

Approved by the board on
22 August 2019

Prosus N.V. Board Rotation Plan

Non-executives only



prosus

Name	Position	Date first appointed to the ListCo Board	Date first appointed to the Naspers Board	Date last appointed to the Naspers Board	Start and end of current term
J P Bekker	Non-executive Chair	22 August 2019	17 April 2015	25 August 2017	AGM 2019 - AGM 2022
E Choi	Independent Non-executive Director	22 August 2019	21 April 2017	25 August 2017	AGM 2017 - AGM 2020
H J du Toit	Independent Non-executive Director	22 August 2019	1 April 2016	24 August 2018	AGM 2018 - AGM 2021
C L Eenstein	Independent Non-executive Director	22 August 2019	16 October 2013	24 August 2018	AGM 2018 - AGM 2021
D G Eriksson	Independent Non-executive Director	22 August 2019	16 October 2013	24 August 2018	AGM 2018 - AGM 2020
R C C Jafta	Independent Non-executive Director	22 August 2019	23 October 2003	25 August 2017	AGM 2017 - AGM 2020
F L N Letele	Non-executive Director	22 August 2019	22 November 2013	26 August 2016	AGM 2016 - AGM 2021
D Meyer	Independent Non-executive Director	22 August 2019	25 November 2009	26 August 2016	AGM 2019 - AGM 2022
R Oliveira de Lima	Independent Non-executive Director	22 August 2019	16 October 2013	24 August 2018	AGM 2018 - AGM 2021
S J Z Pacak	Non-executive Director	22 August 2019	15 January 2015	25 August 2017	AGM 2019 - AGM 2022
T M F Phaswana	Non-executive Director and Lead Independent Director	22 August 2019	23 October 2003	25 August 2017	AGM 2017 - AGM 2019
M R Sorour	Non-executive Director	22 August 2019	15 January 2015	24 August 2018	AGM 2018 - AGM 2020
J D T Stofberg	Non-executive Director	22 August 2019	16 October 2013	26 August 2016	AGM 2019 - AGM 2022
BJ van der Ross	Independent Non-executive Director	22 August 2019	12 February 1999	25 August 2017	AGM 2019 - AGM 2022

The Articles of Association provide that each non-executive Director shall be appointed for a period of not more than three years. A Director's term of office shall lapse in accordance with the rotation schedule drawn up by the Board. A non-executive Director may be reappointed for additional three-year terms. The Company's diversity policy, drawn up in accordance with the Board Charter, will be considered in the preparation of the appointment or reappointment of directors.

The independence of non-executive Directors is assessed prior to their appointment to the Board and, thereafter, annually. The Company aligns the rotation periods of the non-executive directors of the Company with the rotation periods of the non-executive directors of Naspers Limited.