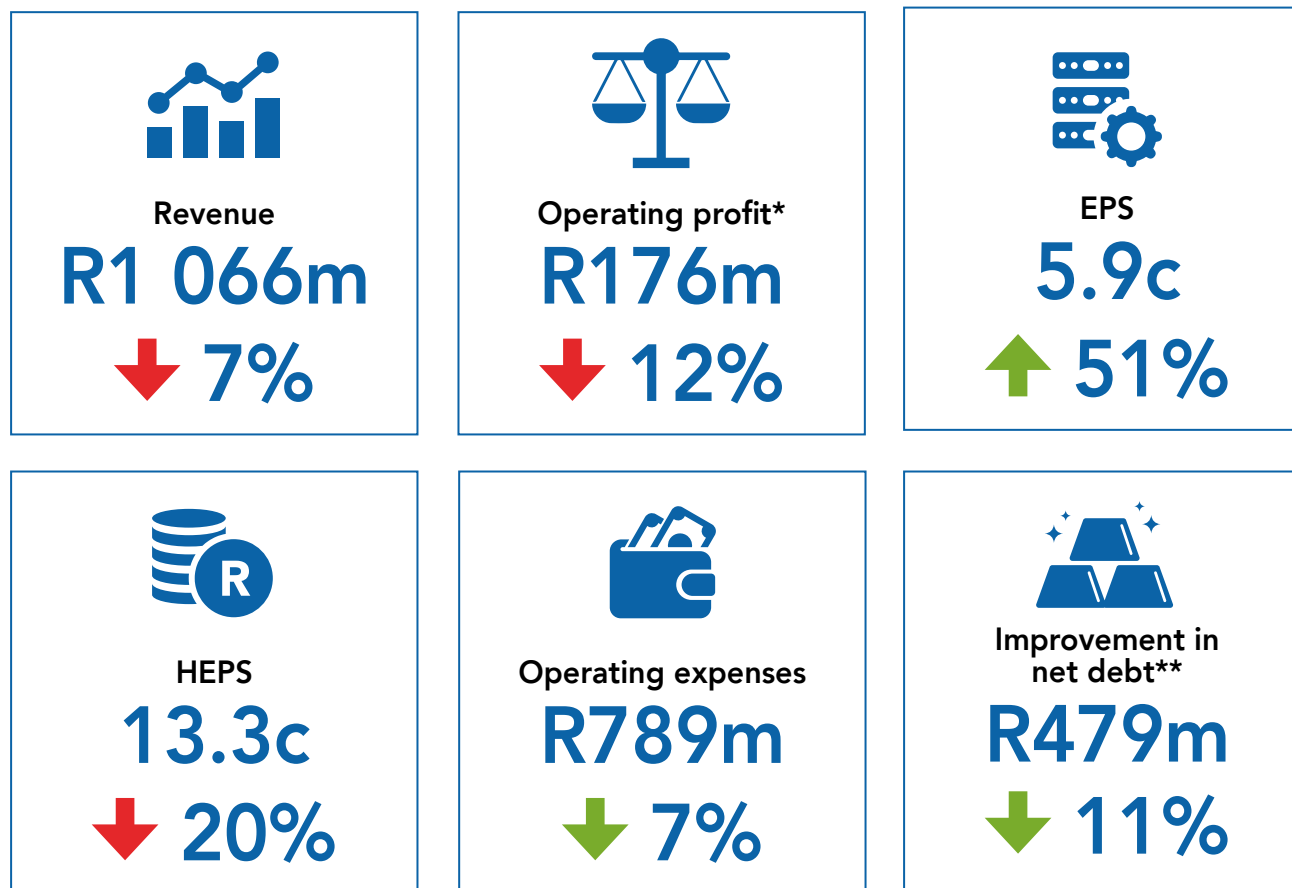
Feedback

We welcome your feedback on this report.

Please email your comments to:

 info@metrofileholdings.co.za

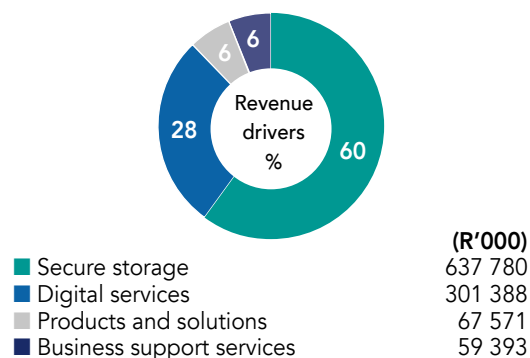
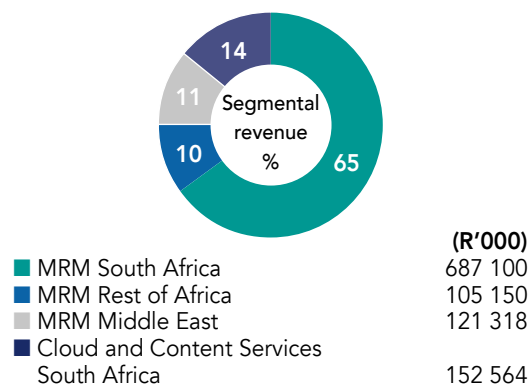
Salient features



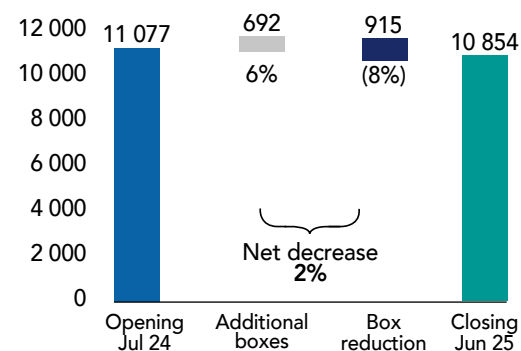
* Operating profit before retrenchment, settlement and closure costs, impairment of goodwill and loss on disposal of assets held for sale.

** Including third party deposits and excluding lease obligations.

Summarised segmental information



Box movements ('000)



R'000	Revenue		EBITDA	
	Audited 12 months ended 30 June 2025	Audited 12 months ended 30 June 2024	Audited 12 months ended 30 June 2025	Audited 12 months ended 30 June 2024
MRM South Africa	687 100	768 606	250 543	225 690
MRM Rest of Africa	105 150	104 315	35 012	56 920
MRM Middle East	121 318	119 601	(1 158)	7 148
Cloud and Content Services South Africa**	152 564	148 024	30 057	37 124
Central and Eliminations	–	–	(37 704)	(39 545)
Total	1 066 132	1 140 546	276 750	287 337
South African operations	839 664	916 630	242 897	223 269
Non-South African operations	226 468	223 916	33 853	64 068

R'000	Operating profit		Tangible assets*	
	Audited 12 months ended 30 June 2025	Audited 12 months ended 30 June 2024	As at 30 June 2025	As at 30 June 2024
MRM South Africa	197 511	178 413	747 320	812 234
MRM Rest of Africa	10 833	39 777	141 056	157 218
MRM Middle East	(5 326)	2 148	96 050	110 551
Cloud and Content Services South Africa**	17 749	25 038	55 428	56 249
Central and Eliminations	(44 443)	(45 626)	(2 624)	(11 385)
Total	176 324	199 770	1 037 230	1 124 867
South African operations	170 817	157 845	800 124	857 097
Non-South African operations	5 507	41 925	237 106	267 770

* Tangible assets comprise of property, plant and equipment, inventories, trade and other receivables, cash and cash equivalents and right-of-use assets.

** In the current year, the Group updated its segment reporting. Products and Services South Africa is now represented by Cloud and Content Services South Africa. The prior year figures have been updated for comparative purposes.

Strategy

Records and information management is a commercial imperative for all businesses.

Metrofile stores and manages information securely, building trust among clients and providing the assurance that their information is secure and readily available. This gives our clients peace of mind and confidence in making better business decisions in order to provide excellent service to their customers.

Our strategy is to redefine and expand the core secure storage business by increasing the workflow and business process outsourcing footprint, scaling our cloud hosting business and leveraging data insights to position the organisation for sustainable growth and competitive advantage.

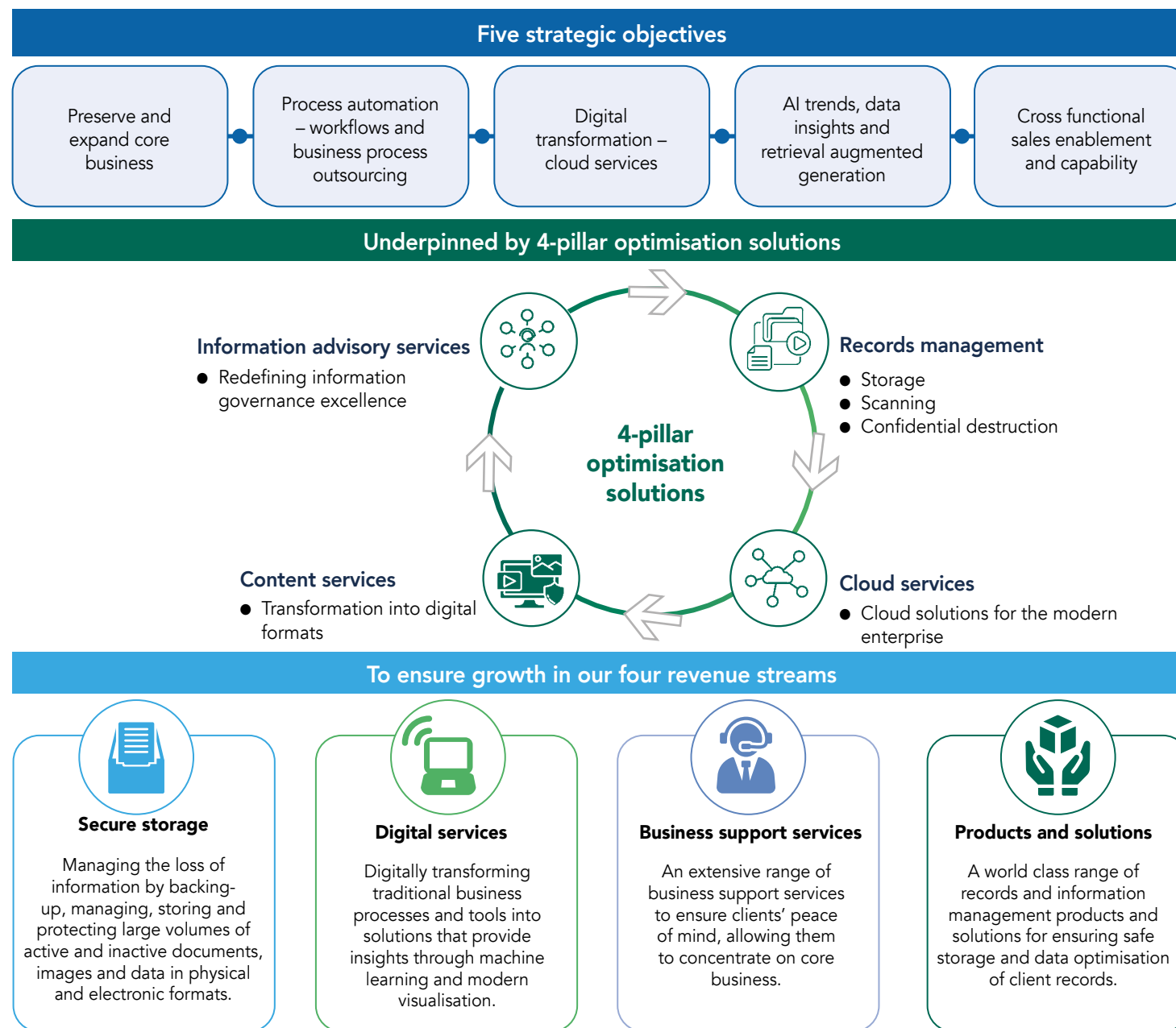
Metrofile's strategy is built on our 4-pillar optimisation solutions, namely records management, cloud services, content services and information advisory services. This allows us to ensure growth in our four revenue streams: secure storage, digital services, business support services and products and solutions.

Our strategy further needs to be underpinned by the development of a high-performing sales engine, equipped with consistent processes and systems, to accelerate growth and improve client satisfaction, empowered to provide excellence in sales and delivery.

This transformation will be built on a foundation of a high-performance values entrenched in a winning culture.

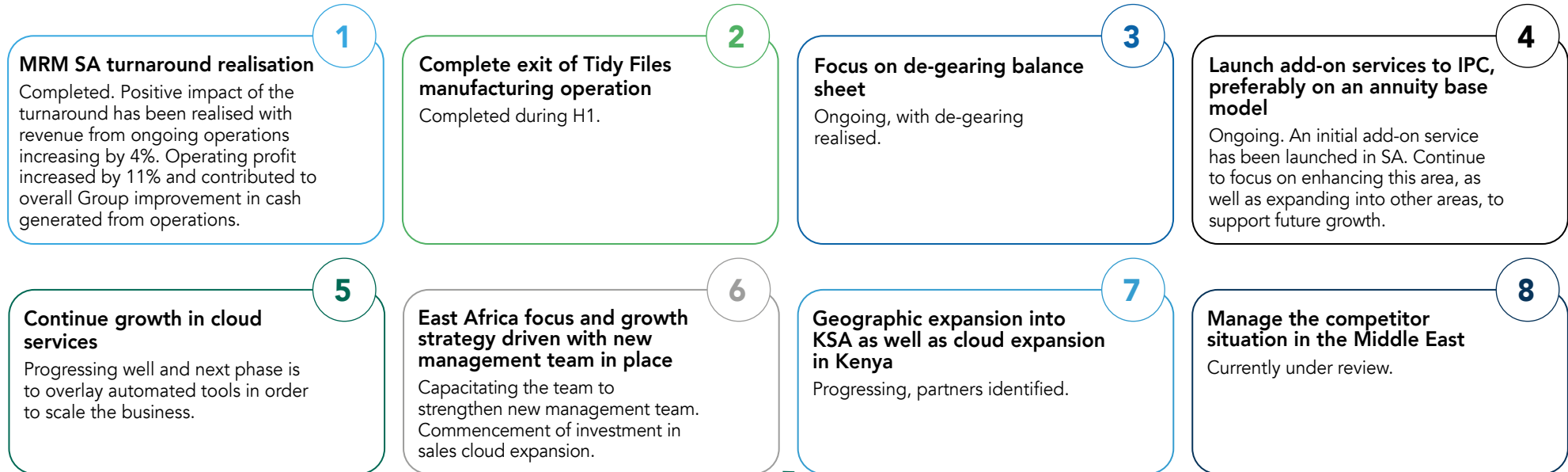
Embedded in Metrofile's overall strategy is accountable corporate citizenship involving the co-creation of sustainable value for all stakeholders in a responsible way while making a positive impact on the environment. We intend to become a future-ready business that is technology-enabled, insights-driven and growth-oriented, driven by a team aligned to a strong performance culture.

metrofile

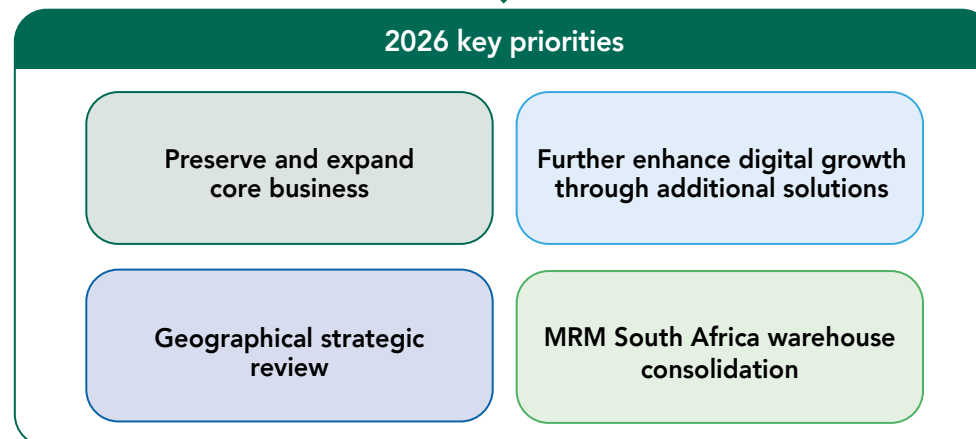


Strategy continued

Performance against 2025 key priorities



2026 key priorities



Chairman's statement



Dr Lindiwe Mthimunye
Chairman

The past year has once again underscored the resilience required to navigate a world defined by uncertainty. The global economy continued to be marked by volatility, shaped largely by geopolitical conflict, trade disruptions and the accelerating pace of technological change.

South Africa's economic and political context reflected a similar mix of challenges and incremental improvements. Despite positive developments such as reduced loadshedding, a greater focus on anti-corruption initiatives

"In this environment, and under our new Group CEO, Thabo Seopa, Metrofile has refined its strategy to expand its core business and digital product footprint and strengthen market penetration. These efforts have allowed us to stay aligned with evolving client needs as organisations embrace digital document management, cloud-based storage and integrated information solutions."

and increased infrastructure investment, the domestic economy remained constrained by high unemployment, low GDP growth, a high interest rate environment, fiscal pressures and service delivery inefficiencies.

In this environment, and under our new Group CEO, Thabo Seopa, Metrofile has refined its strategy to expand its core business and digital product footprint and strengthen market penetration. These efforts have allowed us to stay aligned with evolving client needs as organisations embrace digital document management, cloud-based storage and integrated information solutions. The four core business areas – records management, cloud services, content services, and information advisory services – supported by our end-to-end lifecycle approach, remain central to our strategy and value proposition.

Financial performance for the year was disappointing notwithstanding the continued turnaround of MRM South Africa and growth in cloud services due to strong demand for hosting which was subdued by the performance of Kenya, the Middle East and our content services business. Revenue from ongoing operations, excluding the exited Tidy Files manufacturing operations, rose but operating profit and EBITDA decreased as we experienced a decline in content services by Metrofile VYSION and margin pressure in Kenya and the Middle East. Pleasingly, strong cash generation resulted in a reduction in net debt to R479 million.

Operational improvements and an enhanced focus on customer service in MRM South Africa have had positive results. Further progress needs to be made in Kenya and the Middle East. While trading conditions are expected to remain challenging in these geographies, the strategic initiatives implemented provide a foundation for operational and financial improvements.

ESG has historically been, and continues to be, an embedded focus area within our strategy and operations. The Group has continued to strengthen its ESG framework, entrenching sustainability considerations at both strategic and operational levels, with annual measurement and reporting to monitor progress. Transformation remains integral to our business, evidenced by Metrofile's retention of a Level 1 B-BBEE rating and increased senior management representation.

Corporate governance remains a priority as the Board continues to ensure compliance with all relevant laws and regulations, uphold diversity and transformation objectives and reinforce governance practices consistent with ethical, transparent and sustainable business conduct. The Board remains cognisant of maintaining board diversity, the need to transform all aspects of the Company and the effective implementation of governance policies. The ongoing focus on maintaining high standards of corporate governance reflects Metrofile's commitment to fostering a robust, ethical and transparent business to benefit all stakeholders.

Chairman's statement continued

Board and leadership changes

During the past financial year there were several leadership transitions.

As reported in the 2024 Integrated Annual Report, Thabo Seopa took over the reins as Group Chief Executive Officer effective 1 October 2024. Shivan Mansingh was appointed Managing Director of Metrofile Records Management South Africa with effect from 1 October 2024.

On 1 January 2025 Phumzile Langeni relinquished her role as independent non-executive chairman and was appointed as executive deputy chairman, at which time I took over as independent non-executive chairman. Mary Bomela's role on the Metrofile Holdings board changed from being a shareholder representative to an independent non-executive director effective 25 March 2025.

On 24 February 2025, Metrofile announced the appointment of the Group CFO, however the appointment was withdrawn, as announced on 9 July 2025. Shivan Mansingh continues in his dual role as Metrofile Holdings Limited Group CFO and Managing Director of Metrofile Records Management South Africa until further notice.

At the time of this report the Board comprises three executive and six non-executive directors of whom five are independent.

The leadership changes made during the first half of the financial year are gaining traction, and we are focused on driving a robust digital-first product suite that aligns with our clients' evolving needs.

Firm intention announcement

On 26 March 2025, we advised shareholders that the Company had been approached by a potential acquirer. As a Board, we constituted an Independent Board to assess and consider the terms of the approach relating to the potential transaction and appropriate advisors were appointed.

On 17 September 2025, following additional cautionary announcements on 6 May 2025, 18 June 2025, 23 July 2025 and 28 August 2025, a firm intention announcement was issued where shareholders were advised that Metrofile entered into an implementation agreement with the offeror on 16 September 2025, being a special purpose company, and the offeror's holding company, being Mango Holding Corp., in terms of which the offeror has agreed to make an offer to acquire all of the issued ordinary shares in Metrofile, excluding the Metrofile shares held by Metrofile's subsidiaries. The offer will be implemented by way of a scheme of arrangement. As consideration, Metrofile shareholders will be offered a cash consideration of R3.25 per share. The offeror will be entitled to increase this consideration from time to time.

The listing of all the Metrofile shares on the JSE will be terminated pursuant to the scheme of arrangement becoming operative and being implemented.

We believe that the offer represents a unique opportunity for shareholders to realise significant value and for key stakeholders to participate in Metrofile's digital expansion. This transaction has various benefits for all stakeholders:

- Accelerating digital growth: The deal will drive Metrofile's ongoing evolution toward digital services, which has been a core focus since 2016. This transaction marks an opportunity to take those efforts even further. By partnering with investors who bring deep expertise, new opportunities will emerge for Metrofile to access innovative tools and enter new markets.

- Strategic opportunity for regional expansion: The investors aim to build a diversified platform for information management and digital services, starting with Metrofile's strong presence in Africa and the Middle East. This move taps into a global demand for digitised business processes and positions Metrofile as a key player in data and information management, business process outsourcing and cloud offerings.

We will continue to keep shareholders informed regarding the progress of the potential transaction.

Conclusion

The Group remains focused on delivering long term value in line with its strategy, despite prevailing external and internal challenges. The past year has tested our resilience, but it has also reinforced our belief in Metrofile's strategy, defending our core business and enabling digital transformation, and our ability to adapt and grow in an ever-changing environment.

Appreciation

I would like to take this opportunity to thank my colleagues on the Metrofile board for their support and wise counsel during a challenging year, and for the additional work provided by the Independent Board on the potential transaction. I extend gratitude to our leadership, executives, management and staff for their continued commitment and effort in ensuring we provide outstanding service to our clients, customers and stakeholders.



Lindiwe Mthimunye
Chairman

CEO's report



Thabo Seopa
Group CEO

The 2025 financial year was marked by both challenge and transition for Metrofile. Following a difficult 2024, we embarked on a process to refine our strategy and implemented operational measures aimed at addressing areas of weak performance. Despite these actions, market pressures continued into FY2025, resulting in a disappointing overall performance.

Throughout the year, we maintained our focus on strengthening the organisation's foundations. Management structures were reviewed following the business performance issues in 2024, training and development programmes were expanded, and greater emphasis was placed on KPIs and performance management. At the same time, we sharpened

"We revised our strategy to redefine and expand Metrofile's core secure storage business while accelerating digital transformation. By scaling workflow solutions, business process outsourcing and cloud hosting, we are positioning the organisation for sustainable growth and competitive advantage."

execution in core areas such as sales accountability, pricing discipline, customer delivery and contract management. Innovation, collaboration and cross-selling gained momentum as we launched initiatives to enhance our service offering.

In certain regions, particularly Kenya and the Middle East, severe margin pressures remained despite increased management focus. Efforts to improve business performance and our geographic review are ongoing.

Strategy

Following a review, we revised our strategy to preserve and expand Metrofile's core secure storage business while accelerating digital transformation. By scaling workflow solutions, business process outsourcing and cloud hosting, we are positioning the organisation for sustainable growth and competitive advantage.

Our redefined strategy will be executed against four strategic pillars:

- Business redefinition and expansion – building on the foundation of secure storage and extending into adjacent growth areas.
- Technology and process automation – driving client efficiency and operational agility through workflow optimisation, process automation, and next-generation content management platforms.
- Digital transformation and cloud services – growing our cloud-hosted data insights business, embedding digital skills and creating recurring revenue streams.

- Leverage of AI (artificial intelligence) and LLM (large language model) encompassing retrieval augmented generation techniques – harnessing our data and insights to create state-of-the-art solutions for clients.

To realise these ambitions, we are building a high-performing sales engine supported by consistent processes and systems. This transformation will be underpinned by a performance-driven culture that prioritises excellence, collaboration and accountability.

ESG and B-BBEE commitment

Our ESG strategy, guided by the Social, Ethics and Transformation Committee and executed by the executive committee, continues to be embedded across the business. This year, we continued to enhance our disclosure and strengthen our reporting framework.

Key progress included the installation of water tanks at multiple facilities to enable us to reduce our dependence on municipal water supply. As a result of our solar project, we reduced our consumption of generator diesel by 20%. We recycled 9 843 tons of paper as we continue to reduce waste to landfill.

Our business is built on our employees and we have maintained our efforts to build an equitable workplace culture that values diversity, equity and inclusion.

CEO's report continued

As part of our supplier development initiatives, 2.4% of our NPAT (R718k) was invested in SED spend. We maintained our Level 1 B-BBEE status and continue to uphold robust governance structures, policies and procedures.

Review of operations

MRM South Africa

The leadership changes have paid some dividends and resulted in improved operational performance and customer service, which resulted in a 4% rise in revenue from ongoing operations, an increase of 11% in both operating profit and EBITDA. Margin recovery, an increase in the sales pipeline, higher cash collections and the resolution of some operational challenges were part of the successful turnaround.

MRM Rest of Africa

We achieved a marginal increase in revenue, but operating profit dropped by 73%, mainly due to the inclusion of a once-off gain in the previous year following the positive resolution of a long-standing dispute with a customer in Kenya. For 2025, additional costs were incurred in Kenya relating to setup costs for the introduction of cloud services and high operating costs. Excluding these items, margin was similar and operating profit increased compared to the prior year. Kenya's overall decline in financial performance resulted in an impairment of goodwill.

MRM Middle East

We are still experiencing the remnants of the tough competition which started the previous year and the strategies we used to fend off competition continue to erode margins. Revenue recorded a marginal increase but continued margin pressure and a slow-down in project intake led to an operating loss. We do not expect a short to medium term change in the region and have introduced various measures to mitigate the challenges.

Cloud and Content Services South Africa

While revenue increased 3%, operating profit declined 29% due to the challenges experienced in our content services business (Metrofile VYSION), offset by consistent growth and a rise in operating profit in Metrofile Cloud. Metrofile Cloud continued to demonstrate consistent growth, and improved operating profit by 10%, mainly as a result of growth in hosting. Operating results for Metrofile VYSION, which includes workflow automation services, declined to a loss of R7 million due to delayed renewal of some projects.

Outlook

We expect continued recovery from MRM South Africa and further expansion and scaling of our cloud services in line with our digital strategy. However, the external operating environment in the Middle East and our Kenya business remains challenging. Management remains focused on improving and optimising our operations in those regions to enhance profitability.

Appreciation

I would like to thank our Chairman, the Board, and our shareholders for their unwavering support during my first year as Group CEO. To our management team and employees, your resilience and commitment remain the foundation of Metrofile's strength. Together, we will build a future-ready, technology-enabled and insights-driven organisation.



Thabo Seopa
Group CEO

CFO's report



Shivan Mansingh
Group CFO

Results overview

Revenue from ongoing operations, excluding the exited Tidy Files manufacturing operations, increased by 5%, driven by continued growth in secure storage and cloud services, partially offset by declines in content services and image processing. Operating profit decreased by 12% to R176 million, and EBITDA declined by 4% to R277 million, primarily due to a decline in content services by Metrofile VYSION as well as continued margin pressure in Kenya and the Middle East. Headline earnings per share (HEPS) decreased by 20% to 13.3 cents, and normalised HEPS

"Cash generation remains strong, supporting our aim to reduce gearing and invest in technology-led solutions. Costs were efficiently managed and resulted in a decrease of 7%."

declined by 19% to 16.2 cents. Net debt reduced by 11% to R479 million, reflecting continued strong cash generation.

Results review

The Group delivered a disappointing performance for the full year, notwithstanding the continued recovery of MRM South Africa and strong growth in cloud services. Despite headwinds in Rest of Africa and the Middle East, strategic initiatives and leadership changes supported operational improvements. Robust cash generation enabled further deleveraging of the balance sheet.

Financial review

Revenue

Revenue decreased by 7% to R1 066 million, mainly due to the reduction in product sales following the exit of the Tidy Files manufacturing operation. Demand for cloud services remained strong and now contributes 34% (FY2024: 32%) of our digital services revenue.

Secure storage contributed 60% to Group revenue and was up 2% mainly as a result of price increases as well as additional revenue generated from paper services. We have noted an increase in the number of destruction requests from our clients that has placed pressure on storage box volumes. Closing box volumes for the Group as at 30 June 2025 were 11.0 million (30 June 2024: 11.1 million). Gross box volume intake increased by 6% from new and existing clients and was offset by destructions and withdrawals of 8%. Net box

volumes decreased in South Africa by 2% and in the Rest of Africa by 9%, but showed growth in the Middle East of 7%.

Digital services contributed 28% to Group revenue and marginally grew by 1% year-on-year following continued growth in cloud services, with a notable increase in hosting. This growth was offset by a reduction in content services and the digitisation of physical records, particularly in South Africa. Digital services continued to be our second largest revenue contributor and despite a weaker period, this solution offering has been our largest growth area over the recent years.

Products and solutions' revenue decreased by 57% mainly due to the exit of the Tidy Files manufacturing operation.

Business support services decreased by 2% following a reduction in work area recovery services. Products and solutions and business support services each contributed 6% to Group revenue.

Operating profit

Operating profit, before retrenchment, settlement and closure costs, reduced by 12% to R176 million (FY2024: R200 million). Positive progress has been made in resolving operational challenges from the prior year, particularly in MRM South Africa, that has yielded a significant improvement in operating profit for this segment. This was offset by volume decline in workflow sales, inflationary cost pressures as well as a reduction in profit margins in the Middle East and Kenya.

CFO's report continued

Cash and debt

Net finance costs were 12% higher at R76 million (FY2024: R68 million) following the settlement of the final payment in relation to the IronTree acquisition at the end of the previous financial year. Net debt reduced by 11% to R479 million (FY2024: R537 million) as a result of continued strong cash generation.

Dividend declaration

In line with the firm intention announcement issued on the Stock Exchange News Service (SENS) on 17 September 2025, no final dividend has been declared at this time (FY2024: final dividend of 7 cents per share).

Appreciation

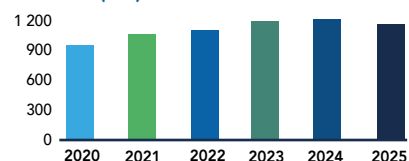
I would like to thank the Metrofile team for their contribution during a challenging year and encourage them to continue to enhance the performance in FY2026. My special thanks to the finance team for the production of the results and this integrated report.



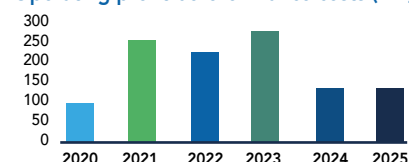
Shivan Mansingh
Group CFO

Six-year review

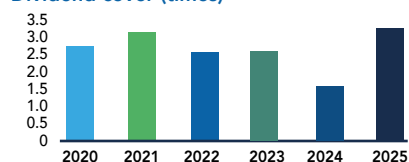
Revenue (Rm)



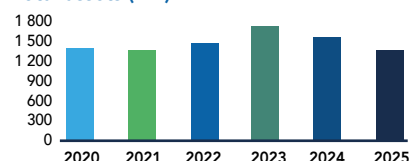
Operating profit before finance costs (Rm)



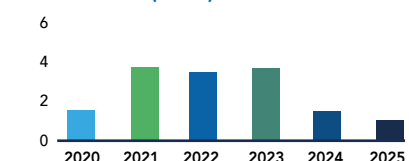
Dividend cover (times)



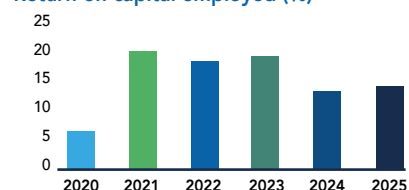
Total assets (Rm)



Interest cover (times)



Return on capital employed (%)



R'000	2025	2024	2023	2022	2021	2020
Income statement						
Revenue	1 066 132	1 140 546	1 134 380	979 677	933 465	903 272
Operating profit before finance costs	127 400	126 268	254 620	234 508	240 801	82 661
EBITDA	276 750	287 337	344 682	324 782	322 651	301 696
Net finance cost	(75 807)	(67 533)	(57 619)	(48 780)	(49 447)	(67 317)
Profit before taxation	51 593	58 735	197 001	185 728	191 354	17 348
Taxation	(26 544)	(36 119)	(57 912)	(46 390)	(49 384)	(33 743)
Profit/(loss) after taxation	25 049	22 616	139 089	139 338	141 970	(16 395)
Non-controlling interests	199	6 001	1 175	5 750	3 664	(1 570)
Attributable profit/(loss)	24 850	16 615	137 914	133 588	138 306	(14 825)
Balance sheet						
Assets						
Property, plant and equipment	601 273	611 966	606 524	609 699	595 454	598 162
Intangibles and goodwill	328 027	367 961	443 336	440 138	357 814	367 159
Right-of-use asset	89 560	104 413	111 818	129 582	113 337	126 185
Long term receivables	–	–	3 500	3 500	3 500	–
Deferred taxation asset	13 969	16 295	17 080	13 730	14 136	12 177
Current assets excluding cash	266 506	346 319	334 452	255 092	231 140	237 367
Cash resources	79 890	62 169	58 632	40 541	37 184	37 187
Total assets	1 379 225	1 509 123	1 575 342	1 492 282	1 352 565	1 378 237
Equity and liabilities						
Ordinary shareholders' interest	478 092	516 105	562 559	559 591	558 732	499 085
Non-controlling interests	6 131	6 133	6 069	18 285	11 061	8 797
Deferred taxation liability	51 041	48 803	49 313	49 755	46 055	43 877
Current liabilities*	171 870	209 126	237 895	159 905	144 862	133 963
Long term acquisition related liabilities	–	–	–	72 247	–	–
Long term lease liabilities	80 749	90 251	101 902	114 791	97 741	103 543
Long term interest-bearing liabilities	559 259	599 525	–	441 556	430 129	520 110
Short term lease liabilities	32 083	39 180	34 367	33 391	24 092	29 667
Short term acquisition related liabilities	–	–	91 924	3 566	–	–
Short term interest-bearing liabilities	–	–	491 313	39 195	39 893	39 195
Total equity and liabilities	1 379 225	1 509 123	1 575 342	1 492 282	1 352 565	1 378 237
Ordinary shares in issue ('000)	422 175*	422 175*	423 655*	433 700	433 700	433 700*
Weighted average ordinary shares in issue ('000)	422 175	422 634	429 229	433 700	433 700	431 170
Headline earnings per ordinary share (cents)	13.3	16.5	32.1	30.7	31.8	24.8
Dividends per share (cents)	4.0	14.0	18.0	18.0	15.0	13.0

* Excluding short-term portion of lease liabilities, interest-bearing borrowings and acquisition related liabilities.

* Net of treasury shares.

	2025	2024	2023	2022	2021	2020
Financial ratios						
Liability	1.9	1.9	1.8	1.6	1.4	1.7
Current	1.2	1.2	1.1	1.4	1.3	1.4
Quick liabilities	1.2	1.1	1.0	1.3	1.2	1.3
Interest cover (times)	1.7	1.9	4.4	4.8	4.9	1.3
Dividend cover (times)	3.3	1.2	1.8	1.7	2.1	1.9
Debt: equity (%)	140.6	141.2	136.7	135.0	106.0	138.8
Return on property, plant and equipment (%)	4.1	2.7	22.7	22.0	23.2	(2.5)
Return on capital employed (%)	11.1	10.1	19.9	18.6	20.9	6.9
Return on equity (%)	5.2	3.2	24.5	23.9	24.8	(3.0)
Profitability						
Operating income to revenue (%)	11.9	11.1	22.4	24.0	25.8	9.2
Operating income to average assets employed (%)	8.8	8.2	16.6	16.5	17.6	6.0
Number of employees	1 105	1 324	1 234	1 230	1 306	1 461

Ratio definitions

Liability

Liabilities to ordinary shareholders' interest

Current

Current assets to current liabilities

Quick liabilities

Current assets (excluding inventories) to current liabilities

Interest cover

Operating income to net finance costs

Dividend cover

Headline earnings per share to dividend per share for the year

Debt:equity ratio

Debt (excluding bank and cash) to ordinary shareholders' interest

Return on property, plant and equipment

Attributable income to property, plant and equipment

Return on capital employed

Operating income to ordinary shareholders' interest and interest-bearing liabilities

Return on equity

Attributable income to ordinary shareholders' interest

Average assets employed

Average total assets at the beginning and end of the financial year

ESG review

ESG has historically been, and continues to be embedded within our strategy and operations.

Metrofile has followed an integrated approach in the development of our ESG landscape and this has structured our ESG vision and roadmap. This included stakeholder mapping, materiality analysis and benchmarking. Our implementation roadmap includes project priorities, resources, timelines, KPIs and risks, with a tracking system to monitor our progress.

The implementation of our ESG programme is an ongoing process within our business platforms.

Our fundamental ESG principles are:



Our ESG proposition

We strive to go beyond profit generation in co-creating sustainable value for all our stakeholders (S) in a responsible way (G) while making a positive impact on the environment (E).

We focus on ensuring that we continually reduce our carbon footprint, creating a carbon neutral business which supports our goal of being 'net zero' by 2050.

ESG review continued

Our ESG strategy



We have established the targets, linked to our strategic objectives, as set out on pages 35 to 43 of the integrated annual report.

Statements of profit or loss

For the year ended 30 June 2025

For the full set of annual financial statements, please visit our website www.metrofile.com

R'000	Consolidated		Company	
	2025	2024	2025	2024
Revenue	1 066 132	1 140 546	–	–
Materials and consumables	(79 170)	(128 549)	–	–
Staff costs	(399 099)	(413 455)	–	–
Other operating expenses	(313 292)	(336 712)	(1 872)	(1 942)
Other operating income	2 179	25 507	–	–
Operating profit/(loss) before interest, taxation, depreciation and amortisation (EBITDA)	276 750	287 337	(1 872)	(1 942)
Depreciation on property, plant and equipment	(49 273)	(37 603)	–	–
Depreciation on right-of-use asset	(37 607)	(36 162)	–	–
Amortisation	(13 546)	(13 802)	–	–
Operating profit/(loss) before items below	176 324	199 770	(1 872)	(1 942)
Retrenchment, settlement and closure costs	(17 079)	(19 914)	–	–
Loss on disposal of assets held for sale	(1 316)	–	–	–
Impairment of investment in subsidiary	–	–	(4 000)	(38 825)
Reversal of loan impairment	–	–	49 180	56 913
Impairment of goodwill	(30 529)	(53 588)	–	–
Operating profit/(loss)	127 400	126 268	43 308	16 146
Net finance costs	(75 807)	(67 533)	–	–
Finance income	1 182	688	–	–
Finance costs	(76 989)	(68 221)	–	–
Profit before taxation	51 593	58 735	43 308	16 146
Taxation	(26 544)	(36 119)	–	–
Profit for the year	25 049	22 616	43 308	16 146
Attributable to:				
Owners of the parent	24 850	16 615	43 308	16 146
Non-controlling interests	199	6 001	–	–
Profit/(loss) for the year	25 049	22 616	43 308	16 146
Profit/(loss) attributable to owners of the parent:				
Basic earnings per share (cents)	5.9	3.9	–	–
Diluted earnings per share (cents)	5.8	3.8	–	–

Statements of other comprehensive income

For the year ended 30 June 2025

For the full set of annual financial statements, please visit our website www.metrofile.com

R'000	Consolidated		Company	
	2025	2024	2025	2024
Profit/(loss) for the year	25 049	22 616	43 308	16 146
Other comprehensive income for the year*	–	–	–	–
Currency movement on translation of foreign subsidiaries	(4 008)	(4 141)	–	–
Total comprehensive income/(loss) for the year	21 041	18 475	43 308	16 146
Attributable to:				
Owners of the parent	21 043	12 688	43 308	16 146
Non-controlling interests	(2)	5 787	–	–

* All items will subsequently be reclassified to profit and loss.

Statements of financial position

As at 30 June 2025

R'000	Consolidated		Company	
	2025	2024	2025	2024
ASSETS				
Non-current assets				
Property, plant and equipment	601 273	611 966	–	–
Right-of-use assets	89 560	104 413	–	–
Intangible assets	51 874	60 854	–	–
Goodwill	276 153	307 107	–	–
Investment in unlisted subsidiaries	–	–	221 193	225 193
Deferred taxation assets	13 969	16 295	–	–
Total non-current assets	1 032 829	1 100 635	221 193	225 193
Current assets				
Inventories	5 580	14 418	–	–
Trade receivables	199 653	231 452	–	–
Other receivables	54 096	72 713	342	312
Taxation receivable	7 177	12 736	–	–
Cash and cash equivalents	79 890	62 169	111	8
	346 396	393 488	453	320
Assets classified as held for sale	–	15 000	–	–
Total current assets	346 396	408 488	453	320
Total assets	1 379 225	1 509 123	221 646	225 513

For the full set of annual financial statements, please visit our website www.metrofile.com

R'000	Consolidated		Company	
	2025	2024	2025	2024
EQUITY AND LIABILITIES				
Equity				
Ordinary share capital and share premium	535 681	535 681	875 780	875 780
Accumulated (loss)	(43 537)	(21 948)	(685 428)	(681 029)
Other reserves	(14 052)	2 372	–	–
Equity attributable to owners of the parent	478 092	516 105	190 352	194 751
Non-controlling interests	6 131	6 133	–	–
Total equity	484 223	522 238	190 352	194 751
Non-current liabilities				
Interest-bearing liabilities	559 259	599 525	–	–
Lease liabilities	80 749	90 251	–	–
Deferred taxation liabilities	51 041	48 803	–	–
Total non-current liabilities	691 049	738 579	–	–
Current liabilities				
Trade and other payables	128 750	153 983	3 175	2 643
Provisions	16 474	22 874	–	–
Deferred revenue	20 474	19 786	–	–
Taxation payable	6 172	12 473	–	–
Amounts owing to subsidiaries (non-interest-bearing)	–	–	28 119	28 119
Lease liabilities	32 083	39 180	–	–
Bank overdraft	–	10	–	–
Total current liabilities	203 953	248 306	31 294	30 762
Total equity and liabilities	1 379 225	1 509 123	221 646	225 513

Statements of changes in equity

For the year ended 30 June 2025

For the full set of annual financial statements, please visit our website www.metrofile.com

R'000	Share capital	Share premium	Accumulated profit/(loss)	Other reserves	Attributable to owners of the parent	Non-controlling interests	Total equity
CONSOLIDATED							
Balance as at 30 June 2023	2 675	537 397	23 683	(1 196)	562 559	6 069	568 628
IFRS 2 expense	–	–	–	7 495	7 495	–	7 495
Dividends declared	–	–	(67 623)	–	(67 623)	(4 856)	(72 479)
Subsequent measurement of acquisition related liability	–	–	4 510	–	4 510	–	4 510
Transactions with non-controlling interests	–	–	867	–	867	(867)	–
Share buy-back	–	(4 391)	–	–	(4 391)	–	(4 391)
Total comprehensive income for the year ended 30 June 2024	–	–	16 615	(3 927)	12 688	5 787	18 475
Balance as at 30 June 2024	2 675	533 006	(21 948)	2 372	516 105	6 133	522 238
IFRS 2 income	–	–	–	(4 505)	(4 505)	–	(4 505)
IFRS 2 exercised	–	–	–	(8 112)	(8 112)	–	(8 112)
Dividends declared	–	–	(46 439)	–	(46 439)	–	(46 439)
Total comprehensive income for the year ended 30 June 2025	–	–	24 850	(3 807)	21 043	(2)	21 041
Balance as at 30 June 2025	2 675	533 006	(43 537)	(14 052)	478 092	6 131	484 223
COMPANY							
Balance as at 30 June 2023	2 675	873 105	(627 783)	–	247 997	–	247 997
Dividends declared	–	–	(69 392)	–	(69 392)	–	(69 392)
Total comprehensive income for the year ended 30 June 2024	–	–	16 146	–	16 146	–	16 146
Balance as at 30 June 2024	2 675	873 105	(681 029)	–	194 751	–	194 751
Dividends declared	–	–	(47 707)	–	(47 707)	–	(47 707)
Total comprehensive loss for the year ended 30 June 2025	–	–	43 308	–	43 308	–	43 308
Balance as at 30 June 2025	2 675	873 105	(685 428)	–	190 352	–	190 352

Statements of cash flows

For the year ended 30 June 2025

R'000	Consolidated		Company	
	2025	2024	2025	2024
Cash flows from operating activities				
Cash generated from/(utilised by) operations before net working capital changes	252 981	266 758	(1 872)	(1 942)
Decrease/(increase) in net working capital	28 957	42 065	165	93
Cash generated from/(utilised by) operations	281 938	308 823	(1 707)	(1 849)
Net finance costs	(76 073)	(67 920)	–	–
Finance costs paid	(77 255)	(68 608)	–	–
Finance income received	1 182	688	–	–
Normal taxation paid	(22 881)	(41 692)	–	–
Net cash inflow/(outflow) from operating activities	182 984	199 211	(1 707)	(1 849)
Cash flows from investing activities				
Capital expenditure: expansion	(41 412)	(48 504)	–	–
Capital expenditure: replacement	(5 897)	(4 477)	–	–
Proceeds from disposal of property, plant and equipment	18 914	1 986	–	–
Long term vendor cash received	–	3 500	–	–
Proceeds from loans to subsidiaries	–	–	–	13 552
Net cash (outflow)/inflow from investing activities	(28 395)	(47 495)	–	13 552

For the full set of annual financial statements, please visit our website www.metrofile.com

R'000	Consolidated		Company	
	2025	2024	2025	2024
Cash flows from financing activities				
Advances of loans from subsidiaries	–	–	49 180	57 242
Repayment of interest-bearing liabilities	(40 000)	–	–	–
Interest-bearing liabilities raised	–	108 584	–	–
Payment of lease liabilities	(35 669)	(36 037)	–	–
Purchase of treasury shares	–	(4 391)	–	–
Dividends paid to non-controlling interest	–	(4 856)	–	–
Dividends paid	(47 086)	(66 135)	(47 370)	(68 900)
Share based payment exercised	(8 112)	–	–	–
Settlement of acquisition related liabilities	–	(79 719)	–	–
Net cash (outflow)/inflow from financing activities	(130 867)	(82 554)	1 810	(11 658)
Net decrease in cash and cash equivalents	23 772	69 162	103	45
(Overdraft)/cash and cash equivalents at the beginning of the year	62 159	(4 407)	8	(37)
Effects of exchange rate movement on cash balances	(5 991)	(2 596)	–	–
Cash and cash equivalents/(overdraft) at the end of the year	79 890	62 159	111	8
Represented by:	79 890	62 159	111	8
Cash and cash equivalents	79 890	62 169	111	8
Bank overdraft	–	(10)	–	–

Notice of virtual annual general meeting

For the year ended 30 June 2025

Metrofile Holdings Limited

(Incorporated in the
Republic of South Africa)

Registration number
1983/012697/06

Share code: MFL ISIN:
ZAE000061727

("Metrofile" or the "Company"
or the "Group")

NOTICE IS HEREBY GIVEN that the virtual annual general meeting of shareholders of Metrofile will be held via a remote, interactive, electronic platform at 09:00 on Thursday, 20 November 2025 or any other adjourned or postponed time determined in accordance with the provisions of sections 64(4) or 64(1)(a)(i) of the Companies Act.

Please refer to the electronic participation arrangements on pages 26 and 27.

The purpose of the meeting is to transact the business set out herein and to consider and, if deemed fit, to pass, with or without modification, the ordinary and special resolutions set out below.

Record dates, attendance and voting

	2025
Record date for the purpose of determining which shareholders are entitled to receive the notice of annual general meeting	Friday, 17 October
Publication of integrated annual report and notice of annual general meeting	Wednesday, 22 October
Last day to trade ("LDT") for the purposes of being entitled to attend, participate in and vote at the annual general meeting	Tuesday, 11 November
Record date on which members must be recorded as such in the share register	Friday, 14 November
Register for electronic participation in the annual general meeting	Wednesday, 19 November
Proxy forms to be lodged with the transfer secretaries by 09:00	Wednesday, 19 November

1. Adoption of the audited consolidated annual financial statements

1.1 Ordinary resolution number 1

RESOLVED THAT the audited consolidated annual financial statements of the Company and its subsidiaries, together with the auditor's report, Audit, Governance and Risk Committee report, the Social, Ethics and Transformation Committee report and the directors' report for the year ended 30 June 2025, be and are hereby received and adopted.

Copies of the full audited consolidated annual financial statements for the year ended 30 June 2025 are obtainable on the Company's website: www.metrofile.com

2. Re-election of directors

A third of the non-executive directors are obliged to retire by rotation at this annual general meeting in accordance with the provisions of the Company's memorandum of incorporation. CS Seabrooke, DL Storom and MS Bomela are obliged to retire by rotation at this annual general meeting. Having so retired, they are eligible for re-election as directors.

2.1 Ordinary resolution number 2

RESOLVED THAT CS Seabrooke be and is hereby re-elected as a director of the Company.

2.2 Ordinary resolution number 3

RESOLVED THAT DL Storom be and is hereby re-elected as a director of the Company

2.3 Ordinary resolution number 4

RESOLVED THAT MS Bomela be and is hereby re-elected as a director of the Company.

The profiles of the directors up for election and re-election appear on the Company's website.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

3. Appointment of the members of the Audit, Governance and Risk Committee

To elect, by way of separate resolutions, the following independent non-executive directors, as members of the Company's Audit, Governance and Risk Committee from the conclusion of the annual general meeting until the next annual general meeting of the Company:

3.1 Ordinary resolution number 5

RESOLVED THAT SV Zilwa, be and is hereby re-elected as a member of the Company's Audit, Governance and Risk Committee until the conclusion of the next annual general meeting of the Company.

3.2 Ordinary resolution number 6

RESOLVED THAT CS Seabrooke, subject to the adoption of ordinary resolution number 2, be and is hereby elected as a member of the Company's Audit, Governance and Risk Committee until the conclusion of the next annual general meeting of the Company.

3.3 Ordinary resolution number 7

RESOLVED THAT A Khumalo be and is hereby re-elected as a member of the Company's Audit, Governance and Risk Committee until the conclusion of the next annual general meeting of the Company.

The profiles of the directors eligible for membership appear on the Company's website.

4. Election and appointment of the members of the Social, Ethics and Transformation Committee

To elect, by way of separate resolutions, the following directors, as members of the Company's Social, Ethics and Transformation Committee from the conclusion of the annual general meeting until the next annual general meeting of the Company:

4.1 Ordinary resolution number 8

RESOLVED THAT MS Bomela, subject to the adoption of ordinary resolution number 4, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

4.2 Ordinary resolution number 9

RESOLVED THAT LE Mthimunye, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

4.3 Ordinary resolution number 10

RESOLVED THAT P Langeni, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

4.4 Ordinary resolution number 11

RESOLVED THAT S Mansingh, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

4.5 Ordinary resolution number 12

RESOLVED THAT SV Zilwa, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

4.6 Ordinary resolution number 13

RESOLVED THAT A Khumalo, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.

The profiles of the directors eligible for membership appear on the Company's website. For details relating to the activities of the Social, Ethics and Transformation Committee during the 2025 financial year, refer to page 8 of the audited consolidated annual financial statements for the year ended 30 June 2025 obtainable on the Company's website: www.metrofile.com

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

5. Re-appointment of BDO South Africa Incorporated as auditor of the Company

To re-appoint BDO South Africa Incorporated, nominated by the Audit, Governance and Risk Committee, as independent auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company, with Mandisi Mantyi as the designated audit partner who will undertake the audit during the financial year ending 30 June 2026.

5.1 Ordinary resolution number 14

RESOLVED THAT BDO be and is hereby re-appointed as the independent registered auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, with Mandisi Mantyi as the designated audit partner.

Explanatory note: shareholders are required to appoint an auditor every year at the annual general meeting. The Audit, Governance and Risk Committee has recommended the re-appointment of BDO South Africa Incorporated as independent auditor for the 2026 financial year, with Mandisi Mantyi as the designated audit partner. The report of the Audit, Governance and Risk Committee, including its assessment of the auditor, can be found on pages 6 and 7 of the audited annual financial statements.

BDO South Africa Incorporated, has acted as auditor to Metrofile for three years.

6. Remuneration policy and implementation of remuneration report

Remuneration policy

To consider and approve the remuneration policy as contained in the remuneration report for the year ended 30 June 2025 as set out on pages 63 to 76 of the integrated annual report obtainable on the Company's website.

6.1 Ordinary resolution number 15

RESOLVED THAT the remuneration policy for the year ended 30 June 2025 be and is hereby approved.

Shareholders are reminded that in terms of King IV™ and paragraph 3.84(j) of the JSE Listings Requirements, the passing of ordinary resolution number 15 is by way of a non-binding vote. Should 25% or more of the votes cast vote against this ordinary resolution, the Company undertakes to engage with shareholders to determine the reasons.

Explanatory note: the Company's remuneration policy is designed to deliver the key principles of its remuneration, which are meant to:

- Influence and reward behaviour and performance of the Company's employees and executives, which align the strategic goals of the Company, shareholders and employees.
- Ensure that performance metrics are demanding, sustainable and cover all aspects of the business, including key financial and non-financial drivers.
- Structure compensation to ensure that Metrofile's values are maintained and that the correct governance frameworks are applied across its compensation decisions and practices.
- Apply the appropriate remuneration benchmarks.
- Provide competitive rewards to attract, motivate and retain highly skilled executives, management and staff vital to the ongoing success of the organisation.
- Facilitate approval of implementation of the remuneration report.
- Consider and approve the implementation of the remuneration policy, details of which are set out in the remuneration report for the year ended 30 June 2025 on pages 63 to 76 of the integrated annual report obtainable on the Company's website.

6.2 Ordinary resolution number 16

RESOLVED THAT the implementation of the remuneration report for the year ended 30 June 2025 be and is hereby approved.

Shareholders are reminded that in terms of King IV™ and paragraph 3.84(j) of the JSE Listings Requirements, the passing of ordinary resolution number 16 is by way of a non-binding vote. Should 25% or more of the votes cast vote against this ordinary resolution, the Company undertakes to engage with shareholders to determine the reasons.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

7. Remuneration of non-executive directors

7.1 Approval of remuneration payable to non-executive directors

Special resolution number 1

RESOLVED THAT the remuneration payable to the non-executive directors, recommended by the Board of Directors, set out below and remaining unchanged, be and is hereby approved until the next annual general meeting of the Company:

	Proposed fee 30 June 2026 R	Current fee 30 June 2025 R
Chairman of the Board	1 000 116	1 000 116
Lead independent non-executive director	558 204	558 204
Non-executive director	407 024	407 024
Chairman of the Audit, Governance and Risk Committee	430 283	430 283
Chairman of the Nominations Committee	209 327	209 327
Chairman of the Remuneration Committee	209 327	209 327
Chairman of the Social, Ethics and Transformation Committee	209 327 [#]	*
Chairman of the Strategy and Investment Committee	319 805 [#]	*
Audit, Governance and Risk Committee member	162 810	162 810
Nominations Committee member	98 849	98 849
Remuneration Committee member	98 849	98 849
Social, Ethics and Transformation Committee member	98 849	98 849
Strategy and Investment Committee member	130 829	130 829
Mineworkers Investment Company*	2 083 959	2 083 959

* For the services of MIC representative directors on the Board and Board Committees and in their capacities as such outside of Board and Board Committee forums. With Mary Bomela no longer representing MIC on the board, MIC has one representative director at present and intends to appoint a second director should the buyout transaction not proceed.

[#] Mary Bomela left the employment of MIC and her role on the Metrofile Holdings board changed to independent non-executive director effective 25 March 2025. Mary continued her role as Chairman of the Social, Ethics and Transformation Committee and the Strategy and Investment Committee and these fees will be paid retrospectively from the effective date in accordance with past practice.

Reason for special resolution number 1

The reason for proposing special resolution number 1 is to ensure that the fees paid to non-executive directors remain competitive to enable the Company to attract and retain persons of the required calibre in order to make a meaningful contribution to the Company, having regard to their capabilities, skills and experience.

The effect of special resolution number 1 is the level of fees as set out in the table above shall not be increased for the 2025/2026 period.

Remuneration is VAT exclusive, where applicable.

7.2 Approval of remuneration payable to the Independent Board appointed in terms of the Takeover Regulations

Metrofile shareholders are referred to the joint firm intention announcement by the Company and Main Street 2093 (RF) Proprietary Limited ("Offeror") published on the Stock Exchange News Service operated by the JSE Limited ("JSE") on 17 September 2025 ("FIA").

Unless otherwise herein defined, capitalised terms will have the meanings ascribed thereto in the FIA.

Special resolution number 2

RESOLVED THAT, in accordance with section 66(9) of the Companies Act, No. 71 of 2008 ("the Act"), read with the Takeover Regulations, 2011 (specifically Regulation 108(9)), remuneration payable to the members of the Independent Board constituted to discharge the duties prescribed in terms of the Takeover Regulations, in connection with the Offer made by the Offeror to acquire all of the issued ordinary shares in Metrofile, excluding treasury shares, set out below as a fixed fee for up to a 9-month period, be and is hereby approved:

	Proposed fixed fee R
Independent Board Chairman	600 000
Independent Board member	400 000

Should the duration of the transaction exceed a 9-month period, 1/12 of these amounts to be paid per month, therefore for each month after the initial 9-month period:

	Proposed monthly fee post initial 9-month period R
Independent Board Chairman	50 000 per month
Independent Board member	33 333 per month

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

Reason for and effect of special resolution number 2

In terms of the Takeover Regulations issued under Chapter 5 of the Companies Act, a company that is the subject of an affected transaction (such as a mandatory offer, scheme, or comparable takeover transaction) must constitute an Independent Board (Regulation 108) to consider the offer, obtain independent advice and communicate its opinion to shareholders.

Section 66(9) of the Companies Act requires that remuneration payable to directors for their services as directors may only be paid in accordance with a special resolution of shareholders approved within the preceding two years. As the Independent Board comprises directors acting in a special statutory capacity under the Takeover Regulations, their fees must be authorised by shareholders by special resolution.

The proposed fees were determined after considering the expected duration and complexity of the transaction, the additional time and fiduciary obligations imposed on the Independent Board and benchmarking of comparable transactions. The Board, on recommendation of the Remuneration Committee, considers the proposed fees to be reasonable and appropriate.

8. General authority to acquire the Company's own shares

8.1 Special resolution number 3

RESOLVED THAT pursuant to the Company's memorandum of incorporation, and subject to the Companies Act and the JSE Listings Requirements, the Company or any subsidiary of the Company, be and is hereby authorised, by way of a general approval, from time to time, to acquire shares issued by the Company, provided that:

- The general authority in issue shall be valid until the Company's next annual general meeting or for 15 months from the date of this resolution, whichever period is shorter.
- Any general repurchase by the Company and/or any of its subsidiaries of the Company's ordinary shares in issue shall not in aggregate, in one financial year exceed 5% of the Company's issued ordinary share capital at the time that the authority is granted.
- No acquisition may be made at a price more than 10% above the weighted average of the market price of the ordinary shares for five business days immediately preceding the date of such acquisition.
- The repurchase of the ordinary shares is effected through the order book operated by the JSE trading system or on the open market of the JSE, and done without any prior understanding or arrangement between the Company and the counterparty (reported trades are prohibited).

- The Company may only appoint one agent at any point in time to effect any repurchase(s) on the Company's behalf.
- The authorisation thereto is given by the Company's memorandum of incorporation.
- The Company and/or any of its subsidiaries may not repurchase ordinary shares during a prohibited period unless it has in place a repurchase programme where the dates and quantities of securities traded during the relevant period are fixed (not subject to any variation) and has been submitted to the JSE in writing prior to the commencement of the prohibited period. The Company must instruct an independent third party, which makes its investment decisions in relation to the Company's securities independently and uninfluenced by the Company, prior to the commencement of the prohibited period to execute the repurchase programme submitted to the JSE.
- The general authority may be varied or revoked by special resolution of the members prior to the next annual general meeting of the Company.
- Should the Company or any subsidiary cumulatively repurchase, redeem or cancel 3% of the initial number of the Company's ordinary shares in terms of this general authority and for each 3% in aggregate of the initial number of that class thereafter in terms of this general authority, an announcement shall be made in terms of the Listings Requirements of the JSE.

Having considered the effect on the Company of the maximum repurchase under this general authority, the directors are of the opinion that:

- The Company shall meet a solvency and liquidity test as contemplated in the Companies Act and, that since the test was performed, there have been no material changes to the financial position of the Company and the Group.
- The Company and the Group will be able to pay its debts for a period of 12 months after the date of this notice of annual general meeting.
- The assets of the Company and the Group will be in excess of the liabilities of the Company and the Group for a period of 12 months after the date of this notice of annual general meeting, which assets and liabilities have been valued in accordance with the accounting policies used in the audited consolidated annual financial statements of the Group for the year ended 30 June 2025.
- The share capital and reserves of the Company and the Group will be adequate for the ordinary course of business purposes for a period of 12 months after the date of this notice of annual general meeting.
- The working capital of the Company and the Group is considered adequate for ordinary business purposes for a period of 12 months after the date of this notice of annual general meeting.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

Reason for and effect of special resolution number 3

The reason for special resolution number 3 is to grant a general authority for the acquisition of the Company's shares by the Company, or by a subsidiary or subsidiaries of the Company. The effect of special resolution number 3, if passed, will be to authorise the Company or any of its subsidiaries to acquire shares issued by the Company on the JSE subject to the provisions of the Company's memorandum of incorporation, Companies Act and the JSE Listings Requirements.

The Board of Directors has considered the impact of a repurchase of up to 20% of the Company's shares, being the maximum permissible under a general authority in terms of the Listings Requirements of the JSE. Should the opportunity arise, and should the directors deem it in all respects to be advantageous to the Company to repurchase such shares, it is deemed appropriate that the Company or a subsidiary company be authorised to repurchase the Company's shares. Any shares repurchased may be used for awards made in the normal course in respect of the Company's conditional share plan.

9. Financial assistance

9.1 Approval for the granting of financial assistance in terms of Section 44 of the Companies Act

Special resolution number 4

RESOLVED THAT the Board of Directors may authorise the Company, for a period of two years from the date on which this special resolution is passed, to generally provide any direct or indirect financial assistance in the manner contemplated in and subject to the provisions of section 44 of the Companies Act, to any person or company or corporation that is or becomes related to or inter-related to the Company, in connection with, the subscription of any option, or any securities, issued or to be issued by the Company or a related or inter-related company, or for the purchase of any securities of the Company or a related or inter-related company.

Reason for and effect of special resolution number 4

The Company would like the ability to provide financial assistance in appropriate circumstances and if the need arises, for the subscription, issue or purchase of securities, to the potential participants and/or recipients as set out in the resolution, in accordance with section 44 of the Companies Act. This authority is necessary for the Company to provide financial assistance in appropriate circumstances.

In terms of the Companies Act, the Company will, however, require special resolution number 4 to be adopted, provided that the Board of Directors of the Company is satisfied that the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company and that, immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test as contemplated in the Companies Act.

Therefore, the reason for and effect of special resolution number 4 is to permit the Company to provide direct or indirect financial assistance to the participants and/or recipients referred to in special resolution number 4.

9.2 Approval for the granting of financial assistance in terms of Section 45 of the Companies Act

Special resolution number 5

RESOLVED THAT the Board of Directors may authorise the Company, for a period of two years from the date on which this special resolution is passed, to generally provide any direct or indirect financial assistance in the manner contemplated in and subject to the provisions of section 45 of the Companies Act, to any company or corporation that is or becomes related or inter-related to the Company, pursuant to the authority hereby conferred upon the Board of Directors of the Company for these purposes.

Reason for and effect of special resolution number 5

The Company would like the ability to provide financial assistance in appropriate circumstances and if the need arises, in accordance with section 45 of the Companies Act. This authority is necessary for the Company to provide financial assistance in appropriate circumstances to the potential recipients as set out in the resolution.

Although section 45 (2A) of the Act now provides that the provisions of section 45 no longer apply to the giving by a Company of financial assistance to or for the benefit of its subsidiaries, the Company still requires the ability to provide financial assistance, if necessary, in other circumstances, such as to related or inter-related corporations, including foreign Group entities irrespective of where such entities may be incorporated.

In terms of the Companies Act, the Company will, however, require special resolution number 5 to be adopted, provided that the Board of Directors of the Company is satisfied that the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company and that, immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test as contemplated in Section 4 of the Companies Act.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

Therefore, the reason for and effect of special resolution number 5 is to permit the Company to provide direct or indirect financial assistance to the entities referred to in special resolution number 5.

It should be noted that this resolution does not authorise financial assistance to a director or a prescribed officer of the Company or any company or person related to such a director or prescribed officer.

10. General authority to allot and issue shares

10.1 Ordinary resolution number 17

RESOLVED THAT subject to the provisions of the Companies Act and the JSE Listings Requirements, from time to time, the directors of the Company be and are hereby authorised, as a general authority and approval, to allot and issue, for such purposes and on such terms as they may in their discretion determine, shares in the authorised but unissued share capital of the Company, up to a maximum of 5% of the Company's listed shares in issue (as at 22 October 2025 such number being 21 684 998 shares in the Company's issued share capital).

11. General authority to allot and issue shares pursuant to the conditional share plan

11.1 Special resolution number 6

RESOLVED THAT although the conditional share plan is intended to comply with section 97 of the Companies Act, to the extent that it does not, the Company is hereby authorised in terms of section 41(1) of the Companies Act to issue such shares to participants who are (i) executive directors and/or prescribed officers of the Company or its related or inter-related parties or (ii) their related or inter-related parties.

Reason for and effect of special resolution number 6

The reason for and effect of proposing special resolution number 6 is to seek authority and approval for the Company to issue shares to any participants under the conditional share plan, where such participants may be (i) executive directors and/or prescribed officers of the Company or its related or inter-related parties or (ii) their related or inter-related parties.

12. General authority to directors

12.1 Ordinary resolution number 18

RESOLVED THAT each director of the Company or the Company Secretary be and is hereby authorised to do all such things and sign all such documents as may be necessary for, or incidental to, the implementation of the resolutions passed at the annual general meeting.

The percentage of voting rights required to pass each of the ordinary resolutions shall require more than 50% of the voting rights exercised on the resolutions.

The percentage of voting rights required to pass each of the special resolutions is at least 75% of the voting rights exercised on the resolutions.

Further disclosure

In terms of paragraph 11.26 of the JSE Listings Requirements, the following information is disclosed in the annual financial statements and the integrated annual report obtainable on the Company's website:

- Directors and management
- Major shareholders of the Company
- Directors' interests in shares
- Share capital of the Company.

Material change

No material changes have occurred in the financial or trading position of the Company and the Group, other than the facts and developments reported on in the integrated annual report, since the date of signature of the audit report and the date of this notice.

Directors' responsibility statement

The directors, whose names appear in the integrated annual report, collectively and individually accept full responsibility for the accuracy of the information given in this notice, and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this notice contains all information required by law and the JSE Listings Requirements.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

Voting and proxies

The quorum necessary for the commencement of a shareholders' meeting shall be sufficient persons present at the meeting to exercise, in aggregate, at least 25% of all the voting rights that are entitled to be exercised in respect of at least one matter to be decided at the shareholders' meeting, but the shareholders' meeting may not begin unless in addition at least three persons entitled to vote are present at the meeting.

A matter to be decided at the shareholders' meeting may not begin to be considered unless those who fulfilled the quorum requirements of clause 20.22 of the memorandum of incorporation of the Company, continue to be present. If a resolution is proposed to meet the requirements of the JSE, notwithstanding that the holders of securities not listed on the JSE shall be entitled to be counted in the quorum as a matter of law, they shall not be considered for the purposes of determining whether or not the quorum requirements of the JSE have been attained.

Voting shall be on a poll and not on a show of hands. On a poll, every shareholder present in person or represented by proxy shall have one vote for every share held by such shareholder.

Certificated shareholders or own-name dematerialised shareholders may attend and vote at the annual general meeting, or alternatively appoint a proxy to attend, speak and, in respect of the applicable ordinary and special resolutions, vote in their stead by completing the form of proxy on page 28 and returning it to the transfer secretaries at Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, Gauteng, South Africa or by emailing it to proxy@computershare.co.za by no later than 09:00 on Wednesday, 19 November 2025 for administrative purposes or thereafter to the Company by hand by no later than 09:00, the commencement of the annual general meeting, on Thursday, 20 November 2025.

Shareholders who have already dematerialised their shares through a CSDP or broker and who have not elected own-name registration in the sub-register maintained by a CSDP (i.e. shareholders who have not dematerialised their shareholding through Computershare Investor Services Proprietary Limited cannot qualify as having elected own-name registration), and who wish to attend the annual general meeting and wish to vote by way of proxy, may provide their CSDP or broker with their instructions in terms of the custody agreement entered into by them and their CSDP or broker.

Each shareholder is entitled to appoint one or more proxies (who need not be a shareholder/s of Metrofile) to attend, speak and vote in place of that shareholder at the annual general meeting.

Shares held by a share trust or scheme will not have their votes considered for any JSE regulated resolutions.

Electronic participation arrangements

The date on which shareholders must be recorded as such in the share register maintained by the transfer secretaries of the Company ("the share register") for purposes of being entitled to receive this notice is 09:00 on Friday, 17 October 2025.

The date on which shareholders must be recorded in the share register for purposes of being entitled to attend and vote at the annual general meeting is Friday, 14 November 2025, with the last day to trade being Tuesday, 11 November 2025.

Participation process	Certificated shareholders and own-name dematerialised shareholders	Dematerialised shareholders (excluding own-name dematerialised shareholders)
Shareholders who wish to vote, but not attend the annual general meeting.	Complete the form of proxy attached to this notice of the annual general meeting and email same, together with proof of identification (i.e. South African ("SA") identity documents, SA driver's license or passport) and authority to do so (where acting in a representative capacity), to the transfer secretaries, Computershare Investor Services (Pty) Ltd ("transfer secretaries"), at proxy@computershare.co.za so as to be received by the transfer secretaries by no later than 9:00 on Wednesday, 19 November 2025, provided that any form or proxy not delivered to the transfer secretaries by this time and date may be emailed to the transfer secretaries (who will provide same to the chairman of the annual general meeting) at any time prior to the annual general meeting, provided that such form of proxy and identification must be verified and registered before commencement of the annual general meeting.	- Provide your central securities depository participant ("CSDP") or broker with your voting instructions in terms of the custody agreement entered into between you and your CSDP or broker. - You should contact your CSDP or broker regarding the cut-off time for submitting your voting instructions to them. - If your broker or CSDP does not receive voting instructions from you, he/she will be obliged to vote in accordance with the instructions in the custody agreement.

Notice of virtual annual general meeting continued

For the year ended 30 June 2025

Participation process	Certificated shareholders and own-name dematerialised shareholders	Dematerialised shareholders (excluding own-name dematerialised shareholders)
Shareholders who wish to attend and vote at the annual general meeting	- Register online at https://meetnow.global/za by no later than 9:00 on Wednesday, 19 November 2025. Shareholders may still register online to participate in and/or vote electronically at the annual general meeting after this date and time, provided, however, that for those shareholders to participate and/or vote electronically at the annual general meeting, they must be verified and registered before the commencement of the annual general meeting. - As part of the registration process you will be requested to upload proof of identification (i.e. SA identity document, SA driver's license or passport) and authority to do so (where acting in a representative capacity), as well as to provide details, such as your name, surname, email address and contact number. - Following successful registration, the transfer secretaries will provide you with a link and invitation code in order to connect electronically to the annual general meeting. - Access the online meeting at https://meetnow.global/za; - select South Africa from the dropdown menu; - select the required meeting; - select "Join Meeting Now".	- Register online at https://meetnow.global/za by no later than 9:00 Wednesday, 19 November 2025. Shareholders may still register online to participate in and/or vote electronically at the annual general meeting after this date and time, provided, however, that for those shareholders to participate and/or vote electronically at the annual general meeting, they must be verified and registered before the commencement of the annual general meeting. - As part of the registration process you will be requested to upload your letter of representation and proof of identification (e.g. SA identity document, SA driver's license or passport), as well as to provide details, such as your name, surname, email address and contact number. - Following successful registration, the transfer secretaries will provide you with a link and invitation code in order to connect electronically to the annual general meeting. - Access the online meeting at https://meetnow.global/za; - select South Africa from the dropdown menu; - select the required meeting; - select "Join Meeting Now".

- The cost (e.g. mobile data consumption or internet connectivity) of electronic participation in the annual general meeting will be carried by the participant.
- The participant acknowledges that the electronic communication services are provided by third parties and indemnifies the Company and its directors/employees/company secretary/transfer secretaries/service providers against any loss, injury, damage, penalty or claim arising in any way from the use or possession of the electronic services, whether or not the problem is caused by any act or omission on the part of the participant or anyone else. In particular, but not exclusively, the participant acknowledges that he/she will have no claim against the Company or its directors/employees/company secretary/transfer secretaries/service providers, whether for consequential damages or otherwise, arising from the use of the electronic services or any defect in it or from total or partial failure of the electronic services and connections linking the participant via the electronic services to the annual general meeting.

Questions

Shareholders are encouraged to submit, via email, any questions in advance of the annual general meeting to the Company Secretary at elmaries@metrofileholdings.co.za. These questions will be addressed at the annual general meeting and will be responded to via email thereafter.

By order of the Board



Elmarie Smuts
Company Secretary
Illovo

22 October 2025

Form of proxy

For use by members who have not dematerialised their ordinary shares or who have dematerialised their ordinary shares and registered them with own-name registration and may be used at the annual general meeting of the Company to be held at 09:00 on Thursday, 20 November 2025 or any other adjourned or postponed time determined in accordance with the provisions of sections 64(4) or 64(11)(a)(i) of the Companies Act

I/We _____
of _____

being a member/members of the abovementioned Company, hereby appoint: _____ or failing him/her
or failing him/her _____

the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf at the meeting and at any adjournment thereof.

	In favour of resolution	Against resolution	Abstain from voting
Ordinary resolution number 1 Adoption of the audited consolidated annual financial statements			
Ordinary resolution number 2 Re-election of CS Seabrooke as a non-executive director			
Ordinary resolution number 3 Re-election of DL Storum as a non-executive director			
Ordinary resolution number 4 Re-election of MS Bomela as a non-executive director			
Ordinary resolution number 5 Re-election of SV Zilwa, as a member of the Audit, Governance and Risk Committee			
Ordinary resolution number 6 Election of CS Seabrooke, subject to adoption of ordinary resolution number 2, as a member of the Audit, Governance and Risk Committee			
Ordinary resolution number 7 Re-election of A Khumalo as a member of the Audit, Governance and Risk Committee			
Ordinary resolution number 8 RESOLVED THAT MS Bomela, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			
Ordinary resolution number 9 RESOLVED THAT LE Mthimunya, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			
Ordinary resolution number 10 RESOLVED THAT P Langeni, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			
Ordinary resolution number 11 RESOLVED THAT S Mansingh, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			

Signed at _____ on this _____ day of _____ 2025

Signature _____

metrofile

Metrofile Holdings limited

(Incorporated in the Republic of South Africa)
Registration number 1983/012697/06
Share code: MFL ISIN: ZAE000061727
("Metrofile" or the "Company")

	In favour of resolution	Against resolution	Abstain from voting
Ordinary resolution number 12 RESOLVED THAT SV Zilwa, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			
Ordinary resolution number 13 RESOLVED THAT A Khumalo, be and is hereby elected as a member of the Company's Social, Ethics and Transformation Committee until the conclusion of the next annual general meeting.			
Ordinary resolution number 14 Re-appointment of BDO as the auditor of the Company			
Ordinary resolution number 15 Approval of the remuneration policy			
Ordinary resolution number 16 Approval of the implementation of the remuneration report			
Special resolution number 1 Remuneration of non-executive directors			
Special resolution number 2 Remuneration payable to the Independent Board			
Special resolution number 3 General authority to acquire the Company's own shares			
Special resolution number 4 Approval for the granting of financial assistance in terms of Section 44 of the Companies Act			
Special resolution number 5 Approval for the granting of financial assistance in terms of Section 45 of the Companies Act			
Ordinary resolution number 17 General authority to allot and issue shares			
Special resolution number 6 General authority to allot and issue shares pursuant to the conditional share plan			
Ordinary resolution number 18 General authority to directors			

Notes to the proxy

Please indicate with an "X" in the appropriate space on the right how you wish your votes to be cast. If you return this form duly signed, without any specific direction, the proxy shall be entitled to vote as he/she thinks fit.

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy need not be a registered member of the Company.
2. Every member present in person or by proxy and entitled to vote at the meeting of the Company shall, on a poll, be entitled to that proportion of the total votes in the Company which the aggregate amount of the nominal value of the shares held by such member bears to the aggregate amount of the nominal value of all the shares issued by the Company.
3. Members registered in their own name are members who elected not to participate in the Issuer-Sponsored Nominee Program and who appointed Computershare Investor Services Proprietary Limited as their Central Securities Depository Participant ("CSDP") with the express instruction that their uncertificated shares are to be registered in the electronic sub-register of members in their own names.

Instructions on signing and lodging the form of proxy

1. A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the space/s provided overleaf, with or without deleting "the Chairman of the meeting", but any such deletion must be initialled by the member. Should this space be left blank, the proxy will be exercised by the Chairman of the meeting. The person whose name appears first on the form of proxy and who is present at the meeting will be entitled to act as proxy to the exclusion of those whose names follow.
2. A member's voting instructions to the proxy must be indicated by the insertion of an "X", or the number of votes exercisable by that member, in the appropriate spaces provided overleaf. Failure to do so will be deemed to authorise the proxy to vote or to abstain from voting at the meeting as he/she thinks fit in respect of all the member's exercisable votes.
3. A member or his/her proxy is not obliged to use all the votes exercisable by him/her or by his/her proxy, but the total number of votes cast, or those in respect of which abstention is recorded, may not exceed the total number of votes exercisable by the member or by his/her proxy.
4. To be valid, the completed form of proxy must be lodged with the transfer secretaries Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, Gauteng, South Africa or posted to Private Bag X9000, Saxonwold 2132, Gauteng, South Africa, or emailed to proxy@computershare.co.za to be received no later than 09:00 on Wednesday, 19 November 2025 or to the Company by hand by no later than 09:00 on Thursday, 20 November 2025, the commencement of the annual general meeting.

5. Documentary evidence establishing the authority of a person signing this term of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the transfer secretaries or waived by the Chairman of the meeting.
6. The completion and lodging of this form of proxy will not preclude the relevant member from attending the meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such member wish to do so.
7. The completion of any blank spaces overleaf need not be initialled. Any alterations or corrections to this form of proxy must be initialled by the signatory/ies.
8. The Chairman of the meeting may accept any form of proxy which is completed other than in accordance with these instructions if he is satisfied as to the manner in which a member wishes to vote.
9. Members who have dematerialised their shares must inform their CSDP or broker of their intention to attend the annual general meeting and request their CSDP or broker to issue them with the necessary authorisation to attend or provide their CSDP or broker with their voting instructions should they not wish to attend the meeting in person.

In terms of section 58 of the Companies Act:

- A shareholder may, at any time and in accordance with the provisions of section 58 of the Companies Act, appoint any individual (including an individual who is not a shareholder) as a proxy to participate in, and speak and vote at, a shareholders' meeting on behalf of such shareholder.
- A proxy may delegate his authority to act on behalf of a shareholder to another person, subject to any restriction set out in the instrument appointing such proxy.
- Irrespective of the form of instrument used to appoint a proxy, the appointment of a proxy is suspended at any time and to the extent that the relevant shareholder chooses to act directly and in person in the exercise of any of such shareholder's rights as a shareholder.
- Any appointment by a shareholder of a proxy is revocable unless the form of instrument used to appoint such proxy states otherwise. If an appointment of a proxy is revocable, a shareholder may revoke the proxy appointment by:
 - Cancelling it in writing or making a later inconsistent appointment of a proxy; or
 - Delivering a copy of the revocation instrument to the proxy and to the Company.
- A proxy appointed by a shareholder is entitled to exercise, or abstain from exercising, any voting right of such shareholder without direction, except to the extent that the memorandum of incorporation of the Company, or the instrument appointing the proxy, provides otherwise.

Share price and volume traded

	2025	2024	2023	2022
Market price				
Close (30 June) (cents per share)	262	260	325	330
High (cents per share)	293	279	328	355
Low (cents per share)	117	24	266	273
Market capitalisation (R)	1 136 293 890	1 127 619 891	1 409 524 864	1 431 209 861
Value of shares traded (R)	105 116 426	176 305 406	75 069 169	113 595 194
Value of shares traded as % of market capitalisation (%)	9.25	15.64	5.33	7.94
Volume of shares traded	44 247 443	60 994 581	23 115 386	35 060 675
Volume of shares traded as % of number in issue (%)	10.20	14.07	5.33	8.08
Dividend yield (%)	3.36	4.92	4.43	4.12
Earnings yield (%)	4.43	11.58	9.48	9.67
Shares in issue	433 699 958	433 699 958	433 699 958	433 699 958
Shares in issue, net of treasury shares	422 175 219	422 175 219	423 655 204	433 699 958
Weighted average number of shares in issue	422 175 219	422 634 409	429 228 504	433 699 958
Share buy-back/ (treasury shares cancelled)	–	11 524 739	10 044 754	–
Number of shareholders	4 675	4 778	5 392	5 622

Shareholder diary

Publication of integrated annual report	22 October 2025
Annual general meeting	20 November 2025
Results of the annual general meeting published on SENS	20 November 2025
Interim results announcement	March 2026
Financial year end	30 June 2026
Annual results announcement	September 2026

Corporate information[^]

Directors

Dr Lindiwe Evarista Mthimunya (51)*#

BCom, CA(SA), MCom, HDip Tax Law, DBA (ESG Integration and Decarbonisation Strategies)
Independent non-executive chairman
Eight years' service (appointed 1 July 2017)
Chairman of Nominations Committee

Phumzile Langeni (51)#®

BCom (Acc), BCom (Hons), MCom
Executive deputy chairman
Thirteen years' service (appointed 30 March 2012)

Stanley Thabo Moloko Seopa (61)®

BCom (Accounting), Higher Diploma in Tax Law
Diploma in Finance, Diploma in Management
Four years' service (appointed as independent non-executive director 30 September 2021 and as Group CEO on 1 October 2024)

Shivan Mansingh (39)*®

BaccSci, HDipAcc, CA(SA), MBA
Group Chief Financial Officer
Six years' service (appointed 1 April 2019)

Sindiswa Victoria Zilwa (58)*

BCompt (Hons), CA(SA), CD(SA)
Advanced Diploma in Financial Planning (UFS)
Advanced Diploma in Taxation (UNISA)
Advanced Diploma in Banking (RAU)
Doctor of Business (Honoris Causa)
Recipient of the Black Excellence Lifetime Award
Lead independent non-executive director
Thirteen years' service (appointed 17 October 2012)
Chairman of Audit, Governance and Risk Committee

Mary Sina Bomela (52)*#

BCom (Hons), CA(SA), MBA
Independent non-executive director
Fifteen years' service (appointed 8 September 2010)
Chairman of Social, Ethics and Transformation Committee
Chairman of Strategy and Investment Committee

Andile Khumalo (47)*#®

BCom (Accounting), Post Graduate Diploma in Accounting, CA(SA)
Independent non-executive director
Four years' service (appointed 30 September 2021)

Christopher Stefan Seabrooke (72)*#®

BCom, BAcc, MBA, FCMA
Independent non-executive director
Twenty-two years' service (appointed 28 January 2003)
Chairman of the Remuneration Committee

Dominic Lebohang Storom (37)

BCom (Hons), CTA, MCom, MBA
Non-executive director
Four years' service (appointed 26 March 2021)

Leon Rood (48)

BCom, LLB
Six years' service (appointed 1 February 2019)
Independent non-executive alternate director to Christopher Seabrooke

[^] As at date of issuing this notice of virtual AGM

[†] Audit, Governance and Risk Committee member

[‡] Nominations Committee member

^{*} Remuneration Committee member

[#] Social, Ethics and Transformation Committee member

[®] Strategy and Investment Committee member

Company Secretary and registered office

Elmarie Smuts

First Floor, 28 Fricker Road, Illovo, 2196, Gauteng, South Africa
P O Box 40264, Cleveland, 2022, Gauteng, South Africa
Telephone: +27 10 001 6380

Company registration number

1983/012697/06

Date of incorporation

18 November 1983

Transfer secretaries

Computershare Investor Services Proprietary Limited
Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, Gauteng, South Africa
Private Bag X9000, Saxonwold, 2132, Gauteng, South Africa
Telephone: +27 11 370 5000 or +27 86 11 00 933

Auditor

BDO South Africa Incorporated
Wanderers Office Park, 52 Corlett Drive, Illovo, 2196
Private Bag X60500, Houghton, 2041, Gauteng, South Africa

Banker

The Standard Bank of South Africa Limited

Investment bank and JSE sponsor

The Standard Bank of South Africa Limited
30 Baker Street, Rosebank, 2196, Gauteng, South Africa
P O Box 61344, Marshalltown, 2107, Gauteng, South Africa

Investor relations

Anne Dunn: Anne Dunn Communications
Telephone: +27 82 448 2684
Email:  anne@annedunn.co.za

Website

 www.metrofile.com

The background features a complex network of thin grey lines and dots, some forming larger geometric shapes like squares and hexagons. In the lower-left, there are several concentric, semi-circular bands in shades of green and blue, each containing a series of dots. A large, stylized arrow points upwards and to the right, passing through these bands. Another arrow is visible within a circular frame to the right.

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