

RESILIENT REIT LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 2002/016851/06)

JSE share code: RES ISIN: ZAE000209557

Bond company code: BIRPIF

(Approved as a REIT by the JSE)

("Resilient" or "the Company")



RESULTS OF ANNUAL GENERAL MEETING AND CHANGES TO THE COMPOSITION OF THE AUDIT AND REMUNERATION COMMITTEES

Shareholders are advised that at the annual general meeting of shareholders held on Wednesday, 6 November 2019 (in terms of the notice dispatched on 8 October 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 shares in issue as at the date of the annual general meeting: 400 131 254
- total number of shares that could have been voted at the annual general meeting, excluding 37 094 027 treasury shares: 363 037 227
- total number of shares that were present/represented at the annual general meeting: 261 390 308 being 72% of the total number of shares that could have been voted at the annual general meeting.

Ordinary resolution number 1: Appointment of Stuart Bird as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	260 580 428, being 99.70%	785 070, being 0.30%	24 810, being 0.01%

Ordinary resolution number 2.1: Re-election of Des de Beer as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	260 618 752, being 99.71%	746 746, being 0.29%	24 810, being 0.01%

Ordinary resolution number 2.2: Re-election of Johann Kriek as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 265 805, being 99.96%	99 693, being 0.04%	24 810, being 0.01%

Ordinary resolution number 2.3: Re-election of Protas Phili as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 363 498, being 100.00%	2 000, being 0.00%	24 810, being 0.01%

Ordinary resolution number 2.4: Re-election of Dawn Marole as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 363 498, being 100.00%	2 000, being 0.00%	24 810, being 0.01%

Ordinary resolution number 3.1: Re-election of Barry van Wyk as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	134 880 242, being 51.61%	126 485 256, being 48.39%	24 810, being 0.01%

Ordinary resolution number 3.2: Re-election of Thembi Chagonda as director

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	251 608 777, being 96.27%	9 756 721, being 3.73%	24 810, being 0.01%

Ordinary resolution number 4.1: Re-election of David Brown as member of the audit committee

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	255 005 558, being 97.57%	6 359 940, being 2.43%	24 810, being 0.01%

Ordinary resolution number 4.2: Re-election of Protas Phili as member of the audit committee

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 363 498, being 100.00%	2 000, being 0.00%	24 810, being 0.01%

Ordinary resolution number 4.3: Re-election of Des Gordon as member of the audit committee

Shares voted*	For	Against	Abstentions^
254 976 342, being 63.72%	254 974 342, being 100.00%	2 000, being 0.00%	6 413 966, being 1.77%

Ordinary resolution number 5: Reappointment of auditors

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 363 498, being 100.00%	2 000, being 0.00%	24 810, being 0.01%

Ordinary resolution number 6: General authority to issue shares for cash

Shares voted*	For	Against	Abstentions^
261 365 898, being 65.32%	232 736 263, being 89.05%	28 629 635, being 10.95%	24 410, being 0.01%

Ordinary resolution number 7: Adoption of the rules of the Resilient REIT Limited Conditional Share Plan

Shares voted*	For	Against	Abstentions^
261 191 537, being 65.28%	227 720 070, being 87.19%	33 471 467, being 12.81%	198 771, being 0.05%

Non-binding advisory vote 1: Endorsement of remuneration policy

Shares voted*	For	Against	Abstentions^
261 191 137, being 65.28%	209 562 107, being 80.23%	51 629 030, being 19.77%	199 171, being 0.05%

Non-binding advisory vote 2: Endorsement of remuneration implementation report

Shares voted*	For	Against	Abstentions^
261 191 137, being 65.28%	217 231 169, being 83.17%	43 959 968, being 16.83%	199 171, being 0.05%

Special resolution number 1: Approval of financial assistance to related or inter-related companies

Shares voted*	For	Against	Abstentions^
261 365 898, being 65.32%	258 614 050, being 98.95%	2 751 848, being 1.05%	24 410, being 0.01%

Special resolution number 2: Approval of the repurchase of shares

Shares voted*	For	Against	Abstentions^
261 365 898, being 65.32%	248 712 727, being 95.16%	12 653 171, being 4.84%	24 410, being 0.01%

Special resolution number 3.1: Authorising non-executive directors' fees

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	249 271 892, being 95.37%	12 093 606, being 4.63%	24 810, being 0.01%

Special resolution number 3.2: Authorising non-executive directors' fees for special committee meetings

Shares voted*	For	Against	Abstentions^
261 365 498, being 65.32%	261 139 137, being 99.91%	226 361, being 0.09%	24 810, being 0.01%

Special resolution number 4: Authority to issue shares in terms of section 41(1) of the Companies Act in respect of the Resilient REIT Limited Conditional Share Plan

Shares voted*	For	Against	Abstentions^
261 191 537, being 65.28%	235 552 777, being 90.18%	25 638 760, being 9.82%	198 771, being 0.05%

Ordinary resolution number 8: Authority for directors or company secretary to implement resolutions

Shares voted*	For	Against	Abstentions^
261 365 898, being 65.32%	261 363 898, being 100.00%	2 000, being 0.00%	24 410, being 0.01%

* shares voted in relation to total shares in issue (excluding abstentions)

^ in relation to total shares in issue (excluding treasury shares)

Shareholders are further advised of the following changes to the composition of Resilient's audit committee and remuneration committee, with effect from 6 November 2019:

- Umsha Reddy has stepped down as chairperson of the remuneration committee but will remain on as a member;
- Barry van Wyk has stepped down as a member of the audit committee; and
- Stuart Bird will replace Umsha as chairperson of the remuneration committee and will replace Barry as a member of the audit committee.

7 November 2019

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