**Annual Report Questionnaire – Equity and Hybrid Issuers**

**Issuer Name \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Financial year \_\_\_\_\_\_\_\_\_\_\_\_\_\_**

*NB: Has the Annual Financial Statement Questionnaire of the issuer been submitted on WEBSTIR with the audited annual financial statements?*

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| **JSE LR REF** | **SUMMARY [ Primary Listings – Mainboard and AltX]** | **State reference/ Page number.** |
|  | **Additional content for annual reports** |  |
| **8.62 (a)** | **Issuers are required to provide disclosure of the following supplementary information:**  (a) in respect of their application of the King Code:   1. the implementation of the King Code through the application of the King Code disclosure and application regime, which may be incorporated via a weblink; and 2. a narrative on the non-binding advisory votes pursuant to paragraph 3.84(j), dealing specifically with (1) who the issuer engaged with and the manner and form of engagement and (2) the nature and steps taken to address objections.   AltX: 21.5: - The following provisions regarding corporate governance apply:   1. Application of the King Code disclosure and application regime to the principles set out in Part 5.3, Governing Structures and Delegation of the King Code; 2. Paragraphs 3.84(g), (h), (i), (j) and (k). |  |
| **8.62(b)** | **The information regarding trading statements set out in paragraph 3.4(b)(vi);** |  |
| **8.62(c)** | **The corporate governance information set out in paragraphs 3.84(a) to (j);**  3.84(a) (Exemption for SPAC see 4.39(a))  3.84(b) (Exemption for SPAC see 4.39(a))  Applies to AltX Issuers per 21.5(ii): |  |
| **8.62(d)** | **A narrative on compliance with paragraph 7.F.6. dealing with compliance with the laws of establishment and the MOI of the issuer.** |  |
| **8.62(e)** | **The disclosure of material risks as described in paragraph 7.F.7, which may be incorporated via a weblink.** |  |
| **8.62(f)** | **Profit forecasts:**  if the results for the period differ by 10% or more from any forecast or estimate previously published by the issuer for its own results or in the case of a property entity results published in terms of paragraph 13.12, an explanation of the difference must be provided. |  |
| **8.62(g)** | **Mineral Resources and Mineral Reserves:**  the information set out in paragraph 12.13.  NB. Please note that this is a separate written submission which must be submitted by the Issuer confirming compliance. |  |
| **8.62(h)** | **For a property entity, the disclosure referred to in paragraphs 13.39 and 13.46(h)(ii); and** |  |
| **8.62(i)** | **The separate financial statements of the listed company for a South African company.** |  |
| **8.62(j)** | **Disclosure on the weighted voting share structure in terms of paragraph 4.46(b) – (f), if applicable.** |  |
| 1.20 | **Annual Revision of List**  Schedule 2 Form D1 declaration  Please include details of matters of non-compliances during the review period.  **REIT and CISIP’s compliance declarations**   1. For REIT approved issuers, please note that in addition to Schedule 2 Form D1, a REIT Compliance declaration must be submitted pursuant to provision 13.49(d) within (four) months of financial year end; and 2. For CISIP’s a compliance declaration pursuant to paragraph 13.56 must be submitted within (four) months of the issuer’s financial year end. |  |
| 16.21(g)  Appendix 1 to section 11 | **Periodical returns: Electronic submission**  Issuer’s must submit to the JSE, the annual compliance report prepared pursuant to section 13G (2) of the BEE Act, unless an exemption can be provided to the JSE.  Please ensure an announcement is published with the link to where the annual compliance report can be found on the issuer’s website. |  |
| 3.84(i) | the board of directors or the nomination committee, as the case may be, must have a policy on the promotion of broader diversity at board level, specifically focusing on the promotion of the diversity attributes of gender, race, culture, age, field of knowledge, skills and experience. The issuer must confirm this by reporting to shareholders in its annual report on how the board of directors or the nomination committee, as the case may be, have considered and applied the policy of broad diversity in the nomination and appointment of directors. If applicable, the board of directors or the nomination committee must explain why any of the above diversity indicators have not been applied and further report progress in respect thereof on agreed voluntary targets; |  |

**Secondary and dual listings**

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| **LR REF** | **SUMMARY [ Secondary listings – Mainboard and AltX]** | **State reference/ Page number.** |
| **18.21(a)** | Continuing obligations  The JSE will allow the requirements of the primary exchange to take precedence in relation to applicant issuers with a secondary listing on the JSE, with the following exceptions:  the annual financial statements and any other communication with shareholders must state where the primary and secondary listings of the applicant issuer’s securities are; |  |
| **18.21(c)** | it must publish, in its interim and year-end results, headline earnings per share and diluted headline earnings per share together with an itemised reconciliation between headline earnings and the earnings used in the calculation; |  |
| **18.21(d)** | its interim and year-end results must be prepared and published in compliance with the acceptable accounting frameworks of the exchange where it has its primary listing; |  |
| **18.22**  **18.23** | In respect of an applicant issuer with a primary listing on an exchange not approved by the JSE, the applicant issuer must submit to the JSE, together with the applicant issuer’s annual financial statements pursuant to paragraphs 3.19 and 3.21(a) or by no later than four months from the financial year-end of the applicant issuer, details of the volume and value of securities traded (over the previous 24 months), on all exchanges where it has a listing, in order for the JSE to consider the applicant issuer’s continued secondary listing status.  In respect of an applicant issuer with a primary listing on an exchange not approved by the JSE, if both the volume and value of securities traded on the JSE exceeded 50% of the total volume and total value of those securities (over the previous 24 months) traded on all exchanges where the applicant issuer has a listing, then the applicant issuer's listing status on the JSE in respect of those securities may be converted to a primary listing. The converse would apply when both the volume and value of securities traded on the JSE was 50% or below.  For illustrative purposes only 18.22 information:   |  |  |  |  |  | | --- | --- | --- | --- | --- | | Total volumes JSE | JSE volume as a percentage of (Total for JSE and Other exchanges) | Total value JSE | JSE value as a percentage of (Total for JSE and Other exchanges) |  | | Total volume (other exchanges) | Other exchanges volume as a percentage of (Total for JSE and Other exchanges) | Total value\* (other exchanges) | Other exchanges value as a percentage of (Total for JSE and Other exchanges) | \*value must be expressed in common currency (apply the applicable conversion currency rate) | | **Total volumes for JSE and Other exchanges** | **Total percentage volume for JSE and Other exchanges** | **Total value for JSE and Other exchanges** | **Total percentage value for JSE and Other exchanges** |  | |  |
| **18.38** | Common accounting policies should be used for the companies comprising the DLC structure. |  |
| **18.39** | Aggregated annual financial statements must be published in accordance with IFRS for the merged DLC structure. In the event that the annual financial statements published for the merged DLC structure are not in accordance with IFRS, a comprehensive reconciliation to IFRS must be published and presented in Rands. Annual Financial Statements for the companies comprising the DLC structure may be published as supplementary information to the aggregated accounts of the DLC structure. |  |
| 1.20 | **Annual Revision of List**  Schedule 2 Form D1 declaration  Please include details of matters of non-compliances during the review period. |  |

**Refer to Form I for Accredited and Approved Exchanges (Main Board & AltX)**