#### TOWER PROPERTY FUND LIMITED

("Tower" or "the company")

(Incorporated in the Republic of South Africa) (Registration number 2012/066457/06) JSE share code: TWR ISIN: ZAE000179040 (Approved as a REIT by the JSE)



#### RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that at the annual general meeting of shareholders held on Wednesday, 9 October 2019 (in terms of the notice dispatched on 9 September 2019) all the resolutions tabled thereat were passed by the requisite majority of shareholders.

Details of the results of voting at the annual general meeting are as follows:

- total number of Tower shares in issue as at the date of the annual general meeting: 339 549 647
- total number of Tower shares that were present/represented at the annual general meeting: 260 430 041 being 76.70% of the total number of Tower shares that could have been voted at the annual general meeting.

#### Ordinary resolution 1: Adoption of the annual financial statements

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Ordinary resolution 2: Re-appointment of auditors

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Ordinary resolution 3: Re-election of Ms N Milne

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Ordinary resolution 4: Re-election of Mr A Magwentshu

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Ordinary resolution 5.1: Re-election of Mr J Bester as chairman and member of the audit and risk committee

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

# Ordinary resolution 5.2: Re-election of Ms N Milne as member of the audit and risk committee

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Ordinary resolution 5.3: Re-election of Mr R Naidoo as member of the audit and risk committee

| Shares voted*             | For                       | Against                | Abstentions^           |
|---------------------------|---------------------------|------------------------|------------------------|
| 258 070 030, being 76.00% | 256 994 900, being 99.58% | 1 075 130, being 0.42% | 2 360 011, being 0.70% |

## Ordinary resolution 6: Control over unissued shares

| Shares voted*             | For                       | Against                 | Abstentions^           |
|---------------------------|---------------------------|-------------------------|------------------------|
| 258 075 422, being 76.01% | 233 774 933, being 90.58% | 24 300 489, being 9.42% | 2 354 619, being 0.69% |

### Ordinary resolution 7: General authority to issue ordinary shares for cash

| Shares voted*             | For                       | Against                 | Abstentions^           |
|---------------------------|---------------------------|-------------------------|------------------------|
| 258 075 422, being 76.01% | 233 748 623, being 90.57% | 24 326 799, being 9.43% | 2 354 619, being 0.69% |

#### Ordinary resolution 8: Specific authority to issue shares pursuant to a re-investment option

| Shares voted*             | For                       | Against                  | Abstentions^           |
|---------------------------|---------------------------|--------------------------|------------------------|
| 258 075 422, being 76.01% | 230 664 304, being 89.38% | 27 411 118, being 10.62% | 2 354 619, being 0.69% |

# Ordinary resolution 9: Control over unissued ordinary shares in respect of the Tower Property Fund Incentive Scheme

| Shares voted*             | For                       | Against                  | Abstentions^           |
|---------------------------|---------------------------|--------------------------|------------------------|
| 258 075 422, being 76.01% | 229 368 366, being 88.88% | 28 707 056, being 11.12% | 2 354 619, being 0.69% |

#### Ordinary resolution 10: Implementation of resolutions

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

#### Special resolution 1: Approval of non-executive directors' remuneration

| Shares voted*             | For                     | Against            | Abstentions^           |
|---------------------------|-------------------------|--------------------|------------------------|
| 258 070 030, being 76.00% | 258 068 930, being 100% | 1 100, being 0.00% | 2 360 011, being 0.70% |

## Special resolution 2: General authority to repurchase shares

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 075 422, being 76.01% | 258 075 422, being 100% | -       | 2 354 619, being 0.69% |

## Special resolution 3: Financial assistance for the subscription of securities

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

## Special resolution 4: Financial assistance to related and inter-related parties

| Shares voted*             | For                     | Against | Abstentions^           |
|---------------------------|-------------------------|---------|------------------------|
| 258 070 030, being 76.00% | 258 070 030, being 100% | -       | 2 360 011, being 0.70% |

## Non-binding resolution 1: Non-binding advisory vote in respect of the Tower's remuneration policy

| Shares voted*             | For                       | Against              | Abstentions^           |
|---------------------------|---------------------------|----------------------|------------------------|
| 257 957 419, being 75.97% | 257 736 611, being 99.91% | 220 808, being 0.09% | 2 472 622, being 0.73% |

Non-binding resolution 2: Non-binding advisory vote in respect of the Tower's remuneration implementation report

| Shares voted*             | For                       | Against              | Abstentions^           |
|---------------------------|---------------------------|----------------------|------------------------|
| 258 070 030, being 76.00% | 257 849 222, being 99.91% | 220 808, being 0.09% | 2 360 011, being 0.70% |

<sup>\*</sup> shares voted in relation to total shares in issue (excluding abstentions)

9 October 2019

Sponsor



<sup>^</sup> shares voted in relation to total shares is issue (excluding treasury shares)