

FORM OF PROXY

Runway Property Group Limited

(Incorporated in the Republic of South Africa)

Registration number: 2019/547292/06

CTSE code: ZXRPG ISIN: ZAE ZAEZ00000059

("Runway Property Group" or "the Company")

Form of proxy for the Annual General Meeting of the Company to be held at 09h00 on Thursday, 6 July 2023 via Microsoft Teams ("the Annual General Meeting").

For use by certificated Shareholders, nominee companies of Central Securities Depository Participants ("CSDP"), brokers' nominee companies and Shareholders who have dematerialised their shares and who have elected "own name" registration, who wish to vote on the ordinary and special resolutions per the notice of the Annual General Meeting to which this form is attached.

Shareholders who have dematerialised their shares through a CSDP or broker must not complete this form of proxy and must provide their CSDP or broker with their voting instructions, except for Shareholders who elected "own name" registration in the sub-register through a CSDP, which Shareholders must complete this form of proxy and lodge it with Computershare Investor Services (Pty) Ltd.

Holders of dematerialised shares other than with "own name" registration wishing to attend the Annual General Meeting must inform their CSDP or broker of such intention and request their CSDP or broker to issue them with the necessary written authorisation to attend.

I/We (name in block letters) _____

of (address) _____

being the holder/s of (number) _____ ordinary shares in the Company, do hereby appoint:

1. _____ or failing him/her
2. _____ or failing him/her
3. the Chairman of the Annual General Meeting as my/our proxy to act for me/us and on my/our behalf at the Annual General Meeting of the Company, which will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the ordinary and special resolutions to be proposed thereat and at any adjournment thereof, and to vote in favour of and/or against the resolutions and/or abstain from voting in respect of the ordinary shares registered in my/our name/s, in accordance with the following instructions (refer to notes to the form of proxy):

			Number of shares		
			In favour	Against	Abstain
To consider the presentation of the Annual Financial Statements for the year ended 28 February 2023					
Ordinary resolution number	1	Re-election of Avi Bennett as a Director of the Company			
Ordinary resolution number	2	Confirmation of external Auditors			
Ordinary resolution number	3	Appointment of Jonathan Bennett to the Audit and Risk Committee			
Ordinary resolution number	4	Appointment of Avi Gluch to the Audit and Risk Committee			
Ordinary resolution number	5	Appointment of Shaun Zagnoev to the Audit and Risk Committee			
Ordinary resolution number	6	General authority to issue unissued shares for cash			
Ordinary resolution number	7.1	Endorsement of the Remuneration Policy			
Ordinary resolution number	7.2	Endorsement of the Implementation Report			
Ordinary resolution number	8	Authority to action			
Special resolution number	1	Remuneration of Non-Executive Directors			
Special resolution number	2	Financial assistance to related and inter-related entities			
Special resolution number	3	Financial assistance for subscription of securities in the Company			
Special resolution number	4	Authority to repurchase shares by the Company			

Signed at _____ on _____

2023

Signature _____

Notes to the Form of Proxy

A Shareholder entitled to attend and vote at the meeting is entitled to appoint an individual as its proxy to attend, participate in, speak and vote at the meeting in the place of the Shareholder. A proxy may delegate the proxy's authority to act on behalf of the Shareholders to another person.

A proxy need not be a Shareholder of the Company.

- A Shareholder may insert the name(s) of one or more proxies (none of whom need be a Company Shareholder) in the space provided, with or without deleting the words "the Chairman of the Annual General Meeting". The person whose name stands first on the form of proxy and has not been deleted and who is present at the Annual General Meeting will be entitled to act as a proxy to the exclusion of those whose names follow. In the event that no names are indicated, the proxy shall be exercised in favour of all resolutions by the Chairman.
- Shareholder's instructions to the proxy must be indicated by the insertion of an "X" or the relevant number of votes exercisable by that Shareholder in the appropriate box provided. Failure to comply with the above will be deemed to authorise the proxy to vote as he/she deems fit. Where the proxy is the Chairman, such failure shall be deemed to authorise the Chairman to vote in favour of the ordinary and special resolutions in respect of all the Shareholders' votes exercisable thereat.
- The completion and lodging of this form of proxy shall in no way preclude the Shareholder from attending, speaking and voting in person at the Annual General Meeting to the exclusion of any proxy appointed in terms hereof, subject to the Shareholder notifying the Chairman prior to the commencement of the Annual General Meeting.
- Should this form of proxy not be completed and/or received in accordance with these notes, the Chairman may accept or reject it, provided that, in respect of its acceptance, the Chairman is satisfied as to the manner in which the Shareholder wishes to vote.
- Documentary evidence establishing the authority of the person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company Secretary or waived by the Chairman of the meeting.
- Where this form of proxy is signed under power of attorney, such power of attorney must accompany this form unless it has previously been registered with the Company Secretary.
- Where shares are held jointly, all joint holders are required to sign.
- A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity have been produced or have been registered by the transfer secretaries of the Company.
- Any alteration or correction made to this form of proxy must be signed in full and not initialled by the signatories.
- This form of proxy must be lodged with, or posted to, the Company Secretary, The Park Shopping Centre, Block B, Office 107, 837 Barnard Street, Elarduspark, 2191 so as to be received by not later than 09h00 am on Tuesday, 4 July 2023.
- The completion and lodging of this form of proxy by the Shareholders holding certificated shares, nominee companies of CSDPs or brokers and the Shareholders who have dematerialised their shares and who have elected "own name" registration will not preclude the relevant Shareholder from attending the Annual General Meeting and speaking and voting in person thereat, to the exclusion of any proxy appointed in terms thereof. The Shareholders who have dematerialised their shares other than with "own name" registration, and who wish to attend and vote at the Annual General Meeting, must instruct their CSDP or broker to issue them with the necessary written authority to attend and vote on behalf of the registered Shareholder.