



NOTICE OF ANNUAL GENERAL MEETING 2024



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DIE FAKULTEIT



OUR COMPANIES



extra



movies



movies
extra



reality



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SERIES



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VOD

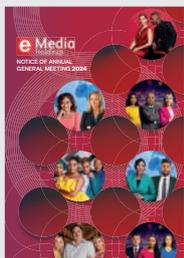


OUR REPORTING SUITE

eMedia's reporting suite showcases the achievements for the year ending 31 March 2024, encompassing financial and sustainability performance, governance practices and remuneration policies. Our suite emphasises transparency and relevance in communication with stakeholders. For additional details, please visit our website <https://emediaholdings.co.za/>,  which demonstrates our commitment to best practices and comprehensive disclosure.



Integrated report Our integrated report (IR) is drafted for financial capital providers and offers deep insights into how eMedia strategically generates, preserves and manages value erosion over time. This comprehensive report seamlessly integrates our annual financial statements (AFS) and provides a detailed financial snapshot for a thorough understanding of our financial performance and value creation dynamic.



Notice of Annual General Meeting (AGM) This report to shareholders comprises both the notice and proxy and serves as a comprehensive resource to inform shareholders and facilitate the appointment of a proxy for representation at corporate meetings.



Annual financial statements Our annual financial statements detail the group's financial position and performance.

FEEDBACK

We value and appreciate your feedback on the contents and presentation of this Notice of Annual General Meeting as it plays a pivotal role in enhancing the quality and relevance of our future reports. We encourage all users of this report to explore our website

 <https://emediaholdings.co.za/> for further information about eMedia.

 Please send an email to info@emediaholdings.co.za with your comments and questions.

OUR LEADERSHIP

Board CVs



JOHN COPELYN (74)
(Chairperson)

BA Hons, BProc
Non-executive

Copelyn assumed the role of Chief Executive Officer at Hosken Consolidated Investments Limited (HCI) in 1997. Before this, he served as a member of parliament and held the position of General Secretary at the Southern African Clothing and Textile Workers Union (SACTWU). Copelyn currently serves as the Chairperson of HCI subsidiary companies Deneb Investments (Deneb) and Tsogo Sun (Tsogo), as well as the associate company Southern Sun, all of which are listed on the Johannesburg Stock Exchange (JSE). He joined the Board as a Non-executive Director in May 2005.



KHALIK SHERRIF (63)
(Chief Executive Officer)

BA (UHDE), B.Ed, MBA, CM(SA)
Executive

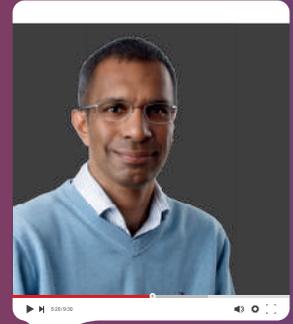
Sherrif brings over 25 years of extensive media sales experience to the table. He had a successful career in the radio industry, holding various roles at Radio Lotus (rebranded Lotus FM during his time there), and later at the broader SABC Radio Group where he rose to the position of National Sales Manager. He served as the National Sales Manager at MultiChoice SA before joining the eMedia Group in 2002 as the Sales and Trade Marketing Director. In 2008, he was appointed as the group's Chief Commercial Officer. Sherrif joined the Board on 13 November 2018 and assumed the role of Chief Executive Officer on 30 November 2018.



ANTONIO LEE (51)
(Financial Director)

BCom (Acc), PGDA, CA(SA)
Executive

Lee serves as the Financial Director of eMedia Holdings and the Chief Operating Officer of eMedia Investments. With 25 years of post-article experience, he has spent 20 years working in the media sector. Lee was appointed to the Board in December 2014.



TG (KEVIN) GOVENDER (53)

BCom Hons, BCompt Hons
Non-executive

Govender serves as an Executive Director at HCI. He held the position of Chief Financial Officer at HCI from 2001 to 2019. He also served as the acting Chief Executive Officer of eMedia Holdings from 2014 to 2017. Govender holds directorships in various HCI subsidiaries, including JSE-listed companies Deneb and Frontier Transport Holdings (Frontier). He also acts as a trustee and Chairperson of the Finance Committee of the HCI Foundation (HCIF). Govender was appointed to the Board as a Non-executive Director in October 2008.

Our Board consists of Directors who have the skills and knowledge needed to help us achieve our strategic goals and create lasting value for our stakeholders. With eight Directors in a unitary structure, power and influence are evenly distributed, ensuring that no single Director has too much sway over Board decisions.

Our Directors bring diverse backgrounds, experiences and ideas to the table. This variety of skills, knowledge and independence helps the Board make wise decisions. Together, they have expertise in finance, audit, risk management and more, enabling effective leadership and ensuring the company's long-term sustainability.



YUNIS SHAIK (66)

BProc
Non-executive

Shaik serves as an Executive Director at HCI. Before joining HCI in 2014, he practised as an attorney of the High Court and also served as an acting judge in the Labour Court. Shaik previously held the position of Deputy General Secretary at SACTWU and served as a Senior Commissioner of the CCMA in KwaZulu-Natal. He holds directorships in companies such as Deneb and Tsogo and serves as the Chairperson of Frontier. Shaik was appointed to the Board as a Non-executive Director in July 2018.



RACHEL WATSON (65)

Lead Independent Non-executive

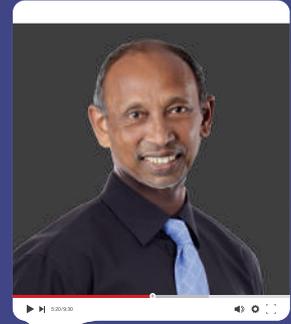
Watson retired from her managerial role at a regional broadcaster. Before that, she worked at SACTWU as a Trade Union Representative and National Media Officer. Watson currently serves as a Director of HCI, Frontier and Tsogo. She is also a trustee of the HCI Foundation. Watson joined the Board as an Independent Non-executive Director in August 2009.



VELAPHI ELIAS MPHANDE (66)

Elec. Eng. (Dip)
Independent Non-executive

Mphande assumed the role of Chairperson of HCI in 2014. Before that, he served as the Marketing Director of Viamax Fleet Solutions, a subsidiary of Transnet, and later as Chief Executive Officer of Vukani Gaming Corporation until 2010. Currently, Mphande serves as a Director of HCI, Tsogo and HCI Coal Proprietary Limited. He also provides consulting services to companies in the gambling industry. Mphande joined the Board as an Independent Non-executive Director in December 2014.

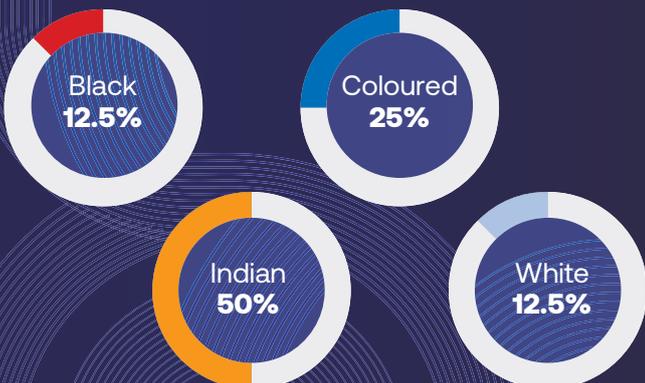


LOGANATHAN GOVENDER (76)

BCom, CTA, CA(SA)
Independent Non-executive

Govender oversees his auditing firm practice in Durban, which is known as one of South Africa's oldest black-owned auditing practices. He also holds a Director's position on the Board of Frontier. Govender joined the Board as an Independent Non-executive Director in April 2015.

Race diversity



Board composition (%)



SHAREHOLDER SNAPSHOT

Ordinary shares

Breakdown of issued capital

Type of shares	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Certificated shares	379	7.68	16 220	0.03
Dematerialised shares	4 558	92.32	63 794 024	99.97
Issued capital	4 937	100.00	63 810 244	100.00

Beneficial shareholders holding 5% or more

Shareholder	Type of holding	Number of shares	% of issued capital
Fulela Trade and Invest 81 (Pty) Ltd	DEMAT	51 196 137	80.23
Bank Julius Baer & Co Zurich	DEMAT	3 450 370	5.41
		54 646 507	85.64

Breakdown by range of units

Share range	Number of shareholders	% of shareholders	Number of shares	% of issued capital
1 – 1 000	4 659	94.37	97 413	0.15
1 001 – 5 000	106	2.15	294 762	0.46
5 001 – 50 000	144	2.92	2 193 967	3.44
50 001 – 100 000	8	0.16	604 504	0.95
100 001 and over	20	0.40	60 619 598	95.00
	4 937	100.00	63 810 244	100.00

Breakdown by domicile

Domicile	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Non-resident shareholders	54	1.09	5 528 811	8.66
Resident shareholders	4 883	98.91	58 281 433	91.34
	4 937	100.00	63 810 244	100.00

Breakdown by distribution of shareholders

Distribution of shareholders	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Banks	9	0.18	3 450 559	5.41
Close corporation	7	0.14	59 129	0.09
Individual	4 840	98.04	5 301 110	8.31
Investment company	17	0.34	457 436	0.72
Pension fund	5	0.10	87 902	0.14
Private company	15	0.30	2 162 114	3.39
Public company	23	0.47	52 013 543	81.50
Trust	21	0.43	278 451	0.44
	4 937	100.00	63 810 244	100.00

Breakdown by public/non-public shareholders

Distribution of shareholders	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Non-public shareholders	4	0.08	53 072 124	83.17
Non-executive Directors	–	–	–	–
Shareholders' interest in shares				
Fulela Trade and Invest 81 (Pty) Ltd	1	0.02	51 196 137	80.23
Keynote Trading and Investment 53 (Pty) Ltd	1	0.02	100	–
FRB ITF 36One SNN QI Hedge Fund	1	0.02	278 337	0.44
FRB ITF 36One SNN Retail Hedge Fund	1	0.02	1 597 550	2.50
Public shareholders	4 933	99.92	10 738 120	16.83
	4 937	100.00	63 810 244	100.00

Directors' interest in shares

At year-end, the Directors (including their family interests) were directly or indirectly interested in the company's issued shares as follows:

Ordinary shares

	2024		2023	
	Number of shares	%	Number of shares	%
Direct	–	–	–	–
Indirect	3 930 916	6.2	3 930 316	6.2
Associates	5 628 085	8.8	5 275 300	8.3

N ordinary shares

	2024		2023	
	Number of shares	%	Number of shares	%
Direct	5 765 175	1.5	5 765 175	1.5
Indirect	23 290 170	6.1	23 290 170	6.1
Associates	33 345 677	8.7	31 255 469	8.2

There have been no material changes at the date of this report.

Details of Directors' beneficial direct and indirect interest in the ordinary and N ordinary shares are as follows:

Ordinary shares

	Direct		Indirect		Associates	
	2024	2023	2024	2023	2024	2023
TG Govender	–	–	10 314	10 314	547 436	547 436
Y Shaik	–	–	39 916	39 916	–	–
AS Lee	–	–	–	–	–	–
MKI Sherrif	–	–	–	–	–	–
JA Copelyn	–	–	3 880 686	3 880 686	5 080 650	4 727 864
VE Mphande	–	–	–	–	–	–
L Govender	–	–	–	–	–	–
RD Watson	–	–	–	–	–	–

SHAREHOLDER SNAPSHOT CONTINUED

N ordinary shares

	Direct		Indirect		Associates	
	2024	2023	2024	2023	2024	2023
TG Govender	–	–	61 112	61 112	3 243 486	3 243 486
Y Shaik	–	–	236 495	236 495	–	–
AS Lee	47 644	47 644	–	–	–	–
MKI Sherrif	5 717 531	5 717 531	–	–	–	–
JA Copelyn	–	–	22 992 564	22 992 564	30 102 191	28 011 983
VE Mphande	–	–	–	–	–	–
L Govender	–	–	–	–	–	–
RD Watson	–	–	–	–	–	–

N ordinary shares

Breakdown of issued capital

Type of shares	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Certificated shares	314	10.27	37 012	0.01
Dematerialised shares	2 744	89.73	381 890 347	99.99
Issued capital	3 058	100.00	381 927 359	100.00

Beneficial shareholders holding 5% or more

Shareholder	Type of holding	Number of shares	% of issued capital
Hosken Consolidated Investments Ltd	DEMAT	303 330 485	79.42
Rivetprops 47 (Pty) Ltd #2	DEMAT	21 227 528	5.56
		324 558 013	84.98

Breakdown by range of units

Share range	Number of shareholders	% of shareholders	Number of shares	% of issued capital
1 – 1 000	2 766	90.45	98 872	0.03
1 001 – 5 000	93	3.04	276 984	0.07
5 001 – 50 000	151	4.94	2 443 320	0.64
50 001 – 100 000	13	0.43	887 410	0.23
100 001 and over	35	1.14	378 220 773	99.03
	3 058	100.00	381 927 359	100.00

Breakdown by domicile

Domicile	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Non-resident shareholders	44	1.44	6 083 267	1.59
Resident shareholders	3 014	98.56	375 844 092	98.41
	3 058	100.00	381 927 359	100.00

Breakdown by distribution of shareholders

Distribution of shareholders	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Banks	8	0.26	1 314 734	0.34
Close corporation	11	0.36	1 912 877	0.50
Individual	2 954	96.60	8 943 268	2.34
Investment company	12	0.39	4 091 467	1.07
Pension fund	2	0.07	63 000	0.02
Private company	16	0.52	26 405 425	6.91
Public company	28	0.92	338 717 013	88.69
Trust	27	0.88	479 575	0.13
	3 058	100.00	381 927 359	100.00

Breakdown by public/non-public shareholders

Distribution of shareholders	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Non-public shareholders	8	0.26	347 776 393	91.06
Non-executive Directors	-	-	-	-
Shareholders' interest in shares				
SA Clothing and Textile Workers Union	1	0.03	6 338 460	1.66
FRB ITF 36One SNN QI Hedge Fund	1	0.03	3 946 116	1.03
FRB ITF 36One SNN Retail Hedge Fund	1	0.03	814 225	0.21
Rivetprops 47 (Pty) Ltd #2	1	0.03	21 227 528	5.56
Hosken Consolidated Investments Ltd	1	0.03	303 330 485	79.42
eMedia Holdings	1	0.03	7 848 616	2.06
eMedia Holdings	1	0.03	2 981 149	0.78
Fulela Trade and Invest 81 (Pty) Ltd	1	0.03	1 289 814	0.34
Public shareholders	3 050	99.74	34 150 966	8.94
	3 058	100.00	381 927 359	100.00



KEUDE VAN GEHEI



SUMMARISED AUDITED ANNUAL FINANCIAL RESULTS

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DIRECTORS' REPORT

for the year ended 31 March 2024

Nature of business

eMedia Holdings is a media investment holding company, incorporated in South Africa and listed on the JSE under the media sector.

Operations and business

eMedia Holdings is a media investment company with media assets housed in eMedia Investments. These investments are constantly reviewed and new opportunities sought to complement them.

State of affairs and profit for the period

eMedia's financial performance

eMedia presents a satisfactory financial performance for the 2024 financial year despite challenges such as continued loadshedding, which negatively impacted viewership and led to a further 1% decline in television advertising spend. The Hollywood actors' and writers' strike at the beginning of the financial year severely affected Media Film Service, resulting in R31.5 million less profit after tax compared to the previous year. Additionally, legal battles against MultiChoice increased legal costs by R8.8 million year-on-year. Despite these challenges, the group achieved favourable results and declared a dividend of 16 cents per share at the close of the financial year.

Revenue and market share

The group's revenue for the fiscal year was R3.1 billion, only 2.1% less than the previous year, primarily due to decreased revenue from Media Film Service. Television advertising revenue increased by 3% to R2.165 billion, the highest in the group's history, despite a 1% decline in the overall television advertising market. The group maintained a prime-time audience market share of 33.5% in March 2024, slightly down from 34.5% in March 2023. Both shoulder and prime-time market shares increased to 33.5%, respectively, making the group the biggest broadcaster in prime time and second to DStv in shoulder time in South Africa.

e.tv

e.tv's prime-time market share slightly decreased by 0.7% to 20.7%. However, e.tv is now the biggest channel during both prime time and shoulder time, surpassing SABC1. Loadshedding affected viewer patterns, impacting shows like 'Scandal!' and 'House of Zwide'. New dramas 'Smoke and Mirrors' and 'Isitha' secured top positions in their timeslots. The 18:30 drama 'Nikiwe' was replaced by 'Isiphetho', which significantly improved market share. e.tv spends approximately R600 million annually on local daily drama series, demonstrating the group's dedication to growing the local television industry. The group continues to manage the impact of the imminent analogue switch-off and is in discussions with the Department of Communication regarding the switch-off date for e.tv analogue transponders.

OpenView and MultiChannel

Linear eMedia channels such as eExtra, eMovies Extra and eReality continue to improve its ratings and rank in the top 15 satellite channels in South Africa. eMedia channels on multiple platforms accounted for 26.9% of advertising revenue, amounting to R610.6 million, up from R501.3 million the previous year. Profitability was maintained with content costs pegged at R325.6 million. The distribution of four eMedia entertainment channels on MultiChoice is under investigation by the Competition Commission, with a court case scheduled for August 2024. Set-top box activations for OpenView totalled 377 916, bringing the total to 3 428 523. Technological advancements include a new, smarter OpenView set-top box with memory and Wi-Fi capabilities.

eNCA

eNCA continues to perform satisfactorily, targeting the discerning news viewer and changing its positioning to 'Question, Think, Act'. It remains the leading advertising revenue generator in the news market.

Other subsidiaries

All subsidiaries, except Media Film Service, performed exceptionally well, with Y ending the year with a profit after tax of R16.8 million, a 6% increase year-on-year.

Costs and profitability

Administrative and other costs increased by only 2.35% year-on-year due to marketing activities, legal fees, and rand fluctuation impacts. Cost of sales decreased from R1 629.4 million to R1 584.8 million due to controlled content costs and efficiencies within eNCA. eMedia Investments, owning assets such as e.tv, eNCA, OpenView, and eVOD, ended the year with a net profit after tax of R353.2 million, down from R404.7 million the previous year. EBITDA for the group was R628.3 million compared to R667.2 million the prior year.

Conclusion

The group is advancing in technology and strategic planning to maintain its audience share market leadership. Investments in OpenView provide strategic flexibility for the digital migration transition. The group plans to launch various digital developments to enhance revenue generation and leverage high-demand content, focusing on broadcasting, content creation, platform advancements, and technological improvements in broadcasting.

Dividend to shareholders

The Directors have resolved to declare a final dividend of 16 cents per share for the year ended 31 March 2024 (2023: 20 cents per share).

Share capital

As at 31 March 2024, no changes to stated capital occurred.

Directorate

The Directors of the company are listed on pages 02 and 03 of this report. There were no changes to the directorate during the year.

Going concern

Management's consideration for going concern includes all factors applicable to the group. Management therefore is satisfied that the going concern basis has been correctly applied and this report has been prepared on the basis of accounting policies applicable to a going concern.

Company Secretary

For the year ending 31 March 2024, the Company Secretary of eMedia Holdings is HCI Managerial Services Proprietary Limited. The secretary maintains an arm's-length relationship with the Board. The name, business and postal address of the Company Secretary are provided on the inside back cover of the Notice of Annual General Meeting.

Auditor

Subject to shareholder approval, Forvis Mazars will be appointed as the company's external auditor for the 2025 financial year in accordance with section 90 of the South African Companies Act, with Rochelle Murugan as the designated auditor.

Significant shareholders

The company's significant ordinary shareholder is Fulela Trade and Invest 81 Proprietary Limited and the significant N ordinary shareholder is Hosken Consolidated Investments Limited.

Special resolutions

The following special resolutions were passed by the company's shareholders at the Annual General Meeting held on 1 September 2023:

- Granting the Directors, subject to the provisions of the Listings Requirements of the JSE, authority to allot and issue a portion of the authorised but unissued shares, as the Directors, at their discretion, think fit
- Approval of the fees payable to Non-executive Directors for their services as Directors or as members of the Board subcommittees in respect of the period 1 September 2023 until the date of the next Annual General Meeting

- Granting the company and the subsidiaries of the company a general authority in terms of the Listings Requirements of the JSE for the acquisition by the company, or a subsidiary of the company, of ordinary issued shares issued by the company

Special resolutions of subsidiaries

The statutory information relating to special resolutions passed by subsidiaries is available from the registered office of the company.

Shareholding of Directors

The shareholding of the Directors of the company and their participation in the share incentive scheme and in the issued share capital of the company as at 31 March 2024 are set out in the remuneration report on pages 67 and 68 of the integrated annual report.

Directors' emoluments

The emoluments of Directors incurred by the company and its subsidiaries for the year ending 31 March 2024 are delineated in the remuneration report included in the integrated annual report on pages 67 and 68. In addition, further details can be found in note 30 of the annual financial statements (AFS).

Joint ventures and subsidiaries

Details of the company's subsidiaries and joint ventures are set out in the annual financial statements available on the company's website at  www.emediaholdings.co.za, (pages 32 and 68).

Borrowing powers

In accordance with the MOI, eMedia Holdings does not impose any limits on borrowing. However, specific companies in the group have engaged in various loan agreements with the providers of loan finance. These loan agreements encompass a range of covenants and undertakings by entities within the group, potentially restricting the group's borrowing capabilities.

For comprehensive information regarding these covenants and undertakings, interested parties may obtain details from the registered office of the company.

Change statement

There has been no material change in the financial or trading position of the eMedia Holdings group since the publication of its reviewed summarised consolidated annual results released on 23 May 2024 for the year ended 31 March 2024.

DIRECTORS' REPORT CONTINUED

Subsequent events

The Directors are not aware of any event or circumstance occurring between the reporting date and the date of this report that materially affects the results of the group or company for the year ended 31 March 2024 or the financial position at that date. There has been no change in Directors' interests between reporting date and date of this report.

Approval of annual financial statements

The Directors of eMedia Holdings are responsible for ensuring the accuracy, integrity, and fair presentation of the company's financial statements and other information contained in this notice. The summarised audited financial statements, available on pages 14 to 23, and the audited financial statements for the year ended 31 March 2024, accessible on the company's website at

 www.emediaholdings.co.za, have been meticulously prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IFRS) Accounting Standards, JSE South Africa Financial Reporting Requirements and the Requirements of the Companies Act of South Africa, incorporating prudent judgements and estimates by management.

The Directors express their satisfaction that the consolidated and separate financial statements accurately depict the group's operational results for the year and its financial position at year-end. They affirm that the additional information provided in this report aligns with the consolidated financial statements.

Furthermore, the Directors oversee the group's system of internal financial controls, which are designed to provide reasonable assurance regarding the reliability of financial statements, asset safeguarding, and the detection of misrepresentation and losses.

The financial statements have been subject to an independent audit by BDO South Africa Incorporated, which had unrestricted access to all relevant financial records and data, including minutes of shareholders' meetings and Board-related gatherings.

The Directors confirm the following:

- a) The annual financial statements, as presented on pages 14 to 23, accurately reflect the financial position, performance and cash flows of the company in accordance with IFRS Accounting Standards.
- b) No material facts have been omitted, nor untrue statements made, which would render the annual financial statements false or misleading.
- c) Adequate internal financial controls have been instituted to ensure the provision of material information necessary for the effective preparation of financial statements.
- d) The internal financial controls are robust and reliable and can be depended upon in compiling the annual financial statements, fulfilling the role and function of Executive Directors with primary responsibility for control implementation and execution.
- e) Any deficiencies in the design or operational effectiveness of internal financial controls have been disclosed to the Audit Committee and auditors, with remedial actions taken where necessary.
- f) There is no awareness of any fraudulent activities involving Directors.

The annual financial statements for the year ended 31 March 2024, which are available on the company's website, were approved by the Board on 26 July 2024 and signed on its behalf by:

MKI Sherrif

MKI Sherrif
Chief Executive Officer
26 July 2024

AS Lee

AS Lee
Financial Director

DECLARATION BY THE COMPANY SECRETARY

We confirm that eMedia Holdings has submitted to the Registrar of Companies all necessary returns and notifications, as mandated by the Companies Act of South Africa, for the financial year ending on 31 March 2024. We attest that these submissions are accurate, complete and current.

HCI Managerial Services Proprietary Limited

HCI Managerial Services Proprietary Limited Company Secretary

INDEPENDENT AUDITOR'S REPORT

On the Summarised Consolidated Financial Statements to the Shareholders of eMedia Holdings Limited

Opinion

The summarised consolidated financial statements, set out on pages 14 to 23 of the eMedia Holdings Limited Notice of Annual General Meeting, which comprise the summarised consolidated statement of financial position as at 31 March 2024, the summarised consolidated statement of profit and loss and other comprehensive income, the summarised consolidated statement of changes in equity and the summarised consolidated statement of cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of eMedia Holdings Limited for the year ended 31 March 2024.

In our opinion, the accompanying summarised consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements of eMedia Holdings Limited, in accordance with the JSE Limited's (JSE) Listing Requirements for summarised financial statements, as set out in the note "Basis of presentation of summarised consolidated financial statements" and the requirements of the Companies Act of South Africa as applicable to summarised financial statements.

Summarised Consolidated Financial Statements

The summarised consolidated financial statements do not contain all the disclosures required by IFRS Accounting Standards and the requirements of the Companies Act of South Africa as applicable to consolidated annual financial statements. Reading the summarised consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

The Audited Consolidated Financial Statements and our Report thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 29 July 2024. That report also includes communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period.

Directors' Responsibility for the Summarised Consolidated Financial Statements

The directors are responsible for the preparation of the summarised consolidated financial statements in accordance with the JSE's requirements for summarised financial statements, set out in the note "Basis of presentation of summarised consolidated financial statements" and the requirements of the Companies Act of South Africa as applicable to summarised financial statements.

Auditor's Responsibility

Our responsibility is to express an opinion on whether the summarised consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), *Engagements to Report on Summary Financial Statements*.

BDO South Africa Incorporated

BDO South Africa Incorporated

Registered Auditors

KA Luck

Director

Registered Auditor

29 July 2024

Wanderers Office Park
52 Corlett Drive
Illovo, 2196

BDO South Africa Incorporated
Registration number: 1995/002310/21
Practice number: 905526
VAT number: 4910148685

Chief Executive Officer: LD Mokoena

A full list of all company directors is available on www.bdo.co.za

The company's principal place of business is at The Wanderers Office Park, 52 Corlett Drive, Illovo, Johannesburg where a list of directors' names is available for inspection. BDO South Africa Incorporated, a South African personal liability company, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

SUMMARISED AUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Assets		
Non-current assets	3 821 479	3 869 676
Property, plant and equipment	1 054 852	1 057 523
Right-of-use assets	111 423	9 529
Intangible assets	2 374 714	2 422 452
Goodwill	139 076	139 076
Equity-accounted investees	90 772	191 942
Long-term receivables	5 222	7 686
Deferred tax assets	45 420	41 468
Current assets	2 296 623	1 758 318
Inventories	60 074	151 581
Programming rights	1 364 880	945 387
Trade and other receivables	696 837	515 221
Current tax assets	2 520	2 778
Cash and cash equivalents	172 312	143 351
Assets of disposal groups	4 296	4 896
Total assets	6 122 398	5 632 890
Equity and liabilities		
Total equity	4 170 445	4 089 861
Stated capital	6 762 797	6 762 797
Treasury shares	(20 801)	(20 801)
Reserves*	(3 884 522)	(3 939 744)
Equity attributable to owners of the parent*	2 857 474	2 802 252
Non-controlling interest*	1 312 971	1 287 609
Non-current liabilities	1 084 389	969 962
Deferred tax liabilities	528 367	524 853
Borrowings	445 649	440 798
Lease liabilities	110 373	4 311
Current liabilities	865 799	571 302
Current tax liabilities	13 384	3 972
Current portion of borrowings	126 375	102 769
Trade and other payables	726 040	464 561
Liabilities of disposal groups	1 765	1 765
Total liabilities	1 951 953	1 543 029
Total equity and liabilities	6 122 398	5 632 890
Net asset value*	2 857 474	2 802 252
Net asset value per share after treasury shares (cents)*	645	633

* Restated – Refer to note 11.

SUMMARISED AUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Continuing operations		
Media and broadcasting revenue	3 059 299	3 125 051
Lease income	17 681	17 124
Cost of sales	(1 584 848)	(1 629 426)
Gross profit	1 492 132	1 512 749
Other income	10 720	8 933
Administrative and other expenses	(874 521)	(854 466)
Earnings before interest, taxation, depreciation and amortisation	628 331	667 216
Depreciation and amortisation	(137 458)	(136 100)
Operating profit	490 873	531 116
Finance income	25 455	21 323
Finance expenses	(67 105)	(45 614)
Share of profit of equity-accounted investees, net of taxation	9 521	11 285
Profit before taxation	458 744	518 110
Taxation	(124 873)	(137 066)
Profit for the year from continuing operations	333 871	381 044
Discontinued operations		
Loss for the year from discontinued operations, net of taxation	-	(3 356)
Profit for the year	333 871	377 688
Total comprehensive income for the period	333 871	377 688
Profit attributable to:		
Owners of the company	224 603	253 347
Non-controlling interest	109 268	124 341
	333 871	377 688
Total comprehensive income attributable to:		
Owners of the company	224 603	253 347
Non-controlling interest	109 268	124 341
	333 871	377 688
Basic and diluted earnings per share (cents)		
Earnings/(loss)	50.72	57.47
Continuing operations	50.72	57.98
Discontinued operations	-	(0.51)
Headline earnings per share (cents)		
Earnings	50.68	57.41
Continuing operations	50.68	57.33
Discontinued operations	-	0.08

SUMMARISED AUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

GROUP

	Stated capital R'000	Treasury shares R'000	Other reserves R'000	Accumulated loss R'000	Equity owners of the parent R'000	Non-controlling interest R'000	Total equity R'000
Balance 31 March 2022	6 762 797	(20 801)	(32 261)	(3 956 963)	2 752 772	1 243 923	3 996 695
Total comprehensive income	-	-	-	253 347	253 347	124 341	377 688
Profit				253 347	253 347	124 341	377 688
Transactions with owners of the company	-	-	-	(205 039)	(205 039)	(79 483)	(284 522)
Dividends*	-	-	-	(205 039)	(205 039)	(79 483)	(284 522)
Changes in ownership interest	-	-	-	-	-	(1 172)	(1 172)
Disposal of subsidiaries	-	-	-	-	-	(1 172)	(1 172)
Balance 31 March 2023*	6 762 797	(20 801)	(32 261)	(3 907 483)	2 802 252	1 287 609	4 089 861
Total comprehensive income	-	-	-	224 603	224 603	109 268	333 871
Profit				224 603	224 603	109 268	333 871
Transactions with owners of the company	-	-	-	(169 381)	(169 381)	(83 906)	(253 287)
Dividends	-	-	-	(169 381)	(169 381)	(83 906)	(253 287)
Balance 31 March 2024	6 762 797	(20 801)	(32 261)	(3 852 261)	2 857 474	1 312 971	4 170 445

* Restated – Refer to note 11.

SUMMARISED AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Cash from operating activities		
Cash flows from operating activities	574 332	452 054
Finance income	11 458	8 754
Finance costs	(69 784)	(45 767)
Taxes paid	(115 641)	(116 543)
Dividend paid	(253 287)	(284 522)
Net cash from/(used in) operating activities	147 078	13 976
Cash from investing activities		
Acquisition/development of property, plant and equipment	(89 383)	(93 895)
Proceeds from sale of property, plant and equipment	430	1 774
Proceeds on disposal of business	–	32 263
Additions to intangible assets	(67 951)	(162 963)
Loans repaid by equity-accounting investees (Advanced)	20 897	19 987
Repaid	(235)	(510)
	21 132	20 497
Net cash from/(used in) investing activities	(136 007)	(202 834)
Cash from financing activities		
Repayment of borrowings	(111 037)	(193 877)
Borrowings raised	140 000	335 000
Principal paid on lease liabilities	(11 073)	(8 056)
Net cash from/(used in) financing activities	17 890	133 067
Net change in cash and cash equivalents	28 961	(55 791)
Cash and cash equivalents at beginning of the year	143 640	199 431
Cash and cash equivalents at end of the period	172 601	143 640
Cash and cash equivalents comprise the following:		
Cash and cash equivalents	172 601	143 640
Bank balances	172 312	143 351
Cash in disposal group assets held for sale	289	289
	172 601	143 640

EARNINGS, DILUTED AND HEADLINE EARNINGS PER SHARE

GROUP

	Gross R'000	NCI R'000	Tax R'000	Net R'000
For the year ended 31 March 2024				
Profit attributable to equity owners of the parent				224 603
Profit on disposal of plant and equipment	(347)	(112)	(63)	(172)
Headline earnings				224 431
For the year ended 31 March 2023				
Profit attributable to equity owners of the parent				254 519
Profit on disposal of plant and equipment	(963)	(311)	(176)	(476)
Remeasurements included in equity-accounted earnings	(3 556)	(1 149)	–	(2 407)
Losses from disposal of subsidiaries	3 896	1 259	–	2 637
Headline earnings				254 273

STATISTICS PER SHARE

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Basic earnings (R'000)		
Earnings/(loss)	224 603	254 519
Continuing operations	224 603	256 790
Discontinued operations	–	(2 271)
Headline earnings	224 431	254 273
Continuing operations	224 431	253 908
Discontinued operations	–	365
Basic earnings per share (cents)		
Earnings/(loss)	50.72	57.47
Continuing operations	50.72	57.98
Discontinued operations	–	(0.51)
Headline earnings per share (cents)		
Earnings	50.68	57.41
Continuing operations	50.68	57.33
Discontinued operations	–	0.08
Weighted average number of shares in issue – 31 March ('000)	442 869	442 869
Issued shares as at 1 April ('000)	442 869	442 869
Effect of own shares held ('000)	–	–
Net number of shares in issue – 31 March ('000)	442 869	442 869
Number of shares in issue – 31 March ('000)	445 738	445 738
Number of treasury shares in issue – 31 March ('000)	(2 869)	(2 869)

Basic and diluted earnings per share

There is no dilution effect on basic and headline earnings per share in the current and prior year.

NOTES TO THE SUMMARISED AUDITED CONSOLIDATED RESULTS

1. Basis of preparation and accounting policies

The results for the year ended 31 March 2024 have been prepared in accordance with IFRS Accounting Standards, the disclosure requirements of IAS 34, the requirements of the South African Companies Act, 71 of 2008, as amended, and the Listings Requirements of the JSE Limited (JSE Listings Requirements). The accounting policies applied by the group in the preparation of these summarised audited annual financial statements are consistent with those applied by the group in its consolidated financial statements as at, and for, the year ended 31 March 2024. These results do not include all the information required for a complete set of financial statements prepared in accordance with IFRS Accounting Standards. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the group's financial position and performance since the last annual consolidated financial statements as at, and for, the year ended 31 March 2023. As required by the JSE Listings Requirements, the group reports headline earnings in accordance with Circular 1/2023: Headline Earnings as issued by SAICA.

These results have been prepared under the supervision of the financial director, AS Lee CA(SA).

2. Significant accounting policies

The accounting policies applied in the summarised consolidated financial statements are the same as those applied in the group's consolidated financial statements as at, and for, the year ended 31 March 2024.

3. Stated capital

No changes occurred.

4. Segment report

The group only has one operating segment ie the media segment. The chief operating decision-maker, identified as the executive members of the Board, considers the operations of the group at year end as those of media only and therefore no separate disclosure for operating segments is required.

5. Dividend to shareholders

The Directors have resolved to declare a final dividend of 16 cents per share for the year ended 31 March 2024.

	31 March 2024 Cents per share	31 March 2023 Cents per share
Dividend to shareholders	16.00000	20.00000

6. Leases

The group entered into an agreement with Intelsat to lease high-beam transponder capacity on IS-20 in the current financial year. This is intended to be used for the purpose of broadcasting into other African countries. The lease term runs for a period of six years and is denominated in US dollars.

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Right-of-use assets		
Arising on recognition of leased assets	111 423	9 529
Reconciled as follows:		
Carrying value as at 1 April	9 529	15 956
Additions	126 017	466
Depreciation	(24 123)	(6 893)
Carrying value as at 31 March	111 423	9 529
Lease liabilities		
Arising on recognition of leased assets	110 373	4 311
Reconciled as follows:		
Carrying value as at 1 April	12 587	20 177
Finance costs	10 378	1 562
Lease payments	(21 451)	(9 618)
Additions	126 017	466
Forex revaluation	(5 212)	-
	122 319	12 587
Less: Current portion included in trade and other payables	(11 946)	(8 276)
	110 373	4 311

7. Equity-accounted investees

During the current year the loan of R102.8 million to Cape Town Film Studios was reclassified to trade and other receivables from equity-accounted investees. Regular payments are being received on the loan and the balance is payable on demand.

8. Fair value of financial instruments

The fair value of short-term financial assets and liabilities approximate their carrying values as disclosed in the statement of financial position.

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1:	Level 2:	Level 3:
Quoted prices (unadjusted) in active markets for identical assets or liabilities.	Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (ie as prices) or indirectly (ie derived from prices).	Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value for forward exchange contracts is the estimated exchange price between market participants.

	Level 1 R'000	Level 2 R'000	Level 3 R'000	Total R'000
31 March 2024				
<i>Financial assets at fair value through profit and loss</i>				
Forward exchange contracts		767		767
	–	767	–	767
31 March 2023				
<i>Financial (liabilities) at fair value through profit and loss</i>				
Forward exchange contracts		(358)		(358)
	–	(358)	–	(358)

9. Revenue disaggregation

Revenue disaggregated by pattern of revenue recognition:

	Revenue recognised over time R'000	Revenue recognised at a point in time R'000	Total R'000
31 March 2024			
Advertising revenue	2 346 975	–	2 346 975
Decoder sales	–	145 594	145 594
Content sales	–	23 626	23 626
Facility income	173 854	–	173 854
Licence fees	369 250	–	369 250
	2 890 079	169 220	3 059 299
31 March 2023			
Advertising revenue	2 278 025	–	2 278 025
Decoder sales	–	180 147	180 147
Content sales	–	54 914	54 914
Facility income	261 965	–	261 965
Licence fees	350 000	–	350 000
	2 889 990	235 061	3 125 051

NOTES TO THE SUMMARISED AUDITED CONSOLIDATED RESULTS *CONTINUED*

10. Change in directorate

No changes during the year.

11. Equity restatement

In the 2023 financial year, all dividends paid by the group (including those paid to non-controlling interests) were allocated to equity attributable to owners of the parent. This allocation has been corrected and the 2023 numbers have now been reclassified.

The reclassification had the following effect on the prior year numbers:

Statement of financial position	2023 As previously presented R'000	2023 Restated R'000
Total equity	4 089 861	4 089 861
Reserves	(4 019 227)	(3 939 744)
Equity attributable to owners of the parent	2 722 769	2 802 252
Non-controlling interest	1 367 092	1 287 609
Net asset value	2 722 769	2 802 252
Net asset value per share after treasury shares (cents)	615	633

12. Subsequent events

The Directors are not aware of any event or circumstance occurring between the reporting date and the date of this report that materially affects the results of the group or company for the year ended 31 March 2024 or the financial position at that date. There has been no change in Directors' interests between reporting date and date of this report.

13. Going concern

Management's consideration for going concern includes all factors applicable to the group. Management therefore is satisfied that the going concern basis has been correctly applied and this report has been prepared on the basis of accounting policies applicable to a going concern.

14. Related party transactions

During the year, in the ordinary course of business, certain companies within the group entered into transactions with one another. These intra-group transactions were eliminated on consolidation. Transactions with Hosken Consolidated Investments Limited (HCI) (ultimate holding company), entities in which HCI has an interest, Remgro Limited (Remgro) (shareholder in eMedia Investments Proprietary Limited), and Venfin Media Investments Proprietary Limited (Venfin) (a wholly owned subsidiary of Remgro) are included in the following table:

	Audited 31 March 2024 R'000	Audited 31 March 2023 R'000
Expense transaction values with related parties		
HCI – management fees	(20 369)	(19 399)
GRIPP Advisory – internal audit service fee	(3 300)	(3 117)
Remgro – management fees	(2 178)	(2 104)
Balances owing (to)/by related parties		
HCI – working capital loan	(8 602)	(8 602)
HCI Managerial Services Proprietary Limited – trade payable	(1 952)	(1 860)
Cape Town Film Studios – joint venture loan	102 791	110 926
Dreamworld Management Company – joint venture loan	8 664	14 075
Employees of the group – loans relating to company shares held by employees	1 036	1 788

Auditor's report

The summarised audited consolidated financial information for the year ended 31 March 2024 has been audited by BDO South Africa Incorporated, who expressed an unqualified audit opinion. The auditor's report does not necessarily report on all the information contained in this announcement of the financial results.

Dividend to shareholders

The Directors of eMedia Holdings have resolved to declare a final cash dividend for the year ended 31 March 2024 of 16 cents per share (2023: 20 cents), paid from income reserves. The dividend to shareholders relates to the ordinary shares (share code: EMH) and N ordinary shares (share code: EMN). The dividend will be subject to a local dividend withholding tax at a rate of 20%, which will result in a net final dividend to those shareholders not exempt from paying dividend withholding tax of 12.80 cents per ordinary share and 16 cents per ordinary share for those shareholders who are exempt from dividend withholding tax. In terms of dividend withholding tax legislation, any dividend withholding tax amount due will be withheld and paid over to the South African Revenue Service by a nominee company, stockbroker or Central Securities Depository Participant (collectively 'regulated intermediary') on behalf of shareholders. All shareholders should declare their status to their regulated intermediary as they may qualify for a reduced dividend withholding tax rate or exemption.

The salient dates for the payment of the dividend are as follows:

- Last day to trade cum dividend: Tuesday, 11 June 2024
- Commence trading ex dividend: Wednesday, 12 June 2024
- Record date: Friday, 14 June 2024
- Payment date: Tuesday, 18 June 2024
- Share certificates may not be dematerialised nor rematerialised between Wednesday, 12 June 2024 and Friday, 14 June 2024 both dates inclusive.

The issued shares at this declaration date are:

- Ordinary shares: 63 810 244
- N ordinary shares: 381 927 359.

eMedia Holdings' tax reference number is 9650/144/71/1.

Signed for and on behalf of the Board by:

MK Sherrif

Mahomed Khalik Sherrif

Chief Executive Officer

26 July 2024

AS Lee

Antonio Lee

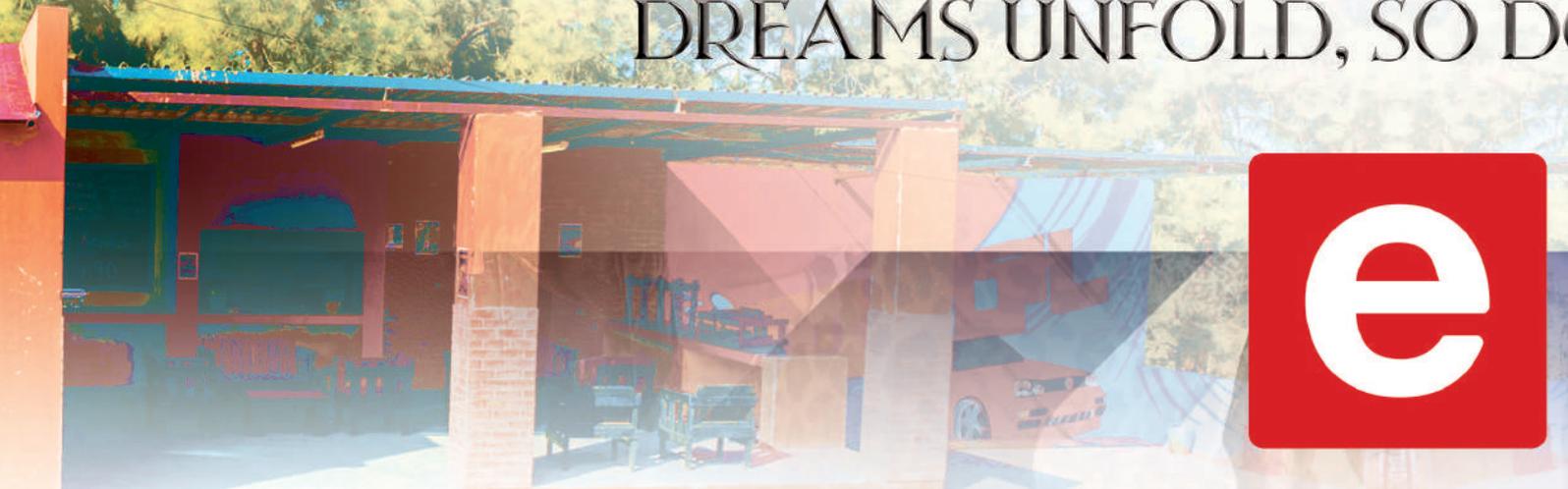
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NOTICE OF ANNUAL GENERAL MEETING

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN to the shareholders of eMedia Holdings Limited (eMedia) recorded in the company's securities register on Friday, 19 July 2024, that the Annual General Meeting (AGM) of shareholders of eMedia will be held on Thursday, 29 August 2024 at 09:00 at the offices of HCI: Suite 801, 76 Regent Road, Sea Point, 8005. Registration will start at 08:30.

The company is making provision to allow shareholders (including proxies) who cannot attend the in-person AGM to participate in the meeting via electronic communication as permitted by the Companies Act, 71 of 2008, as amended (the Companies Act) and by the company's Memorandum of Incorporation (MOI).

Participants will require an internet connection and an active email address. The cost (eg for mobile data consumption or internet connectivity) of electronic participation in the AGM will be carried by the participant.

In terms of section 63(1) of the Companies Act, meeting participants (including proxies) will be required to provide reasonably satisfactory identification before being entitled to participate in or vote at the AGM. Acceptable forms of identification include valid identity documents, driver's licences and passports.

Shareholders attending the virtual meeting will be afforded the same rights and opportunities to participate as they would at an in-person meeting.

Virtual participation at the Annual General Meeting

Shareholders or their duly appointed proxy(ies) who wish to participate in the AGM via electronic communication must apply to Computershare by sending an email to proxy@computershare.co.za to be received by Computershare by no later than 09:00 on Tuesday, 27 August 2024.

Computershare will first validate such requests and confirm the identity of the shareholder in terms of section 63(1) of the Companies Act, and, if the request is validated, further details on using the electronic communication facility will be provided. Computershare will inform participants who notified them of their intended participation by no later than 17:00 on Wednesday, 28 August 2024 – by email – of the relevant details through which participants can participate electronically. Shareholders who wish to vote at the meeting will be emailed a ballot form for this purpose. Once completed, the ballot form must be returned to proxy@computershare.co.za.

This document is available in English only. The proceedings at the meeting will be conducted in English.

Voting at the Annual General Meeting

The Chairperson has already determined that all voting will be by way of poll. On a poll, shareholders present in person or represented by proxy at the AGM and entitled to vote shall be entitled to one vote per ordinary share held by such shareholder.

Accordingly, every holder of ordinary shares will have one vote in respect of each ordinary share held.

Details of Directors, shareholders, share capital and analysis of shareholders, no-change statement and Directors' responsibility statement

The Notice of Annual General Meeting provides details of:

- Brief CVs of the Directors nominated for re-election on pages 02 and 03
- The major shareholders of the company on page 04
- Analysis of shareholders on pages 04 to 07
- The Directors' interests in securities on pages 05 and 06

The integrated annual report provides details of:

- The Directors and management of the company, including brief CVs of the Directors nominated for re-election

The annual financial statements provide details of:

- The share capital of the company in note 15

No-change statement

Other than the facts and developments reported on in the integrated annual report, there have been no material changes to the company and its subsidiaries' (the group) financial or trading positions, nor are there any legal or arbitration proceedings that may materially affect the financial position of the group between the signature date of the audit report and the date of this notice.

Directors' responsibility statement

The Directors, whose names appear on pages 02 and 03 of this notice, collectively and individually, accept full responsibility for the accuracy of the information given in this notice and certify, to the best of their knowledge and belief, that there are no facts that have been omitted that would make any statement in this notice false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that the annual report and this Notice of Annual General Meeting contain all information required by the JSE Listings Requirements.

Consideration of the financial statements and reports

The annual financial statements of the company for the financial year ended 31 March 2024, including the Directors' report, the independent auditor's report and the Audit Committee's report are available on the company's website at www.emediaholdings.co.za.

Shareholders of the company may request and obtain a copy from the Company Secretary at cshapiro@hci.co.za.

The summarised consolidated financial statements for the year ended 31 March 2024 are included in this notice on pages 14 to 23. The full annual financial statements can be accessed at www.emediaholdings.co.za.

The Social and Ethics Committee and the Remuneration Committee reports for the year ended 31 March 2024 are included in the integrated annual report, which can be accessed at www.emediaholdings.co.za.

1. Re-election of Director

Ordinary resolution number 1.1

"Resolved that Mr MKI Sherrif be and is hereby re-elected as a Director of the company."

2. Re-election of Director

Ordinary resolution number 1.2

"Resolved that Mr TG Govender be and is hereby re-elected as a Director of the company."

3. Re-election of Director

Ordinary resolution number 1.3

"Resolved that Y Shaik be and is hereby re-elected as a Director of the company."

4. Re-election of Director

Ordinary resolution number 1.4

"Resolved that Ms RD Watson be and is hereby re-elected as a Director of the company."

Additional information in respect of ordinary resolutions numbers 1.1 to 1.4

In terms of the provisions of the Memorandum of Incorporation, one-third of the Directors, or if their number is not three or a multiple of three, then the number nearest to but not less than one-third, are required to retire at each Annual General Meeting. Directors may offer themselves for re-election. Brief CV details of the abovementioned Directors are on pages 02 and 03 of this Notice of Annual General Meeting.

The Board supports the re-election of all the aforementioned Directors.

5. Appointment of auditor

Ordinary resolution number 2

"Resolved that Forvis Mazars be appointed as the external auditor to the company, with Rochelle Murugan as the designated auditor, for the ensuing year."

Additional information in respect of ordinary resolution numbers 2

In terms of the provisions of section 90(1) of the Companies Act, a public company shall, at each Annual General Meeting, appoint an auditor to hold office from the conclusion of that meeting until the conclusion of the next Annual General Meeting of the company.

6. Election of member of the Audit and Risk Committee

Ordinary resolution number 3.1

"Resolved that Mr L Govender, being eligible and offering himself for re-election, be and is hereby re-elected as a member of the Audit and Risk Committee until the next Annual General Meeting."

7. Election of member of the Audit and Risk Committee

Ordinary resolution number 3.2

"Resolved that Mr VE Mphande, being eligible and offering himself for re-election, be and is hereby re-elected as a member of the Audit and Risk Committee until the next Annual General Meeting."

NOTICE OF ANNUAL GENERAL MEETING CONTINUED**8. Election of member of the Audit and Risk Committee****Ordinary resolution number 3.3**

“Resolved that Ms RD Watson, being eligible and offering herself for re-election, be and is hereby re-elected as a member of the Audit and Risk Committee until the next Annual General Meeting.”

The appointment of Ms RD Watson to the Audit and Risk Committee is subject to the approval of ordinary resolution number 1.4.

Additional information in respect of ordinary resolutions numbers 3.1 to 3.3

In terms of the provisions of section 94(2) of the Companies Act, a public company shall, at each Annual General Meeting, elect an Audit and Risk Committee comprising at least three members. Brief CV details of the abovementioned Directors are on pages 02 and 03 of this Notice of Annual General Meeting.

The Board proposes the re-election of all the aforementioned independent Non-executive Directors as members of the Audit and Risk Committee.

9. General authority over authorised but unissued shares**Ordinary resolution number 4**

“Resolved that, as required by the company’s MOI and subject to the provisions of the Companies Act and the JSE Listings Requirements, the authorised but unissued shares in the company be and are hereby placed under the control of the Directors, subject to the provisions of the Companies Act, the MOI and the JSE Listings Requirements, as presently constituted and which may be amended from time to time, and provided such authority will endure until the next Annual General Meeting of the company (whereupon this authority shall lapse, unless it is renewed at the aforementioned Annual General Meeting), provided that it shall not extend beyond 15 (fifteen) months of the date of this meeting until the next Annual General Meeting.”

Additional information in respect of ordinary resolution number 4

In terms of the company’s MOI, read with the JSE Listings Requirements, the shareholders of the company may authorise the Directors to, inter alia, issue any authorised but unissued ordinary shares and/or grant options over them on such terms and conditions and to such persons whether they be shareholders or not, as the Directors in their discretion deem fit.

The authority will be subject to the provisions of the Companies Act and the JSE Listings Requirements. The Board has decided to seek annual renewal of this authority from the shareholders of the company in accordance with best practice. The Board has no current plans to make use of this authority (other than in terms of the HCI employee share scheme), but wishes to ensure, by having this authority in place, that the company retains its flexibility in managing the group’s capital resources and to enable the company to take advantage of any business opportunity that may arise in the future.

10. Directors’ authority to implement company resolutions**Ordinary resolution number 5**

“Resolved that each and every Director of the company 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 this meeting.”

11. Non-binding advisory vote on Remuneration Policy**Ordinary resolution number 6.1**

“Resolved, by way of a non-binding advisory vote, that the company’s incentive Remuneration Policy, as included in the Remuneration Policy report in the integrated annual report, be accepted and endorsed.”

Ordinary resolution number 6.2

“Resolved, by way of a non-binding advisory vote, that the company’s implementation report in respect of the Remuneration Policy, as set out in the remuneration report in the integrated annual report, is hereby endorsed.”

Additional information in respect of ordinary resolution numbers 6.1 to 6.2

In terms of paragraph 3.84(j) of the Listings Requirements, the company’s Remuneration Policy and implementation report in regard to its Remuneration Policy must be tabled every year for separate non-binding advisory votes by the shareholders of the company at the Annual General Meeting. In the event that any of the ordinary resolution numbers 6.1 to 6.2 is voted against by 25% (twenty-five percent) or more of the voting rights exercised on them, the company shall engage with the dissenting shareholders in the manner set out in the remuneration report.

12. General authority to issue shares, options and convertible security for cash

Special resolution number 1

“Resolved that, subject to the passing of ordinary resolution number 4, the provisions of the Companies Act and the provisions of the JSE Listings Requirements, the Directors be and are hereby authorised to allot and issue ordinary shares of the company (or to issue options or convertible securities convertible into ordinary shares) and dispose of ordinary shares held as treasury shares by subsidiaries of the company (treasury shares), for cash to such person or persons, on such terms and conditions as they may deem fit.

It is recorded that the JSE Listings Requirements currently contain the following requirements:

- This general authority shall be valid until the company’s next AGM or for 15 (fifteen) months from the date of adoption of this resolution, whichever occurs first
- The equity securities, which are the subject of the issue for cash, must be of a class already in issue, or where this is not the case, must be limited to such securities or rights that are convertible into or represent options in respect of a class already in issue
- The aggregate number of ordinary shares to be allotted and issued in terms of this resolution, together with any treasury shares disposed of in terms of this special resolution number 1, is limited to 5% (five percent) of the number of ordinary shares in issue at the date of the notice of this AGM, such number being 3 190 512 ordinary shares in the company’s issued share capital, excluding treasury shares
- Any equity securities issued under the authority during the period contemplated in the first bullet must be deducted from the number in the preceding bullet
- In the event of subdivision or consolidation of issued equity securities during the period contemplated in the first bullet, the existing authority must be adjusted accordingly to represent the same allocation ratio
- The equity securities must be issued or treasury shares disposed of to persons qualifying as public shareholders as defined in the JSE Listings Requirements, and in the case of related parties participating in the general issue for cash, such participation will be through a bookbuild process and:
 - Related parties may only participate with a maximum bid price at which they are prepared to take up shares or at book close price. In the event of a maximum bid price and the book closing at a higher price, the relevant related party will be ‘out of the book’ and not be allocated shares
 - Shares must be allocated equitably ‘in the book’ through the bookbuild process and the measures to be applied must be disclosed in the SENS announcement launching the bookbuild
- In determining the price at which an issue of shares or disposal of treasury shares will be made in terms of this authority, the maximum discount permitted will be 10% (ten percent) of the weighted average traded price of the shares in question, as determined over the 30 (thirty) business days prior to the date that the price of the issue or disposal is agreed between the company and the party subscribing for or acquiring the securities
- After the company has issued equity securities or disposed of treasury shares in terms of an approved general issue for cash, representing, on a cumulative basis within a financial year, 5% (five percent) or more of the number of equity securities in issue prior to that issue, the company shall publish an announcement containing full details of the issue in accordance with paragraph 11.22 of the JSE Listings Requirements.”

NOTICE OF ANNUAL GENERAL MEETING *CONTINUED*

For the avoidance of any doubt, a pro rata rights offer to shareholders is not an issue for cash as defined in the JSE Listings Requirements, and so this resolution and the restrictions contained herein do not apply to any such pro rata rights offers to shareholders.

Additional information in respect of special resolution number 1

In terms of ordinary resolution number 4, the shareholders authorise the Directors to allot and issue a portion of the authorised but unissued shares as the Directors at their discretion deem fit. The existing general authority to issue shares for cash granted by the shareholders at the previous AGM, held on 1 September 2023, will expire at this AGM, unless renewed. The aggregate number of ordinary shares capable of being allotted and issued for cash is limited as set out in the resolution. The Directors consider it advantageous to renew this authority to enable the company to issue shares to place it in a position to take advantage of any business opportunity that may arise in future.

13. Approval of annual fees to be paid to Non-executive Directors

Special resolution number 2

“Resolved that, for the period 1 September 2023 until the date of the next Annual General Meeting of the company, the remuneration payable to Non-executive Directors of the company for their services as Directors is as follows:

Position	Current fee (excl VAT) R'000	Proposed fee (excl VAT) R'000
Non-executive Director	164.10	173.20
Member of Audit Committee	64.83	68.40
Member of Remuneration Committee	61.20	64.60
Member of Social and Ethics Committee	Nil	Nil

Notwithstanding the above, Non-executive Directors who attend committee meetings of the Board shall be eligible to receive up to a maximum of 50% (fifty percent) of the Board fees, as determined by the Board.”

Additional information in respect of special resolution number 2

In terms of section 66(8) of the Companies Act, the company may pay remuneration to its Directors for their services as Directors. In terms of section 66(9) of the Companies Act, the remuneration may only be paid to Directors for their services as Directors in accordance with a special resolution approved by the holders during the previous 2 (two) years.

14. General authority to repurchase company shares

Special resolution number 3

“Resolved that the company hereby approves, as a general approval contemplated in paragraph 5.72 of section 5 of the JSE Listings Requirements, the repurchase by the company or any of its subsidiaries, from time to time, the issued ordinary shares of the company, upon such terms and conditions and in such amounts as the Directors of the company may from time to time determine, but subject to the MOI, the provisions of the Companies Act and the JSE Listings Requirements, as presently constituted and which may be amended from time to time, and provided further that:

- Acquisitions by the company and its subsidiaries of shares in the capital of the company in terms of this general authority to repurchase shares may not, in the aggregate, exceed, in any one financial year, 20% (twenty percent) of the company’s issued share capital of the class of the repurchased shares from the date of the grant of this general authority
- Any such repurchase shall be effected through the order book operated by the JSE trading system, without any prior understanding or arrangement between the company and the counterparty

- The company (or any subsidiary) is authorised to do so in terms of its MOI
- This general authority shall only be valid until the company's next Annual General Meeting, provided that it shall not extend beyond 15 (fifteen) months from the date of passing of this special resolution
- In determining the price at which the company's shares are repurchased by the company or its subsidiaries in terms of this general authority, the maximum premium at which such shares may be acquired may not be greater than 10% (ten percent) above the weighted average of the market price at which such shares are traded on the JSE for the 5 (five) business days immediately preceding the date the repurchase transaction is effected
- At any point in time, the company may only appoint one agent to effect any repurchase(s) on the company's behalf
- The company or its subsidiaries may not repurchase shares during a prohibited period as defined in paragraph 3.67 of the JSE Listings Requirements unless there is a repurchase programme in place and the dates and quantities of shares to be repurchased during the relevant period are fixed and full details thereof have been submitted to the JSE in writing prior to commencement of the prohibited period

The company must instruct an independent third party, who makes its investment decisions in relation to the company's securities independently of, and uninfluenced by, the company, prior to the commencement of the prohibited period, to execute the repurchase programme submitted to the JSE:

- An announcement will be published as soon as the company and/or its subsidiaries has/have acquired shares in terms of this authority constituting, on a cumulative basis, 3% (three percent) of the initial

- number of shares of the class of shares in issue at the time that this general authority is granted by the shareholders, and each time the company acquires a further 3% (three percent) of the initial number thereafter, the announcement(s) shall contain full details of such repurchases as required in terms of paragraph 11.27 of the JSE Listings Requirements
- A repurchase shall only be effected if the Board of Directors has, at the time of the repurchase, passed a resolution authorising the repurchase in terms of sections 48 and 46 of the Companies Act, and it reasonably appears that the company and its subsidiaries have satisfied the solvency and liquidity test and that, since the test was performed, there have been no material changes to the financial position of the company and its subsidiaries"

Additional information in respect of special resolution number 3

The reason for special resolution number 3 is to grant the Directors of the company and/or subsidiaries of the company a general authority in terms of the Companies Act and the JSE Listings Requirements to acquire the company's ordinary shares, subject to the terms and conditions set out in the special resolution. The Directors require that such general authority should be implemented in order to facilitate the repurchase of the company's ordinary shares in circumstances where the Directors consider this to be appropriate and in the best interests of the company and its shareholders.

NOTICE OF ANNUAL GENERAL MEETING *CONTINUED***15. Shareholders' general authorisation of financial assistance****Special resolution number 4***Financial assistance to subsidiaries and other related and interrelated entities*

"Resolved that the Board of Directors of the company may, subject to compliance with the requirements of the company's MOI, the Companies Act (including but not limited to the Board of the company being satisfied 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) and that the terms under which the financial assistance is proposed to be given are fair and reasonable to the company), and the JSE Listings Requirements, each as presently constituted and as amended from time to time, authorise under sections 44 and 45 of the Companies Act, the company to provide direct or indirect financial assistance by way of loan, guarantee, the provision of security or otherwise, to any of its present or future subsidiaries and/or any other company or entity that is or becomes related or interrelated (as such term is defined in section 2 of the Companies Act) to the company, and to any holder or prospective holders of shares in such subsidiary or related or interrelated company, for any purpose or in connection with any matter, including but not limited to the subscription for any option, or any securities issued or to be issued by the company or a related or interrelated company or entity, or for the purchase of any securities of the company or a related or interrelated company or entity, such authority to endure until the next AGM of the company."

Additional information in respect of special resolution number 4

As part of the normal conduct of the business of the company and its subsidiaries, from time to time, the company, where necessary, provides financial assistance to its related and interrelated companies and entities (as contemplated in the Companies Act) including the provision of guarantees and other forms of security to third parties that provide funding to the company's subsidiaries, whether by way of loans, subscribing for shares (including preference shares) or otherwise. In the circumstances and in order to ensure that, among other things, the company and its subsidiaries and other related and interrelated companies and entities continue to have access to, and are able to appropriately structure their financing for purposes of funding their corporate and working capital requirements, it is necessary that the company obtains the approval of shareholders in terms of this special resolution number 4.

The company may furthermore wish to provide financial assistance to its subsidiaries and other related and interrelated companies and corporations, including pursuant to the company's employee and other share schemes.

Sections 44 and 45 of the Companies Act provide that the financial assistance required can only be provided pursuant to a special resolution of the shareholders adopted within the previous 2 (two) years, which resolution must have approved such financial assistance, either for the specific recipient or generally for a category of potential recipients (and the specific recipient falls within that category), and the Directors must be satisfied that:

- Immediately after providing the financial assistance, the company will satisfy the solvency and liquidity test as defined in section 4 of the Companies Act

- The terms under which the financial assistance is proposed to be given are fair and reasonable to the company

The passing of this special resolution number 4 will have the effect of authorising the company to provide direct or indirect financial assistance, in accordance with sections 44 and 45 of the Companies Act, for a period of 2 (two) years after the adoption of this resolution.

Directors' statement

Pursuant to and in terms of the JSE Listings Requirements, the Board of Directors of the company hereby states that:

- It is their intention to utilise the general authority to acquire shares in the company if at some future date the cash resources of the company are in excess of its requirements and the opportunity presents itself to do so during the year, which the Board deems to be in the best interest of the company and its shareholders, taking prevailing marketing conditions and other factors into account
- In determining the method by which the company intends to acquire its shares, the maximum number of shares to be acquired and the date on which such repurchase will take place, the Directors of the company will only make the repurchase if at the time of the repurchase they are of the opinion that the following conditions have been and will be met:
 - The company and the group will be able to pay their debts for a period of 12 (twelve) months after the date of this Notice of Annual General Meeting
 - The assets of the company and the group are to be in excess of the liabilities of the company and group for a period of 12 (twelve) months after the date of this Notice of Annual General Meeting
 - The assets and liabilities are recognised and measured in accordance with the accounting policies used in the audited financial statements for the year ended 31 March 2024
 - The share capital and reserves of the company and the group will be adequate for ordinary business purposes for a period of 12 (twelve) months after the date of this Notice of Annual General Meeting
- The working capital of the company and the group are adequate for the ordinary business purposes or a period of 12 (twelve) months after the date of approval of this Notice of Annual General Meeting
- Resolution being passed by the Board that it authorised the repurchase of shares, that the company and its subsidiaries have passed the solvency and liquidity test and that since the test was performed, there have been no material changes to the financial position of the group. The authority granted in terms of this special resolution number 3 is limited to paragraphs 5.72(a), (c), (d) and 5.68 of the JSE Listings Requirements

The following additional information is provided in terms of the JSE Listings Requirements for purposes of this general authority:

- Responsibility statement – page 26 of this Notice of Annual General Meeting and the Directors' report in the annual financial statements
- Material changes – page 26 of this Notice of Annual General Meeting
- Major beneficial shareholders – pages 04 to 07 of this Notice of Annual General Meeting
- Share capital of the company – note 15 of annual financial statements

16. Presentation of the Social and Ethics Committee report

In accordance with regulation 43 of the Companies Regulations, 2011, the company's Social and Ethics Committee report for the financial year ended 31 March 2024, prepared and approved by the company's Social and Ethics Committee and set out in the integrated annual report, will be presented to the shareholders of the company. Any specific questions to the Social and Ethics Committee may be sent to the Company Secretary prior to the Annual General Meeting at cshapiro@hci.co.za.

NOTICE OF ANNUAL GENERAL MEETING CONTINUED**17. To transact such other business which may be transacted at an Annual General Meeting****Record dates, proxies and voting**

In terms of sections 59(1)(a) and (b) of the Companies Act, the Board of the company has set the record date for the purpose of determining which shareholders are entitled to:

- Receive notice of the AGM (being the date on which a shareholder must be registered in the company's shareholders' register in order to receive notice of the AGM) Friday, 19 July 2024
- Participate in and vote at the AGM (being the date on which a shareholder must be registered in the company's shareholders' register in order to participate in and vote at the AGM) Friday, 23 August 2024
- The last date to trade to participate in and vote at the AGM is Tuesday, 20 August 2024

Certificated shareholders or own-name dematerialised shareholders may attend and vote at the AGM, or alternatively appoint a proxy to attend, speak and, in respect of the applicable resolution(s), vote in their stead by completing the attached form of proxy and returning it to the transfer secretaries at the address given in the form of proxy by no later than 09:00 on Tuesday, 27 August 2024.

Shareholders who have dematerialised their shares, other than those shareholders who have dematerialised their shares with own-name registration, should contact their central securities depository participant (CSDP) or broker in the manner and within the time stipulated in the agreement entered into between them and their CSDP or broker:

- To furnish their voting instructions
- In the event that they wish to attend the AGM, to obtain the necessary letter of representation to do so

Certificated shareholders or own-name dematerialised shareholders who are entitled to attend and vote at the AGM are entitled to appoint a proxy to attend, participate in and vote at the AGM in their stead. A proxy need not also be a shareholder of the company. The completion of a form of proxy will not preclude a shareholder from attending the AGM.

Approvals required for resolutions

Unless otherwise specifically provided in this Notice of Annual General Meeting, for any of the ordinary resolutions to be adopted, 50% of the voting rights plus 1 (one) vote exercised on each such ordinary resolution must be exercised in favour thereof. For any special resolutions to be adopted, at least 75% (seventy-five percent) of the voting rights exercised on each special resolution must be exercised in favour thereof.

By order of the Board

26 July 2024

Cape Town

FORM OF PROXY

eMedia Holdings Limited

(Incorporated in the Republic of South Africa) (Registration number: 1968/011249/06)

Ordinary shares (Share code: EMH • ISIN: ZAE000208898) N ordinary shares (Share code: EMN • ISIN: ZAE000209524) ('eMedia Holdings' or 'the company' or 'the group')

I/we _____ (name/s in full)

of (address) _____

being the registered holder of _____ ordinary shares and
 _____ N ordinary shares in the company

hereby appoint:

1. _____ or failing him/her

2. _____ or failing him/her

3. _____ or failing him/her

the Chairperson of the meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the company to be held at 09:00 on Thursday, 29 August 2024 or at any adjournment thereof as follows:

Resolution	Description	For	Against	Abstain
Ordinary resolutions				
Ordinary resolution 1.1	Election of Director: Mr MKI Sherrif			
Ordinary resolution 1.2	Election of Director: Mr TG Govender			
Ordinary resolution 1.3	Election of Director: Mr Y Shaik			
Ordinary resolution 1.4	Election of Director: Ms RD Watson			
Ordinary resolution 2	Appointment of auditor: Forvis Mazars			
Ordinary resolution 3.1	Appointment of Audit Committee member: Mr L Govender			
Ordinary resolution 3.2	Appointment of Audit Committee member: Mr VE Mphande			
Ordinary resolution 3.3	Appointment of Audit Committee member: Ms RD Watson			
Ordinary resolution 4	General authority over authorised but unissued shares			
Ordinary resolution 5	Directors' authority to implement company resolutions			
Advisory non-binding resolutions				
Non-binding resolution 6.1	Advisory endorsement of Remuneration Policy			
Non-binding resolution 6.2	Advisory endorsement of remuneration implementation report			
Special resolutions				
Special resolution 1	General authority to issue shares, options and convertible securities for cash			
Special resolution 2	Approval of annual fees to be paid to Non-executive Directors			
Special resolution 3	General authority to repurchase company shares			
Special resolution 4	Shareholders' general authorisation of financial assistance			

Indicate instructions to proxy by way of a cross (X) in the space provided above (100 votes per ordinary share and one vote per N ordinary share).

Unless otherwise instructed, my proxy may vote as he/she thinks fit.

Signed this _____ day of _____ 2024

Signature _____

Assisted by (where applicable) _____

NOTES TO THE FORM OF PROXY

1. A form of proxy is only to be completed by those shareholders who are:
 - Holding shares in certificated form
 - Recorded in the sub-register in dematerialised electronic form in 'own name'
2. If you have already dematerialised your shares through a Central Securities Depository Participant (CSDP) or broker, other than with 'own name' registration, and wish to attend the Annual General Meeting, you must request your CSDP or broker to provide you with a letter of representation or you must instruct your CSDP or broker to exercise voting rights on your behalf in terms of the agreement entered into by yourself and the CSDP or broker.
3. A shareholder entitled to attend and vote at the meeting is entitled to appoint an individual as a proxy, who need not be a shareholder of the company, to attend, participate in and vote at a shareholders' meeting on the shareholder's behalf, and may appoint more than one proxy to exercise voting rights attached to different securities held by the shareholder.
4. The proxy may delegate his/her authority to act on the shareholder's behalf to another person, subject to any restriction set out in this proxy form.
5. All voting will be by way of a poll. Every person present and entitled to vote at the meeting as a shareholder or as a proxy or as a representative of a body corporate shall have one vote only, irrespective of the number of shares such a person holds or represents, but in the event of a poll, a shareholder shall be entitled to that proportion of the total votes in the company, which aggregate amount of the nominal value of the shares held by such shareholder bears to the aggregate amount of the nominal value of all shares issued by the company.
6. Please insert the relevant number of shares/votes and indicate with an 'X' in the appropriate spaces on the face thereof how you wish your votes to be cast. If you return this form duly signed without specific directions, the proxy will vote or abstain from voting at his/her discretion.
7. A deletion of any printed details and the completion of any blank space/s need not be signed or initialled. Any alteration must be initialled.
8. The Chairperson of the Annual General Meeting shall be entitled to decline to accept the authority of the signatory under a power of attorney, or on behalf of a company, unless the power of attorney or authority is produced.
9. The signatory may insert the name of any person/s that the signatory wishes to appoint as his/her proxy in the blank space/s provided for that purpose.
10. When there are joint holders of shares and if more than one such joint holder is present or represented, the person whose name stands first in the register in respect of such shares or his/her proxy, as the case may be, shall alone be entitled to vote in respect thereof.
11. A minor should be assisted by his parents or legal guardian unless the relevant documents establishing his legal capacity are produced.
12. The completion and lodging of this proxy form will not preclude the signatory from attending the Annual General Meeting and speaking and voting in person thereafter to the exclusion of any proxy appointed in terms hereof should such signatory wish to do so.
13. A shareholder's instructions must be indicated by the insertion of a cross or, where applicable, the relevant number of votes exercisable by the shareholder, in the appropriate box of this form of proxy.
14. If the signatory does not indicate how he/she wishes to vote in the appropriate place/s on the face hereof in respect of the resolution, his/her proxy shall be entitled to vote as he/she deems fit in respect of the resolutions.
15. If the shareholding is not indicated on the proxy form, the proxy will be deemed to be authorised to vote the total shareholding.
16. The Chairman of the Annual General Meeting may reject or accept any proxy form that is completed other than in accordance with these instructions, provided that he is satisfied with the manner in which a shareholder wishes to vote.
17. The appointment of the proxy/ies will be suspended at any time and to the extent that the shareholder chooses to act directly and in person in the exercise of any of the shareholder's rights as a shareholder at the Annual General Meeting.
18. The appointment of your proxy is revocable unless you expressly state otherwise in this proxy form. As the appointment of the proxy is revocable, the shareholder may revoke the proxy appointment by (i) cancelling it in writing, or making a later inconsistent appointment of a proxy, and (ii) delivering a copy of the revocation instrument to the proxy and to the company. Please note the revocation of a proxy appointment constitutes a complete and final cancellation of the shareholder's proxy's authority to act on the shareholder's behalf as of the later of (i) the date stated in the revocation instrument, if any, or (ii) the date on which the revocation instrument was delivered to the company and the proxy as aforesaid.
19. If the proxy form has been delivered to the company, as long as that appointment remains in effect, any notice that is required by the Companies Act or the company's Memorandum of Incorporation to be delivered by the company to the shareholder will be delivered by the company to the shareholder or the shareholder's proxy/ies if the shareholder has directed the company to do so in writing and paid a reasonable fee charged by the company for doing so.
20. The appointment of the proxy remains valid only until the end of the relevant meeting or any adjournment or postponement thereof or for a period of 1 (one) year, whichever is shortest, unless it is revoked by the shareholder before then on the basis set out above.
21. Forms of proxy must be returned by the shareholders concerned to the registered office of the company or the transfer secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 (Private Bag X9000, Saxonwold, 2132) or emailed to proxy@computershare.co.za so as to be received, for administrative purposes, by no later than 09:00 on Tuesday, 27 August 2024, or emailing such form to the transfer secretary at proxy@computershare.co.za before the proxy exercises any rights of the shareholder at the meeting.

CORPORATE INFORMATION

eMedia Holdings Limited

The company's shares are listed under the media sector of the JSE Limited

Registered office

4 Albury Road
Hyde Park
Dunkeld West
Johannesburg, 2196
Private Bag X9944
Sandton, 2146

Directors

JA Copelyn* (Chairperson)
MKI Sherrif (Chief Executive Officer)
AS Lee (Financial Director)
TG Govender*
Y Shaik*
VE Mphande*^
L Govender*^
RD Watson*^ (Lead Independent)

* *Non-executive*
^ *Independent*

Company Secretary

HCI Managerial Services Proprietary Limited
Suite 801
76 Regent Road
Sea Point, 8005
PO Box 5251
Cape Town, 8000

Transfer secretaries

Computershare Investor Services Proprietary Limited
Rosebank Towers
15 Biermann Avenue
Rosebank, 2196
Private Bag X9000
Saxonwold, 2132

Auditors

BDO South Africa Incorporated
Practice number: 905526
Wanderers Office Park
52 Corlett Drive
Illovo, 2196
Private Bag X10046
Sandton, 2146

Bankers

Standard Bank of South Africa

Sponsor

Investec Bank Limited
100 Grayston Drive
Sandton
Sandown, 2196

Website

www.emediaholdings.co.za

Company registration number

1968/011249/06

JSE share codes

Ordinary shares
EMH ISIN: ZAE000208898
N ordinary shares
EMN ISIN: ZAE000209524



www.emediaholdings.co.za