

# TELKOM 14TH ANNUAL GENERAL MEETING

## Questions and Answers

### 1. When is Telkom's Annual General Meeting?

#### Answer

The 14th Annual General Meeting of Telkom shareholders will be held on Friday 20 October 2006 in Ballroom 2/3, Sandton Convention Centre, Maude Street, Sandown at 14:00.

### 2. Who may attend the Annual General Meeting?

#### Answer

Shareholders who have dematerialised their Telkom shares and wish to attend the Annual General Meeting in person (other than those who have dematerialised their shares with "own name" registration) have to request their Central Securities Depository Participant ("CSDP") or broker to provide them with a letter of representation to enable them to attend and vote at the Annual General Meeting. This must be done in terms of the agreement entered into between the shareholders and CSDP or broker concerned. However, all shareholders who hold certificated shares in their own name and those who have dematerialised their shares with "own name" registration can attend the Annual General Meeting and do not need to obtain any authorisation to do so.

### 3. What should I do if I want to attend the Annual General Meeting?

#### Answer

If you have chosen to participate in the Issuer-Sponsored Nominee Programme (i.e. in this case, Computershare Nominees would be your CSDP and wish to attend the Annual General Meeting, you may do so provided your CSDP or broker has supplied you with a letter of representation, which you will need to produce on arrival at the Annual General Meeting venue to enable you to vote thereat. The same procedure would apply for those shareholders who have appointed their own CSDP or broker, but have not elected "own name" registration and wish to attend the AGM. If you, however, hold certificated shares in your own name or hold dematerialised shares with "own name" registration you can attend the Annual General Meeting. You will need to identify yourself at the meeting, by presenting either your identity or passport document.

### 4. What should I do if I am unable to attend the Annual General Meeting on 20 October 2006?

#### Answer

If you are eligible to attend the Annual General Meeting but are unable to do so, you can appoint a proxy to represent you at the meeting. A proxy is a person appointed by a shareholder to represent him/her at a meeting. The proxy need not be a shareholder in the Company. You can also appoint the Chairman of the Annual General Meeting or one of the directors as your proxy to vote on your behalf. You can do this by simply completing and signing the enclosed form of proxy and returning it to Computershare.

### 5. With whom should completed forms of proxy be lodged?

#### Answer

Completed forms of proxy should be lodged with Telkom's transfer secretaries, Computershare Investor Services 2004 (Pty) Limited ("Computershare"). Computershare's postal address is: PO Box 61051, Marshalltown, 2107, South Africa. The physical address is: 70 Marshall Street, Johannesburg, 2001, South Africa. Completed forms of proxy can also be faxed to Computershare on this number: +27 11 688 5238.

### 6. What is the latest date for completed forms of proxy to be lodged with Computershare?

#### Answer

Completed forms of proxy should be received by Computershare by no later than 14:00 on Thursday 19 October 2006. However, if your shares are dematerialised and held through a broker or CSDP the completed forms of proxy should be lodged with your broker or CSDP by no later than 72 hours before the holding of the Annual General Meeting.

### 7. Voting procedure at the Annual General Meeting

The Chairman of the Annual General Meeting will propose each decision that needs to be taken and approved at the Annual General Meeting. These are listed under Ordinary Business and Special business on the notice of annual general meeting and form of proxy. You will then be requested as a shareholder to cast your vote by indicating whether you vote for, against or abstaining in respect of each decision on the form of proxy.

### 8. Additional information

The following media have been arranged to assist shareholders on matters relating to the Annual General Meeting:

#### (1) Call Centre

- from 3 October 2006 to 19 October 2006 Computershare will manage a dedicated telephone line for the Telkom Annual General Meeting;
- multi-lingual agents will be deployed, and will be able to answer questions in most of the eleven official South African Languages;
- the Call Centre will operate during weekdays from 08:00 to 16:30 South African time.
- Call Centre number is: 0861100918 or +27 11 870 8225.

#### (2) On the Day of the Annual General Meeting

- From 08:00 to 13:00 on the day of the Annual General Meeting at the venue, Telkom will hold a shareholder education session where, in addition to going through the procedures of the Annual General Meeting, share ownership will be explained. There will also be dedicated staff from Telkom and Computershare to answer any questions shareholders might have.

## TELKOM 14DE ALGEMENE JAARVERGADERING

### Vrae en antwoorde

#### 1. Wanneer is Telkom se algemene jaarvergadering?

##### Antwoord

Die 14de algemene jaarvergadering van Telkom-aandehouers sal gehou word om 14:00 op Vrydag 20 Oktober 2006 in Balsaal 2/3, Sandton Konferensiesentrum, Maudstraat, Sandown.

#### 2. Wie mag die algemene jaarvergadering bywoon?

##### Antwoord

Aandehouers wat hulle Telkom-aandele gedematerialiseer het (buiten dié wat hulle aandele met "eie naam"-registrasie gedematerialiseer het) en die algemene jaarvergadering persoonlik wil bywoon, moet hulle Sentrale Effektebewaarplek-deelnemer ("SEBD") of makelaar versoek om hulle te voorsien met 'n verteenwoordigingsbrief sodat hulle die algemene jaarvergadering kan bywoon en daartydens kan stem. Dit moet gedoen word ingevolge die ooreenkoms wat die aandehouers en die betrokke SEBD of makelaar aangegaan het. Alle aandehouers wat egter aandele met sertifikate in hulle eie naam hou en dié wat hulle aandele met "eie naam"-registrasie gedematerialiseer het, mag die algemene jaarvergadering sonder enige magtiging bywoon.

#### 3. Wat moet ek doen indien ek die algemene jaarvergadering wil bywoon?

##### Antwoord

Indien u verkies het om aan die Uitreikersgeborgde Genomineerde Program deel te neem (d.w.s. in hierdie geval sal Computershare Nominees u SEBD wees) en u wil die algemene jaarvergadering bywoon, mag u dit doen, met die verstandhouding dat u SEBD of makelaar u van 'n verteenwoordigingsbrief moet voorsien, wat u moet toon wanneer u die algemene jaarvergadering bywoon en mag stem. Dieselfde prosedure is van toepassing op aandehouers wat die algemene jaarvergadering wil bywoon en wat hulle eie SEBD of makelaar aangestel het, maar wat nie "eie naam"-registrasie gekies het nie.

Voorts sal u tydens die vergadering uself moet identifiseer deur u identiteitsdokument of paspoort te toon op aanvraag.

#### 4. Wat moet ek doen indien ek nie die algemene jaarvergadering op 20 Oktober 2006 kan bywoon nie?

##### Antwoord

Indien u geregtig is om die algemene jaarvergadering by te woon, maar dit nie kan doen nie, kan u 'n gevolmagtigde aanstel om u tydens die vergadering te verteenwoordig en namens u te stem. 'n Gevolmagtigde is 'n persoon wat deur 'n aandeelhouer aangestel is om hom/haar by die algemene jaarvergadering te verteenwoordig. Die gevolmagtigde hoef nie 'n aandeelhouer van die Maatskappy te wees nie. U kan ook die Voorsitter van die algemene jaarvergadering of een van die direkteure as u gevolmagtigde aanstel. U kan dit doen deur eenvoudig die ingeslote volmagvorm in te vul en te onderteken en dit aan Computershare terug te stuur.

#### 5. Waar moet ingevulde volmagvorms ingedien word?

##### Antwoord

Voltooides volmagvorms moet by Telkom se oordragsekretaris, Computershare Investor Services 2004 (Edms) Beperk ("Computershare"), ingedien word. Computershare se posadres is: Posbus 61051, Marshalltown, 2107, Suid-Afrika. Die fisiese adres is: Marshallstraat 70, Johannesburg, 2001, Suid-Afrika. Ingevulde volmagvorms kan ook by +27 11 688 5238 aan Computershare gefaks word.

#### 6. Wanneer moet ingevulde volmagvorms by Computershare ingedien word?

##### Antwoord

Voltooides volmagvorms moet teen nie later nie as 14:00 op Donderdag 19 Oktober 2006 by Computershare ingedien word. Indien u aandele egter gedematerialiseer is en deur middel van 'n makelaar of SEBD gehou word, moet die voltooides volmagvorms nie later nie as 72 uur voor die aanvang van die algemene jaarvergadering by u makelaar of SEBD ingedien word.

#### 7. Stempresedure tydens die algemene jaarvergadering

Die Voorsitter van die algemene jaarvergadering sal elke besluit voorstel wat tydens die algemene jaarvergadering geneem en goedgekeur moet word. Dit word onder Gewone Sake en Spesiale Sake op die kennisgewing van die algemene jaarvergadering en die volmagvorm aangedui. U as aandeelhouer sal dan versoek word om u stem uit te bring deur aan te dui of u vir of teen elke besluit op die volmagvorm stem of ten opsigte daarvan buite stemming bly.

#### 8. Bykomende inligting

Reëlins is getref dat die volgende media beskikbaar sal wees om aandehouers met aangeleenthede rakende die algemene jaarvergadering te help:

##### (1) Inbelsentrum

- vanaf 3 Oktober 2006 tot 19 Oktober 2006 sal Computershare 'n toegewyde telefoonlyn bestuur vir die Telkom algemene jaarvergadering;
- veeltalige agente sal aangewend word en beskikbaar wees om vrae in die meerderheid van die elf amptelike Suid-Afrikaanse tale te beantwoord;
- die inbelsentrum sal van 08:00 tot 16:30 Suid-Afrikaanse tyd op woensdae in werking wees;
- die inbelsentrumnommer is: 0861100918 of +27 11 870 8225.

##### (2) Op die dag van die algemene jaarvergadering

- vanaf 08:00 tot 13:00 op die dag van die algemene jaarvergadering sal Telkom 'n inligtingsessie vir aandehouers hou waar die prosedures van die algemene jaarvergadering asook aandeleeienaarskap verduidelik sal word. Daar sal ook toegewyde personeel van Telkom en Computershare wees wat enige vrae wat u mag hê sal beantwoord.