

CAXTON AND CTP PUBLISHERS AND PRINTERS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1947/026616/06)

Share Code: CAT

ISIN: ZAE000043345

Preference share code: CATP

ISIN: ZAE000043352

("the company")

RESULTS OF ANNUAL GENERAL MEETING ("AGM")

Shareholders are advised that all the resolutions contained in the notice convening the AGM were approved by the requisite majorities of shareholders present in person or represented by proxy at the AGM of the company held on Friday, 7 December 2018. The company has 389 011 767 ordinary shares in issue.

Details of the resolutions and the voting are contained in the table below.

Resolution proposed	Total number of votes cast: % of issued share capital	Number of votes in favour: % of total votes cast	Number of votes against: % of total votes cast	Number of abstentions: % of total votes cast
Ordinary resolutions				
Ordinary resolution 1: To adopt the annual financial statements for the year ended 30 June 2017	344 953 897 88.62%	344 743 860 100%	1 800 0%	208 237 0.05%
Ordinary resolution 2: To place the unissued ordinary shares under the control of the directors	344 953 897 88.62%	197 043 275 57.12%	147910 622 42.88%	0 0%
Ordinary resolution 3:				%
3.1 To re-elect Mr. PM Jenkins as director of the company	344 953 897 88.62%	344 922 042 99.99%	31 855 0.01%	0 0%
3.2 To re-elect Mr. ACG Molusi as director of the company	344 953 897 88.62%	257 083 705 74.53%	87 870 192 25.47%	0 0%
Ordinary resolution 4: To re-appoint BDO South Africa. as the independent auditors and Mr. P Badrick as the designated auditor	344 953 897 88.62%	322 343 543 93.45%	22 596 799 6.55%	0 0%
Ordinary resolution 5:				
5.1 To re-elect Ms. T Slabbert as member and chairman of the Audit and Risk Committee	344 953 897 88.62%	344 888 509 99.98%	65 388 0.02%	0 0%
5.2 To re-elect Mr. ACG Molusi as member of the Audit and Risk Committee	344 953 897 88.62%	257 067 205 74.52%	87 886 692 25.48%	0 0%
5.3 To re-elect Mr. NA Nemukula as member of the Audit and Risk Committee	344 953 897 88.62%	335 993 501 97.40%	8 960 396 2.6%	0 0%
Ordinary resolution 6: To authorise any director or the company secretary to sign documentation to give effect to ordinary and special resolutions	344 953 897 88.62%	344 952 097 100%	1 800 0%	0 0%
Ordinary resolution 7: To authorise the default repurchase of Odd Lot Offer Holders who do not elect to sell or retain their Odd Lot Holdings	344 953 897 88.62%	344 074 777 99.75%	879 120 0.25%	0 0%

Special resolutions				
Special resolution 1: To approve the general authority for the company and/ or subsidiary to acquire the company's own shares	344 953 897 88.62%	344 074 777 99.75%	879 120 0.25%	0 0%
Special resolution 2: To approve the remuneration of the non-executive directors	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Special resolution 3: To approve financial assistance to related or inter-related companies	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Special resolution 4: To approve financial assistance for subscription for or purchase of securities	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Special resolution 5: To authorise the specific repurchase offer to all shareholders holding more than 100 but less than 1 000 ordinary shares in the company	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Special resolution 6: To amend the Memorandum of Incorporation to authorise the company to authorise the company to make an Odd Lot Offer	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Special resolution 7: To authorise the company to repurchase ordinary shares in terms of an Odd Lot Offer	344 953 897 88.62%	344 935 597 99.99%	18 300 0.01%	0 0%
Advisory resolutions				
Advisory resolution 1: To approve the remuneration policy as set out in the corporate governance report	344 953 897 88.62%	253 050 192 73.49%	91 291 798 26.51%	611 907 0.16%
Advisory resolution 2: To approve the implementation of the remuneration policy as set out in the corporate governance report	344 953 897 88.62%	245 016 004 71.15%	99 325 986 28.85%	611 907 0.16%

The attention of shareholders is drawn to the fact that in excess of 25% (26.51%) of the votes in respect of the advisory resolution approving the remuneration policy voted against the resolution and 28.85% of the votes in respect of the advisory resolution approving implementation of the remuneration policy voted against the resolution. Dissenting shareholders are therefore invited to contact Ms. Julie Naran at the head office of the company, Caxton House, 368 Jan Smuts Avenue, Craighall, Johannesburg (telephone 011-889 0633 or julie.naran@caxton.co.za) to arrange a suitable time and date to meet with the chairman and Chief Executive Officer of the company to discuss the policy and its implementation.

By order of the board.

Johannesburg
7 December 2018

Sponsor
Arbor Capital Sponsors Proprietary Limited