

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Greystone Partners Limited ("the Company" or "Greystone") will be held on Friday, 13 December 2024 at 1st Floor, Matsapha Link, Along College Road & Lihawu Street, Matsapha, Eswatini at 11h00, to consider and, if approved, to pass the following ordinary resolutions: -

RESOLUTION 1 (ORDINARY RESOLUTION): APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

TO RESOLVE THAT the audited financial statements of the Company (as approved by the Board of Directors of the Company) together with the reports of the Directors and Auditors therein for the year ended 31 December 2023, be and are hereby accepted and adopted.

RESOLUTION 2 (ORDINARY RESOLUTION): AUDITORS' RE-APPOINTMENT AND REMUNERATION

TO RESOLVE THAT SNG Grant Thornton be, and they are hereby re-appointed as auditors of the Company to hold office until the next Annual General Meeting; and

THAT the directors be and are hereby authorized to fix the remuneration of the auditors for the past year.

RESOLUTION 3 (ORDINARY RESOLUTION): ELECTION AND RE-ELECTION OF DIRECTORS

RESOLUTION 3.1: TO RESOLVE THAT Mr. Sandile H Dlamini, a director retiring in terms of the Company's Articles of Association, be and is hereby re-elected to the Company's board of directors.

RESOLUTION 3.2: TO RESOLVE THAT Dr. Melvin Khomo, a director retiring in terms of the Company's Articles of Association, be and is hereby re-elected to the Company's board of directors.

RESOLUTION 3.3: TO RESOLVE THAT Dr. Khanyisile D Dlamini, a director retiring by rotation in terms of the Company's Articles of Association, be and is hereby re-elected to the Company's board of directors.

DECLARATION OF A DIVIDEND

TO NOTE THAT no dividend had been declared by the Company for the financial year ended 31 December 2023.

RESOLUTION 4 (ORDINARY RESOLUTION): AUTHORITY TO DISPOSE OF THE ALLIANCE FOODS SHARES AND ACQUIRE THE CONSIDERATION SHARES AND INALA ISSUE SHARES AS A CATEGORY 2, RELATED PARTY TRANSACTION

TO RESOLVE AS AN ORDINARY RESOLUTION:

THAT in accordance with the Eswatini Stock Exchange Listing Requirements, the Company be and is hereby authorised to dispose all its shareholding, comprising 256 ordinary shares, in Alliance Foods Eswatini Pty Ltd ("Alliance Foods") (the "Alliance Foods Shares") to Inala Capital Limited ("Inala") for a purchase consideration of E93,998,723.00 (the "Alliance Foods Price"), as more fully described in the Circular annexed to this Notice.

THAT in lieu of cash, the Alliance Foods Price shall be discharged by the following:

- The disposal by Inala to the Company of a 5.97% shareholding in General Africa Foods Eswatini Pty Ltd ("GAFE") comprising 16 ordinary shares, (the "Consideration Shares"), including any claims Inala has in GAFE at the time of closing (the "GAFE Price"); and
- The issue by Inala of new ordinary shares equal in value to satisfy the balance of the Alliance Foods Price after deducting the value of the GAFE Price (the "Inala Issue Shares").

RESOLUTION 5 (ORDINARY RESOLUTION): AUTHORITY TO DISPOSE OF THE NGWANE MILLS SHARES AS A CATEGORY 2, RELATED PARTY TRANSACTION

WHEREAS the Company wholly owns Swagri Holdings Limited; and Swagri Holdings owns 213 ordinary shares in Ngwane Mills (the "Ngwane Mills Shares").

TO RESOLVE AS AN ORDINARY RESOLUTION:

THAT in accordance with the terms of the Eswatini Stock Exchange Listing Requirements Swagri Holdings (Pty) Limited, a wholly owned subsidiary of the Company, be and is hereby authorised to dispose of the Ngwane Mills Shares to Inala Capital Limited for the Ngwane Mills Price as more fully described in the Circular annexed to this Notice.

RESOLUTION 6 (ORDINARY RESOLUTION): CONTROL OF UNISSUED SHARES

TO RESOLVE, as an ordinary resolution in terms of section 201 of the Companies Act of 2009, THAT until the conclusion of the next Annual General Meeting of the Company, the unissued ordinary shares of the Company be and are hereby placed under the control of the directors, to allot and issue to such person or persons on such terms and conditions and at such times as the directors in their discretion may determine, subject to the provisions of the Companies Act and Listings Requirements.

RESOLUTION 7 (SPECIAL RESOLUTION): LOANS TO RELATED OR INTER-RELATED COMPANIES

TO RESOLVE, as a special resolution, THAT in terms of section 35(1) and (3) of the Companies Act of 2009 (Act 8 of 2009), that the board of directors of the Company be and is hereby authorised to approve that the Company may employ its funds, directly or indirectly in loans, guarantee of a loan or other obligation or the securing of a debt or other obligation to / of any company which is the Company's holding company or which is a subsidiary of the holding company or its subsidiary ("a related or inter-related company"), on the terms and conditions and for amounts that the board of the Company may determine and deem fit, provided that the aforementioned approval shall be valid until the date of the next Annual General Meeting of the Company.

By Order of the Board

Date: 21 November 2024

Registered Office:

1st Floor, Matsapha Link
Along College Road & Lihawu Street
Matsapha, Eswatini

Notes

A member entitled to attend and vote may appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.

Meeting participants (including proxies) will be required to provide reasonably satisfactory identification before being entitled to participate in or vote at the Annual General Meeting. Forms of identification that will be accepted include original and valid identity documents, driver's licenses and passports.

Shareholders are required to RSVP with Ayanda Matsebula : matsebulaa@africanalliance.sz or Sengetile Mkhumane : mkhumanes@africanalliance.sz on or before 11 December 2024.

Any shareholder who requires a soft copy or has changed their email address must request same by email to: Securities@africanalliance.sz

Manager



African Alliance Eswatini Capital (Pty) Limited
(Registration number 2915 of 2021)
1st Floor, Matsapha Link,
Along College Road & Lihawu Street
Matsapha, Eswatini

Sponsoring Broker



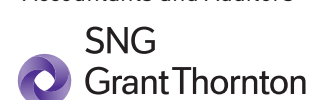
African Alliance Eswatini Securities Limited
(Registration number 549 of 1998)
1st Floor, Matsapha Link,
Along College Road & Lihawu Street
Matsapha, Eswatini

Transfer Secretary



PricewaterhouseCoopers Services (Pty) Ltd,
(Registration number 418 of 1998)
Rhus Office Park,
Kal Grant Street,
Mbabane, Eswatini

Independent Reporting
Accountants and Auditors



SNG Grant Thornton Chartered Accountants (Eswatini)
(Registration number 295 of 1987)
Lot 195, Kal Grant Street
Mbabane, Eswatini