

Phumelela Gaming & Leisure Limited
(Incorporated in the Republic of South Africa)
(Registration number 1997/016610/06)
Share code: PHM
ISIN: ZAE000039269
("Phumelela" or "the Company")

REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Phumelela shareholders are advised that at the Annual General Meeting of members held on 11 December 2018, all the ordinary and special resolutions as proposed in the Notice of Annual General Meeting were approved by the requisite majority of members. In this regard, Phumelela confirms the voting statistics from the Annual General Meeting as follows:

	%	Number
Total number of shares that could be voted at meeting	100%	102 500 558
Total number of shares present/represented including proxies at meeting (including shares abstained from voting)	77%	78 760 420

	Votes in favour	%	Votes against	%	Abstentions	%
Ordinary resolution 1: To receive and adopt the annual financial statement for the year ended 31 July 2018	78 639 391	100%	975	0%	120 054	0.12%
Ordinary resolution 2.1: Appointment of Mr. S Muller as director of the Company	78 325 891	100%	975	0%	433 554	0.42%
Ordinary resolution 2.2: Appointment of Mr. SA Mahlalela as director of the Company	78 325 891	100%	975	0%	433 554	0.42%
Ordinary resolution 2.3: Appointment of Ms. FS Magubane as director of the Company	78 325 891	100%	975	0%	433 554	0.42%
Ordinary resolution 2.4: Appointment of Mr. M Tembe as director of the Company	70 044 610	97.09%	2 282 256	2.91%	433 54	0.42%
Ordinary resolution 3: Re-election of the following Director: Mr.B Kantor	72 203 250	92.18%	6 123 616	7.82%	433 554	0.42%

Ordinary resolution 4: Re-election of the following Director: Mr. KC Khampepe	77 755 149	99.27%	571 717	0.73%	433 554	0.42%
Ordinary resolution 5.1: To elect the following Risk and Audit committee member: Mr. S Muller	78 325 891	100 %	975	0%	433 554	0.42%
Ordinary resolution 5.2: To elect the following Risk and Audit committee member: Mr. JB Walters	77 630 632	91.11 %	696 234	0.89%	433 544	0.42%
Ordinary resolution 5.3: To elect the following Risk and Audit committee member: Mr. SA Mahlalela	78 325 891	100%	975	0%	433 554	0.42%
Ordinary resolution 5.4: To elect the following Risk and Audit committee member- Ms. NJ Mboweni	77 507 239	98.95%	819 627	1.05%	433 554	0.42%
Ordinary resolution 5.5: To elect the following Risk and Audit committee member- Ms. FS Magubane	78 202 498	99.84%	124 368	0.16%	433 554	0.42%
Ordinary resolution 6: Reappointment of KPMG Inc. as independent auditors for the ensuing year	74 548 665	94.80%	4 091 701	5.20%	120 054	0.12%
Ordinary resolution 7: Placement of shares under the control of the directors	68 974 197	87.71%	9 666 169	12.29%	120 054	0.12%
Ordinary resolution 8: General authority to issue shares for cash	62 446 864	79.41%	16 193 502	20.59%	120 054	0.12%
Ordinary resolution 9: To endorse non-binding advisory vote on Remuneration Policy	75 663 975	96.22%	2 976 391	3.78%	120 054	0.12%

Ordinary resolution 10: To endorse non-binding advisory vote on Remuneration implementation report	75 663 975	96.22%	2 976 391	3.78%	120 054	0.12%
Ordinary resolution 11: Approval of CEO and FD Share Option Scheme	75 541 235	96.06%	3 098 302	3.94%	120 883	0.12%
Ordinary resolution 12: Approval of the directors to act in terms of Resolution 11	75 541 235	96.06%	3 098 302	3.94%	120 883	0.12%
Special resolution 1: To approve the non-executive directors' remuneration for the ensuing year	78 598 913	99.95%	41 453	0.05%	120 054	0.12%
Special resolution 2: To enable the provision of financial assistance to related or interrelated companies or corporations or directors and prescribed officers	73 189 015	93.07%	5 451 351	6.93%	120 054	0.12%
Special resolution 3: A general approval for the Company to acquire Phumelela Gaming and Leisure Limited Shares	78 392 963	99.69%	247 403	0.31%	120 054	0.12%

Johannesburg
11 December 2018

Sponsor
Investec Bank Limited