

PSG Group Limited
 Incorporated in the Republic of South Africa
 Registration number: 1970/008484/06
 JSE share code: PSG
 ISIN code: ZAE000013017
 ("PSG Group" or "the Company")

PSG Financial Services Limited
 Incorporated in the Republic of South Africa
 Registration number: 1919/000478/06
 JSE share code: PGFP
 ISIN code: ZAE000096079

RESULTS OF THE ANNUAL GENERAL MEETING OF PSG GROUP

Shareholders are hereby advised that all of the ordinary and special resolutions tabled at the annual general meeting of PSG Group held on 24 June 2016 at Spier Wine Estate, Baden Powell Drive, Stellenbosch were passed by the requisite majority, with the exception of ordinary resolutions number 2, 3, 5 and 8 which were withdrawn prior to the annual general meeting. The detailed voting results of the annual general meeting are set out below:

	Votes for as a percentage of total number of shares voted (%)	Votes against as a percentage of total number of shares voted (%)	Number of shares voted at the annual general meeting	Number of shares voted as a percentage of votes exercisable (%)	Number of shares abstained as a percentage of votes exercisable (%)
Ordinary Resolution Number 1: To re-elect Mr ZL Combi as director	100.00	-	170 285 775	78.71	0.03

Ordinary Resolution Number 4: To re-elect Mr JF Mouton as director	92.26	7.74	170 285 775	78.71	0.03
Ordinary Resolution Number 6: To confirm Ms B Mathews' appointment as director	100.00	-	170 285 532	78.71	0.03
Ordinary Resolution Number 7: To re-appoint Mr PE Burton as a member of the audit and risk committee	92.06	7.94	170 285 775	78.71	0.03
Ordinary Resolution Number 9: To appoint Ms B Mathews as a member of the audit and risk committee	100.00	-	170 285 532	78.71	0.03
Ordinary Resolution Number 10: To re-appoint	86.08	13.92	170 285 775	78.71	0.03

Mr CA Otto as a member of the audit and risk committee					
Ordinary Resolution Number 11: To re-appoint PricewaterhouseCoopers Inc as the auditor	100.00	-	170 285 775	78.71	0.03
Ordinary Resolution Number 12: General authority to issue ordinary shares for cash	98.75	1.25	170 285 775	78.71	0.03
Special Resolution Number 1: Remuneration of non-executive directors	92.62	7.38	170 285 775	78.71	0.03
Special Resolution Number 2: Inter-company financial assistance	99.99	0.01	170 285 775	78.71	0.03
Special Resolution Number 3:	99.99	0.01	170 285 775	78.71	0.03

Financial assistance for acquisition of shares in a related or inter-related company					
Special Resolution Number 4: Share buy-back by PSG Group and its subsidiaries	97.99	2.01	169 367 009	78.29	0.45
Special Resolution Number 5: Amendment to the memorandum of incorporation of PSG Group in relation to fractions	100.00	-	170 285 775	78.71	0.03

CHANGE TO THE BOARD OF DIRECTORS

In compliance with paragraph 3.59(b) of the JSE Listings Requirements, PSG Group advises that Messrs J de V du Toit, MM du Toit and W Theron have retired from the board of directors ("the Board") with effect from 24 June 2016.

The Board wishes to thank Messrs J de V du Toit, MM du Toit and W Theron for their contribution to the Company over the years.

24 June 2016
Stellenbosch

Sponsor
PSG Capital