Form of proxy

Motus Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2017/451730/06)
ISIN: ZAE000261913
JSE share code: MTH
(Motus, or the company or the Group)

Form of proxy for the 2nd Annual General Meeting to be held on Tuesday, 10 November 2020 at 09:00 entirely through electronic participation.

To be completed by certified ordinary shareholders and dematerialised shareholders with "own name" registrations only.

A shareholder entitled to attend and vote at the annual general meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the company.

Dematerialised ordinary shareholders who do not have own-name registration who wish to attend or send a proxy to represent them at the AGM must inform their central securities depository participant (CSDP) or broker of their intention to attend or be represented at the AGM and request their CSDP or broker to issue them with the relevant letter of representation to attend or be represented at the AGM and vote. If they do not wish to attend or be represented at the AGM, they must provide their CSDP or broker with their voting instructions in terms of the relevant custody agreement entered into between them and the CSDP or broker. In the absence of such instructions, the CSDP or broker will be obliged to vote in accordance with the instructions contained in the custody agreement mandate between them and their CSDP or broker. These shareholders must not use this form of proxy..

I/We (please print name in full)

of (address)

Telephone number | Cellphone number

email address

being an ordinary shareholder(s) of the company holding | ordinary shares in the company do hereby appoint

1. | or failing him/her

2. | or failing him/her

		Fees from 1 July 2020 to 30 June 2021	Fees from 1 July 2021 to 30 June 2022	Number of votes (one per share) For#	Against#	Abstain#
1.	**Ordinary resolution 1 – Financial statements**					
2.	**Ordinary resolution 2 – Appointment of auditors**					
3.	**Ordinary resolution 3 – Appointment of audit and risk committee**					
	Ordinary resolution 3.1 – Mr S Mayet					
	Ordinary resolution 3.2 – Ms K Moloko					
	Ordinary resolution 3.3 – Mr MJN Njeke					
4.	**Ordinary resolution 4 – Reappointment of directors**					
	Ordinary resolution 4.1 – Mr GW Dempster					
	Ordinary resolution 4.2 – Mr A Tugendhaft					
5.	**Ordinary resolution 5 – Authority over unissued ordinary shares**					
6.	**Ordinary resolution 6 – Authority to issue shares for cash**					
7.	**Ordinary resolution 7 – Confirmation of remuneration policy**					
8.	**Ordinary resolution 8 – Confirmation of remuneration implementation report**					
9.	**Special resolution 1 – Directors' fees**					
9.1	Chairman*	R1 003 551	R1 053 730			
9.2	Deputy chairman and lead independent director*	R501 775	R526 870			
9.3	Board member	R287 018	R301 340			
9.4	Assets and liabilities committee chairman*	R182 923	R192 069			
9.5	Assets and liabilities committee member	R121 780	R127 870			
9.6	Audit and risk committee chairman*	R378 984	R397 940			
9.7	Audit and risk committee member	R189 492	R198 970			
9.8	Divisional board member	R170 290	R178 810			
9.9	Divisional finance and risk committee member	R68 217	R71 630			
9.10	Remuneration committee chairman*	R136 940	R143 790			
9.11	Remuneration committee member	R90 956	R95 510			
9.12	Nominations committee chairman*	R102 705	R107 804			
9.13	Nominations committee member	R68 217	R71 628			
9.14	Social, ethics and sustainability chairman*	R183 428	R192 600			
9.15	Social, ethics and sustainability member	R121 780	R127 870			
10.	**Special resolution 2 – General authority to repurchase company securities**					
11.	**Special resolution 3 – Authority to provide financial assistance – section 44**					
12.	**Special resolution 4 – Authority to provide financial assistance – section 45**					

 # Insert an X in the appropriate block. If no indications are given, the proxy will vote as he/she deems fit.

Please read the notes on the reverse side hereof.

Signed at | on | 2020

Signature

Assisted by (where applicable)

Please provide contact details | Tel: ( ) | Email: