



An invitation from our Chairman



Dear shareholder,

On behalf of the Board, we invite you to attend the 2025 AGM, which will be held at 478 James Crescent, Halfway House Midrand, at 14:00 on Friday, 25 July 2025. Shareholders are encouraged to attend and participate in the AGM using the details set out in the Voting Process section.

This detailed Notice of AGM sets out the business to be conducted at the meeting. Also included in this document is the form of proxy and additional information to assist shareholders in their decision-making.

Our financial and operational performance for 2025 demonstrates our resilience in a challenging social and economic context. Despite these pressures, we continued to make strides towards achieving our key strategic objectives.

Chris Boule

The AGM provides the Board with the opportunity to present the Group's performance for the 2025 financial year to our shareholders. The Chairmen of the various Board Committees, senior management and the Company's external auditors will contribute, and be available to engage with shareholders and respond to their questions.

Casting informed votes

The full audited consolidated AFS for the year ended 28 February 2025 is available on the Company's website at www.famousbrands.co.za. Read more about our financial performance for 2025 on page 49, execution against strategy on page 43, the performance of our Brands on page 55, and our Supply Chain on page 66.

Voting by proxy

The Board recognises the importance of our shareholders' attendance and encourages your participation at the AGM. If you are unable to attend and participate, you may vote by proxy in accordance with the instructions in this Notice. The form of proxy is available on the Company's website: www.famousbrands.co.za.

Your questions

You are welcome to forward any questions you would like to address to the Board in advance. These will be responded to via email. Please send your questions through by 14:00 on Wednesday, 23 July 2025. Enquiries should be sent to the Group Company Secretary on: companysecretary@famousbrands.co.za or investorrelations@famousbrands.co.za.

Considering our commitment to limiting our environmental footprint, printed copies of our reports will only be made available to shareholders on request.

I look forward to welcoming you at the AGM.

Chris Boule

Independent non-executive Chairman

20 June 2025



Notice of AGM

Famous Brands Limited

(Incorporated in the Republic of South Africa)

Registration number 1969/004875/06

JSE and A2X code: FBR ISIN: ZAE000053328

(Famous Brands or the Company)

Date of issue: 20 June 2025

Notice is hereby given in terms of section 62(1) of the Companies Act, No. 71 of 2008, as amended (the Companies Act) that the thirty-first (31st) Annual General Meeting of the shareholders of the Company will be held on Friday, 25 July 2025, at 14:00 (South African time).

This document is important and requires your immediate attention

If you are in any doubt about the action you should take, consult your broker, Central Securities Depository Participant (CSDP), banker, financial adviser, accountant or other professional adviser immediately.

The Notice is only available in English. Copies may be obtained from the registered office of the Company and the transfer secretaries, Computershare Investor Services (Pty) Limited (Computershare).

The purpose of the AGM

The purpose of the meeting is to:

- Present the Group's audited AFS for the year ended 28 February 2025, including the Directors' report, the Audit and Risk Committee report, the independent auditor's report, and the summary of the AFS.
- Present the Social and Ethics Committee report for the year ended 28 February 2025 in terms of regulation 43 of the Companies Act Regulations.
- Consider and, if deemed fit, pass, with or without modification, the ordinary and special resolutions as set out in this Notice.

Record date of proxies and voting

	Date
Date for publishing of Notice	Fri, 20 June 2025
Last day to trade to be eligible to attend and vote at the AGM	Tues, 15 July 2025
Record date to be eligible to participate in and vote at the AGM	Fri, 18 July 2025
Forms of proxy to be lodged with Computershare by no later than 14:00 on	Wed, 23 July 2025
Publication of results of the AGM	Fri, 25 July 2025

Quorum and voting requirements

For purposes of considering the resolutions to be proposed at the AGM, a quorum will consist of three shareholders of the Company, personally present or represented by proxy, and entitled to vote. In addition, a quorum shall comprise 25% of all voting rights entitled to be exercised by shareholders in respect of the proposed resolutions.

Every shareholder of the Company, present or represented by proxy, shall receive one vote for every share held in the Company by such a shareholder. The voting will be conducted by way of a poll.

Unless specifically stated otherwise, an ordinary or special resolution must be supported by more than 50% and 75% of shareholders, respectively. This includes shareholders present or represented by proxy at the AGM.

By order of the Board

Celeste Appollis

Company Secretary

20 June 2025

**Notice of AGM** *(continued)*

Part A – presentation of AFS, Audit and Risk Committee Report and Social and Ethics Committee Report

Presentation of the AFS and Audit and Risk Committee Report

To present the consolidated audited AFS of the Company and its subsidiaries as approved by the Board, together with the reports of the directors, Audit and Risk Committee, and external auditors of the Company for the year ended 28 February 2025.

The full audited consolidated AFS for the year ended 28 February 2025 is available on the Company's website at www.famousbrands.co.za.

Report of the Social and Ethics Committee

The report of the Social and Ethics Committee for the year ended 28 February 2025, as set out on page 124 to 126 of this report, is presented to shareholders as required in terms of Regulation 43 of the Companies Act.

During the review period, the Social and Ethics Committee, together with the Social and Ethics Working Group, worked on matters related to:

- Social, health and the environment
- Human capital and employment equity
- Preferential procurement
- Community development and CSI
- Reducing our environmental impact

Read more on page 124.

Part B – Ordinary resolutions

Ordinary resolution number 1 – Adoption of the AFS

To receive and consider the audited consolidated AFS for the year ending 28 February 2025

“RESOLVED THAT the audited consolidated AFS of the Company and its subsidiaries, together with the auditors', Audit and Risk Committee's and Directors' reports for the year ended 28 February 2025, be and are hereby received and adopted.”

The full audited consolidated AFS for the year ended 28 February 2025 is available on the Company's website at www.famousbrands.co.za.

Ordinary resolution number 2 – Re-appointment of external auditors

To re-appoint KPMG as the Company's independent auditors, to hold office until the conclusion of the next AGM. The Audit and Risk Committee has recommended the reappointment of KPMG as the Company's auditors. Ms Brenda Jajula is the lead audit partner and was appointed in 2025. The Audit Committee has concluded that the appointment of KPMG as the Company's auditors complies with the requirements of section 90 of the Companies Act and the regulations and accordingly nominates KPMG for re-appointment as the Company's auditors.

“RESOLVED THAT KPMG be and are hereby appointed auditors of the Company.”

The auditor's profile can be found on page 161.

Ordinary resolutions number 3.1 and 3.2 – Election of directors

Mr Alex Maditse, Ms Busisiwe Mathe and Mr Nicolaos Halamandaris are obliged to retire at this annual general meeting in accordance with the Company's Memorandum of Incorporation (MOI). Having so retired, they are eligible for re-election as directors.

3.1 “RESOLVED THAT Mr Alex Maditse is hereby re-elected as a director of the Company.”

3.2 “RESOLVED THAT Ms Busisiwe Mathe is hereby re-elected as a director of the Company.”

3.3 “RESOLVED THAT Mr Nicolaos Halamandaris is hereby re-elected as a director of the Company.”

Brief résumés of the directors up for re-election to the Board can be found on page 112.

Ordinary resolution number 4 – Election of the members of the Audit and Risk Committee

To elect the following independent non-executive directors as members of the Company's Audit and Risk Committee, to hold office until the end of the next AGM.

4.1 “RESOLVED THAT Ms Busisiwe Mathe be and is hereby re-elected as a member of the Company's Audit and Risk Committee with effect from the end of the AGM, subject to the passing of ordinary resolution 3.2.”

4.2 “RESOLVED THAT Mr Thabo Mosololi be and is hereby re-elected as a member of the Company's Audit and Risk Committee with effect from the end of the AGM.”

4.3 “RESOLVED THAT Ms Fagmeedah Petersen-Cook be and is hereby re-elected as a member of the Company's Audit and Risk Committee with effect from the end of the AGM.”

Brief résumés of the Directors up for rotation onto the Audit and Risk Committee can be found on page 112.

**Notice of AGM** *(continued)***Ordinary resolution number 5 – Election of the members of the Social and Ethics Committee**

To elect the following directors as members of the Company's Social and Ethics Committee, to hold office until the end of the next AGM.

- 5.1 "RESOLVED THAT Mr Alex Maditse be and is hereby elected as a member of the Company's Social and Ethics Committee with effect from the end of the AGM, subject to the passing of ordinary resolution 3.1."
- 5.2 "RESOLVED THAT Ms Busisiwe Mathe be and is hereby elected as a member of the Company's Social and Ethics Committee with effect from the end of the AGM, subject to the passing of ordinary resolution 3.2."
- 5.3 "RESOLVED THAT Mr William Mzimba be and is hereby elected as a member of the Company's Social and Ethics Committee with effect from the end of the AGM."
- 5.4 "RESOLVED THAT Mr Nicolaos Halamandaris be and is hereby elected as a member of the Company's Social and Ethics Committee with effect from the end of the AGM, subject to the passing of ordinary resolution 3.3."
- 5.5 "RESOLVED THAT Mr Darren Paul Hele be and is hereby elected as a member of the Company's Social and Ethics Committee with effect from the end of the AGM."

Ordinary resolution number 6 – General authority

To authorise any director or the Company Secretary to execute and sign any documentation that may be required to be signed in order to implement resolutions passed at the AGM.

"RESOLVED THAT any director of the Company and/or the Company Secretary be and are hereby authorised to execute all documents and to do all such further acts and things as they may in their discretion consider appropriate to implement the ordinary and special resolutions set out in the Notice if approved by the shareholders."

Non-binding advisory resolutions**Resolution number 7 – Approval of the Remuneration Policy**

To consider and approve by way of a non-binding advisory resolution, the Company's Remuneration Policy, as set out on pages 137 to 148 of this report. King IV and the JSE Listings Requirements recommend that a separate non-binding advisory vote should be obtained from shareholders on the Company's Remuneration Policy. This vote enables shareholders to express their views on the Company's Remuneration Policy.

"RESOLVED THAT the Remuneration Policy for the year ended 28 February 2025 be and is hereby approved."

The Remuneration Policy can be found on page 137.

Ordinary resolution number 8 – Approval of the Remuneration Implementation Report

To consider and approve by way of a non-binding advisory resolution, the Remuneration Implementation Report, as set out on page 149 of this report. King IV and the JSE Listings Requirements recommend that a separate non-binding advisory vote should be obtained from shareholders on the Implementation Report of the Company's Remuneration Policy. This vote enables shareholders to express their views on the extent of implementation of the Company's Remuneration Policy.

"RESOLVED THAT the Remuneration Implementation Report for the year ended 28 February 2025 be and is hereby approved."

Reason for and effect of non-binding advisory votes 7 and 8

These resolutions are tabled in accordance with the JSE Listings Requirements and the King IV recommendation that the Company obtains a non-binding advisory vote by shareholders at the AGM on the Remuneration Policy and the remuneration Implementation Report applicable to all employees and directors of the Company and any of its subsidiaries or divisions. Failure to pass these resolutions will not have legal consequences relating to the existing arrangements. However, the Board will take the outcome of the vote into consideration when assessing Famous Brands' Remuneration Policy and will engage with shareholders with a view of obtaining an understanding of shareholders' concerns with the Remuneration Policy and/or Implementation Report.

The Implementation Report can be found on page 149.



Notice of AGM (continued)

Part C – Special resolutions

Special resolution number 1 – Approval of remuneration payable to Non-executive Directors and the Chairman

To approve, by way of separate resolutions, the remuneration payable to non-executive directors and the Chairman of the Board as outlined below:

- 1.1 “RESOLVED THAT the remuneration payable to non-executive directors be R448 660 per annum.”
- 1.2 “RESOLVED THAT the remuneration payable to the Chairman of the Board be R762 381 per annum.”
- 1.3 “RESOLVED THAT the remuneration payable to the Lead Independent Director be R84 000 per annum.”
- 1.4 “RESOLVED THAT the remuneration payable to the Chairman of the Audit and Risk Committee be R238 241 per annum.”
- 1.5 “RESOLVED THAT the remuneration payable to the members of the Audit and Risk Committee be R169 946 per annum.”
- 1.6 “RESOLVED THAT the remuneration payable to the Chairman of the Remuneration Committee be R171 534 per annum.”
- 1.7 “RESOLVED THAT the remuneration payable to the members of the Remuneration Committee be R135 957 per annum.”
- 1.8 “RESOLVED THAT the remuneration payable to the Chairman of the Nomination Committee be R 127 063 per annum.”
- 1.9 “RESOLVED THAT the remuneration payable to the members of the Nomination Committee be R127 063 per annum.”
- 1.10 “RESOLVED THAT the remuneration payable to the Chairman of the Social and Ethics Committee be R163 148 per annum.”
- 1.11 “RESOLVED THAT the remuneration payable to the members of the Social and Ethics Committee be R135 958 per annum.”
- 1.12 “RESOLVED THAT the remuneration payable to the Chairman of the Investment Committee be R46 746 per meeting.”
- 1.13 “RESOLVED THAT the remuneration payable to non-executive directors attending Investment Committee or unscheduled Committee meetings be R31 764 per meeting.”
- 1.14 “RESOLVED THAT the remuneration payable to a non-executive director who sits as Chairman of a partially owned subsidiary or associate company be R41 295 per meeting.”

1.15 “RESOLVED THAT the remuneration payable to a non-executive director who sits as a director on a partially owned subsidiary or associate company be R25 402 per meeting.”

1.16 “RESOLVED THAT the remuneration payable to a non-executive director for any additional meetings and/or consulting services rendered be R3 053 per hour.”

The amounts in resolutions 1.1 to 1.15 are exclusive of VAT. For clarity, to the extent that VAT is applicable, the Company is authorised to pay the VAT in addition to the proposed remuneration. The above remuneration will be effective from 1 June 2025 and paid quarterly in arrears.

The fees in respect of special resolutions 1.1 to 1.11 are based on a fixed fee payable.

The fees in respect of special resolutions 1.12 to 1.15 are based on attendance only.

The fees in respect of special resolution 1.16 shall be subject to prior approval of the Board.

Reason for and effect of special resolution number 1

The reason for proposing special resolution number 1 is to increase the remuneration paid to non-executive directors, in respect of services rendered as directors in terms of section 66 of the Companies Act.

The proposed remuneration was proposed and accepted by the Board upon recommendation by the Remuneration Committee, which had considered the quantum of fees being paid to non-executive directors and to the Chairman. The proposed fees, therefore, reflect an increase of 5% on the fees paid in the previous year.

The Implementation Report can be found on page 149.

Special resolution number 2 – General authority to repurchase shares

“RESOLVED THAT the Company approves, as a general approval contemplated in section 48 of the Act, the acquisition by the Company (or by a subsidiary of the Company) of ordinary shares issued of the Company on such terms and conditions and in such amounts as the directors of the Company may decide, but subject always to the provisions of the Companies Act and the JSE Listings Requirements, which general approval shall endure until the next AGM of the Company (when this approval shall lapse unless it is renewed at that AGM, provided that it shall not extend beyond 15 (fifteen) months from the date of this special resolution, whichever period is shorter), subject to the following limitations:

- The repurchase of securities is implemented through the order book of the JSE’s trading system, without any prior understanding or arrangement between the Company and the counterpart;
- The Company is so authorised by its MOI;
- The general purchase is limited to a maximum of 5% (five percent) in aggregate of the Company’s issued share capital in any one financial year;



Notice of AGM *(continued)*

- The general purchase by the subsidiaries of the Company is limited to a maximum of 5% (five percent) in aggregate of the Company's issued share capital;
- The general purchase is not made at a price greater than 10% (ten percent) above the weighted average of the market value for the securities of the five business days immediately preceding the date on which the transaction was effected;
- The repurchase does not take place 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 prohibited period are fixed (not subject to any variation) and has been submitted to the JSE in writing prior to the commencement of the prohibited period. The issuer must instruct an independent third party, which makes its investment decisions in relation to the issuer's securities independently of, and uninfluenced by, the issuer, prior to the commencement of the prohibited period, to execute the repurchase programme submitted to the JSE;
- The Company publishes an announcement after it or its subsidiaries has cumulatively acquired 3% (three percent) of the number of ordinary shares in issue at the time that the shareholders' authority for the purchase is granted and for each 3% (three percent) in aggregate of the initial number acquired thereafter; and
- The Company appoints only one agent at any point in time to effect any repurchases on its behalf. After considering the aggregate effect of the maximum repurchase, the directors of the Company are of the opinion that for a period of 12 (twelve) months after the date of this Notice:
 - The Company or the relevant company's subsidiaries (the Group) shall satisfy the solvency and liquidity test in the manner contemplated by the Companies Act and the JSE Listings Requirements;
 - The Company and the Group will be able, in the ordinary course of business, to repay their debt;
 - The assets of the Company and the Group, fairly valued in accordance with IFRS, will be in excess of the liabilities of the Company and the Group;
 - The share capital and reserves of the Company and the Group will be adequate for ordinary business purposes; and
 - The working capital of the Company and the Group will be adequate for ordinary business purposes."

Reason for and effect of special resolution number 2

The purpose of this resolution is to authorise the Company and its subsidiaries, by way of general approval, to acquire the Company's issued ordinary shares on terms and conditions and in amounts to be determined by the directors of the Company, subject to certain statutory provisions and the JSE Listings Requirements.

Material changes

There have been no material changes in the financial or trading position of the Group since the publication of the AFS for the year ended 28 February 2025 and the date of this Notice.



The full Group Annual Financial Statements for the year ended 28 February 2025 is available on the Company's website at www.famousbrands.co.za.

Directors' responsibility statement

The directors, whose names appear on pages 112 to 114 of this report, collectively and individually accept full responsibility for the accuracy of the information given in this special resolution number 2 and certify to the best of their knowledge and belief, that there are no other facts, the omission of which would make any statement false or misleading, that they have made all reasonable enquiries in this regard and that this resolution contains all information required by law and the JSE Listings Requirements.

Statement of intent

The Board will only implement a general repurchase of the Company's shares if all relevant prevailing circumstances warrant such a decision.

Special resolution number 3 – financial assistance to related and inter-related companies

"RESOLVED THAT the Board may, subject to compliance with the requirements of the Company's MOI, the Companies Act, and the JSE Listings Requirements, where applicable, (including but not limited to the Board 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), authorise the provision by the Company, at any time and from time to time during the period of 2 (two) years commencing on the date of approval of this special resolution, of direct or indirect financial assistance, (including without limitation by way of a loan, a guarantee of a loan, subordination of a loan/claim or other obligation or the securing of a debt or other obligation), as envisaged in section 45 of the Companies Act, to any 1 (one) or more related or inter-related companies or corporations of the Company and/or to any 1 (one) or more members of any such related or inter-related company or corporation related to any such company or corporation as outlined in section 2 of the Companies Act, for any purpose in the normal course of business of the Company, on such terms and conditions as the Board may deem fit."



Notice of AGM *(continued)*

Reasons for and effect of special resolution number 3

The main purpose of this authority is to grant the Board the authority to enable the Company to provide financial assistance, when the need arises, to the potential recipients envisaged in the special resolution in accordance with the provisions of section 45 of the Companies Act. The Company may not provide the financial assistance contemplated in section 45 of the Companies Act without a special resolution. The above resolution provides the Board with the authority to allow the Company to provide direct or indirect financial assistance, including but without limitation by way of the provision of warranties or the provision of indemnities or a loan, guaranteeing of a loan or other obligation or securing of a debt or other obligation, to the recipients contemplated in special resolution number 3.

It is difficult to foresee the exact details of financial assistance that the Company may be required to provide over the next 2 (two) years.

However, the Company must be able to organise its internal financial administration effectively. The general authority in special resolution number 3 will allow the Company to continue to grant financial assistance to the relevant parties in appropriate circumstances.

For these reasons, and because it would be impracticable and difficult to obtain shareholder approval every time the Company wishes to provide financial assistance as contemplated above, it is necessary to obtain the approval of shareholders, as set out in special resolution number 1. If approved, this general authority will expire at the end of 2 (two) years from the date on which this resolution is approved. It is, however, the intention to renew the authority annually at each AGM of shareholders.

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

Notice in terms of s 45(5) of the Companies Act

The following resolution was approved by shareholders at the 2024 AGM:

“RESOLVED THAT the Board may, subject to compliance with the requirements of the Companies MOI, the Companies Act, and the JSE Listing Requirements, where applicable, (including but not limited to the Board being satisfied that immediately after providing the financial assistance, the Company would be 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), authorise the provision by the Company, at any time and from time to time during the period of 2 (two) years commencing on the date of approval of this special resolution, of direct or indirect financial assistance, (including without limitation by way of the loan, guarantee of the a loan, subordination of a loan/claim or other obligation or the securing of a debt of other obligation), as envisaged in section 45 of the Companies Act, to any 1 (one) or more related or inter-related companies or corporations of the Company and/or to any 1 (one) or more members of any such related or inter-related company or corporation as outline in section 2 of the Companies Act, for any purpose in the normal course of business of the Company, on such terms and conditions as the Board may deem fit.”

The Board has adopted a resolution approving the grant of financial assistance to Famous Brands Management Company (Pty) Limited, in the total sum of R1 781 million in the form of a guarantee provided under the Group debt facility agreement, and inter-company loans to related companies in the Group. The relevant provisions of the Companies Act and the JSE Listing Requirements, including the solvency and liquidity test, were satisfied each time a resolution of the Board was adopted for the provision of financial assistance by the Company. The terms under which the financial assistance was proposed to be given were fair and reasonable to the Company.

Special resolution number 4 – Amendment to the Memorandum of Incorporation

“RESOLVED THAT the existing Clause 21.6 of the MOI be deleted in its entirety and substituted with a new Clause 21.6, to read as follows:

- 21.6 “The annual general meeting of SHAREHOLDERS shall provide, at a minimum, for the following business to be transacted:
 - 21.6.1 the presentation of —
 - 21.6.1.1 the DIRECTORS’ report;
 - 21.6.1.2 the audited financial statements for the immediately preceding financial year;
 - 21.6.1.3 an audit committee report;
 - 21.6.1.4 social and ethics committee report; and
 - 21.6.1.5 a remuneration report.
 - 21.6.2 the election of DIRECTORS, to the extent required by the ACT and by clause 28.8 of this MOI;
 - 21.6.3 the appointment of —
 - 21.6.3.1 an auditor for the ensuing financial year;
 - 21.6.3.2 the audit committee; and
 - 21.6.3.3 the social and ethics committee; and
 - 21.6.4 any matters raised by the SHAREHOLDERS, with or without advance notice to the COMPANY.”

Reasons for and effect of special resolution number 4

The purpose of the special resolution in terms of Section 65(11)(a) of the Companies Act is to amend the provisions of the Memorandum of Incorporation (“MOI”) of the Company in order to enable the Company to comply with the amendments to the Companies Act, as envisaged in the Companies Amendment Act 16 of 2024 and the Companies Amendment Act 17 of 2024, insofar as such amendments are effective from 27 December 2024.



Auditor profile

The Audit and Risk Committee appointed KPMG as the registered independent auditor for the financial year ended 28 February 2025 after satisfying itself that KPMG Inc. and Ms Brenda Jajula are independent as defined in the Companies Act and the Independent Regulatory Board for Auditors (IRBA) in terms of the Auditing Profession Act, No 26 of 2005 (Auditing Profession Act).

KPMG South Africa's professional services include audit, tax, legal and advisory services. Its clients include business corporations, governments, public sector agencies and not-for-profit organisations. They look to KPMG for a consistent standard of service based on high-order professional capabilities, industry insight and local knowledge. KPMG member firms can be found in over 140 countries. Collectively, they employ more than 145 000 people across a range of disciplines.

Through its audit quality plan, several market-leading initiatives have been implemented (Refer to the KPMG SA Transparency Report), including:

- A fully independent Board and three other fully independent non-executive members chairing board committees;
- A dedicated Audit Quality Committee to the Board; and
- Pro-active pre-issuance reviews of audits.

Ms Jajula has been a registered auditor with IRBA since 2017. She has been a member of the South African Institute of Chartered Accountants (SAICA) since 2010 and has 18 years of auditing experience. Client industries serviced include consumer markets (food and retail), hospitality, finance, technology, manufacturing, engineering and mining.



Voting process

Record dates, voting and proxies

Record dates

The record date on which shareholders must be recorded as such in the register of shareholders of the Company for the purposes of participating in and voting at the AGM is Friday 18 July 2025. The last day to trade in ordinary shares of the Company in order to be entitled to participate in and vote at the AGM is Tuesday, 15 July 2025.

Attendance, voting and proxies

Any member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend, speak and vote on his/her behalf. The form of proxy should be completed by those shareholders who are:

- holding shares in certificated form; or
- “own-name” registered dematerialised shareholders.

All other beneficial owners who have dematerialised their shares through a Central Securities Depository Participant (CSDP) or broker and wish to attend the AGM, must instruct their CSDP or broker to provide them with a letter of representation, or they must provide the CSDP or broker with their voting instructions in terms of the relevant custody agreement entered into between them and the CSDP or broker.

Note that voting will be performed by way of a poll, unless before the vote is taken it is determined by the chairperson of the AGM that the vote be decided on a show of hands, so each shareholder present or represented by way of proxy will be entitled to 1 (one) vote for every ordinary share held or represented.

1. Attention is drawn to the notes attached to the form of proxy.
2. Forms of proxy must be lodged at, posted to, or faxed to the registered office of the Company at 478 James Crescent, Halfway House, Midrand, 1685 (registered office) or the Company's transfer secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 or posted to the transfer secretaries at PO Box 61051, Marshalltown, 2107, South Africa (transfer secretaries), so as to be received by them by no later than 14:00 on Wednesday, 23 July 2025, provided that proxies which are not delivered timeously to the registered office or transfer secretaries, may be handed up to the Chairman of the AGM at any time before the proxy exercises any rights of the shareholder at the AGM. The completion of a form of proxy will not preclude a member from attending the AGM.

3. In terms of the Listings Requirements, as read with the Companies Act, and save where otherwise specified, 75% (seventy-five percent) of the votes cast by equities securities holders present or represented by proxy at the meeting must be cast in favour of the above special resolutions for them to be approved.
4. In terms of the Companies Act, a majority of the votes cast by shareholders present or represented by proxy at the meeting must be cast in favour of an ordinary resolution for it to be approved.
5. Section 63(1) of the Companies Act requires that meeting participants provide reasonably satisfactory identification. The Company will regard presentation of an original of a meeting participant's valid driving licence, identity document or passport to be satisfactory identification.

Transfer secretaries
Computershare Investor Services Proprietary Limited
Registration number 2004/003647/07
Rosebank Towers
15 Biermann Avenue
Rosebank
2196
South Africa

Private Bag X9000, Saxonwold, 2132, South Africa

Tel: +27 11 370 5000

Fax: +27 11 688 5248

By order of the Board

CD Appollis

Company Secretary

20 June 2025



Form of proxy

Famous Brands Limited

(Incorporated in the Republic of South Africa)

Registration number 1969/004875/06

JSE and A2X code: FBR ISIN: ZAE000053328

(Famous Brands or the Company)

For Famous Brands ordinary shareholders

- For use at the Annual General Meeting (AGM) of Famous Brands Limited to be held at 478 James Crescent, Halfway House, Midrand, on Friday, 25 July 2025, at 14:00, or any adjourned or postponed date and time determined in accordance with sections 64(4) and 64(11)(a)(i) of the Companies Act, No 71 of 2008, as amended (Companies Act).
- This form of proxy is not to be used by beneficial owners of shares who have dematerialised their shares (dematerialised shares) through a Central Securities Depository Participant (CSDP) or broker, as the case may be, unless you are recorded on the sub-register as an own-name dematerialised shareholder. Generally, you will not be an own-name dematerialised shareholder unless you have specifically requested your CSDP to record you as the holder of the shares in your own-name in the Company's sub-register.
- This form of proxy is only for use by certificated, own-name dematerialised shareholders and CSDPs or brokers (or their nominees) registered in the Company's sub-register as the holder of dematerialised ordinary shares.
- Each shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy (who need not be a shareholder of the Company) to attend, participate in and speak and vote in place of that shareholder at the AGM, and at any adjournment thereafter.
- Please note the following – your rights as a shareholder at the AGM:
 - The appointment of the proxy is revocable; and
 - You 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 that any shareholder of the Company that is a company may authorise any person to act as its representative at the AGM. Please also note that section 63(1) of the Companies Act requires that persons wishing to participate in the AGM (including the aforementioned representative) provide satisfactory identification before they may so participate. The Company will regard presentation of a meeting participant's valid driving licence, identity document or passport to be satisfactory identification.
- Note that voting will be performed by way of a poll so each shareholder present or represented by way of proxy will be entitled to 1 (one) vote for every ordinary share held or represented.

I/We, the undersigned:

(Name in block letter)

Of (insert address)

being a holder of _____ shares in the issued share capital of the Company, entitled to vote

do hereby appoint:

or, failing him/her, the Chairman of the meeting, as my/our proxy to vote for me/us on my/our behalf at the AGM of shareholders of the Company to be held at 14:00 on Friday, 26 July 2025 and at any cancellation, postponement or adjournment thereof as follows:

** (Indicate instructions to proxy by insertion of an "X" or the relevant number of votes exercisable by the member on a poll in the space provided in the table – see note 17.)*

	Number of votes		
Part B – Ordinary resolutions	*In favour of	*Against	*Abstain
Ordinary resolution number 1 – adoption of audited consolidated annual financial statements			
Ordinary resolution number 2 – re-appointment of external auditors			
Ordinary resolutions numbers 3.1 to 3.2: re-election of Directors			
3.1 To re-elect Mr A Maditse as a director of the Company			
3.2 To re-elect Ms B Mathe as a director of the Company			
3.3 To re-elect Mr N Halamandaris as a director of the Company			
Ordinary resolution number 4 – election of members of the Audit and Risk Committee			
4.1 To elect Ms B Mathe as a member of the Audit and Risk Committee			
4.2 To elect Mr T Mosololi as a member of the Audit and Risk Committee			
4.3 To elect Ms F Petersen-Cook as a member of the Audit and Risk Committee			
Ordinary resolution number 5 – election of the Social and Ethics Committee			
5.1 To elect Mr A Maditse as a member of the Social and Ethics Committee			
5.2 To elect Ms B Mathe as a member of the Social and Ethics Committee			
5.3 To elect Mr W Mzimba as a member of the Social and Ethics Committee			
5.4 To elect Mr N Halamandaris as a member of the Social and Ethics Committee			
5.5 To elect Mr DP Hele as a member of the Social and Ethics Committee			
Ordinary resolution number 6 – general authority			
Non-binding advisory votes			
Resolution number 7 – approval of the Remuneration Policy			
Resolution number 8 – approval of the Remuneration Implementation Report			
Part C – Special resolutions			
Special resolution number 1 – approval of remuneration payable to non-executive directors and the Chairman			
1.1 Remuneration payable to non-executive directors			
1.2 Remuneration payable to the Chairman of the Board			
1.3 Remuneration payable to the Lead Independent Director			
1.4 Remuneration payable to the Chairman of the Audit and Risk Committee			
1.5 Remuneration payable to the members of the Audit and Risk Committee			
1.6 Remuneration payable to the Chairman of the Remuneration Committee			
1.7 Remuneration payable to the members of the Remuneration Committee			
1.8 Remuneration payable to the Chairman of the Nomination Committee			
1.9 Remuneration payable to the members of the Nomination Committee			
1.10 Remuneration payable to the Chairman of the Social and Ethics Committee			
1.11 Remuneration payable to the members of the Social and Ethics Committee			
1.12 Remuneration payable to the Chairman of the Investment Committee			
1.13 Remuneration payable to non-executive directors attending Investment Committee or unscheduled Committee meetings			
1.14 Remuneration payable to a non-executive director who sits as Chairman of a partially owned subsidiary or associate company			
1.15 Remuneration payable to a non-executive director who sits as a director on a partially owned subsidiary or associate company			
1.16 Remuneration payable to a non-executive director for any additional meetings ~ and/or consulting services rendered			
Special resolution number 2 – general authority to repurchase shares			
Special resolution number 3 – financial assistance to related and inter-related companies			
Special resolution number 4 – amendment to the Memorandum of Incorporation			
and generally, to act as my/our proxy at the AGM. (If no directions are given, the proxy holder will be entitled to vote or to abstain from voting as that proxy holder deems fit).			
Signed at	on	2025	
Signature	assisted by me (where applicable)		

(State capacity and full name)

Each member is entitled to appoint 1 (one) or more proxy/ies (who need not be a member of the Company) to attend, speak and vote in place of that member at the AGM.

Please read the notes on the following page.



Notes to form of proxy

(Including a summary of rights in terms of Section 58 of The Companies Act)

- Each shareholder may participate in the AGM via electronic format.
 - At any time, a shareholder of a company may appoint any individual as a proxy to participate in, and speak and vote at, the AGM on behalf of the shareholder.
 - An individual appointed as a proxy need not also be a shareholder of the Company.
 - The proxy appointment must be in writing, dated and signed by the shareholder.
 - Forms of proxy must be forwarded to reach the Company's transfer secretaries, Computershare Investor Services Pty Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, or posted to the transfer secretaries at Private Bag X9000, Saxonwold, 2132, South Africa (transfer secretaries), or sent by email to proxy@computershare.co.za so as to be received by them by no later than 14:00 on Wednesday, 23 July 2025, provided that proxies which are not delivered timeously to the transfer secretaries, may be sent to the Chairman of the AGM, care of the transfer secretaries at proxy@computershare.co.za at any time before the proxy exercises any rights of the shareholder at the AGM.
 - The appointment of one or more proxies in accordance with the form of proxy to which these notes are attached will lapse and cease to be of force and effect immediately after the AGM of the Company to be held on Friday, 25 July 2025, at 14:00, or at any adjournment/(s) thereof, unless it is revoked earlier in accordance with paragraphs 7 and 8 below.
 - A 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/(ies) and to the Company at the registered office, for attention of the Company Secretary, to be received before the replacement proxy exercises any rights of the shareholder at the AGM or any adjournment/(s) thereof.
 - The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy/(ies)' authority to act on behalf of the shareholder 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 as required in paragraph 7(ii).
 - A shareholder can appoint one or more proxy/ies for the purposes of representing that shareholder at the AGM of the Company and at any adjournment/(s) thereof by completing and signing the form of proxy to which these notes are attached in accordance with the instructions it contains and returning it to the transfer secretaries, so as to be received by them by no later than 14:00 on Wednesday, 23 July and may be sent to the Chairman of the AGM, care of the transfer secretaries at proxy@computershare.co.za at any time before the proxy exercises any rights of the shareholder at a shareholders' meeting.
 - If the instrument appointing a proxy or proxies has been delivered to the Company in accordance with the provisions of paragraph 9, then, until that appointment lapses in accordance with the provisions of paragraph 6, any notice that is required in terms of the Companies Act, as amended from time to time or the Company's MOI to be delivered by the Company to the shareholder must be delivered by the Company to:
 - the shareholder;
 - the proxy or proxies, if the shareholder has: (i) directed the Company to do so, in writing; and (ii) paid any reasonable fee charged by the Company for doing so.
- Section 63(1) of the Companies Act requires that meeting participants provide reasonably satisfactory identification. The Company will regard presentation of a meeting participant's valid driving licence, identity document or passport to be satisfactory identification.
- Documentary evidence establishing the authority of a person who participates in, or speaks or votes at the AGM on behalf of a shareholder in a representative capacity, or who signs the form of proxy in a representative capacity, (for example, a certified copy of a duly passed directors' resolution in the case of a shareholder which is a company, a certified copy of a duly passed members' resolution in the case of a shareholder which is a close corporation and a certified copy of a duly passed trustees' resolution in the case of a shareholder who/which is/are a trust) must be presented to the person presiding at the AGM or attached to the form of proxy (as the case may be), and shall thereafter be retained by the Company.
- It is recorded that, in accordance with section 63(6) of the Companies Act, if voting on a particular matter is by polling, a shareholder or a proxy for a shareholder has the number of votes determined in accordance with the voting rights associated with the securities held by that shareholder.
- Any insertions, deletions, alteration or correction made to the form of proxy must be initialled by the signatory/(ies). Any insertion, deletion, alteration or correction made to the form of proxy but not complying with the foregoing will be deemed not to have been validly effected.
 - A shareholder may appoint two or more persons concurrently as proxies and may appoint more than one proxy to exercise voting rights attached to different securities held by the shareholder.
 - The person whose name stands first on the form of proxy and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow. If no names are indicated, the proxy shall be exercised by the Chairman of the AGM.
 - A 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. An "X" in the appropriate box indicates the maximum number of votes exercisable by that shareholder. Failure to comply with the above or to provide any voting instructions will be deemed to authorise the proxy to vote or to abstain from voting at the AGM as he/she/it deems fit in his/her/its discretion.
 - When there are joint holders of shares, any one holder may sign the form of proxy, and the vote of the senior shareholder (for which purpose seniority will be determined by the order in which the names of the shareholders appear in the Company's register) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote/(s) of the other joint shareholders.
 - The completion and lodging of this form of proxy will not preclude the shareholder who appoints one or more proxy/(ies) from participating in the meeting and speaking and voting in person thereat to the exclusion of any proxy/(ies) appointed in terms of the form of proxy should such shareholder wish to do so. The appointment of any proxy/(ies) is suspended at any time and to the extent that the shareholder chooses to act directly and in person in the exercise of any rights as a shareholder.