

Famous Brands Limited  
(Incorporated in the Republic of South Africa)  
(Registration number: 1969/004875/06)  
JSE share code: FBR                      ISIN: ZAE000053328  
("Famous Brands" or "the Company")

**RESULTS OF ANNUAL GENERAL MEETING ("AGM") AND VOLUNTARY MARKET UPDATE IN RELATION TO THE COVID-19 GLOBAL PANDEMIC ("PANDEMIC")**

**RESULTS OF THE AGM**

Shareholders are referred to the announcements released on the JSE Stock Exchange News Service regarding the withdrawal of Special Resolution Number 4 in relation to the "General authority to issue shares for cash" on 22 July 2020 and Ordinary Resolution Number 5 in relation to "General authority for directors to allot and issue shares" on 24 July 2020.

Accordingly, shareholders are advised that at the AGM of the Company held at 14:00 on Friday, 24 July 2020 all the resolutions as set out in the Notice of AGM, other than Special Resolution Number 4 and Ordinary Resolution Number 5, were passed by the requisite majority of Famous Brands shareholders.

The details of the AGM voting results are as follows:

Resolution	Number of shares voted	Percentage (%) of shares in issue*	For** %	Against** %	Abstained* %
Ordinary resolution 1 Election of Mr AK Madiitse as a director	87,322,134	87.15%	99.99%	0.01%	0.10%
Ordinary resolution 2.1 Re-election of Mr NJ Adami as a director	87,322,134	87.15%	99.99%	0.01%	0.10%
Ordinary resolution 2.2 Re-election of Mr JL Halamandres as a director	87,322,134	87.15%	99.99%	0.01%	0.10%
Ordinary resolution 3.1 Election of Mr DJ Fredericks as a member and Chairman of the Audit and Risk Committee	87,322,134	87.15%	100.00%	0.00%	0.10%
Ordinary resolution 3.2 Election of Ms TE Mashilwane as a member of the Audit and Risk Committee	87,322,134	87.15%	93.66%	6.34%	0.10%

Ordinary resolution 3.3 Election of Mr NJ Adami as a member of the Audit and Risk Committee	87,322,134	87.15%	98.28%	1.72%	0.10%
Ordinary resolution 4 Appointment of KPMG SA as independent external auditor and Mr N Southon as the individual designated auditor	87,322,084	87.15%	95.36%	4.64%	0.10%
Ordinary resolution 5 General authority for directors to allot and issue ordinary shares	Withdrawn	Withdrawn	Withdrawn	Withdrawn	Withdrawn
Ordinary resolution 6 General authority for any director or Company Secretary to implement resolutions	87,322,084	87.15%	99.99%	0.01%	0.10%
Ordinary resolution 7 Approval of the Remuneration Policy	87,325,957	87.15%	76.20%	23.80%	0.10%
Ordinary resolution 8 Approval of the Implementation report of the Remuneration Policy	87,324,434	87.15%	86.96%	13.04%	0.10%
Special resolution 1 Financial assistance to related and inter- related companies	87,327,036	87.15%	99.90%	0.10%	0.10%
Special resolution 2.1 Approval of remuneration payable to non-executive directors	84,989,476	84.82%	99.98%	0.02%	0.10%
Special resolution 2.2 Approval of remuneration payable to the Chairman of the Board	84,989,476	84.82%	99.99%	0.01%	0.10%
Special resolution 2.3 Approval of remuneration payable to the Chairman of the Audit and Risk Committee	84,989,476	84.82%	99.99%	0.01%	0.10%

Special resolution 2.4 Approval of remuneration payable to the members of the Audit and Risk Committee	84,989,476	84.82%	99.98%	0.02%	0.10%
Special resolution 2.5 Approval of remuneration payable to the Chairman of the Remuneration Committee	84,989,476	84.82%	99.99%	0.01%	0.10%
Special resolution 2.6 Approval of remuneration payable to the members of the Remuneration Committee	84,989,476	84.82%	99.98%	0.02%	0.10%
Special resolution 2.7 Approval of remuneration payable to the Chairman of the Nomination Committee	84,989,476	84.82%	99.99%	0.01%	0.10%
Special resolution 2.8 Approval of remuneration payable to the members of the Nomination Committee	84,989,476	84.82%	99.98%	0.02%	0.10%
Special resolution 2.9 Approval of remuneration payable to the Chairman of the Social and Ethics Committee	84,989,476	84.82%	96.98%	3.02%	0.10%
Special resolution 2.10 Approval of remuneration payable to the members of the Social and Ethics Committee	84,989,476	84.82%	96.97%	3.03%	0.10%
Special resolution 2.11 Approval of remuneration payable to non-executive directors attending Investment Committee and unscheduled committee meetings	84,986,774	84.82%	96.98%	3.02%	0.10%
Special resolution 2.12 Approval of remuneration payable to a non-executive director who sits as Chairman of a principal operating subsidiary	84,986,774	84.82%	96.98%	3.02%	0.10%

Special resolution 2.13 Approval of remuneration payable to a non-executive director who sits as a director on a partially owned subsidiary or associate company	84,986,774	84.82%	96.98%	3.02%	0.10%
Special resolution 3 General authority to repurchase shares	87,324,062	87.15%	99.99%	0.01%	0.10%
Special resolution 4 General authority to issue shares for cash	Withdrawn	Withdrawn	Withdrawn	Withdrawn	Withdrawn

\*Based on 100,202,284 ordinary shares in issue.

\*\*Based on 87,422,431 ordinary shares voted at the AGM.

## **VOLUNTARY MARKET UPDATE IN RELATION TO THE PANDEMIC**

### **Overview**

The impact of the pandemic and related restrictions on the hospitality industry across our trading jurisdictions has been severe. Following an initial hard lockdown in all of our markets (South Africa ("SA"), Africa and the Middle East ("AME") and the United Kingdom ("UK")), restrictions have been eased in varying degrees, but trading generally remains muted as operators and consumers seek to adapt to challenges faced by the persistent presence of the coronavirus.

Aligned with our three-year strategic roadmap, and accelerated by the pandemic, our focus continues to be on right-sizing the business, reducing costs, preserving cash to facilitate balance sheet flexibility and prioritising the safety of our customers and employees.

- The Group's cash position remains stable, and is underpinned by the rigorous focus on cash flow management and driving fixed costs down. The additional R300 million short-term facility raised in April 2020 for contingency purposes has not been utilised.
- Certain parts of the business are, and will remain in hibernation until required, which is key to ensuring balance sheet flexibility.
- Our franchise partners have coped well under extremely difficult circumstances, reflected by some extraordinary trading performances.
- The Leading brands portfolio has adapted to the abnormal trading conditions better than our Signature brands, which remain extremely stressed. Capacity restrictions on in-dining seating and the prohibition of alcohol sales in restaurants are key factors in constraining viable operating conditions in the casual dining segment.

- Negotiations with landlords are ongoing in an endeavour to secure rental relief for our franchisees which is proportionate to the lower sales environment.
- Across the business, in our restaurants and supply chain, health and safety protocols are rigorously implemented. Where practicable, work from home arrangements are still in place for finance and administration employees.

## Operational status as at 19 July 2020

### SA

In our Leading brands' portfolio, 92% of restaurants were operational as at 19 July 2020, while 78% of Signature brands' restaurants were open. In the back-end supply chain, all manufacturing plants were operating, albeit at reduced capacity, in line with weaker demand from the front-end restaurant network. The retail business, which supplies our licenced branded products to third-party retailers, was permitted to trade throughout all stages of the lockdown and continues to report steady sales.

### AME region

Despite the challenges faced, this region has reported pleasing results over the past four months. Of the total complement of restaurants in the region, 98% were open for trade at 19 July 2020.

### UK and Ireland

Following the easing of trading restrictions, Wimpy UK continues to report solid delivery and collect sales. In the GBK Restaurants Ltd ("GBK") business, 27 restaurants were open for delivery and collect services as at 19 July, and nine of those had re-opened for seated dining to assess trading viability. The GBK Ireland operation remains closed; the uncertainty regarding resumption of trading is cause for concern.

## Group revenue analysis for the period March 2020 to June 2020 and revenue forecast for July 2020

Business segment	% of revenue vs prior year				
	March 2020	April 2020	May 2020	June 2020	July 2020
	(%)	(%)	(%)	(%)	(%)
			Forecast: 20	Forecast: 35	Forecast: 52
Group^	Achieved: 76	Achieved: 8	Achieved: 30	Achieved: 55	
SA					
(including Brands^,	74	4	31	59	50

Retail,  
Manufacturing  
and  
Logistics)

AME^	120	63	90	103	78
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UK	75	13	16	30	49
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^ excludes Marketing Funds revenue

### Trading Statement

If required, a Trading Statement will be issued in due course in accordance with the Listings Requirements of the JSE Limited as soon as the Board of Directors ("Board") is satisfied that a reasonable degree of certainty exists with regard to the Group's results for the six months ending 31 August 2020.

### Looking forward

Under current circumstances, it is likely that the restaurant industry across our markets will remain under severe pressure for the foreseeable future and will only recover fully once the pandemic has subsided and consumer confidence returns.

While every effort will continue to be made to flex our business model where practicable to capitalise on opportunities, lockdown restrictions will remain a major constraint on the Group's performance and its results. Positioned in the casual dining segment, the Group's Signature brands portfolio, specifically, will remain under acute stress.

As advised in the Cautionary Announcement issued on 20 May 2020, and renewed on 1 July 2020, relating to the Board's decision to not provide any further financial assistance to GBK, deliberations in respect of this matter are still underway. Shareholders will be apprised of progress in this regard in due course.

The financial information on which this announcement is based has not been reviewed or reported on by the Group's external auditors.

Midrand  
24 July 2020

Sponsor  
The Standard Bank of South Africa Limited