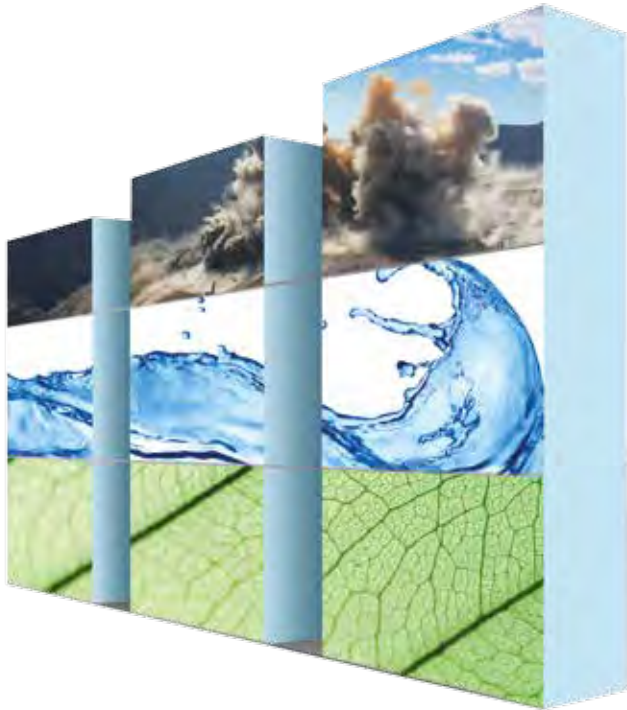




Integrated Annual Report

for the year ended 31 March 2013
and
Notice of Annual General Meeting
to be held on 26 September 2013



Delivering on growth **2013**



Our Integrated annual report 2013



Dear Shareholder

In line with Omnia's commitment to good environmental practice, we are again sending out our integrated annual report on CD rather than in print in order to lighten our impact on the environment and reduce unnecessary costs. Inserted in this notification is your copy of the Omnia Holdings integrated annual report for the year ended 31 March 2013, which you can scan through at your leisure, and print out sections that are particularly relevant to you. A full copy of the integrated annual report is on our website www.omnia.co.za and you may also request a traditional printed copy from Celeste Appollis, Omnia's company secretary. For your convenience, a brief summary of the results for the year ended 31 March 2013 is included in this booklet.

In preparing and disseminating our integrated annual report, Omnia has embraced the regulations and intent of King III, the Companies Act of 2008 and current JSE regulations.

I am most pleased to report to you that Omnia had an exceptional year in which we generated a record revenue of R13,5 billion and record profit of R880 million. Our Mining division had an exceptional year. Omnia obtained most of the benefits we envisaged at the time the Board approved the new R1,4 billion nitric acid complex and anticipates that these benefits will continue flowing into the Group in the years ahead. Our strategy of growing our business outside South Africa is proving successful, with revenue generated outside South Africa now standing at 34%, compared to 28% in FY2012.

I also have the pleasure of inviting you to the 46th Omnia Holdings annual general meeting (AGM), to be held at 10:00 on 26 September 2013 at our office in Bryanston, Johannesburg. I encourage each and every shareholder to attend in person, or to participate through the proxy and electronic channels outlined in this notification, which contains:

- the official AGM notice that lists proposed resolutions for adoption by the shareholders; and
- proxy and voting forms, together with guidelines for your participation should you decide not to attend in person.

Warm regards



NJ Crosse
Chairman

5 July 2013

Summary of the audited results

for the year ended 31 March 2013

Revenue up 24%

Revenue increased from R10,9 billion to a new record high R13,5 billion on the back of volume and sales price increases in the Mining and Agriculture divisions.

Operating profit up 39%

Operating profit increased from R885 million to R1 234 million on the back of a 54% increase in the operating profit of the Mining division, a 37% increase in the operating profit of the Agriculture division offset by a 35% reduction in the operating profit of the Chemicals division.

Operating margin improves by 1,0%

Operating margin increased from 8,1% to 9,1% on the back of the improved operating margins of our Mining and Agriculture divisions, offset by a reduction in the operating margin of the Chemicals division.

Profit for the year up 40%

Profit for the year increased from R629 million to R880 million on the back of the strong performance of the Mining and Agriculture divisions, a lower taxation rate, offset by higher finance expenses.

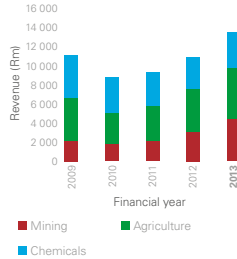
Basic earnings per share up 40%

Basic earnings per share increased from 950 cents per share to 1 332 cents per share. Headline earnings per share increased by 39% from 959 cents per share to 1 331 cents per share.

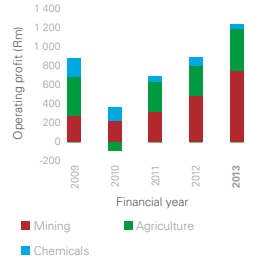
Debt:equity ratio improves to 12%

The debt:equity ratio improved from 19% to 12% and net interest-bearing debt reduced from R777 million to R573 million.

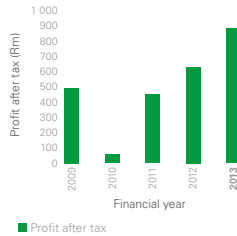
Divisional revenue



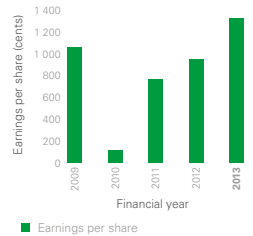
Divisional operating profit



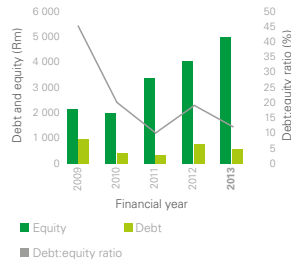
Profit after tax



Earnings per share



Debt:equity



Total dividend per share for year up 50%

Final dividend of 270 cents per share (2012: 180 cents) has been declared which together with the interim dividend of 150 cents per share (2012: 100 cents) totals 420 cents per share – an increase of 50% compared to the prior year total dividend of 280 cents per share.

Notice to shareholders of Omnia Holdings Limited

for the year ended 31 March 2013

Notice is hereby given that the 46th annual general meeting of Omnia Holdings Limited will be held on Thursday, 26 September 2013 at 10:00 or any other adjourned or postponed time determined in accordance with the provisions of subsections 64(4) or 64(11)(a)(i) of the Act, at Omnia House, 13 Sloane Street, Epsom Downs, Bryanston, South Africa to consider and, if deemed fit, to pass with or without modification, the resolutions set out below.

The notice of the company's 46th annual general meeting has been sent to shareholders who were recorded as such in the company's securities register on Friday, 5 July 2013, being the notice record date used to determine which shareholders are entitled to receive notice of the annual general meeting.

The record date on which shareholders must be registered in the securities register in order to attend and vote at the 46th annual general meeting is Friday, 20 September 2013, being the voting record date used to determine which shareholders are entitled to attend and vote at the annual general meeting. The last day to trade in order to be entitled to vote at the annual general meeting will therefore be Friday, 13 September 2013.

ORDINARY BUSINESS

- Ordinary resolution number 1:** The presentation of the annual financial statements
To present the annual financial statements for the year ended 31 March 2013, together with the reports of the directors, audit committee and auditors.
- Ordinary resolution number 2:** Re-appointment of auditors and confirmation of their remuneration
To approve the continuation in office of the current auditors, PricewaterhouseCoopers Inc., as independent auditors for the forthcoming year and to confirm their remuneration for the past year's audit.
- Ordinary resolution number 3:** Re-election of director: Dr WT Marais
To re-elect Dr WT Marais who retires by rotation in terms of the company's memorandum of incorporation.
- Ordinary resolution number 4:** Re-election of director: Mr HP Marais
To re-elect Mr HP Marais, as alternate to Dr WT Marais, who retires by rotation in terms of the company's memorandum of incorporation.

Notice to shareholders of Omnia Holdings Limited (continued)

5. **Ordinary resolution number 5:** Re-election of director: Mr SW Mncwango
To re-elect Mr SW Mncwango who retires by rotation in terms of the company's memorandum of incorporation.

All retiring directors are eligible and offer themselves for re-election as directors of Omnia Holdings Limited in accordance with the provisions of the memorandum of incorporation of Omnia Holdings Limited.

Abbreviated *curriculum vitae* in respect of each director offering himself for re-election or confirmation are listed immediately below this notice.

6. **Appointment of the audit committee**

6.1 **Ordinary resolution number 6.1:** Appointment of HH Hickey to the audit committee
To confirm the appointment of independent non-executive director, HH Hickey, to the audit committee.

6.2 **Ordinary resolution number 6.2:** Appointment of D Naidoo to the audit committee
To confirm the appointment of independent non-executive director, D Naidoo, to the audit committee.

6.3 **Ordinary resolution number 6.3:** Appointment of FD Butler to the audit committee
To confirm the appointment of independent non-executive director, FD Butler, to the audit committee.

Abbreviated *curriculum vitae* in respect of each director offering himself for appointment to the audit committee are listed immediately below this notice.

7. **Ordinary resolution number 7:** Approval of remuneration policy
To approve the company's remuneration policy for the year ended March 2013 contained on pages 106 to 112 of the Omnia Holdings Limited integrated annual report dated 20 June 2013 which was distributed to shareholders in July 2013.

Explanation

This resolution is required in accordance with the King III recommendation that the company obtain an advisory vote by the shareholders in general meeting, on the remuneration policy applicable to all employees and directors of the company, and any of its subsidiaries or divisions. The vote is not binding on the company.

8. **Ordinary resolution number 8:** General authority to place unissued shares under the control of the directors
To renew the authority that all the unissued shares be placed under the control of the directors.

Subject to the provisions of the memorandum of incorporation of the company and the JSE Listings Requirements, that the entire authorised but unissued share capital of the company from time to time, be and is hereby placed under the disposal and under the control of the directors of the company and the directors are hereby authorised to allot, issue and otherwise dispose thereof to such person or persons and on such terms and conditions at their discretion as a general authority until the next annual general meeting, and subject to the aggregate number of such shares able to be allotted, issued and otherwise disposed of in terms of this resolution being limited to a maximum of 5% (five percent) of the number of issued share capital and further subject to the provisions of the JSE Listings Requirements.

9. **Ordinary resolution number 9:** Authorisation to sign documents giving effect to resolutions
That any one director or the secretary of the company be and they are hereby authorised to do all such things and sign all documents and take all such actions as they consider necessary to implement the resolutions set out in the notice convening the annual general meeting.

All ordinary resolutions shall require 50% of the votes cast by shareholders present or represented by proxy at this annual general meeting, and entitled to vote, in order to pass.

Notice to shareholders of Omnia Holdings Limited (continued)

SPECIAL BUSINESS

10. Special resolutions numbers 10.1 and 10.2

10.1 **Special resolution 10.1:** Approval of non-executive directors' fees

To approve the basis for compensation to non-executive directors as a fee per meeting attended and an hourly fee for any additional consulting services rendered, and that the annual fees payable to the non-executive directors from 1 October 2013 until 30 September 2014, and which will be paid quarterly in arrears, be as follows:

Activity	Current fee	Proposed fee
Main board per meeting attended	R30 750	R32 500
Main board-related consulting services per hour	R2 200	R2 400
Subsidiary board per meeting attended	R17 000	R18 000
Subsidiary board-related consulting services per hour	R1 850	R2 000
Audit committee per meeting attended	R24 000	R25 500
Audit committee chairperson per meeting attended	R41 500	R44 000
Remuneration, and social, ethics and risk committee per meeting attended	R17 000	R18 000
Remuneration, and social, ethics and risk committee chairperson per meeting attended	R29 750	R31 500

10.2 **Special resolution 10.2:** Approval of chairman's fees

To approve that the chairman's fees be increased from R2 500 000 to R2 650 000 from 1 October 2013 until 30 September 2014.

Explanation

The reason for and effect of special resolutions numbers 10.1 and 10.2 is to grant the company the authority to pay fees or remuneration to its directors for their services as directors in accordance with section 66(9) of the Companies Act. Each of special resolutions numbers 10.1 and 10.2 will be considered by way of a separate vote and, in order for each such resolution to be adopted, in terms of the JSE Listings Requirements as read with the Act, the support of at least 75% (seventy-five percent) of the total number of the votes cast by shareholders present or represented by proxy at this annual general meeting, and entitled to vote, is required.

The chairman receives a fixed monthly fee irrespective of the amount of time spent on main board, Board committees or other company-related matters.

The many years of experience and invaluable extensive knowledge of the Group has led to his in-depth involvement at a number of levels and functionalities, from strategic to operational issues. The chairman's involvement thus extends far beyond Board-related matters and the Board recognises that he has played a key role in the success that the Group has enjoyed and in building the Group to the strong position it enjoys. The chairman is a director of and a past chairman of CAIA.

The non-executive members of the Board review his fee on an annual basis for approval at the AGM. In reviewing the annual fee, due cognisance is given not only to comparative public information on the chairman's remuneration but also to acknowledge the in-depth involvement throughout the Group on other non-Board specific or related work and his personal contribution to the successful development and growth of the Group.

11. **Special resolution number 11:** Financial assistance to a related or inter-related company To authorise the directors, in terms of and subject to the provisions of section 45 of the Companies Act, to cause the company to provide any financial assistance to any company or corporation which is related or inter-related to the company, provided the total amount of such financial assistance granted shall not exceed a maximum of R7 billion.

Explanation

The reason for and effect of this special resolution number 11 is to grant the directors of the company the authority to cause the company to provide financial assistance to any company or corporation which is related or inter-related to the company. It does not authorise the provision of financial assistance to a director or prescribed officer of the company. In order for this special resolution number 11 to be adopted, in terms of the JSE Listings Requirements as read with the Act, the support of at least 75% (seventy-five percent) of the total number of votes cast by shareholders present or represented by proxy at this annual general meeting and entitled to vote, is required.

SOLVENCY AND LIQUIDITY STATEMENT

The directors confirm that the company will not enter into any transaction in terms of ordinary resolution number 8 or special resolution number 11 unless:

- the company and its subsidiaries (the Group) will be able to pay its debts as they become due in the ordinary course of business for a period of 12 (twelve) months after the date of the transaction;
- the assets of the company and the Group, valued in accordance with the accounting policies used in the latest Group annual financial statements will exceed the liabilities of the company and the Group for a period of 12 (twelve) months after the date of the transaction;
- the share capital and reserves of the company and the Group will be adequate for ordinary business purposes for a period of 12 (twelve) months after the date of the transaction; and
- the working capital of the company and the Group will be adequate for ordinary business purposes for a period of 12 (twelve) months after the date of the transaction.

Notice to shareholders of Omnia Holdings Limited (continued)

INTERPRETATION OF THIS NOTICE

In this notice (including the form of proxy attached hereto) the term:

- “Articles” means the articles of association of the company;
- “beneficial shareholder” means the holder of a beneficial interest in shares of the company who is entitled to cast the votes attaching to those shares but is not the registered shareholder of those shares;
- “Companies Act” means the Companies Act (No 71 of 2008), as amended;
- “control” shall mean where the company
 - is able, directly or indirectly, to exercise control of the majority of the voting rights associated with the securities of that other company, or
 - has the right to appoint or elect directors of that other company, who control a majority of the votes at a meeting of those directors;
- “CSDP” means the Central Securities Depository Participant;
- “financial assistance” includes lending money, guaranteeing a loan granted by a third party such as a financial institution or an obligation to a supplier, and securing any debt or obligation;
- “JSE Listings Requirements” means the JSE Limited Listings Requirements as amended from time to time and as interpreted and applied by the JSE Limited;
- “register” means the company’s securities register and the company’s register of disclosures of beneficial interest in securities;
- “registered shareholder” or “shareholder” in relation to the shares means the holder of those shares whose name is entered in the company’s register as such and is entitled to cast the votes attaching to those shares; and
- “related” or “inter-related” company is a company which is either directly or indirectly controlled by the company or the business of the company, or is a subsidiary of the company.

The directors of Omnia Holdings Limited consider that the proposed resolutions in the notice to shareholders are in the best interest of Omnia Holdings Limited and its shareholders and recommend that you vote in favour as the directors of Omnia Holdings Limited intend to do in respect of their own beneficial holdings.

VOTING

A member is entitled to attend and to vote at the abovementioned meeting subject to the provision of suitable identification. A member entitled to attend and vote at the abovementioned meeting may appoint one or more proxies to attend, speak and to vote in his/her stead. A proxy need not be a member of the company. A form of proxy is enclosed. On a show of hands every shareholder present in person or represented by proxy and if a member is a body corporate, its representative, shall have one vote and on a poll every shareholder present in person or represented by proxy and if the person is a body corporate, its representative, shall have one vote for every share held or represented by him/her.

A form of proxy is attached for completion by registered certificated shareholders and dematerialised shareholders with own-name registration who are unable to attend the annual general meeting in person, but wish to be represented thereat. Forms of proxy must be completed in accordance with its instructions and received by the company secretary at the registered office or the transfer secretaries at 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein (PO Box 4844, Johannesburg, 2000), before the commencement of the annual general meeting (or any adjournment thereof) or handed to the chairman of the meeting before the appointed proxy exercises any shareholder rights at the meeting, provided that should such proxy be returned to the company secretary or transfer secretaries later than 10:00, Monday, 23 September 2013, then before the meeting, a copy of such a form of proxy will need to be furnished to the chairman of the meeting before the proxy exercises any shareholder rights at the meeting.

Registered certificated shareholders and dematerialised shareholders with own-name registration who complete and lodge forms of proxy will nevertheless be entitled to attend and vote in person at the annual general meeting to the exclusion of their appointed proxy/(ies) should such member wish to do so. Dematerialised shareholders, other than with own-name registration, must inform their CSDP or broker of their intention to attend the annual general meeting and obtain the necessary authorisation from their CSDP or broker to attend the annual general meeting or provide their CSDP or broker with their voting instructions should they not be able to attend the annual general meeting in person but wish to be represented thereat. This must be done in terms of the agreement entered into between the shareholder and the CSDP or broker concerned.

Certificated shareholders whose shares are held through a nominee or broker, must inform their nominee or broker of their intention to attend the annual general meeting and obtain the necessary letter of representation from their nominee or broker or provide their nominee or broker with their voting instructions should they not be able to attend the annual general meeting in person.

By order of the Board

A handwritten signature in black ink, appearing to be 'CD Appollis', written over a horizontal line.

CD Appollis
Group company secretary

20 June 2013

Abbreviated CVs

Dr WT Marais, HP Marais, SW Mncwango, HH Hickey, FD Butler and D Naidoo

Name: Dr Willem (Willie) Tobias Marais
Age: 57
Qualifications: BCom, MBA, DBA (UP), Professional Valuer
Designation: Non-executive director
Date appointed to the Board: 15 February 2007
Board committee memberships: None
Significant directorships: Institute of Estate Agents of SA – National (Art 21), International Consortium of Real Estate Associations
Experience: Involved in numerous businesses in the property and agriculture sectors. Director of the Institute of Estate Agents of SA, and is a member of the executive committee of the International Consortium of Real Estate Associations.

Name: Helgaard Petrus Marais
Age: 55
Qualifications: BAdmin (UP)
Designation: Alternate to Dr WT Marais
Date appointed to the Board: 3 December 2010
Board committee memberships: None
Significant directorships: Overberg Afgri Limited
Experience: Served on the boards of various unlisted companies involved in the agricultural sector in the capacity of non-executive director and as a member of their audit, risk, remuneration, nomination and social and ethics committees.

Name: Sizwe Welcome Mncwango
Age: 47
Qualifications: BSc and MSc (Civil Engineering), MBA
Designation: Independent non-executive director
Date appointed to the Board: 29 July 2010
Board committee memberships: None
Significant directorships: Central Energy Fund (SOC) Limited, PetroSA (SOC) Limited, AEMFC (SOC) Limited and Proactive Health Solutions (Pty) Limited
Experience: Served on numerous boards over the past 12 years and is currently CEO of the Central Energy Fund (SOC) Limited. He has extensive experience in general management, deal structuring and turnaround strategies.

Name: Hester Helena Hickey
Age: 59
Qualifications: BCompt Hons, Chartered Accountant (SA)
Designation: Independent non-executive director
Date appointed to the Board: 13 June 2008
Board committee memberships: Audit committee chairperson
Significant directorships: Cashbuild Limited, African Dawn Capital Limited, Pan African Resources PLC; Trustee of Mine Workers and Sentinel Pension Fund
Experience: Extensive experience in all facets of auditing and risk management at Ironside Greenwood Chartered Accountants, BDO Spencer Stewart, Transnet, Ernst & Young and Liberty Life culminating in holding the position until 2007 of Executive Officer: Head of Risk at AngloGold Ashanti. Currently serves on the board and is a member of the audit committee of several listed and private companies and also performs board evaluations and director training for the Institute of Directors. Former Chairman of the South African Institute of Chartered Accountants and past director of Metorex Limited and Glenrand MIB Limited.

Abbreviated CVs (continued)

Name: Frank Desmond Butler
Age: 60
Qualifications: BSc Chem Eng, MBA
Designation: Independent non-executive director
Date appointed to the Board: 27 September 2002
Board committee memberships: Social, ethics and risk committee chairman and audit committee
Significant directorships: None
Experience: Private consultant in risk management and business strategies, having occupied senior positions including the position of Chairman of CRM International Group during the period 1980 to 2001.

Name: Dhanasagree (Daisy) Naidoo
Age: 41
Qualifications: BCom, Chartered Accountant (SA), Master in Accounting (Tax)
Designation: Independent non-executive director
Date appointed to the Board: 1 April 2011
Board committee memberships: Remuneration committee and audit committee
Significant directorships: STRATE Limited, Hudaco Industries Limited, Mr Price Limited, Mercantile Bank Holdings Limited, Marriott Unit Trust Management Company Limited and Old Mutual Unit Trust Managers Limited
Experience: Worked at Sanlam Capital Markets for more than nine years where she served, *inter alia*, as the Head of the Debt Structuring Unit and was appointed to the sub-credit committee of the Sanlam Investment Cluster. Currently serves on the board and is a member of the audit committee of several listed and private companies and public sector entities and provides risk advisory services to the Vantage Mezzanine Fund. Member of SAICA and the Institute of Directors of South Africa.

Form of proxy

For use at the annual general meeting to be held at Bryanston on Thursday, 26 September 2013 at 10:00

(To be completed by certificated shareholders and dematerialised shareholders with own-name registration only.)

If shareholders have dematerialised their shares with a CSDP or broker, they must arrange with the CSDP or broker concerned to provide them with the necessary authorisation to attend the annual general meeting or the shareholders concerned must instruct them as to how they wish to vote in this regard.

This must be done in terms of the agreement entered into between the shareholder and the CSDP or broker concerned.

I/We _____
(full name and surname in block letters)

of _____
(full address)

being the registered holder of _____ shares in the company hereby appoint:

1. _____ or
2. _____ or

the chairman of the meeting as my/our proxy to attend, speak and to vote for me/us and on my/our behalf at the annual general meeting of Omnia Holdings Limited to be held at 10:00 on Thursday, 26 September 2013 at 2nd Floor, Omnia House, 13 Sloane Street, Epsom Downs, Bryanston, and at every adjournment of that meeting (on page 14):

Form of proxy (continued)

Resolution	For	Against	Abstain
Ordinary resolution number 1: To present the annual financial statements for the year ended 31 March 2013			
Ordinary resolution number 2: Re-appointment of auditors and confirmation of their remuneration			
Ordinary resolution number 3: Re-election of director: Dr WT Marais			
Ordinary resolution number 4: Re-election of director: HP Marais			
Ordinary resolution number 5: Re-election of director: SW Mncwango			
Ordinary resolution number 6.1: Appointment of HH Hickey to the audit committee			
Ordinary resolution number 6.2: Appointment of D Naidoo to the audit committee			
Ordinary resolution number 6.3: Appointment of FD Butler to the audit committee			
Ordinary resolution number 7: Approval of remuneration policy			
Ordinary resolution number 8: General authority to place unissued shares under control of the directors			
Ordinary resolution number 9: Authorisation to sign documents giving effect to resolutions			
Special resolution number 10: Approval of directors' fees			
10.1 Approval of non-executive directors' fees			
10.2 Approval of chairman's fees			
Special resolution number 11: Financial assistance to a related or inter-related company			

(Mark whichever is applicable. If no direction is given, the proxy holder will be entitled to vote or to abstain from voting as that proxy holder deems fit.)

Dated this _____ day of _____ 2013

Signature: _____

Capacity and authorisation (see note 7):

Notes to proxy

1. A member may insert the name of a proxy or the names of two alternate proxies of the member's choice in the space(s) provided, with or without deleting the "chairman of the meeting". The person whose name stands first on the form of proxy and who is present at the meeting will be entitled to act as proxy to the exclusion of those whose names follow. A member should insert an "X" in the relevant space according to how he/she wishes his/her votes to be cast.
2. However, if a member wishes to cast a vote in respect of a lesser number of ordinary shares than he/she owns in the company, he/she should insert the number of ordinary shares held in respect of which he/she wishes to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the meeting as he/she deems fit in respect of all the member's votes exercisable at the meeting. A member is not obliged to use all the votes exercisable by him/her, but the total of the votes cast and abstentions recorded may not exceed the total number of the votes exercisable by the member.
3. The completion and lodging of this form of proxy will not preclude the relevant member from attending the meeting and speaking and voting in person to the exclusion of any proxy appointed in terms hereof, should such member wish to so do.
4. The chairman of the meeting may reject or accept any form of proxy which is completed and/or received other than in compliance with these notes.
5. Shareholders who have dematerialised their shares with a CSDP or broker, other than own-name registrations, must arrange with the CSDP or broker concerned to provide them with the necessary authorisation to attend the meeting or the shareholders concerned must instruct their CSDP or broker as to how they wish to vote in this regard. This must be done in terms of the agreement entered into between the shareholder and the CSDP or broker concerned.
6. Any alteration to this form of proxy, other than the deletion of alternatives, must be signed, not initialled, by the signatory/(ies).
7. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity (eg on behalf of a company, close corporation, trust, pension fund, deceased estate, etc) must be attached to this form of proxy, unless previously recorded by the company or waived by the chairman of the meeting.
8. A minor must be assisted by his/her parent or guardian, unless the relevant documents establishing his/her capacity are produced or have been registered by the company.

Notes to proxy (continued)

9. Where there are joint holders of shares, any one holder may sign the form of proxy; and the vote of the senior joint holder who tenders a vote, as determined by the order in which the names stand in the company's register of members, will be accepted.
10. Forms of proxy must be completed in accordance with its instructions and received by the company secretary at the registered office or the transfer secretaries at 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein (PO Box 4844, Johannesburg, 2000), before the commencement of the annual general meeting (or any adjournment thereof) or handed to the chairman of the meeting before the appointed proxy exercises any shareholder rights at the meeting, provided that should such proxy be returned to the company secretary or transfer secretaries later than 10:00, Monday, 23 September 2013, then, before the meeting, a copy of such form of proxy will need to be furnished to the chairman of the meeting before the proxy exercises any shareholder rights at the meeting.
11. A proxy may delegate the authority received from the holder to a further person(s), subject to any restriction set out in this form of proxy.
12. If this form of proxy has been delivered to the company in accordance with note 10, then, for as long as that appointment remains in effect, any notice that is required in terms of the Companies Act or the company's memorandum of incorporation to be delivered by the company to a shareholder, must be delivered by the company to the shareholder or alternatively, if a shareholder has directed the company to do so in writing and has paid any reasonable fees charged by the company for doing so, to such shareholder's proxy/ies.
13. Except if a shareholder provides in this form of proxy that a proxy appointment is irrevocable, 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's transfer secretaries at 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein (PO Box 4844, Johannesburg, 2000), to be received before the replacement proxy/ies exercise(s) any rights of the holder at the annual general meeting or any adjournment thereof.
14. The revocation of a proxy appointment constitutes a complete and final cancellation of the authority of the proxy/ies 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 13 above.

Contact information

Group company secretary

CD Appollis

Registered office and postal address

Omnia Holdings Limited
Registration number: 1967/003680/06
JSE code: OMN ISIN: ZAE000005153
2nd Floor, Omnia House
Epsom Downs Office Park, 13 Sloane Street
Epsom Downs, Bryanston, Sandton
PO Box 69888
Bryanston, 2021
Telephone +27 11 709 8888
Website address: www.omnia.co.za

Transfer secretaries

Link Market Services South Africa (Pty)
Limited
13th Floor, Rennie House
19 Ameshoff Street, Braamfontein
(PO Box 4844, Johannesburg, 2000)

Sponsor

One Capital
17 Fricker Road
Illovo
PO Box 784573
Sandton, 2146
Telephone +27 11 550 5000

Auditors

PricewaterhouseCoopers Inc.
2 Eglin Road
Sunninghill
Private Bag X36
Sunninghill, 2157
Telephone +27 11 797 4000

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