

Sanlam Limited  
(Incorporated in the Republic of South Africa)  
Registration number 1959/001562/06  
JSE share code: SLM  
NSX share code: SLA  
A2X share code: SLM  
ISIN: ZAE000070660  
("Sanlam" or the "Company")

## Results of Annual General Meeting

Shareholders are advised that the special and ordinary resolutions proposed in the notice to shareholders dated 15 March 2019, were passed by the requisite majority of votes of shareholders present in person or represented by proxy at the 21st annual general meeting held on Wednesday, 5 June 2019 at 14:00 ("**Annual General Meeting**").

As at Friday, 24 May 2019, being the Annual General Meeting record date ("**Voting Record Date**"), the total number of Sanlam ordinary shares of 1 cent each in issue was 2 343 338 047 ("**Sanlam Issued Ordinary Shares**").

The Sanlam ordinary shares eligible to vote by being present in person or by submitting proxies was 2 172 343 535, being 92.70% of Sanlam Issued Ordinary Shares.

The voting details with respect to the proposed resolutions were as follows:

### 1. Ordinary Resolution No 1 – Presenting the Sanlam Annual Reporting (incorporating Integrated Report, Corporate Governance Report, Remuneration Report and Annual Financial Statements)

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
100	0	1 790 666 262	82.43	0.27

### 2. Ordinary Resolution No 2 – Re-appointment of Ernst & Young Inc. as independent auditors

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
82.89	17.11	1 794 783 074	82.62	0.08

### 3. Ordinary Resolution No 3 – Appointment of director

	Total Ordinary Shares voted				Ordinary Shares abstained
Director	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
3.1 S Zinn	99.18	0.82	1 789 330 599	82.37	0.33

#### 4. Ordinary Resolution No 4 – Re-election of directors

	Total Ordinary Shares voted				Ordinary Shares abstained
Directors	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
4.1 PT Motsepe	90.61	9.39	1 794 776 415	82.62	0.08
4.2 KT Nondumo	94.91	5.09	1 794 775 326	82.62	0.08
4.3 CG Swanepoel	99.62	0.38	1 794 772 214	82.62	0.08
4.4 AD Botha	73.53	26.47	1 789 326 864	82.37	0.33
4.5 SA Nkosi	77.88	22.12	1 789 320 459	82.37	0.34

#### 5. Ordinary Resolution No 5 – Re-election of executive director

	Total Ordinary Shares voted				Ordinary Shares abstained
Director	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
5.1 IM Kirk	99.04	0.96	1 794 584 036	82.61	0.08

#### 6. Ordinary Resolution No 6 – Election of the members of Sanlam Audit, Actuarial and Finance Committee (“Audit Committee”)

	Total Ordinary Shares voted				Ordinary Shares abstained
Directors	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
6.1 AD Botha	72.89	27.11	1 789 131 584	82.36	0.33
6.2 P Hanratty	99.53	0.47	1 794 783 035	82.62	0.08
6.3 M Mokoka	99.53	0.47	1 794 777 030	82.62	0.08
6.4 KT Nondumo	99.48	0.52	1 794 777 798	82.62	0.08

**7. Ordinary Resolution No 7 – Advisory vote on the Company’s Remuneration policy and the Remuneration Implementation report**

	Total Ordinary Shares voted				Ordinary Shares abstained
	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
7.1 Remuneration policy	98.35	1.65	1 788 086 729	82.31	0.39
7.2 Remuneration Implementation report	93.00	7.00	1 787 489 292	82.28	0.42

**8. Ordinary Resolution No 8 – To note the total amount of non-executive directors’ and executive directors’ remuneration for the financial year ended 31 December 2018**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.46	0.54	1 784 873 334	82.16	0.40

**9. Ordinary Resolution No 9 – To place unissued ordinary shares under the control of the directors**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
97.07	2.93	1 794 757 600	82.62	0.08

**10. Ordinary Resolution No 10 – General authority to issue shares for cash**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
97.00	3.00	1 794 756 401	82.62	0.08

**11. Ordinary Resolution No 11 – To authorise any director of the Company and, where applicable, the secretary of the Company (“Company Secretary”), to implement the aforesaid Ordinary and the undermentioned Special Resolutions**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.50	0.50	1 794 448 999	82.60	0.08

**12. Special Resolution No 1 – Approval of the non-executive directors’ remuneration for their services as directors**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.33	0.67	1 789 324 909	82.37	0.33

**13. Special Resolution No 2 – General authority to provide financial assistance in terms of section 44 of the Companies Act (Act 71 of 2008)**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.37	0.63	1 794 752 407	82.62	0.08

**14. Special Resolution No 3 – General authority to provide financial assistance in terms of section 45 of the Companies Act (Act 71 of 2008)**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.37	0.63	1 794 755 462	82.62	0.08

**15. Special Resolution No 4 – Authority to the Company or a subsidiary of the Company to acquire the Company’s securities**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.20	0.80	1 793 492 557	82.56	0.14

**16. Special Resolution No 5 – To amend the trust deed of the Sanlam Limited Share Incentive Trust**

Total Ordinary Shares voted				Ordinary Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
98.91	1.09	1 786 988 923	82.26	0.43

- (1) Expressed as a percentage of 2 172 342 535 Sanlam ordinary shares in issued as at the Voting Record Date.

Group Company Secretary  
Sana-Ullah Bray  
Sana-ullah.bray@sanlam.co.za

Bellville  
6 June 2019

Sponsor  
The Standard Bank South Africa Limited