

GRINDROD LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 1966/009846/06)
Share code: GND and GNDP
ISIN: ZAE000072328 and ZAE000071106
("Grindrod" or the "Company")

RESULTS OF GENERAL MEETING

Unless otherwise defined, the definitions and interpretations contained in the circular issued by Grindrod on Friday, 7 August 2020 ("Circular") apply, *mutatis mutandis*, to terms used in this announcement.

On Friday, 7 August 2020, Grindrod issued a circular to the holders of Grindrod ordinary shares ("Grindrod Shareholders") relating to the specific repurchase of 64 million Grindrod ordinary shares and the acquisition of 1.6 million ordinary shares in Grindrod Shipping Holdings Ltd from Newshelf 1279 (RF) Proprietary Limited ("Transaction").

At the General Meeting of Grindrod Shareholders that was held today, Monday 7 September 2020 (in terms of the Circular and attached notice of general meeting), all resolutions were passed by the requisite majority of Grindrod Shareholders and the voting results were as follows.

Resolution	Number of ordinary shares voted	Percentage of ordinary shares in issue ¹	For ²	Against ²	Abstained ¹
Special resolution number 1 – Specific authority, in terms of the Act and Listings Requirements to repurchase Grindrod Shares from BEE SPV	571 332 563	74.92%	99.90%	0.10%	0.06%
Special resolution 2 - Authority to revoke special resolution number 1 in the event of Grindrod Shareholders exercising their Appraisal Rights	571 328 590	74.92%	99.90%	0.10%	0.06%
Ordinary resolution 1 – Authority to allow a director or the Company Secretary to do all such things and to sign all such documents as may be necessary to implement the resolutions set out above	571 337 564	74.92%	99.90%	0.10%	0.06%

1. Based on 762 553 314 Grindrod ordinary shares in issue, including treasury shares, at the date of the General Meeting.
2. In relation to the total number of Grindrod ordinary shares voted at the General Meeting.

The board of directors of Grindrod accepts responsibility for the information contained in this announcement insofar as it relates to Grindrod. To the best of its knowledge and belief, the information contained in this announcement is true and the announcement does not omit anything likely to affect the importance of the information.

Durban
7 September 2020

Sponsor
Nedbank Corporate and Investment Banking, a division of Nedbank Limited

Legal Adviser
Edward Nathan Sonnebergs Inc